

ABRI Rules of Association

Track changes proposed for consideration by members at 2023 AGM on 9 March 2023:

Part 1 – Name change Association for the Battery Recycling Industry, and consequential amendments,
Section 7.7.1 – setting number of ExCo members to eight

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1 Name

The name of the association is ~~Australian Battery Recycling Initiative Inc~~Association for the Battery Recycling Industry.

2 Interpretation

In these rules, unless the contrary intention appears:

Term	Interpretation
ABRI	Australian Battery Recycling Initiative <u>Association for the Battery Recycling Industry</u>
Act	The Associations Incorporation Reform Act (2012) (Victoria) as amended.
Annual General Meeting	A meeting of members convened in accordance with Rule 6.16-1 .
General Meeting	An Annual General Meeting or a Special General Meeting in accordance with Rule 6.16-1 .
Discussion Forum	A meeting of members convened in accordance with Rule 6.26-2
Association	<u>Australian Battery Recycling Initiative Inc. If members approve the name change this will be updated in the Consumer Affairs Victoria company register.</u>
Certificate	A certificate of membership issued in accordance with these Rules.
Chief Executive Officer	The person appointed (if any) to be the chief administrator of ABRI and, when there is no chief executive officer, the Executive Committee.
Code of Conduct	The Code set out in the schedule to these Rules or such other code as a Meeting may, by special resolution, adopt.
Executive Committee	The governing Executive Committee of ABRI.
Executive Committee Member	A member of the Executive Committee.
Corporate Member	A member admitted as such and all companies related to that corporate member within the meaning of the Corporations Law.
Financial Year	The year ending on 31st December.
Member	A member of ABRI and includes Corporate Members and Affiliate Members.
Meeting	A meeting of members called in accordance with these rules at which a quorum is present.
Nominated Representative	A person nominated as a Member's representative in accordance with Rule 5.85-8 .
Person and Persons	Natural persons unless the context requires otherwise.
President	The President for the time being of ABRI.
Recycling	The actual process of taking secondary materials and converting these into a primary-quality material to enable its use in making primary products.
Resource recovery	The preparation of secondary materials to agreed specifications in anticipation of their utilisation in a recycling process.

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Term	Interpretation
Special resolution	A resolution passed in accordance with the Act, and with not less than three quarters of the votes cast being in favour of the resolution.
The Registrar	The Registrar of Incorporated Associations.
Treasurer	The Treasurer for the time being of ABRI.
Vice President	The Vice President for the time being of ABRI.
Writing	Includes typewriting, printing, lithography, photography, email and other modes of representing or reproducing words in visible form and "written" has a corresponding meaning

3 Establishment, membership base and powers

3.1 Establishment

3.1.1 The ~~Australian Battery Recycling Initiative (ABRI) Association~~ was established in 2008 is a not-for-profit association established to promote responsible environmental management of batteries at end of life, to achieve the overarching objective of "No batteries to landfill, maximum value recovery".

3.2 Membership base

3.2.1 ABRI's membership base includes battery manufacturers, recyclers, retailers, government bodies and environment groups.

3.3 Powers of ABRI

3.3.1 ABRI's powers of operation are to—

- (a) obtain, collate and publicise relevant information relating to collection and resource recovery of end of use and end of life batteries.
- (b) to procure and manage financial and human resources.
- (c) develop policies and strategies in support of members and their activities in collection and resource recovery of end of use and end of life batteries.
- (d) support other associations and organisations with interests in whole or in part similar to those of ABRI.
- (e) maintain linkages with equivalent national and international organisations.
- (f) to initiate, carry out and promote research of whatever kind that is relevant to battery stewardship and in the interests of members.
- (g) to liaise with governments of all types to facilitate the removal of barriers to economic and sustainable collection and recycling of end of use and end of life batteries and promote changes to legislation and government policies where such changes will benefit members.
- (h) to advocate for uniformity of government policy nationally in relation to collection, resource recovery and recycling of end of use and end of life batteries.
- (i) to promote policies which are non-prescriptive in nature and equitable in outcomes in order to open up opportunities to effectively reintroduce secondary materials for reuse.

- (j) to conduct additional fund-raising activities including those involving commissions, development of information and best practices, and conducting events and training.
- (k) to do all such matters and things as are necessary or expedient to further the objects of ABRI.

4 Purpose

4.1 ABRI's Vision

ABRI's vision is to facilitate a circular economy for batteries.

A circular economy for batteries has a number of important environmental benefits—

- (a) Recovery of non-renewable resources for other beneficial uses.
- (b) Reduction in the environmental impacts of mining and manufacturing virgin materials.
- (c) Reduction in the environmental impacts of landfill.
- (d) Less contamination of recycling programs for organic materials.

4.2 ABRI's Scope of Work

- 4.2.1 ABRI's role includes research, advocacy, education and stakeholder engagement to promote safe and environmentally responsible recycling of all batteries at end of life.
- 4.2.2 Batteries contain valuable metals which can be used and reused if they are recovered at the end of their "first" life; Keeping batteries in the circular economy also means that we are reducing hazards in landfills and alternative waste facilities.

4.3 Other

- 4.3.1 The purposes and powers specified in Clauses 3 shall, except where otherwise expressed, be independent main purposes and powers, and ABRI shall also have the powers set out in the Act. The purposes and powers are not limited or restricted by implied reference to or inference from the terms of any other clause.
- 4.3.2 ABRI will at all times operate within applicable Australian law and International conventions.

5 Membership

5.1 Classes of membership

- 5.1.1 ABRI shall have the following classes of membership—
 - (a) Corporate member.
 - (b) Affiliate member.

5.2 Corporate Member

- 5.2.1 An entity shall be eligible to be a corporate member if:
 - (a) It meets the following criteria or such other criteria as a General Meeting of ABRI may from time to time determine.

- (b) It is involved in one or more aspects of the business of battery manufacture, distribution and sale, collection and recycling of end of use and end of life batteries, or waste management of battery components.

5.2.2 Each corporate member shall be entitled to vote at General Meetings.

5.3 Affiliate Member

5.3.1 An individual or entity shall be eligible for affiliate category of membership if they—

- (a) Is engaged or interested in the activities of ABRI.
- (b) Meet such criteria as a General Meeting of ABRI may from time to time determine.
- (c) Are not involved in business activities relating to the manufacture, distribution, sale, collection, sorting or recycling of batteries or battery-containing products.

5.3.2 The Chief Executive Officer may require an affiliate member or prospective affiliate member to provide proof of its eligibility or continuing eligibility and may refuse to renew an affiliate membership.

5.3.3 Affiliated members may attend any General Meeting in an observer capacity however shall not be entitled to vote and shall have no other rights or privileges as such other than those a General Meeting may from time to time determine.

5.4 Reciprocal Membership

5.4.1 An entity shall be eligible the reciprocal category of membership if the entity is an association with similar objectives and if ABRI wishes to be a member of the entity association.

5.5 Application for Membership

5.5.1 An entity or person wishing to become a Corporate Member shall apply for membership to the Chief Executive Officer in writing.

5.5.2 The application for membership shall be in such form and contain such particulars as the Executive Committee may determine and, on a form, issued by the Chief Executive Officer. Without limiting the foregoing, the application shall include a copy of the Code of Conduct.

5.5.3 New members appointed under section 4.5 shall be invited to attend a General Meeting following their acceptance as member

5.5.4 An applicant may, at any time, withdraw its application for membership.

5.6 Consideration of application

- 5.6.1 As soon as practicable after an application for membership is received, the application will be provided to the Executive Committee.
- 5.6.2 The Executive Committee must decide by resolution whether to accept or reject the application (see section ~~7.177-17~~).
- 5.6.3 The Executive Committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.
- 5.6.4 If the Executive Committee rejects the application, it must return any money accompanying the application to the applicant.
- 5.6.5 No reason need be given for the rejection of an application.

5.7 New membership

- 5.7.1 If an application for membership is approved by the Executive Committee—
 - (a) The resolution to accept the membership must be recorded in the minutes of the Executive Committee meeting.
 - (b) The Chief Executive Officer must, as soon as practicable, enter the name and address of the new member, and the date of becoming a member, in the register of members.
 - (c) The Executive Committee shall consider and determine an application for membership in accordance with these Rules and the criteria determined by the General Meeting from time to time. No person shall be admitted as a Member unless and until they have signed the Code of Conduct.
 - (d) The Chief Executive Officer shall communicate to the applicant the outcome of the application as soon as practicable following the meeting.

5.8 Nominees of Members

- 5.8.1 All Members that are not natural persons shall, by notice in writing to the Chief Executive Officer, nominate a qualified natural person to represent that Member. If that person ceases to be a Nominated Representative pursuant to Rule 5.5.2, the Member shall promptly nominate another qualified person to be its Nominated Representative.
- 5.8.2 A Corporate and Affiliate Member's Nominated Representative shall be a director or employee of that Member unless a Meeting approves otherwise.
- 5.8.3 A Member may, by notice in writing to the Chief Executive Officer, change its Nominated Representative at any time or appoint an alternate representative for such period or periods as are specified by the Member in the written notice.
- 5.8.4 A person who is a Nominated Representative shall automatically cease to be a Nominated Representative if that person ceases to be a director or employee of a Member.

5.9 General rights of Members

- 5.9.1 A member of the Association who is entitled to vote has the right—
- (a) to receive notice of General Meetings and of proposed special resolutions in the manner and time prescribed by these Rules.
 - (b) to submit items of business for consideration at a General Meeting.
 - (c) to attend and be heard at General Meetings.
 - (d) to vote at a General Meeting.
 - (e) to have access to the minutes of General Meetings and other documents of the Association as provided under rule 13.3.
 - (f) to inspect the register of members.
- 5.9.2 A member is entitled to vote if—
- (a) The member is a corporate member.
 - (b) More than 10 business days have passed since he or she became a Corporate Member.
 - (c) The member's membership rights are not suspended for any reason.

5.10 Obligations of Members

- 5.10.1 A Member shall sign a copy of the Code of Conduct.
- 5.10.2 Under the Code of Conduct, Members are expected to—
- (a) Work for the good of ABRI and actively support and promote its stated purposes.
 - (b) Provide leadership for all sectors of the battery recycling industry
 - (c) Act to enhance the profile of ABRI and the resource recovery sectors.
 - (d) Act with honesty and integrity and foster high ethical standards.
 - (e) Foster openness and transparency in the decision making of the Association.
 - (f) Act with courtesy and respect to fellow members, CEO, stakeholders and industry.
 - (g) Use their best endeavours to attend and contribute to as many meetings as possible.
- 5.10.3 A Member shall use its best endeavours to observe and comply with all applicable laws and regulations and shall take reasonable steps to ensure that its employees and directors observe and comply with all laws and regulations applicable to the Member's business. Without limiting the generality of the foregoing, each Member shall observe and comply with the provisions of the Australian Competition and Consumer Act.
- 5.10.4 A Member shall treat all information provided and all matters discussed at General Meetings and the minutes of meetings (other than the Annual General Meeting) as confidential and shall

not disclose such information, matters and minutes to non-members except where required by law, or with the agreement of the meeting.

- 5.10.5 A Member or Nominated Representative with a material interest in a matter (over and above the common interest all Members have in that matter) shall declare that interest at the commencement of the meeting and shall offer to excuse themselves from the meeting while that matter is discussed.
- 5.10.6 Each Member shall act in good faith and provide current information on its activities to the Chief Executive Officer in a format agreed by Members from time to time. The Chief Executive Officer will aggregate such information and then promptly destroy all source documents. The aggregated information shall only be used in such a way as to enhance the image and profile of ABRI and its Members. Nothing in this Rule shall require a Member to supply information, or the Chief Executive Officer to aggregate or use such information if its supply, aggregation or use could lead to a breach of the Australian Competition and Consumer Act.

6 Association meetings

6.1 Annual and Special General Meetings (General Meetings)

- 6.1.1 An Annual General Meeting of the members shall be held each calendar year within five (5) months after the 31 December at such place, date and time as the Executive Committee determines.
- 6.1.2 Special General Meetings of the members may be held at other times to address matters of relevance and special resolutions at such place, date and time as the Executive Committee determines.
- 6.1.3 The Chief Executive Officer shall, at least 14 days or, if a special resolution has been proposed, at least 21 days before the date fixed for the holding of an Annual or Special General Meeting of the Association, cause to be sent to each member of the Association a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 6.1.4 A member desiring to bring any business before a meeting may give notice of that business in writing to the Chief Executive Officer. The Chief Executive Officer shall include all business of which he or she has had at least 30 days' notice in writing prior to calling the next Annual or Special General Meeting. The Chief Executive Officer may, at his or her absolute discretion, include business of which he or she has had less than 30 days' notice.
- 6.1.5 The ordinary business of the:
- (a) Annual General Meeting shall be—
- 1) To confirm the Minutes of the last preceding General Meeting.
 - 2) To receive a report from the Chair of the activities of ABRI Inc. in the preceding year.
 - 3) To receive a financial report from the Treasurer of activities of the last preceding financial year.
 - 4) To receive a report from the Chief Executive Officer on activities.
 - 5) To consider budgets and set annual subscriptions for members.

(b) Special General Meeting shall be determined by the Executive Committee and conveyed to members in advance in the meeting notice.

6.1.6 A General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

6.1.7 The quorum for the General Meeting shall be 5 or 25% of total number of financial Corporate Members present personally or represented by a duly authorised representative or by proxy, whichever is the lesser.

6.1.8 If within half an hour after the appointed time for the commencement of an General Meeting, a quorum is not present, the meeting shall be adjourned to the same day in the next week at the same time and (unless another place is specified by the Chair at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place. At the adjourned meeting if a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.

6.2 Discussion Forums Meetings

6.2.1 The Executive Committee may convene a Discussion Forum of the Association to discuss issues of interest to members.

6.2.2 The Executive Committee will determine the overall frequency of, and location of Discussion Forums based on issues.

6.2.3 The Chief Executive Officer shall, at least 5 working days before the date fixed for holding such a meeting, cause to be sent to each Member a notice stating the place date and time of the meeting and a general description of the issues to be discussed. The notice of meeting will include an agenda for the meeting which will, without limiting the agenda, include the following items:

6.2.4 The approval of the minutes of the previous meeting—

- (a) Correspondence.
- (b) Financial statement by the Treasurer.
- (c) Chief Executive Officer report.
- (d) Reports of Executive Committees and working groups, etc.

6.3 Other business

6.3.1 A member desiring to bring any business before a General Meeting or a Discussion Forum may give notice of that business in writing to the Chief Executive Officer. The Chief Executive Officer shall include all business of which has been submitted at least 10 days' notice in writing prior to calling the next meeting.

6.3.2 The Chief Executive Officer may, at his or her absolute discretion, include business of which he or she has had less than 10 days' notice. The item may be raised as 'Other Business' at the

meeting when the Chair will decide whether to deal with it forthwith or defer it until a subsequent meeting.

- 6.3.3 The 'Competition law checklist for ABRI meetings' shall be provided to members prior to the commencement of each meeting. All attendees must indicate that they have read the checklist and agree to complying with its contents. Such agreement shall be included in the meeting notes.
- 6.3.4 No item of business shall be voted upon unless it has been raised as an item of business on the meeting notice.
- 6.3.5 No item of business shall be transacted at a Discussion Forum meeting called pursuant to 5.2.2 unless a quorum is present. Five Corporate Members present personally or represented by a duly authorised representative, its nominee or by proxy constitutes a quorum for these meetings.
- 6.3.6 Within half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present, the meeting shall be dissolved.

6.4 Chair

- 6.4.1 All meetings shall be chaired by the President. If the President is unable to chair a particular meeting the Vice President shall chair that meeting. If the Vice President is unable to chair that meeting, the members at that meeting shall elect one of their number to chair that particular meeting.
- 6.4.2 The Chair shall allow reasonable discussion of agenda items.
- 6.4.3 At the commencement of each meeting the Chair shall ask whether any Member has a material interest in a matter (over and above the common interest all Members have in that matter).

6.5 Voting

- 6.5.1 Each Corporate Member is entitled to one vote. Unless these rules or the Act provides otherwise all questions arising at a meeting shall be decided by majority vote. In the event of an equality of votes on any question the Chair may exercise a second or casting vote.
- 6.5.2 Questions arising at a meeting shall be determined on a show of hands or, if demanded by a Member, a poll taken in such a manner as the person presiding at the meeting may determine.
- 6.5.3 A declaration by the Chair that a resolution has, on a show of hands or poll been carried, carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 6.5.4 A Member is not entitled to vote at any meeting, including any Annual General Meeting, unless all moneys due and payable by the Member to ABRI have been paid, other than the amount

of the annual levy payable in respect of the current financial year and the Member has signed a copy of the Code of Conduct in accordance with these Rules.

- 6.5.5 A Member is entitled to appoint any person as proxy by notice given to the Chief Executive Officer at any time before the commencement of the meeting in respect of which the proxy is appointed.

6.6 Form of Instrument of Proxy

- 6.6.1 An instrument appointing a proxy shall be in the following form or in a form that is similar to the following form as the circumstances allows:

_____ of _____
being a Corporate Member hereby appoint _____
of _____
as its proxy to vote for it on its behalf at the meeting to be held at _____
on ____/____/20____ and at any adjournment thereof and instructs the said proxy to
vote in respect of particular resolutions as follows:

(Signature of Nominee of Corporate Member) _____/____/20____

6.7 Minutes of meetings

- 6.7.1 The Chief Executive Officer or if absent, a member agreed by those present, shall cause a true and proper record of the proceedings of all meetings to be produced and distributed to members within 20 working days of the meeting.
- 6.7.2 The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- 6.7.3 In addition, the minutes of each annual General Meeting must include—
- (a) The names of the members attending the meeting.
 - (b) Proxy forms given to the Chairperson of the meeting.
 - (c) The financial statements submitted to the members.
 - (d) The certificate signed by two Executive Committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association.
 - (e) Any audited accounts, auditor's report or report of a review accompanying the financial statements that are required under the Act.

6.8 Working groups

- 6.8.1 General Meetings or Discussion Forums may, by resolution, establish working groups. A resolution establishing a working group shall specify—

- (a) The name of the working group.
- (b) The objectives, powers and duties of the working group.
- (c) The method of appointing a Chair and other members of the working group.

6.8.2 Working groups will act in an advisory capacity to Members.

6.8.3 The objectives of a working group shall be to further the objectives of ABRI, to represent the special interests of that sector and to advise the General Meeting on programs of interest and value to members of that sector.

6.8.4 A working group shall be bound by the provisions of these Rules and any resolution of the General Meeting.

6.8.5 Working groups shall not make any submission or otherwise purport to represent the views or speak on behalf ABRI without the prior approval of the Chief Executive Officer.

6.8.6 Working groups may be funded from general revenue but may also raise a levy from the members of that group.

7 Executive Committee

7.1 Role of the Executive Committee

7.1.1 The role of the Executive Committee is to govern, direct and monitor ABRI's operations, in particular to—

- (a) Act in the interests of ABRI.
- (b) Provide strategic direction necessary to fulfil the purpose stated above.
- (c) Delegate the day-to-day operations of the organisation to the CEO but remains accountable to the members and shareholders for the organisation's performance.
- (d) Monitors and supports management in an on-going way.
- (e) Ensure systems, processes and procedures are established to enable ABRI to comply with its legal, regulatory and industry obligations and ensure the organisation's assets and operations are not exposed to undue risks through appropriate risk management.

7.1.2 Executive Committee which shall consist of the office bearers, and ordinary members.

7.2 Powers of the Executive Committee

- 7.2.1 The Executive Committee, subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Executive Committee to be reasonable and desirable for the proper management of the business and affairs of ABRI.
- 7.2.2 The Executive Committee shall meet at least quarterly at such times and places as the Executive Committee determines.
- 7.2.3 An Executive Committee meeting may be convened by the President or by the Chief Executive Officer.
- 7.2.4 At least 48 hours written notice of each Executive Committee meeting must be given to each Executive Committee member and must specify the general nature of the business to be conducted. No other business may be conducted at such meeting.
- 7.2.5 Any three members of the Executive Committee constitute a quorum for the conduct of the business of a meeting of the Executive Committee. No business shall be conducted unless a quorum is present. If a quorum is not present within half an hour of the time appointed for the meeting the meeting lapses.
- 7.2.6 The President or, in his or her absence, the Vice President shall chair all Executive Committee meetings. Each Executive Committee member is entitled to one vote. Unless these Rules or the Act provide otherwise all questions arising at a meeting shall be decided by a majority vote. In the event of an equality of votes on any question the Chair may exercise a second or casting vote.

7.3 Conflict of interest

- 7.3.1 An Executive Committee member who has a material personal interest in a matter being considered at an Executive Committee meeting must disclose the nature and extent of that interest to the Executive Committee. The member—
- (a) must not be present while the matter is being considered at the meeting.
 - (b) must not vote on the matter.

Note: Under section 81(3) of the Act, if there are insufficient Executive Committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a General Meeting may be called to deal with the matter.

- 7.3.2 This rule does not apply to a material personal interest—
- (a) That exists only because the member belongs to a class of persons for whose benefit the Association is established, or
 - (b) That the member has in common with all, or a substantial proportion of, the members of the Association.

7.4 Minutes of meeting

The Executive Committee must ensure that minutes are taken and kept of each Executive Committee meeting.

- 7.4.1 The minutes must record the following—
- (a) The names of the members in attendance at the meeting.
 - (b) The business considered at the meeting.
 - (c) Any resolution on which a vote is taken and the result of the vote.
 - (d) Any material personal interest disclosed under rule 6.2.

7.5 Leave of absence

- 7.5.1 The Executive Committee may grant an Executive Committee member leave of absence from Executive Committee meetings for a period not exceeding 3 months.
- 7.5.2 The Executive Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Executive Committee member to seek the leave in advance.

7.6 Office Bearers

- 7.6.1 The following office bearers shall be elected by Executive Committee members from amongst their number—
- (a) President.
 - (b) Vice President.
 - (c) Treasurer.
- 7.6.2 Except as provided below, all office bearers shall be employees or directors of a Corporate Member. Each office bearer shall, subject to these Rules, hold office for term of 2 years from their appointment and with a limit on the number of consecutive years that an office bearer may serve of as 6 years.
- 7.6.3 A General Meeting may, by special resolution, allow a suitably qualified person who is not an employee or director of a Corporate Member to serve as President.

7.7 Executive Committee members

- 7.7.1 The number of Executive Committee members to be elected shall be agreed by special resolution at a General Meeting.
- 7.7.2 Nominations of candidates for election as Executive Committee members—
- (a) Shall be called for not less than 4 weeks prior to the date set by the Executive Committee for the Annual General Meeting and must be received by the chief executive officer not less than 3 weeks prior to that date. If no nominations for a position are received by that date, nominations for that position may be called for at the meeting.
 - (b) If the number of nominations is greater than the number agreed by special resolution in Rule ~~7.7.17-7.1~~, a ballot shall be held.
 - (c) The ballot for the election of an Executive Committee shall be conducted in such manner as the Chair of the meeting may direct.

7.8 Duties of President

- 7.8.1 The duties of the President shall be—
- (a) To chair all Annual and Special General Meetings.

- (b) To provide an account of ABRI's activities to the Meeting.
- (c) In conjunction with the other office bearers, appoint a Chief Executive Officer.
- (d) To speak and act on behalf of ABRI, its Members and the Executive Committee and to liaise with other relevant bodies on behalf of ABRI.
- (e) To act as directed by General Meetings.
- (f) To perform such functions as are vested in the President in these Rules.
- (g) To do all such things as are conducive or incidental to the above.

7.9 Duties of Vice President

7.9.1 The duties of the Vice President shall be—

- (a) To perform such duties as may be assigned to him or her by the President.
- (b) To perform the duties of the President when the President is unable or unwilling to act.
- (c) To perform such functions as are vested in the Vice President in these Rules.
- (d) To do all such things as are conducive or incidental to the above.

7.10 Duties of Treasurer

7.10.1 The duties of the Treasurer shall be—

- (a) To provide a financial statement at each ABRI meeting and prepare accounts for submission to the Registrar of Associated Incorporations.
- (b) Make financial documents available for inspection by members.
- (c) To perform such duties as may be assigned to them by the President.

7.11 Limitation of Term

7.11.1 An Executive Committee member holds office until the positions of the Executive Committee are declared vacant at the conclusion of their 2-year term.

7.11.2 Except as provided in these Rules, no Member shall serve more than three consecutive terms as Vice President and more than two consecutive terms as President.

7.11.3 The General Meeting may, by Special Resolution, allow the President or Vice President to serve additional consecutive terms.

7.12 Vacation of Executive Committee

7.12.1 An Executive Committee member ceases to be a committee member in the event that he or she—

- (a) Ceases to be an employee or director of a Corporate Member or that Corporate Member ceases to be a Member (unless a special resolution has been passed in accordance with Rule [7.67-6](#)).
- (b) Becomes bankrupt or the Corporate Member of which he or she is an employee or director becomes insolvent.
- (c) Resigns office by notice in writing to the President or Chief Executive Officer.

- (d) Is removed by resolution at a General Meeting. An Executive Committee member who is the subject of a proposed resolution may make representations in writing (not exceeding a reasonable length) and may request that the representations be provided to the members or require that they be read out at the meeting.
- (a) Fails to attend 3 consecutive Executive Committee meetings (other than special or urgent Executive Committee meetings) without leave of absence under Rule [7.57-5](#); or
- (b) Otherwise ceases to be an Executive Committee member by operation of section 78 of the Act.

7.13 Filling casual vacancies

- 7.13.1 The Executive Committee may continue to act despite any vacancy in its membership.
- 7.13.2 If the position of Secretary becomes vacant, the Executive Committee must appoint a member to the position within 14 days after the vacancy arises.
- 7.13.3 If the position of President becomes vacant, the Vice President is considered elected to that position until the next Executive Committee meeting.
- 7.13.4 The Executive Committee may appoint an eligible member of the Association to fill a position on the Executive Committee that—
 - (a) has become vacant under Rule [7.127-12](#); or
 - (b) was not filled by election at the last annual General Meeting.
- 7.13.5 If for whatever reason the President, Vice President, Treasurer or Public Officer becomes vacant, Executive Committee members shall appoint a person to fill the vacancy within 30 days. The person so appointed shall hold office for the residue of the term of office of such person's immediate predecessor.

7.14 Nomination of Executive Committee members

- 7.14.1 The Annual General Meeting must by resolution decide the members of the Executive Committee (if any) it wishes to hold office for minimum 2-year terms next year.
- 7.14.2 A single election may be held to fill all of those positions.
- 7.14.3 If the number of members nominated for the position of ordinary Executive Committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- 7.14.4 If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with Rule [7.157-15](#).

7.15 Ballot

- 7.15.1 If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- 7.15.2 The returning officer must not be a member nominated for the position.
- 7.15.3 Before the ballot is taken, each candidate may make a short speech in support of his or her or her election.
- 7.15.4 The election must be by secret ballot.
- 7.15.5 The returning officer must give a blank piece of paper to—
- (a) each member present in person.
 - (b) each proxy appointed by a member.

Example

If a member has been appointed the proxy of 5 other members, the member must be given 6 ballot papers—one for the member and one each for the other members.

- 7.15.6 If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- 7.15.7 If the ballot is for more than one position—
- (a) The voter must write on the ballot paper the name of each candidate for whom they wish to vote.
 - (b) The voter must not write the names of more candidates than the number to be elected.
- 7.15.8 Ballot papers that do not comply with Sub Rule 7.15.7 (b) are not to be counted.
- 7.15.9 Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- 7.15.10 The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.

7.15.11 If the returning officer is unable to declare the result of an election under sub rule 6.12.10 because 2 or more candidates received the same number of votes, the returning officer must—

- (a) Conduct a further election for the position in accordance with sub rules 6.12.4 to 6.12.10 to decide which of those candidates is to be elected; or
- (b) With the agreement of those candidates, decide by lot which of them is to be elected.

Examples

The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

7.16 General duties

7.16.1 As soon as practicable after being elected or appointed to the Executive Committee, each Executive Committee member must become familiar with these Rules and the Act.

7.16.2 The Executive Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Executive Committee comply with these Rules.

7.16.3 Executive Committee members must exercise their powers and discharge their duties—

- (a) In good faith in the best interests of the Association.
- (b) For a proper purpose.

7.16.4 Executive Committee members and former Executive Committee members must not make improper use of their position; or

7.16.5 information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

7.17 Fax and Email Resolutions

7.17.1 If more than one half of all Executive Committee Members have responded via fax or email containing a statement indicating that they are in favour of a resolution the terms of which are set out in the email or document, a resolution in those terms shall be deemed to have been passed on the day and at the time at which the email or document was last submitted by a Executive Committee Member.

7.17.2 For the purposes of this clause, two or more email or documents containing statements in identical terms each shall together be deemed to constitute one document containing a statement in those terms signed by those Executive Committee Members on the respective days on which they signed the separate documents.

8 The Chief Executive Officer (CEO)

8.1 Appointment of the Chief Executive Officer (CEO)

8.1.1 The Chief Executive Officer is appointed by the Executive Committee.

8.1.2 The appointment is for a period of time determined by the Executive Committee.

8.1.3 The appointment shall be documented in a written Contract which shall include the duties of the CEO and the initial term of appointment.

8.1.4 Any Subsequent extension of the CEO's term must be approved by the Executive Committee

8.2 Duties of Chief Executive Officer

8.2.1 For benefit of doubt the CEO may perform any duty or function required under the Act to be performed by the Secretary of an incorporated association.

8.2.2 The duties of the Chief Executive Officer (CEO) shall be so specified in a written contract of employment which shall be negotiated upon their appointment and any subsequent amendment as agreed to, in writing by the CEO and the Executive Committee. Duties shall require the CEO to—

- (a) Perform any duty or function required under the Act to be performed by the Secretary of an incorporated association.
- (b) Maintain a Register of Members.
- (c) Keep minutes of all meetings of ABRI.
- (d) Deal with correspondence in accord with the requirements from meetings.
- (e) Collect and receive all monies due to ABRI and make payments agreed to by Members at meetings.
- (f) Maintain bank accounts.
- (g) Speak and act on behalf of ABRI, its Members and the Committee and to liaise with other relevant bodies on behalf of ABRI.
- (h) Sign the Statement of Annual Return on behalf of ABRI.
- (i) Include in each annual report information relating to the number of meetings held during that year and the number of meetings at which each Member was represented.

9 Financial management

9.1 Income

9.1.1 The funds of the Association shall be derived from annual subscriptions, supplementary levies, donations and such other sources as the Executive Committee determines. All donations, sponsorships and grants must be approved by approved by the Executive Committee as being consistent with ABRI's purpose and objectives.

9.2 Financial Year

9.2.1 The financial year of ABRI shall be from 1st January to the 31st December of each year.

9.3 Membership Subscriptions

9.3.1 All members of ABRI shall pay an annual subscription fee.

9.3.2 Members' subscriptions shall be administered by the Executive Committee and be applied toward promoting the purposes of ABRI and toward meeting the administration and operating costs of ABRI.

9.3.3 The Executive Committee may in its discretion—

- (a) Introduce a joining fee in such amount as the Executive Committee considers appropriate and increase or reduce such fee.
- (b) Set different levels of fees for different classes of members and different categories of members within a particular class of membership.

9.3.4 The subscription payable by members of ABRI shall be fixed as follows—

- (a) The Executive Committee shall determine the estimated cost of the conduct of ABRI activities, administration and operations and shall structure subscription levels in order to match estimated expenditure with estimated income.
- (b) The Executive Committee shall determine the level of subscriptions for all classes of Members and the date on which payment of the subscription (or an instalment thereof) is due and may determine different levels for different classes of membership and for different categories (as determined by the Executive Committee) of Members within a class of membership.
- (c) The proposed subscriptions shall be submitted to the next General Meeting of ABRI for approval and subject to approval shall be the subscriptions for Members for that year.
- (d) If the General Meeting of ABRI does not approve the proposed subscriptions, a revised budget and level of subscriptions shall be prepared by the Executive Committee, taking into account the comments made and resolutions passed at the General Meeting. The revised subscription approved by the Executive Committee shall be the subscriptions for Members for that year unless the General Meeting resolved that a General Meeting be held to approve the proposed subscriptions.
- (e) The annual subscription shall be payable within thirty days of receipt of an invoice.

9.4 Supplementary levy

9.4.1 If in any year it is found by the Executive Committee that the expenses of ABRI for that year have been under-estimated, the Executive Committee with the prior approval of the members in General Meeting may call for payment from members of a supplementary levy.

9.5 Budgets

9.5.1 ABRI shall be administered and expend money in accordance with the budget set by the Executive Committee. The Executive Committee shall establish appropriate procedures for budgeting and administering ABRI's funds.

9.5.2 The Executive Committee may, with the approval of the members given at a General Meeting halt any expenditure notwithstanding the expenditure is authorised by the budget to avoid a deficit.

9.6 Accounts

9.6.1 The Executive Committee shall ensure that proper accounts are maintained with full details of all receipts and expenditure to properly reflect the financial standing of ABRI.

9.7 Audits and reviews

9.7.1 All accounts of ABRI shall be audited and/or reviewed when required by the Act by a registered Auditor appointed by the Executive Committee. The Act provides thresholds at which a review or an audit is required.

9.8 Deposits

9.8.1 All money received by ABRI including, without limitation, subscriptions, donations, grants and non-subscription income, shall be paid forthwith into an account in the name of ABRI with such bank or other financial institution as the Executive Committee may from time to time nominate.

9.9 Cheques & electronic payments

9.9.1 All cheques, electronic transaction and other financial instruments of any description to be made, drawn or endorsed for and on behalf of ABRI shall be authorised by at least two office bearers nominated by the Executive Committee to sign such documents for and on behalf of ABRI.

9.9.2 A cheque or electronic transaction covering payment to a Member for services provided shall not be authorised by an office bearer who is an employee or director of that Member.

9.10 Application of Income and Property

9.10.1 All income and property of ABRI shall be applied solely in the promotion of the purposes of ABRI.

9.10.2 No portion or part of the income or property of ABRI may be paid or transferred either directly or indirectly by way of dividend, bonus or by any other means whatsoever, to any person who is or has been a Member or to any number of such persons or to any other person claiming through any one or more of such persons.

9.10.3 Nothing in Clause 9.10.2 shall prevent the payment in good faith of remuneration to any Officer, servant or Member in return for services actually rendered to ABRI nor prevent the payment in good faith of interest at commercial rates on money borrowed from any Members nor prevent the payment of rental for premises let by any Member to ABRI provided however that no employee or director of a Member they may be appointed to or hold any salaried office of ABRI and further provided that no remuneration or other benefit in money or in moneys kind may be paid to any Member for service on or attendance at any Executive Committee or General Meeting of ABRI except for the reimbursement of reasonable out of pocket expenses with prior Executive Committee approval.

10 Records

10.1 Record control

10.1.1 The Chief Executive Officer shall keep custody of all minute books, documents and securities associated with the operation of ABRI.

10.1.2 The Chief Executive Officer shall permit a Member to inspect the books and accounts of the Association with the prior approval of the Executive Committee and in accordance with any guidelines issued by the Executive Committee from time to time.

10.1.3 Executive Committee shall ensure that a register of Members of ABRI is maintained. The register shall be available for inspection by members at the address of the Chief Executive Officer. An entry in the register shall, in the absence of evidence to the contrary, be evidence of membership.

10.1.4 The Executive Committee shall include in its records detail on whether a Member has paid all subscriptions and any other sums due to ABRI.

11 Membership certificate

11.1 Certificates

11.1.1 ABRI may issue a Certificate to Members evidencing their membership of ABRI.

11.1.2 The Certificate shall remain the property of ABRI. The Executive Committee may at any time call for and compel the production or delivery to it of the Certificate.

11.1.3 A person or company that ceases to be a Member shall if required to do so by the Executive Committee return the Certificate to ABRI.

12 Termination of membership & disciplinary action

12.1 Termination

12.1.1 Unless the Executive Committee resolves otherwise, the membership of any person or Company shall terminate if the person or Company—

- (a) becomes bankrupt or is placed into liquidation or makes any assignment of his or her property for the benefit of his or her creditors or takes or attempts to take the benefit of any statutory provision regarding bankruptcy or liquidation ("Event of Insolvency").
- (b) becomes a lunatic or of unsound mind.
- (c) dies or, in the case of a company, is dissolved.

12.1.2 Where a membership is terminated pursuant to Clause 10.1.1 (a) the Executive Committee may reinstate the membership where it is established that the Event of Insolvency arose from misfortune and no discreditable conduct on the part of the person or Company can be imputed in connection with the Event of Insolvency.

12.1.3 The termination of membership in accordance with this Clause 10.1.1 does not release the person or Company from the liability to pay the joining fee, subscriptions and any other money owing by him to ABRI at the date of termination.

12.2 Disciplinary action

12.2.1 Grounds for taking disciplinary action.

- (a) ABRI may take disciplinary action against a member in accordance with this section if it is determined that the member—
 - 6) Has failed to comply with these Rules; or
 - 7) Refuses to support the purposes of ABRI; or
 - 8) Has engaged in conduct prejudicial to ABRI.

12.2.2 Disciplinary sub committee

- (a) If the Executive Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Executive Committee must appoint a disciplinary sub Committee to hear the matter and determine what action, if any, to take against the member.
- (b) The members of the disciplinary sub Committee—
 - 1) may be Executive Committee members, members of ABRI or anyone else; but
 - 2) must not be biased against, or in favour of, the member concerned.

12.2.3 Notice to member

- (a) Before disciplinary action is taken against a member, the Secretary must give written notice to the member—
 - 1) stating that ABRI proposes to take disciplinary action against the member.
 - 2) stating the grounds for the proposed disciplinary action.
 - 3) specifying the date, place and time of the meeting at which the disciplinary sub Committee intends to consider the disciplinary action (the disciplinary meeting).
 - 4) advising the member that he or she may do one or both of the following—
 - i. attend the disciplinary meeting and address the disciplinary sub Committee at that meeting.
 - ii. give a written statement to the disciplinary sub Committee at any time before the disciplinary meeting.
 - iii. setting out the member's appeal rights under rule 10.2.5.
- (b) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

12.2.4 Decision of sub Committee

- (a) at the disciplinary meeting, the disciplinary sub Committee must—
 - 1) give the member an opportunity to be heard.
 - 2) consider any written statement submitted by the member.
- (b) after complying with sub rule (1), the disciplinary sub Committee may—
 - 1) take no further action against the member; or
 - 2) subject to sub rule (3)—
 - i. reprimand the member; or
 - ii. suspend the membership rights of the member for a specified period; or
 - iii. expel the member from the Association.
- (c) the disciplinary sub Committee may not fine the member.
- (d) the suspension of membership rights or the expulsion of a member by the disciplinary sub Committee under this rule takes effect immediately after the vote is passed.

12.2.5 Appeal rights

- (a) a person whose membership rights have been suspended or who has been expelled from ABRI under rule 10.2.4 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (b) the notice must be in writing and given—

- 1) to the disciplinary sub Committee immediately after the vote to suspend or expel the person is taken; or
 - 2) to the Secretary not later than 48 hours after the vote.
- (c) if a person has given notice under sub rule (2), a disciplinary appeal meeting must be convened by the Executive Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (d) notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
- 1) specify the date, time and place of the meeting.
 - 2) state—
 - iv. the name of the person against whom the disciplinary action has been taken.
 - v. the grounds for taking that action.
 - vi. that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

12.2.6 Conduct of disciplinary appeal meeting—

- (a) at a disciplinary appeal meeting—
- 1) no business other than the question of the appeal may be conducted.
 - 2) the Executive Committee must state the grounds for suspending or expelling the member and the reasons for taking that action.
 - 3) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (b) After complying with sub rule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (c) A member may not vote by proxy at the meeting.
- (d) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

12.3 Forfeiture of Membership

- 12.3.1 The Executive Committee may cause any Member who has not paid his or her subscription within one month of it becoming due or within such extended period as the Executive Committee may in its discretion allow to be struck off the register of members and thereupon such Member shall cease to be a Member of ABRI and shall forfeit all rights to membership of ABRI.
- 12.3.2 On payment of all arrears the Executive Committee may in its discretion reinstate a Member whose membership has been forfeited upon such terms and conditions as the Executive Committee thinks fit.
- 12.3.3 The Chief Executive officer shall record in the Register of Members the date on which membership was forfeited and reinstated.

12.4 Resignation of Membership

- 12.4.1 A Member may resign membership of ABRI by giving one month's notice in writing of its intention to the Chief Executive Officer sent or delivered to the principal office of ABRI.
- 12.4.2 The Chief Executive Officer shall enter in the Register of Members the date on which the member who gave notice ceased to be a Member.
- 12.4.3 A resignation does not release the Member who has ceased to be a Member from liability to pay the joining fee, subscriptions and any other money owing by him to ABRI at the date of resignation.

12.5 Refund

- 12.5.1 No fees, subscriptions or levies shall be refunded to any person or Company on the termination, forfeiture or resignation of membership pursuant to Clause 12.

12.6 Litigation

- 12.6.1 A Member the subject of a motion to terminate or suspend his or her membership shall not commence nor prosecute any legal action against any person making the allegations nor against any officer or servant of ABRI in respect of any notice, letter, proof of evidence, or other document produced in regard to the allegations levied and the consideration thereof provided the allegations have been made bona fide and in good faith.

12.7 Subscription fees

- 12.7.1 A person or company who has had his or her membership terminated or suspended shall, notwithstanding he or she has ceased to be a Member of ABRI, or had his or her membership suspended continue to be liable to pay the joining fee, subscription and any other money owing by him to ABRI at the date of termination or suspension of his or her membership.

13 By-laws

13.1 Establishment and changes

- 13.1.1 The General Meeting may, by special resolution, make By-Laws.
- 13.1.2 The Executive Committee powers shall include the power to create, remove, and amend by-laws without having to seek the approval of the membership.
- 13.1.3 Any such creation, deletion or amendment to by laws must be advised to the membership in writing within one month of amendment.
- 13.1.4 If a By-Law is inconsistent with these Rules the Rules shall, to the extent of inconsistency, prevail.

14 General

14.1 Notices

14.1.1 A notice may be served upon a Member personally, by post, facsimile or email to the address, facsimile number or email address shown in the register of Members. A notice served by post shall be deemed to have been served on the day two days after the date of posting and, in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into the post as a prepaid letter. Service of notice by fax or email shall be deemed to be received immediately if no error message is received by the sender.

14.2 Indemnity

14.2.1 Every Member and officer shall be indemnified out of the property of ABRI against any liability incurred by him in good faith in his or her capacity as an officer or agent of ABRI.

14.3 Custody and inspection of books and records

14.3.1 Members may on request inspect free of charge—

- (a) The register of members.
- (b) The minutes of General Meetings.
- (c) Subject to sub rule 12.3.2, the financial records, books, securities and any other relevant document of the Association, including minutes of Executive Committee meetings.

Note

Under Section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

14.3.2 The Executive Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

14.3.3 The Executive Committee must on request make copies of these rules available to members and applicants for membership free of charge.

14.3.4 Subject to sub rule 12.3.2, a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.

14.3.5 For purposes of this rule relevant documents mean the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of ABRI and includes the following—

- 1) Its membership records.
- 2) Its financial statements.
- 3) Its financial records.
- 4) Records and documents relating to transactions, dealings, business or property of ABRI.

14.4 Dissolution or Winding Up

14.4.1 ABRI may be wound up or dissolved in the manner provided in the Act.

14.4.2 If on the winding up or dissolution of ABRI there remains after the satisfaction of all debts and liabilities, any property whatsoever the same shall not be paid or distributed among the Members but shall be given or transferred to some other body or bodies having objects similar to the purposes of ABRI and which shall prohibit the distribution of its or their income and property among its or their members, such body or bodies to be determined by the Executive Committee at or before the time of dissolution.

14.4.3 If not so determined all property shall be held in trust by the Auditor until such time as a suitable body is found, the suitability of such body to be at the absolute discretion of the Auditor.

14.5 Complaints

14.5.1 In the event of a complaint being submitted about the conduct of a member, the complainant must submit the complaint in writing to the CEO prior to any meeting.

14.5.2 The complaint will be reviewed by Executive Committee office bearers and a decision made within 14 days as the best methods of resolving the complaint.

14.5.3 If the complaint is not resolved within 21 days, an Executive Meeting shall be called to discuss the issue and resolve the complaint.

14.5.4 If the complaint is resolved, the Executive Committee will within 10 days, hold a meeting in the presence of a mediator. The mediator must be chosen by agreement between the parties and can be a member of the Association but not a member who is party to the complaint.

14.5.5 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

14.6 Disputes and Mediation

14.6.1 In the event of a dispute between either a member and another member; or a member and ABRI, the parties to the dispute must meet and discuss the matter in dispute. If possible, the dispute must be resolved within 14 days after the dispute comes to the attention of all of the parties.

14.6.2 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting then the parties must, within 10 days, hold a meeting in the presence of a mediator. The mediator must be chosen by agreement between the parties and can be a member of the Association but not a member who is party to the dispute.

14.6.3 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

14.7 Alteration of Rules

14.7.1 These Rules may only be altered by special resolution of a General Meeting of the Association.

14.7.2 Members shall be notified of the special resolution at least 21 days before the upcoming General Meeting by email.

14.7.3 At the meeting, the changes will be approved through a special resolution.

14.7.4 A special resolution will pass if—

- (a) At least 75 per cent of the members who vote at the meeting (whether they vote in person or, if the rules allow, by proxy) vote in favour of the resolution to change the rules, and
- (b) Any further relevant requirements from the rules have been met.

Note

An alteration of these Rules does not take effect unless or until it is approved by the Registrar.

15 Table of Requirements

(Matters to be provided for in the rules of an incorporated association)

	Matters	Rule
1	The name of the incorporated association	1
2	The purposes of the incorporated association	4.0
3	The qualifications (if any) for membership of the incorporated association.	5.0
4	The entrance fees, subscriptions and other amounts (if any) to be paid by members of the incorporated association.	9.3
5	The rights, obligations and liabilities of members	5.9
6	Provisions for the resignation of a member or cessation of membership	12.0
7	The procedure (if any) for the disciplining of members and the mechanism (if any) for appearances by members in respect of disciplinary action taken against them	12.0
8	The grievance procedures for settling disputes under the rules between the incorporated association and any of its members or between a member and any other member.	14.5 & 14.6
9	The name, membership and powers of the Executive Committee or other body having the management of the incorporated association (in this paragraph referred to as the Executive Committee) and— (a) the election or appointment of members of the Executive Committee; (b) the terms of office of members of the Executive Committee; (c) the grounds on which, or reasons for which, the office of a member of the Executive Committee becomes vacant; (d) the filling of casual vacancies occurring within the Executive Committee; (e) the quorum and procedure at meetings of the Executive Committee.	7.0
10	The procedures for the appointment and removal of the secretary of the incorporated association.	7.13
11	The custody of records, securities and other relevant documents of the incorporated association.	10.0
12	Provisions for the custody and use of the common seal (if any) of the incorporated association.	12.7
13	Provision for members to have access to, and to be able to obtain copies of, the records, securities and other relevant documents of the incorporated association.	10.0

	Matters	Rule
14	The preparation and retention of accurate minutes of— (a) General Meetings of the incorporated association. (b) meetings of the Executive Committee or other body having the management of the incorporated association.	6.7 & 7.4
15	Provision for members to have access to, and to be able to obtain copies of, minutes of General Meetings of the incorporated association, including financial statements submitted at a General Meeting.	6.7
16	Right of access (if any) by members to minutes of meetings of the Executive Committee, including any terms and conditions subject to which access may be granted.	14.0
17	The intervals between General Meetings of members of the incorporated association and the manner of calling General Meetings.	6.0
18	The quorum and procedure at General Meetings and whether members are entitled to vote by proxy at General Meetings.	6.1.7
19	The time within which, and the manner in which, notices of General Meetings and notices of motion must be given, published or circulated.	6.1
20	The sources from which the funds of the incorporated association are to be or may be derived.	9.0
21	The manner in which the funds of the incorporated association must be managed and, in particular, the mode of drawing and signing cheques on behalf of the incorporated association.	9.0
22	The manner of altering and rescinding the rules of the incorporated association and of making additional rules.	14.7
23	The disposition of any surplus assets on the winding up or dissolution of the incorporated association.	14.4

16 Revision History

Date	Change	Change agent	Approved
19/8/2019	Review in response to recommendations from the Associations Forum. In particular changes to remove gender specific language, method of voting in the Executive Committee and office bearers.	Will LeMessurier and Libby Chaplin	
28/3/2017	Section 4.3 Affiliate Member Delete "A company shall only be eligible to be an affiliate member if it is not directly involved in the business of battery manufacture, distribution, sale, collection, or recycling. Affiliate membership shall be reviewed annually. Insert: "A company shall only be eligible to be an affiliate member if it is not involved in business activities relating to the manufacture, distribution, sale, collection, sorting or recycling of batteries or battery-containing products.	Libby Chaplin	AGM 2017
24/1/2019	Formatting changes to improve readability and printing. Added a level 2 headings to the records and Executive Committee management sections to make the automatic update of the table of contents work. No substantive changes.	Libby Chaplin	Not applicable
30/09/2019	Major review. Track version can be provided.	Will LeMessurier & Libby Chaplin	
29/10/2019	No changes – submitted to General Meeting for approval	Libby Chaplin	General Meeting of Members
<u>9/3/2021</u>	<u>Name change and setting number of executive committee members at eight</u>	<u>Katharine Hole</u>	