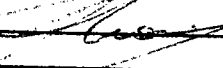


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29 JAN 2010



CONSTITUTION

AUSTRALIAN SPECIAL AIR SERVICE ASSOCIATION INCORPORATED

(Revised - 12 December 2009)

AMENDMENT SHEET

<u>Amendment</u>	<u>Date</u>	<u>Clause amended</u>	<u>Type of amendment</u>
#1	Sept 1995	6d Life Membership	<i>Wording of Rule</i>
#2	Sept 1998		<i>No Public Statements</i>
		<i>Amendment 1</i> <i>Clause 2, Sub-paragraph a' third line.</i> <i>After "Service", add "and other Special Air Service units</i>	
		<i>Amendment 2.</i> <i>Clause 5. Add new sentence to end of paragraph.</i>	
		<i>"Nominations for National Secretariat appointments are to be approved by State Branches at their AGM and names forwarded via the National Secretariat to the State Branch co-located with the SASR. The National Secretariat shall be at all times drawn from the ordinary membership of the State Branch, which, is co – located with the SASR. The nominations elected at the AGM of that State Branch will be forwarded to the National Executive for approval."</i>	
		<i>Amendment 3.</i> <i>Clause 11, sub-paragraph c. Delete all, and insert new sub-para c.</i> <i>"Any member who is posted on Active Service (as defined in the relevant Federal Legislation) shall not be liable for membership subscriptions for that financial year."</i>	
		<i>Amendment 4</i> <i>Clause 15.</i> <i>"The National Secretariat is responsible to the National Executive for the implementation of motions passed at the National AGM. They are to meet as directed by the National Chairman. Requests received from State Branches for executive action are to be circulated to all National Executive members for approval or otherwise.</i>	
#3	Sept 1999	<i>Clause 5</i> <i>To insert the words, "National Chairman", after the words 'will consist of the' into the following sentence from Clause 5. The members of the Secretariat will be elected annually by the National Executive and will consist of the National Secretary and the National Treasurer, and add the words "National Publications Editor" after National Treasurer</i>	
#4	03 Sept 2004	<i>Document Review</i>	
# 5	01 Sept 2005	<i>Clause 1 to 15</i>	<i>Document rewrite, (Constitution Ratified)</i>
# 6	06 Sept 2006	<i>Table of Contents, Clause 1, Clause 6 a. (iv) Minor Ink Amendments</i> <i>Clause 4b. Adjust to sub paras)</i> <i>New Appt, Vice Chairman</i> <i>Clause 7.d(i) (Life Member eligible for Cert) Delete (Adjust sub-paras)</i> <i>Clause 9. c (Subscription if deployed) Delete (Adjust sub-paras)</i>	
# 7	05 Sept 2008	<i>Clause 2 (b) (Relates to Z Special and Like Organisations) Delete add</i> <i>New clause 2.</i> <i>Clause 4 b. (iii) (National Secretariat Meetings) Add new sub-para (g)</i>	
# 8	01 May 2009	<i>Clause 14. add new clause 14 (Non Profit clause)</i> <i>Clause 15 and 16 re number remaining clauses as clause 15 Common seal</i> <i>and Clause 16 as Dissolution. Re number Table of Contents and add new</i> <i>clause 14 - page 15, clause 15 - page 15 and clause 16 - page 16.</i>	

#9 **03 Sept 2009** *Amendment 1.* *Clause 6. d. (ii) second line after 'Branch,' add 'as the nominated member ' sub paragraph (vii) first line delete the word 'considered' and insert new word 'ratified'*

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DEFINITIONS

For the purposes of this Constitution the terms defined herein shall have the meanings as specified:

1. **'Affiliate Member'** shall mean a Member within the terms of Clause 6 b.
2. **'AGM'** shall mean the annual general meeting of Members provided for in Clause 6A.
3. **'Association'** shall mean the Australian Special Air Service Association Incorporated.
4. **'Branch'** shall means an Executive and committee as defined in Clause 5
5. **'Branch Executive'** shall mean a branch of the Association established under Clause 5.
6. **'Clause'** shall mean a clause of this Constitution.
7. **'Constitution'** shall mean this constitution of the Association, as amended from time to time.
8. **'Financial Member'** shall mean an Ordinary Member or Affiliate Member who is a Financial Member within the meaning of Clause 9.
9. **'Financial Year'** shall be a period ending on 30 June every year.
10. **'Executive Meeting'** shall mean a meeting of the National Executive as defined in Clause 5 of this Constitution.
11. **'Honorary Member'** shall mean a Member within the terms of Clause 6 c.
12. **'Life Member'** shall mean a Member within the terms of Clause 6 d.
13. **'Member'** shall mean a member of the Association within the meaning of Clause 6.
14. **'Membership'** shall mean the state of being a Member.
15. **'National Executive'** shall mean the committee of Members established under that name pursuant to Clause 4 a. of this Constitution.
16. **'National Secretariat'** shall mean the committee of Members established under that name pursuant to Clause 4 b. of this Constitution.
17. **'Non-voting Member'** shall mean a Member who is not a Voting Member.
18. **'Ordinary Member'** shall mean a Member within the terms of Clause 6 a.
19. **'Sub Branch'** shall mean a sub branch of a Branch established under Clause 5.

20. ***'Sub Branch Committee'*** shall mean any committee established for the purposes of a Sub Branch and approved by the sponsoring Branch.
21. ***'The Regiment'*** shall mean the Australian Special Air Service Regiment and the SAS Company.
22. **"Voting Member"** means an Ordinary Member who is a Financial Member or a Life Member.

In this Constitution, and reference to the singular includes the plural, and any reference to a particular gender includes the other genders.

**CONSTITUTION
OF THE
AUSTRALIAN SPECIAL AIR SERVICE ASSOCIATION INCORPORATED**

Name:

Clause 1

The Association shall be known as The Australian Special Air Service Association Incorporated.

Objectives:

Clause 2

The objectives of the Association are:

- a. to provide advice and assistance to past and present members of 'The Regiment', the Association and, where possible, their families in need.
- b. to perpetuate the close bonds and esprit de corps created by past and present members of 'The Regiment' and other Special Forces Units, such as Z Special Unit, by providing the means for contact, amalgamation and trusteeship as required.
- c. to provide support to 'The Regiment'; and
- d. to preserve the good name of 'The Regiment' and guard its interests.

Management Organisation:

Clause 3

- a. The management of the Association shall consist of:
 - (i) the National Executive established under Clause 4 a, which is responsible for policy direction of the Association;
 - (ii) the National Secretariat established under Clause 4 b, which is responsible for the administration of the Association including having custody of and keeping the Association's records, books, documents and securities;
 - (iii) Branches in the States and Territories, as required, established under Clause 5; and
 - (iv) Sub Branches established by the Branches under Clause 5.

- b. Where a Branch wishes to establish a Sub Branch, it may do so by giving advice thereof to the National Secretariat, and no approval is required. All administration for the Sub Branch will be the responsibility of the sponsoring Branch.

National Management:

Clause 4

a. **National Executive:**

- (i) The National Executive shall consist of the following Voting Members, all of whom must be Financial Members:
- (a) The National Chairman;
 - (b) a Vice Chairman, appointed at the discretion of the National Secretariat on advice of the National Executive;
 - (c) the Commanding Officer of 'The Regiment' (or his nominated representative); and
 - (d) the President for the time being of each Branch (or his nominated representative).
- (ii) Subject to Clause 4 a. (iii), a position on the National Executive may become vacant:
- (a) by the holder's resignation either immediately or on notice; or
 - (b) on a 'no confidence' vote carried by a three-quarter (3/4) majority of the National Executive, to be effective immediately,

and the National Executive will appoint either at the end of the notice period or immediately, as the case requires, a caretaker for the position for a period not to exceed three months, with the position to be filled by election at the next AGM or at an extraordinary general meeting of Members called within three months of the caretaker's appointment.

- (iii) Should any position on the National Executive become vacant, that person appointed as caretaker for that position will be from the Branch to which the person previously filling that position belonged.

b. **National Secretariat:**

- (i) Members of the National Secretariat shall at all times be Voting Members, each of whom must be a Financial Member drawn from the Branch co-located with 'The Regiment'.
- (ii) A Voting Member who wishes to nominate an appointment to the National Secretariat shall provide such nomination to his Branch at least thirty (30) days prior to the AGM, and the Branch shall immediately forward such nomination to the current National Secretariat.
- (iii) Election of office bearers for the National Secretariat will take place at the AGM, and hand-over of duties to the successful candidates shall take place within thirty (30) days of the AGM.

(iv) The National Secretariat shall consist of the following:

(a) the National Chairman, who shall:

- (1) be a Voting Member of the Association affiliated with the Branch in that State in which 'The Regiment' is located;
- (2) nominate for the position of National Chairman at an annual general meeting of that Branch when that position has, or is due to, become vacant;
- (3) be elected to fill that position by the votes of a clear majority of the Voting Members present at that meeting,

it being noted that:

- (4) the outgoing National Chairman shall be eligible for re-election; and
 - (5) where there is more than one nomination for National Chairman and there is a hung vote, the Commanding Officer of 'The Regiment' shall have a deciding vote;
- (b) the National Secretary, who shall be appointed for a tenure of three years (with the option of a one (1) year extension if he so wishes, with the approval of the National Executive), and who shall be elected on the same basis as the National Chairman set out in Clause 4 b. (iv) (a), and who may simultaneously hold the position of National Treasurer (although this is discouraged);
 - (c) the National Treasurer, who shall be appointed for a tenure of three years (with the option of a one (1) year

extension if he so wishes, with the approval of the National Executive), and who shall be elected on the same basis as the National Chairman set out in Clause 4 b. (iv) (a);

- (d) the National Publications Editor, who shall be appointed for a tenure of one year, and who shall be elected on the same basis as the National Chairman set out in Clause 4 b. (iv) (a);
 - (e) a Vice Chairman, appointed at the discretion of the National Secretariat on advice of the National Executive, who shall hold his appointment simultaneously with his appointment as Vice Chairman of the National Executive; and
 - (f) a non-executive member appointed at the discretion of the National Secretariat as provided by Clause 13, who likewise does not hold an executive appointment in a Branch.
- (v) Subject to Clause 4 b. (vi), a position on the National Secretariat may become vacant:
- (a) by the holder's resignation either immediately or on notice; or
 - (b) on a 'no confidence' vote carried by a three-quarter (3/4) majority of the National Executive, to be effective immediately,

and the National Secretariat will appoint either at the end of the notice period or immediately, as the case requires, a caretaker for the position for a period not to exceed three months, with the position to be filled by election at the next relevant annual general meeting or by full appointment, as the case requires.

- (vi) Should any position on the National Secretariat become vacant, that person appointed as caretaker for that position will be from the Branch to which the person previously filling that position belonged.

c. Meetings of the National Executive and the National Secretariat:

- (i) The National Executive shall meet in each financial year of the Association in connection with the AGM and after the annual general meetings of the several Branches, and may meet on other occasions for the conduct of its business as agreed between its members.
- (ii) Meetings of the National Executive may be called at any time:
 - (a) on request by the National Chairman; or

(b) on the petition of any three (3) other members of the National Executive stating the business to be dealt with at the meeting (in which case only that business will be dealt with).

(iii) A request or petition for an extraordinary meeting of the National Executive must be presented to the National Secretary, who shall send out notice of the petition to the members of the National Executive within seven (7) days of its receipt, giving at least thirty (30) days' notice of the meeting and providing a copy of the agenda, date, time and location of the meeting.

(iv) Meetings of the National Executive shall be chaired by the National Chairman or in his absence by another member of the National Executive, as agreed by other attendees at the time.

(v) The National Secretariat will endeavour to meet at least once in each quarter, one of such meetings to coincide if possible with the annual meeting of the National Executive.

d. **Quorum:**

A quorum of any meeting of the National Executive shall be no less than two-thirds of its members eligible to attend and vote.

e. **Minutes:**

The minutes of each meeting of the National Executive shall be recorded and maintained by the National Secretary and, once confirmed by the National Executive, shall be signed by the National Chairman and the National Secretary. A copy of the draft Minutes are to be forwarded to all members of the National Executive within 30 days of the completion of such meetings.

f. **Voting Rules:**

(i) At any meeting of the National Executive, the voting rules shall be as follows:

(a) each State Branch will have one vote exercisable by the State President (or his nominated representative);

(b) the Commanding Office of 'The Regiment' or his nominated representative shall have one vote;

(c) the National Chairman shall have one ordinary vote, except in the case of a tied vote in which case he shall have a casting vote;

(d) if any issue arises which in the opinion of the Commanding Officer, or in his absence the National Chairman, may prejudice the operational security of

‘The Regiment’, the Commanding Officer or National Chairman, as the case may be, shall have the power to stop all discussion on that issue and, if a motion has been tabled concerning that issue, it shall not be dealt with.

g. National Secretariat Meetings

The provisions of Clauses 4 c., d., e. and f. will so far as possible similarly apply to meeting of the National Secretariat.

State/Territory Issues (Branches):

Clause 5

a. Branches:

- (i) Each Branch is empowered to develop and register a Branch Constitution, or their own Rules and Regulations as suitable to their requirements. However, every such Constitution, Rules and Regulations, including the objects of the Branch, must always conform to those of the Association, and any inconsistencies between this Constitution and such Branch Constitution, Rules and Regulations will be resolved in favour of this Constitution.
- (ii) Copies of Branch Constitutions, Rules and/or Regulations (and any amendments thereto) are to be forwarded to the National Secretariat for information and dissemination to all other Branches.

b. The Branch Executive:

The Branch Executive shall consist of the following appointments drawn from the Ordinary Membership of the Branch:

- (i) the Branch President, who shall chair the Branch Executive;
- (ii) the Branch Secretary;
- (iii) the Branch Treasurer; and
- (iv) such other appointments as are required by individual Branches,

and each of the President, Secretary and Treasurer shall be appointed for a tenure of twelve (12) months and shall be eligible for reappointment at the end of his tenure. The tenure of other appointments shall be determined by the individual Branches.

b. Rules:

The following rules will apply.

- (i) elections for office shall be held at the Branch Annual General Meeting and appointments shall be held until the next Annual General Meeting; and
- (ii) Branches shall be required to conduct at least one meeting per financial year, that being the State's Annual General Meeting. Branch rules may provide for other meetings.

Membership:

Clause 6

Membership categories for the Association shall be:

a. Ordinary Members:

- (i) Ordinary Membership of the Association is available to all serving and past Members who have been on the posted strength of 'The Regiment' since its inception on 27 June 1957.
- (ii) Ordinary Membership is also available to serving and /or ex members of 'like units' of Allied nations who are able to prove their 'bona fides' as required. The status of such 'like units' may need to be confirmed with 'The Regiment' or Headquarters Special Operations Command.
- (iii) Ordinary Members shall be entitled to hold office at any level, attend meetings and, if Financial Members, vote.
- (iv) Ordinary Members will be required to pay an annual fee, as set down by the Branch.

b. Affiliate Members:

- (i) Affiliate Members are those Members who do not meet the requirements of Clause 6. a. This Membership category shall not be able to hold executive office nor vote.
- (ii) Affiliate Membership may be granted at the discretion of the Branch committee, and this status shall be restricted to that Branch only.
- (iii) Affiliate Members shall be required to pay such annual fee as may set down by the Branch.

c. Honorary Members:

The provisions of honorary Membership shall be determined as set out below, and Members granted this status shall have their Membership reviewed on an annual basis.

- (i) The National Executive may extend the privilege of Honorary membership of the Association to a person who has given outstanding service to the Association or 'The Regiment'. Conferral of such a membership is to be communicated to all Branches. This level of Membership shall only be granted in exceptional circumstances, and shall be recognised by all Branches.
- (ii) Honorary Membership must be endorsed by a three fourths majority of voting members at a National Executive Annual General Meeting.
- (iii) A Branch may nevertheless extend the privilege of Honorary Membership within that Branch to any person who has rendered appropriate service to that Branch.
- (iv) Honorary Membership shall carry all the benefits and privileges of Ordinary Membership with the exception of voting rights.
- (v) An Honorary Member is not required to pay subscriptions to the Association.

d. **Life Members:**

An Ordinary Member of a Branch may be nominated for Life Membership. Life membership is granted to recognise the efforts of an individual, who has performed in an exemplary manner at all times in relation to the Branch and the objectives of the Association. The prerequisites for such a nomination are set out below.

- (i) Life membership may only be granted in exceptional circumstances.
- (ii) Nominations require both a 'mover' and 'seconder' who are both Financial Members of the same Branch as the nominated Member.
- (iii) The 'mover' is to provide a Citation, in writing, of no more than one page, supporting the exceptional circumstances that have led to the nomination.
- (iv) A Member so nominated, must have been a Financial Member of the Association (within any Branch) for a minimum of ten (10) consecutive years.
- (v) Nominations are to be co-ordinated and administered at Branch level and may only be voted on at an annual general meeting of the Financial Members of that Branch.
- (vi) To be successful, a nomination for Life Membership must have been approved by a majority of 60% of the Financial Members of that Branch as recorded at the annual general meeting.

- (vii) All nominations for Life Membership are to be ratified by the National Executive before approval.
- (viii) A common certificate and badge is to be awarded to Members awarded this category of Membership.
- (ix) A life member will be eligible for nomination for Executive appointments at both National and Branch level.
- (x) The holder of Life Membership will not be required to pay subscriptions and will have all the privileges of an Ordinary Member.
- (xi) Respective State Branches are responsible for financial aspects of Life Members.

e. **Rules:**

The following rules shall apply:

- (i) Applications for Membership shall be forwarded to the secretary of the appropriate Branch. The Branch Executive shall consider the application and then notify applicants of the success or otherwise of the application. In the case of an application to a sub-Branch, the acceptance or otherwise of such application shall remain with the Branch Executive and not with the sub-Branch concerned.
- (ii) A Member of one Branch may transfer to another Branch at any time. Administration for the transfer will be conducted between the Branches involved.
- (iii) Any Member may resign his membership by notifying the secretary of his Branch in writing.
- (iv) Annual Membership subscriptions for Ordinary and Affiliated members shall fall due on 01 July each year, for the financial year beginning on that date.
- (v) The National Secretary will keep and maintain in an up to date condition a register containing the Members' names, their respective postal or residential addresses, such other information as may be prescribed by law from time to time, and such further information, not inconsistent with applicable laws, as the National Secretary considers appropriate.
- (vi) For the purposes of Clause 6 e. (v) of this Constitution, Branches are to maintain a membership database and regularly forward, under confidential cover, an updated list to the National Secretary.
- (vii) Upon the request of a Member, the National Secretary shall make the register of Members available to the Member for

inspection and the Member may make a copy of, or take an extract from, the register, but the member shall have no right to remove the register for that or any other purpose.

Annual General Meetings of Members

Clause 6A

a. When Held

- (i) Subject to Clause 6A a. (ii), the Association shall hold an AGM in every calendar year within four (4) months after the end of the Association's financial year, or as may otherwise be provided for by law.
- (ii) The Association may hold its first AGM at any time within eighteen (18) months after its incorporation under the *Associations Incorporation Act 1987* (WA)

b. Notice

The National Secretariat shall give the Members not less than thirty (30) days' notice of each AGM setting out or attaching:

- (i) the date, time and place scheduled for the AGM; and
- (ii) a draft agenda for the AGM which includes and sets out the order of items to be transacted (including, where appropriate, apologies, the tabling of minutes of previous meetings, reports and correspondence, discussion of and voting on motions, and general business arising), and which is in any case sufficient to enable Members to determine:
 - (a) if they wish to attend the AGM; and
 - (b) in the case of Voting Members who propose to attend by proxy – how to cast their proxy votes; and
- (iii) the texts of all motions intended to be put to Voting Members at the AGM.

c. Late Notice of Motions

- (i) If a Member proposes a motion for consideration at an AGM after notice has been given in accordance with Clause 6A. b., the National Executive may circulate the text of that motion to the Members so that it may be considered at that AGM, but only if the National Executive is able to forward such text to the Members at least two (2) weeks before the date set for the AGM or if the National Executive otherwise considers that the Members have sufficient opportunity to consider that text.

- (ii) A Member may propose a motion for consideration during an AGM, but, if the chairman of the AGM considers that the issues raised in the motion are of sufficient importance that the Members need further time to consider them, that motion shall be deferred to the next AGM or to an extraordinary general meeting.

d. **Attendance**

- (i) All Members may attend an AGM in person.
- (ii) Voting Members may also attend an AGM by proxy.
- (iii) Where a Voting Member wishes to attend an AGM by proxy, he shall complete a proxy in the form set out below and cause it to be delivered to the National Executive at least one (1) week before the date scheduled for the AGM.

Form of Proxy

I, [X], being [an Ordinary Member / Life Member, as the case requires] of the Australian Special Air Service Association Incorporated, hereby appoint [Y, an Ordinary Member / Life Member, as the case requires] to vote as my proxy at the Annual General Meeting to be held on [date].

Signature: _____

Date: _____

e. **Quorum**

A quorum at an AGM shall consist of the number of Voting Members determined as follows:

- (i) where the number of Voting Members is even – a quorum consists of half of the number of Voting Members plus one; and
- (ii) where the number of Voting Members is odd – a quorum consists of half of the number of Voting Members, increased to the next higher integer.

f. **Procedure**

The procedure to be adopted at an AGM shall be as follows:

- (i) the National Chairman or, if the National Chairman is not in attendance, the next most senior member of the National Executive who is present in person shall chair the AGM;
- (ii) the chairman of the AGM shall determine if a quorum is present, including Voting Members present by proxy, and if the chairman determines that a quorum:

- (a) is present – the AGM will proceed according to the draft agenda sent to the Members, except to the extent that this may be impracticable in the circumstances; or
- (b) is not present – the chairman shall reschedule the AGM to a date and time as soon as practicable after the date and time first scheduled (with notice to be given to the Members in accordance with Clause 6 b.), and may in his discretion dissolve the meeting or continue it, but if he elects to continue it he must inform the Members that no motions may be carried.

g. Voting at the AGM

- (i) The chairman of the AGM may in his discretion permit Non-voting Members to be heard in discussions regarding motions, but only Voting Members are entitled to vote thereon.
- (ii) Subject to Clause 6A g. (vi), the chairman of the AGM shall determine and announce to the AGM the method of vote counting to be used, provided that the method ensures that only Voting Members do in fact vote and that the votes of Voting Members voting by proxy are counted.
- (iii) Except where a special resolution is required in accordance with Clause 6A g. (v), a motion will be passed as an ordinary resolution if it is passed by a simple majority of the votes of Voting Members present at the AGM personally and by proxy.
- (iv) In the event of a tied vote in respect of a motion requiring only a simple majority to be passed, the chairman of the AGM shall have a casting vote in addition to his ordinary vote.
- (v) Any motion required by law to be passed as a special resolution, including a motion to amend the Constitution or to wind-up the Association, must be passed by a majority of 75% or more of the votes of Voting Members present at the AGM in person or by proxy.
- (vi) If not less than three (3) Voting Members present at the AGM in person or by proxy so demand, the votes on a motion required by law to be passed as a special resolution shall be counted by poll.
- (vii) In the event of a tied vote in respect of a motion which can be passed only as a special resolution, the chairman of the AGM will not have a casting vote in addition to his ordinary vote and the motion will be deemed defeated.

h. Power of Veto in relation to Certain Issues

Notwithstanding anything else in this Clause 6A, if any issue arises which in the opinion of the Commanding Officer, or in his absence the

chairman of the AGM, may prejudice the operational security of the Regiment, the Commanding Officer or chairman of the AGM, as the case may be, shall have the power to stop all discussion on that issue and, if a motion has been tabled concerning that issue, it shall not be dealt with.

Extraordinary General Meetings of Members

Clause 6B

a. **When and How Held**

If at any time the National Executive considers it proper to do so, it may call an extraordinary general meeting of Members by giving the Members notice thereof otherwise complying with the requirements of Clause 6A b.

b. **Conduct of Extraordinary General Meetings**

The provisions of Clauses 6A c., d., e., f., g. and h. shall apply to the conduct of all extraordinary general meetings of members.

Awards:**Clause 7**

The following Awards are available for issue by the National Executive and Branches to recognise members who have rendered outstanding service to the Association.

a. **National Chairman's Award:**

This Certificate is awarded by the National Chairman to any Member who has rendered an exemplary service to the Association or for a special task in which the Member has excelled to the benefit the Association as a whole.

b. **Branch Presidents Award:**

This certificate is awarded by the Branch President to a Member who has rendered a service to that Branch for a special task in the Member has excelled to benefit that Branch as a whole.

c. **Certificate of Appreciation:**

This certificate is awarded by the National Executive, or a Branch, to a person who has rendered a service to the Association, or a Branch, for an event, which was to the benefit of the Members.

d. **Rules for Award:**

- (i) The National Secretary will administer Certificates and maintain a register of such awards.
- (ii) The signature on the awards will either be that of the National Chairman for National Awards or the Branch President for Branch awards.

Association Patron:**Clause 8**

A Patron of the Association may only be appointed by the National Executive. Branch patrons shall not be appointed.

Subscriptions**Clause 9**

- a. Each Branch shall determine at its Branch Annual General Meeting the subscriptions to be paid by Ordinary and Affiliate Members of that Branch during that and/or the next financial year of the Association. Such subscriptions must include any administration fees due to the Association.
- b. An Ordinary Member or Affiliate Member who has paid his annual subscription shall be a Financial Member, entitled to all of the benefits and privileges of the category of Membership to which he belongs, and bound by the rules of the Association as set out in this Constitution and as may apply in the Branch to which he belongs.
- c. The administration fee due to the Association shall be set by the National Executive at its annual general meeting, and shall be paid to the National Treasurer by 01 November each year. This fee is to be calculated of the financial membership of the Association, as at 30 June in that year.
- d. Administration fees in respect of a Life Member are the responsibility of the relevant Branch.

Finance:**Clause 10**

- a. The financial (fiscal) year shall be to 30 June each year. This applies to all Branches and sub-Branches.
- b. The National Executive and each Branch of the Association shall be required to open an Account with a recognised financial institution.
- c. All cheques are to be signed by two signatories. This applies to the National Executive, Branch and Sub-Branch committees and to all accounts in the name of the Association.
- d. The Association, Branch and sub-Branches shall deposit all monies received into their respective accounts. Receipts are to be issued immediately for all monies received.
- e. The Association, Branches and sub-Branches shall maintain proper books of account, which shall be subject to Audit annually by an independent third party, as appropriate.
- f. The National Treasurer shall provide an Audited Statement to the National Executive for the preceding year, at each National Annual General Meeting.
- f. The liability of any elected Member of the National Executive, Branch or Sub-Branch committees shall be limited to \$1.00.

Amendments:**Clause 11**

- a. This Constitution may be amended only by a special resolution of the Voting Members, passed by a majority of 75% or more of the votes of Voting Members present at an AGM or extraordinary general meeting in person or by proxy in accordance with Clause 6A g. (v).
- b. Proposed amendments to this Constitution must be submitted in writing to the National Secretary before the end of the Association's financial year then in progress for consideration at the next following AGM, or otherwise no later than sixty (60) days prior to that AGM.
- c. Amendments to this Constitution will be a standard AGM agenda item, and where no amendments are proposed, the word 'nil' will be recorded in the minutes.

Inspection of Documents Generally:**Clause 12**

Upon the request of a Member, the National Secretary shall make the Association's documents and records available to the Member for inspection. Subject to Clause 6 e. (vii), the National Secretary may permit the Member to make a copy of, or take an extract from, any such document or record, but shall not permit the Member to remove such document or record for any purpose.

Powers:**Clause 13**

- a. The National Executive has the power to do such things as are necessary, incidental or conducive to the attainment of the objectives of the Association.
- b. The National Chairman shall have the power to co-opt technical / specialist support for task specific commitments, without approval of the Executive. However, the National Executive is at all times to be informed of the circumstances.
- c. The National Secretariat is responsible to the National Executive for the implementation of motions passed at the National Annual General Meeting. It is to meet as directed by the National Chairman.
- d. Requests received from Branches for executive action are to be circulated to all National Executive members for comment, approval or otherwise.

- e. Public statements are to be made only by the National Chairman or his nominated representative.

Non Profit

Clause 14

The assets and income of the organisation shall be applied solely in furtherance of the afore-mentioned objectives and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

Common Seal:

Clause 15

The following shall apply should the Association or any Branch become incorporated:

- a. The common seal of the Association or Branch, engraved with the name of the Association and/or Branch, shall be kept in accordance with relevant legislation.
- b. The seal shall not be used or affixed to any deed or other document except pursuant to the resolution of the National or Branch Executive as appropriate.
- c. A minimum of two Members shall witness each use of the seal.
- d. A record of use is to be maintained showing a unique number, the name of the witnesses and the title of the document to which the seal was applied.

Dissolution

Clause 16

- a. If, upon the dissolution or winding up of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to, transferred to or distributed amongst the Members but shall be given to a similar association incorporated under the Act or a charitable purpose, provided the beneficiary of such property has objects wholly or in part similar to the objects of the Association and provided that the beneficiary organisation shall prohibit the distribution of its income and property amongst its members, or requires that it shall be paid to or transferred to some charitable objects, a determination of which shall be made by the Members at or before the time of winding-up.
- b. In default of any such resolution, such payment transfer or distribution shall be determined by a judge of the Federal Court of Australia

