

# S.S.A.A. BLUE HILLS SPORTING SHOOTERS CLUB

## CONSTITUTION

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AUTHORISED BY SPECIAL RESOLUTION AT THE Blue Hills Sporting Shooters Club MEETING  
OF THIS ASSOCIATION HELD ON THE 18<sup>th</sup> August 2013



# CONTENTS

## SECTION

## PAGE NO.

1.	NAME AND NATURE .....	4
1.1	Name .....	4
1.2	Office Location .....	4
1.3	Adherence to Constitution of S.S.A.A (Tas) .....	4
2.	INTERPRETATION & DEFINITIONS .....	4
2.1	Interpretation .....	4
2.2	Definitions .....	5
3.	AIMS, OBJECTS AND PURPOSES.....	6
4.	POWERS OF S.S.A.A. BHSSC.....	6
5.	MEMBERSHIP OF S.S.A.A. BHSSC .....	7
5.1	Application for Membership.....	7
5.2	Membership Types .....	8
5.3	Individual Members .....	8
5.4	Associate Members.....	8
5.5	Honorary Members.....	8
5.6	Life Members.....	8
5.7	Member Rights.....	9
5.8	Member Obligations .....	9
5.9	Member Records .....	10
6.	WINDING UP OF S.S.A.A. BLUE HILLS SSC & S.S.A.A. (Tas).....	10
6.1	S.S.A.A. BLUE HILLS SPORTINGS SHOOTERS CLUB.....	10
6.2	S.S.A.A. (Tas) .....	10
6.3	FORMER MEMBERS .....	11
7.	INCOME AND PROPERTY OF S.S.A.A. BLUE HILLS SSC.....	11
8.	FINANCE .....	11
8.1	Financial Year .....	11
8.2	Subscriptions and Fees .....	11
8.3	Treatment of Monies .....	11
8.4	Books of Account.....	12
9.	ACCOUNTS .....	12
9.1	True Accounts .....	12
9.2	Treasurer to keep Records.....	13
9.3	Place of Records.....	13
10.	THE AUDITOR.....	13
11.	AUDIT OF ACCOUNTS.....	13
12.	ANNUAL GENERAL MEETING .....	14
13.	SPECIAL GENERAL MEETINGS .....	15
14.	NOTICE OF GENERAL MEETINGS .....	15
15.	BUSINESS AND QUORUM AT GENERAL MEETING .....	15
16.	PRESIDENT TO PRESIDE AT GENERAL MEETINGS.....	16
17.	ADJOURNMENT OF GENERAL MEETINGS.....	16

# CONTENTS

SECTION	PAGE NO.
18. DETERMINATION OF QUESTIONS AT GENERAL MEETING .....	17
19. VOTES AT GENERAL MEETINGS .....	17
20. OFFICERS OF S.S.A.A. BLUE HILLS SPORTINGS SHOOTERS CLUB .....	17
21. CONSTITUTION OF COMMITTEE .....	18
21.1 Make-Up of Committee .....	18
21.2 Eligibility to sit on Committee .....	18
21.3 Council Delegates.....	18
21.4 Disqualification as a Committee member.....	19
22. RESPONSIBILITIES OF COMMITTEE.....	19
23. ELECTION OF OFFICERS .....	20
23.1 Nominations.....	20
23.2 Election.....	20
24. VACATION OF OFFICE .....	20
25. MEETINGS OF COMMITTEE .....	21
26. SUB-COMMITTEES.....	22
27. DISCLOSURE OF INTEREST IN CONTRACTS & CONFLICTS OF INTEREST .....	22
28. EXECUTIVE COMMITTEE .....	23
29. ANNUAL S.S.A.A SUBSCRIPTION AND BRANCH DISBURSEMENTS .....	23
30. NOTICES.....	23
31. EXPULSION OF MEMBERS .....	23
31.1 Expulsion.....	23
31.2 Time of Expulsion .....	24
31.3 Required Action Upon Expulsion.....	24
32. SEAL OF S.S.A.A. BLUE HILLS SPORTINGS SHOOTERS CLUB.....	24
33. PUBLIC OFFICER.....	25
34. POWERS OF THE PRESIDENT.....	25
35. AMENDMENT OF CONSTITUTION.....	25
36. NAME, EMBLEMS AND GOODWILL OF S.S.A.A. BLUE HILLS SSC .....	26
37. BY – LAWS.....	26

## **1. NAME AND NATURE**

### **1.1 Name**

The name of the Association is the **S.S.A.A. BLUE HILLS SPORTING SHOOTERS CLUB INCORPORATED**, hereinafter referred to as “S.S.A.A. BHSSC”.

### **1.2 Office Location**

The Office of S.S.A.A. BHSSC shall be at SORRELL or such other place as the Committee may, from time to time, determine.

### **1.3 Adherence to Constitution of S.S.A.A (Tas)**

As a constituent member of the SPORTING SHOOTERS’ ASSOCIATION OF AUSTRALIA (TASMANIA) INCORPORATED, S.S.A.A. BHSSC accepts and adheres to the Constitution of that body except where there shall be any inconsistency with this Constitution and in such case this Constitution or any matter or thing done pursuant to this Constitution shall prevail.

## **2. INTERPRETATION & DEFINITIONS**

### **2.1 Interpretation**

In this Constitution unless inconsistent with the context:

- (a) a reference to a statute, ordinance, code or other law includes regulations and other instruments under it and consolidations, amendments, re-enactments or replacements of any of them.
- (b) a reference to the singular number includes a reference to the plural number and vice versa;
- (c) a reference to any gender includes a reference to the other genders and each of them;
- (d) the word person includes a firm, a body corporate, an unincorporated association or an authority;
- (e) a reference to a day shall mean a calendar day, a reference to a month shall mean a calendar month and a reference to a year shall mean a calendar year;
- (f) a reference to a rule, schedule, annexure or appendix is a reference to a clause of or schedule, annexure or appendix to this Constitution and references to this Constitution include any recital, schedule, annexure or appendix;
- (g) if a period of time is specified and dates from a given day or the day of an act or event, it is to be calculated exclusive of that day;
- (h) a reference to a day is to be interpreted as the period of time commencing at midnight and ending 24 hours later;

- (i) a reference to anything or matter is a reference to the whole and any part of it;
- (j) a reference to a group of persons or parties is a reference to all of them collectively, to any two or more of them collectively and to each of them individually;
- (k) a reference to this Constitution or other document includes any variation, novation or replacement of or supplement to any of them from time to time;
- (l) where any clause contains subclauses paragraphs or subparagraphs each subclause, paragraph and subparagraph however called will be read and construed separately and independently of each other;
- (m) a reference to a document includes any agreement in writing, or any certificate, notice, instrument or other document of any kind;
- (n) a reference to any of the President, Vice-Presidents, Secretary, Treasurer, and/or Secretary/ Treasurer means the President, Vice-Presidents, Secretary, Treasurer, and/or Secretary/ Treasurer (as the case may be) of S.S.A.A. BHSSC from time to time.
- (o) a reference to “dollars”, “AUD” or “\$” is to an amount in Australian currency.

## **2.2 Definitions**

In this Constitution, the following words and expressions shall have the meanings set out against them:

- (a) “Committee” means the Committee of S.S.A.A. BHSSC as set out in Rule 21.
- (b) “Executive Committee” means the officers of S.S.A.A. BHSSC, as set out in Rule 28.
- (c) “Members” means all persons listed as current members, regardless of the classification of such membership, in the member register of S.S.A.A. BHSSC.
- (d) “Range” means an area for the promotion and conduct of shooting sports.
- (e) “Renton's” means the latest version published of "Guide for Meetings and Organisations” by N.E. Renton.
- (f) “Special Business” means items for discussion at Special General Meetings and Annual General Meetings.
- (g) “S.S.A.A” means Sporting Shooters Association of Australia Incorporated.
- (h) “S.S.A.A. (Tas.)” means Sporting Shooters Association of Australia (Tasmania) Incorporated.

### **3. AIMS, OBJECTS AND PURPOSES**

- (a) To advocate for the retention of existing rights and for improved rights and privileges for firearms owners in Tasmania. Support the aspirations of firearms owners in Australia and its territories.
- (b) To provide information for and to educate all eligible and interested people in the art of shooting, safe handling of firearms and the legal obligations of shooters.
- (c) Provide opportunities for members of BHSSC to achieve high competency in their chosen field of shooting.
- (d) To promote the image of firearms owners and the membership of the Sporting Shooters Association of Australia.
- (e) To provide facilities and events consistent with the specific shooting and / or collecting interests of BHSSC.
- (f) To encourage the adoption and implementation of strict codes of ethics in the ownership and use of firearms.
- (g) To promote participation in State, National and International Competitions.
- (h) To represent S.S.A.A. BHSSC at all the meetings of S.S.A.A. (Tas)
- (i) To do all such other things as are conducive or incidental to the attainment of the above aims and objects or any of them.

### **4. POWERS OF S.S.A.A. BHSSC**

To implement the aims and objects, S.S.A.A. BHSSC shall also be deemed to have the following powers:-

- (a) The purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of or using any real or personal property that may be deemed necessary or convenient for any of the aims and objects of S.S.A.A. BHSSC..
- (b) The buying, selling and supplying of, and dealing in goods or specified goods which may be deemed necessary or convenient for any of the aims and objects of S.S.A.A. BHSSC.
- (c) The construction, maintenance, and alteration of buildings or works necessary or convenient for any of the aims and objects of S.S.A.A. BHSSC.
- (d) The accepting of any gift, whether to a special trust or not, for any one or more of the aims and objects of S.S.A.A. BHSSC.
- (e) The taking of such steps from time to time as the Committee may deem expedient for procuring the contribution of funds to S.S.A.A. BHSSC by way of donations, subscriptions or otherwise;

- (f) The printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Committee may think desirable for the promotion of the aims and objects of S.S.A.A. BHSSC;
- (g) The borrowing and raising of money in such manner and on such terms as the Committee may think fit or as may be approved or directed by resolution passed at a Committee meeting;
- (h) Securing the re-payment of money so raised or borrowed or the payment of a debt or liability of S.S.A.A. BHSSC by giving mortgages, charges or securities upon or over all or any of the real or personal property of S.S.A.A. BHSSC;
- (i) Subject to the conditions of this constitution the establishment or support, or the aiding in the establishment and support, of associations, institutions, funds, trusts, schemes, and conveniences calculated to support and/or benefit members, servants or past servants of S.S.A.A. BHSSC and their dependents;
- (j) The establishment or support, or the aiding in the establishment and support, of any other association, formed for any of the basic aims and objects of S.S.A.A. BHSSC to which the Committee may be agreeable;
- (k) Except as specifically permitted by a resolution of a Special General Meeting, the making of gifts, subscriptions or donations unless the funds are raised specifically for a stipulated purpose, are limited to an amount in any one year of \$300;
- (l) The doing of all things as are incidental or conducive to the attainment of the basic aims and objects of S.S.A.A. BHSSC as specified in the foregoing provisions.

## **5. MEMBERSHIP OF S.S.A.A. BHSSC**

### **5.1 Application for Membership**

Memberships shall only be approved by the Committee subject to the following:

- (a) Only natural persons who are and remain financial members of S.S.A.A. can be admitted and retain membership;
- (b) An application to become a Member must be made in writing using the form (as amended from time to time) prescribed by the Committee and providing all information as reasonably requested.
- (c) New membership may be subject to a probationary period at the sole discretion of the S.S.A.A. BHSSC but shall not in any circumstance exceed twelve (12) months. During the probationary period Members are not eligible to stand for the Committee and are not entitled to vote at meetings of S.S.A.A. BHSSC;
- (d) It shall be at the sole discretion of the BHSSC requiring Individual Members to have SSAA BHSSC as their nominated home branch for the purpose of the SSAA membership database and SSAA membership card;

- (e) Acceptance of an application to become a Member will occur on approval of such application by the Committee and confirmation of the payment to S.S.A.A. and S.S.A.A. BHSSC of the requisite membership fees. Notwithstanding the above the Committee may in its absolute discretion:
  - (i) impose additional conditions upon any Member's membership;
  - (ii) defer an application for such period as it determines; or
  - (iii) reject an application to become a Member without assigning any reason.

## **5.2 Membership Types**

There shall be four (4) types of membership:

- (a) Individual Membership;
- (b) Associate Membership;
- (c) Honorary Membership; and
- (d) Life Membership.

## **5.3 Individual Members**

- (a) Shall have all rights and privileges and shall be eligible to stand for a Committee position and vote at Annual General Meetings and Special General Meetings of S.S.A.A. BHSSC. Individual Membership must satisfy Clause 5.1.

## **5.4 Associate Members**

- (a) Acceptance of the Associate membership category shall be at the sole discretion of S.S.A.A. BHSSC. Associate Members shall have all rights and privileges enjoyed by Individual Members but shall not be eligible to stand for a Committee position and are not eligible to vote at Annual General Meetings and Special General Meetings of S.S.A.A. BHSSC. Associate Membership must satisfy Clause 5.1(a), (b), (c) and (e).

## **5.5 Honorary Members**

A person may only become an Honorary Member by the passing of a motion at an Annual General Meeting, such motion to include the duration of such membership. There are no eligibility requirements in order to be appointed as an Honorary Member and infers no entitlements to attend or vote at meetings of S.S.A.A. BHSSC.

## **5.6 Life Members**

- (a) Life Membership of S.S.A.A. BHSSC may be conferred as a reward for service to the shooting sports and in particular for services to S.S.A.A. BHSSC.
- (b) A person may only become a Life Member by the passing of a motion at an Annual General Meeting, such motion to include the rationale of such membership. A person must be an Individual Member to be appointed as a



Life Member. Appointment as a Life Member supersedes a person's Individual Member status.

- (c) Life Membership of S.S.A.A. BHSSC does not preclude the nomination of any individual to Life Membership of S.S.A.A. or S.S.A.A. (Tas).
- (d) Life Membership of S.S.A.A. BHSSC confers only the same privileges and voting rights as enjoyed by Individual members of S.S.A.A. BHSSC.
- (e) Life Membership of S.S.A.A. BHSSC can only be conferred upon an individual by S.S.A.A. BHSSC.
- (f) Existing Life Members of S.S.A.A. BHSSC at the time of adopting this Constitution shall retain all rights and privileges of Individual Members whether continuing to comply with Rule 5.1(d) or not PROVIDED HOWEVER that S.S.A.A. and S.S.A.A. BHSSC membership fees are, or have been, paid; or in relation to S.S.A.A. BHSSC have been waived.

## **5.7 Member Rights**

- (a) Membership of S.S.A.A. BHSSC shall entitle members to all rights and privileges conferred in their membership Type as prescribed in Clauses 5.3, 5.4, 5.5 and 5.6 and subject to all obligations which membership of S.S.A.A. BHSSC confers or implies;
- (b) Subject to Clause 5.7(a), Members have the right to attend Annual General Meetings and any Special General Meeting of S.S.A.A. BHSSC . However, only Individual Members and Life Members shall have the right to vote at Annual General Meetings and other Special General Meeting of S.S.A.A. BHSSC provided that failure by an Individual Member to pay the annual subscription fees as determined under Rule 29 will result in such Member losing his or her right to vote until such time as the annual subscription fee(s) is received in full by S.S.A.A. BHSSC; and
- (c) Individual Members and Life Members shall be entitled to nominate any Individual Member or Life Member as a candidate for an Officer of the Committee.

## **5.8 Member Obligations**

- (a) All Members must pay their annual S.S.A.A. subscription and branch member fees not later than twenty eight (28) days after the date they fall due. (For the avoidance of doubt no voting rights exist during the twenty eight (28) day period of grace past the due date until the fees are paid) Failure to comply with this Rule 5.8(a) shall automatically constitute forfeiture of membership of S.S.A.A. BHSSC with renewal conditions, if applied, to be determined by the Committee in its absolute discretion.
- (b) All Members must comply with the rules, by-laws and resolutions passed by the Committee from time to time. Failure to comply with this Rule 5.8(b) constitutes grounds on which the Committee may expel a member in accordance with Rule 31.
- (c) Such obligations shall include a regular attendance of members as may be required at Law; and

- (d) Participation in S.S.A.A. BHSSC activities and conduct reflecting a favourable image of S.S.A.A. BHSSC in the community.
- (e) Any person ceasing to be a Member of S.S.A.A. BHSSC automatically forfeits any claim, right or action it has, or may have, either individually or collectively against S.S.A.A., S.S.A.A. (Tas) or S.S.A.A. BHSSC in relation to cessation of said membership, and each Member releases and holds harmless S.S.A.A., S.S.A.A. (Tas) and S.S.A.A. BHSSC in regards to such claim, right or action, such release to take effect immediately upon cessation of membership.

## **5.9 Member Records**

The Committee shall ensure that adequate records of all Members are maintained in an approved format. Collation and disclosure of information shall be compliant with current privacy legislation. Furthermore, by becoming a member of S.S.A.A (Tas), such persons or entities as the case may be, consent to their information, personal or otherwise, being collected and used for the purposes as provided in this Rule 5.9. Records shall be maintained for a period not less than five (5) years.

## **6. WINDING UP OF S.S.A.A. BHSSC & S.S.A.A. (Tas)**

### **6.1 S.S.A.A. BHSSC**

On a winding up of S.S.A.A. BHSSC, all Members as at the date of application for commencement of the winding up, shall be required to contribute an amount, as determined by the Committee in its absolute discretion; however, such amount shall not exceed \$10.00 towards payment of the debts and liabilities, including the costs, charges and expenses of winding up, of S.S.A.A. BHSSC. Such amount will be due and payable upon request from the Committee.

In the event of surplus assets being available following payment of the debts and liabilities, including the costs, charges and expenses of winding up, of S.S.A.A. BHSSC those surplus assets must be transferred to either S.S.A.A. (Tas) or another S.S.A.A. (Tas) Branch unless a reasonable case exists that the assets were held prior to the Branch joining SSAA (Tas) as a full member Branch. In these cases the Branch shall be free to disburse these assets to clubs with similar objectives. If a dispute arises between BHSSC and SSAA (Tas) over the amount of interest SSAA (Tas) considers the Association has in the asset, the dispute shall be settled by reference to commercial arbitration under the relevant Act at the cost of SSAA (Tas). The arbitrators decision will be final. In all other disbursement matters determination as to which recipient shall be at the sole discretion of the Members and failing this being possible the Committee.

### **6.2 S.S.A.A. (Tas)**

On a winding up of S.S.A.A. (Tas), all Members as at the date of application for commencement of the winding up, shall be required to contribute an amount, as determined by the Committee in its absolute discretion; however, such amount shall not exceed \$10.00 towards payment of the debts and liabilities, including the costs, charges and expenses of winding up, of S.S.A.A. (Tas). Such amount will be due and payable upon request from the Committee.

### **6.3 FORMER MEMBERS**

For the avoidance of doubt, on winding up of either S.S.A.A. BHSSC and/or S.S.A.A. (Tas), former Members are not liable to contribute in respect of any debt or liability of S.S.A.A. (Tas) and/or S.S.A.A. BHSSC (as the case may be) as required under Rules 6.1 and 6.2.

## **7. INCOME AND PROPERTY OF S.S.A.A. BHSSC**

- (a) The income and property of S.S.A.A. BHSSC, however derived, shall be applied solely towards the promotion of the objects and purposes of S.S.A.A. BHSSC and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of S.S.A.A. BHSSC otherwise than in accordance with this Rule 7.
- (b) S.S.A.A. BHSSC shall not:
  - (i) appoint a person who is a member of the Committee to any office of S.S.A.A. BHSSC to which the holder of is paid any remuneration by way of salary, fees, or allowances; or
  - (ii) pay to any such person any remuneration or other benefit in money or monies worth (other than the payment of out of pocket expenses ).
- (c) Nothing in the foregoing provisions of this Rule 7 prevents the payment in good faith to a member of S.S.A.A. BHSSC of:
  - (i) remuneration in return for services actually rendered to S.S.A.A. BHSSC by the servant or member or for goods supplied to S.S.A.A. BHSSC by the servant or member in the ordinary course of business including but not limited to the payment of honorariums in arrears for services provided to S.S.A.A. BHSSC over the preceding year;
  - (ii) interest at a rate not exceeding commercial lending rates on monies lent to S.S.A.A. BHSSC by the servant or member; or
  - (iii) a reasonable and proper sum by way of rent for premises let to S.S.A.A. BHSSC by the servant or member.

## **8. FINANCE**

### **8.1 Financial Year**

The financial year of S.S.A.A. BHSSC shall be from the 1st July to 30th June next.

### **8.2 Subscriptions and Fees**

- (a) Annual subscriptions to S.S.A.A. are set by S.S.A.A.
- (b) Branch Member fees and/or levies may be fixed by the Committee.

### **8.3 Treatment of Monies**

- (a) **Receipts**

The treasurer shall, as soon as reasonably possible after receipt thereof, ensure all monies of S.S.A.A. BHSSC be paid into the general account of S.S.A.A. BHSSC at an approved financial institution as the Committee shall from time to time direct.

(b) **Payments**

No monies shall be drawn from the account of S.S.A.A. BHSSC save by cheque.

(c) **Signatories to Cheques**

Any cheque issued by S.S.A.A. BHSSC shall be signed by any two (2) of the following:

- (i) President,
- (ii) Secretary,
- (iii) Treasurer,
- (iv) Senior Vice-President or
- (v) Vice-President; or
- (vi) any one of the aforementioned and one other person as may be appointed by the Committee.

(d) **Authority to Withdraw Monies**

No cheque shall be signed or money withdrawn unless such withdrawal:

- (i) is for payment of expenses incurred, and due and payable, by S.S.A.A. BHSSC in the ordinary course of business and is less than two hundred dollars (\$200); or
- (ii) has been sanctioned by a majority of the Executive Committee; and
- (iii) such expenditures are reported upon at the next Committee meeting.

## **8.4 Books of Account**

The books of account of S.S.A.A. BHSSC shall be audited annually by an independent Auditor as referred to in Rules 10 and 11.

## **9. ACCOUNTS**

### **9.1 True Accounts**

True accounts shall be kept of:

- (a) all sums of money received and expended by S.S.A.A. BHSSC and the matter in respect of which the receipt or expenditure takes place; and
- (b) the property, credits, and liabilities of S.S.A.A. BHSSC; and

subject to any reasonable restrictions as to time and manner of inspection imposed by S.S.A.A. BHSSC, those accounts shall be open to the inspection of Individual Members and Life Members.

## **9.2 Treasurer to keep Records**

The Treasurer of S.S.A.A. BHSSC shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operations and business of S.S.A.A. BHSSC in such form and manner as the Committee may direct. The Treasurer shall ensure that the Committee considers any recommendations made by the Auditor in relation to the form and manner of such records.

## **9.3 Place of Records**

The accounts, books, and records referred to in Rules 9.1 and 9.2 shall be kept at the office of S.S.A.A. BHSSC or at such other place as the Committee may direct.

## **10. THE AUDITOR**

- (a) At each Annual General Meeting of S.S.A.A. BHSSC, the Members present shall appoint a person as the Auditor of S.S.A.A. BHSSC.
- (b) If an appointment is not made at an Annual General Meeting or if a casual vacancy occurs in the office of Auditor during the course of the financial year, the Committee may appoint a person as the Auditor and the person so appointed shall hold office until the next succeeding Annual General Meeting.
- (c) The Auditor has a right of access to the accounts, books, records, vouchers, and documents of S.S.A.A. BHSSC.
- (d) The Auditor may:
  - (i) request from the employees and officers of S.S.A.A. BHSSC such information and explanations as may be necessary for the performance of its duties as auditor;
  - (ii) employ persons to assist in investigating the accounts of S.S.A.A. BHSSC; and
  - (iii) in relation to the accounts of S.S.A.A. BHSSC examine any member of the Committee or any employees or officers of S.S.A.A. BHSSC.

## **11. AUDIT OF ACCOUNTS**

- (a) At the end of each financial year, and on such other occasions as the Committee may determine, the accounts of S.S.A.A. BHSSC shall be examined by the Auditor.
- (b) The Treasurer of S.S.A.A. BHSSC shall cause to be delivered to the Auditor a list of all accounts, books, and records of S.S.A.A. BHSSC.

- (c) The Auditor shall certify as to the correctness of the accounts of S.S.A.A. BHSSC and shall report thereon to the Members present at the Annual General Meeting.
- (d) In its report, and in certifying to the accounts, the Auditor shall state whether:
  - (i) it has been able to obtain all desired and/or requested information;
  - (ii) in his opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of S.S.A.A. BHSSC according to the information at its disposal and the explanations given to him and as shown by the books of S.S.A.A. BHSSC; and
  - (iii) the rules relating to the administration of the funds of S.S.A.A. BHSSC have been observed.
- (e) The Secretary must provide a copy of its annual Audit Summary Report (not including financial statements) to the Secretary of S.S.A.A. (Tas) within twenty eight (28) days of holding the S.S.A.A. BHSSC Annual General Meeting.

## **12. ANNUAL GENERAL MEETING**

- (a) The Annual General Meeting of S.S.A.A. BHSSC shall be held not later than 31<sup>st</sup> August each year.
- (b) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.
- (c) The Annual General Meeting shall be specified as such in the notice convening it.
- (d) The ordinary business of the Annual General Meeting shall include the following:
  - (i) to confirm the minutes of the last preceding Annual General Meeting;
  - (ii) to receive from the Committee, Auditor and Officers of S.S.A.A. BHSSC reports upon the transactions of S.S.A.A. BHSSC during the last preceding year;
  - (iii) to elect the Officers of S.S.A.A. BHSSC;
  - (iv) to elect the ordinary members of the Committee; and
  - (v) to appoint the Auditor.
- (e) The Annual General Meeting may transact special business of which notice is given in accordance with Rule 12(f).
- (f) All items of special business must be lodged with the secretary not later than thirty five (35) days prior to the date set for the meeting.

### **13. SPECIAL GENERAL MEETINGS**

- (a) All general meetings other than the Annual General Meeting shall be called Special General Meetings.
- (b) The Committee may, whenever it thinks fit, convene a Special General Meeting of S.S.A.A. BHSSC.
- (c) The Committee shall, on the requisition in writing of not less than ten (10) Individual Members and Life Members combined or not less than 10% of Individual Members and Life Members combined, whichever is the greater, convene a Special General Meeting of S.S.A.A. BHSSC.
- (d) A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by those parties requisitioning such meeting and deposited at the office of S.S.A.A. BHSSC. The requisition may consist of several documents in the like form, each signed by one or more of those parties requisitioning the Special General Meeting.
- (e) If the Committee does not cause a Special General Meeting to be held within forty five (45) days from the date on which a duly completed requisition is deposited at the office of S.S.A.A. BHSSC, those parties requisitioning such meeting, or any of them, may convene the meeting; but the meeting so convened shall not be held after three months from the date of the deposit of the requisition.
- (f) A Special General Meeting convened by Members shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee, and all reasonable expenses incurred in convening the meeting shall be refunded by S.S.A.A. BHSSC to the person incurring them.

### **14. NOTICE OF GENERAL MEETINGS**

The Secretary of S.S.A.A. BHSSC shall, not less than twenty one (21) days before the date fixed for the holding of a general meeting of S.S.A.A. BHSSC either:

- (a) notify all Members in writing of the place, date and the time for the holding of the meeting, and the nature of the business to be transacted thereat; or
- (b) cause to be inserted in at least one newspaper published in Tasmania, an advertisement specifying the place, date and the time for the holding of the meeting, and the nature of the business to be transacted thereat.

### **15. BUSINESS AND QUORUM AT GENERAL MEETING**

- (a) All business that is transacted at Special General Meetings and all business that is transacted at the Annual General Meeting, with the exception of that specifically referred to in this Constitution as being the ordinary business of the Annual General Meeting, shall be deemed to be special business.

- (b) No item of business shall be transacted at a general meeting unless a quorum of members entitled under this Constitution to vote is present during the time when the meeting is considering that item.
- (c) Ten (10) Individual Members and Life Members, in total, personally present constitute a quorum for the transaction of the business of a general meeting.
- (d) Observers shall not generally be allowed at general meetings unless required for specific items of business in which case their attendance shall be limited to the extent as determined by the meeting.
- (e) If within one (1) hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members, shall be dissolved; and in any other case it shall stand adjourned **to the same day fourteen (14) days hence**, at the same time and (unless another place is specified by the chairperson at the time of the adjournment or by written notice to all Individual and Life Members given in accordance with either Rule 14(a) or 14(b) before the day to which the meeting is adjourned) at the same place, and if at the adjourned meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.
- (f) In the case of doubt or difficulty, provided there is not conflict with the provisions of this Constitution, meeting procedures shall be as per Renton's.

#### **16. PRESIDENT TO PRESIDE AT GENERAL MEETINGS**

- (a) The President, or in his absence, the Senior-Vice President, or in the absence of both the President and Senior-Vice President, the other Vice-President, shall preside as chairman at every general meeting of S.S.A.A. BHSSC.
- (b) If the President and both Vice-Presidents are absent from a general meeting, the Members present shall elect one of their number to preside as chairman thereat.

#### **17. ADJOURNMENT OF GENERAL MEETINGS**

- (a) The chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) Where a meeting is adjourned for **fifteen** (15) days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
- (c) Except as provided in the foregoing provisions of this Rule 17, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting



## **18. DETERMINATION OF QUESTIONS AT GENERAL MEETING**

- (a) A question arising at a general meeting of S.S.A.A. BHSSC shall be determined on a show of hands and unless before or on the declaration of the result of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minute book of S.S.A.A. BHSSC is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- (b) The Chairperson may vote, but shall not have a casting vote in the event that any vote is tied, in which case any such resolution shall be deemed to be lost.

## **19. VOTES AT GENERAL MEETINGS**

- (a) Individual Members and Life Members only shall have voting rights at general meetings.
- (b) All votes shall be given personally. No votes may be given by proxy.
- (c) A secret ballot may be demanded by a Member who is entitled to vote at the general meeting.
- (d) Where a poll or secret ballot is demanded at a general meeting, the poll or secret ballot shall be taken immediately upon the Chairman putting the motion, or in such manner as the Chairman may direct, and the resolution of such ballot or poll shall be deemed to be the resolution of the meeting on that matter.
- (e) Officers of S.S.A.A. BHSSC are eligible to vote.
- (f) In the case of an equality of voting on a question the motion is lost.

## **20. OFFICERS OF S.S.A.A. BHSSC**

- (a) The Officers of S.S.A.A. BHSSC shall be elected by the Individual and Life Members at the Annual General Meeting.
- (b) The officers of S.S.A.A. BHSSC shall be:
  - (i) President;
  - (ii) Two Vice-Presidents;
  - (iii) Secretary; and
  - (iv) Treasurer; or
  - (v) Secretary/Treasurer.
- (c) One of the Vice-Presidents shall be known as the Senior Vice-President.
- (d) Each officer of S.S.A.A. BHSSC shall hold office until the Annual General Meeting next after the date of their election but is eligible for re-election.

- (e) In the event of a casual vacancy in any office mentioned in Rule 20(b), the Committee may appoint one of its members to the vacant office, and the Member so appointed may continue in the office, subject to these rules, up to and including the conclusion of the Annual General Meeting next following the date of their appointment.

## **21. CONSTITUTION OF COMMITTEE**

### **21.1 Make-Up of Committee**

The Committee shall consist of-

- (a) the Officers of S.S.A.A. BHSSC; and
- (b) a minimum of two (2), to a maximum established by S.S.A.A. BHSSC, other Members to be elected by the Individual and Life Members at the Annual General Meeting.
- (c) In the event of a casual vacancy occurring on the Committee mentioned in Rule 20(b), the Committee may appoint a member to fill the vacancy, and the Member so appointed shall hold office, subject to these rules, up to and including the conclusion of the Annual General Meeting next following the date of their appointment.

### **21.2 Eligibility to sit on Committee**

A Member shall be ineligible to sit on the Committee if they:

- (a) are bankrupt;
- (b) are of unsound mind;
- (c) are not a resident of the state of Tasmania;
- (d) are convicted of a criminal offence, which the association of such conviction to S.S.A.A. BHSSC, S.S.A.A. (Tas) and/or S.S.A.A. brings or has the potential to bring the reputation of S.S.A.A. BHSSC, S.S.A.A. (Tas) and/ or S.S.A.A. into disrepute, as determined by the Committee in its absolute discretion; or
- (e) are not a Member.

In the event that a person nominated under Rule 23.1 is ineligible to sit on the Committee, the nomination shall be invalid.

### **21.3 Council Delegates**

- (a) The Committee shall appoint two (2) members of the Committee each year to sit on the Council of S.S.A.A. (Tas). S.S.A.A. (Tas) is to be notified in writing (submitted to the S.S.A.A. (Tas) Secretary) not later than seven (7) days prior to the Annual General Meeting of S.S.A.A. (Tas).
- (b) The Committee may at its discretion replace any person appointed to sit on the Council of S.S.A.A. (Tas) in accordance with Rule 21.3(a), this includes the filling of any casual vacancy.
- (c) Committee members, including temporary or permanent replacements, who have been appointed as delegates to sit on the Council of S.S.A.A. (Tas) are

required, when acting in their capacity as delegates, to act in the best interests of S.S.A.A. (Tas), In the event of a conflict of interests between the duty owed to S.S.A.A. BHSSC and S.S.A.A. (Tas), the interests of S.S.A.A. (Tas) will prevail.

#### **21.4 Disqualification as a Committee member**

A member of the Committee shall be disqualified from sitting on the Committee and automatically removed from such position if they:

- (a) become bankrupt;
- (b) become of unsound mind;
- (c) are no longer a resident of the state of Tasmania;
- (d) are convicted of a criminal offence, which the association of such conviction to S.S.A.A. BHSSC, S.S.A.A. (Tas) and/or S.S.A.A. brings or has the potential to bring the reputation of S.S.A.A. BHSSC, S.S.A.A. (Tas) and/ or S.S.A.A. into disrepute, as determined by the Committee in its absolute discretion; or
- (e) have failed to comply with Rule 24(h) or ceased to be a member of S.S.A.A. (Tas) or S.S.A.A BHSSC for any other reason.

In the event that a person is automatically removed as a Committee member pursuant to this Rule 21.4, the Committee may nominate a replacement to take the disqualified Committee member's place, provided that such person is not ineligible to sit on the Committee as provided under Rule 21.2.

#### **22. RESPONSIBILITIES OF COMMITTEE**

- (a) The affairs of S.S.A.A. BHSSC shall be managed by a Committee constituted as provided in Rule 21.
- (b) The Committee :-
  - (i) shall control and manage the business and affairs of S.S.A.A. BHSSC;
  - (ii) may, subject to this Constitution, exercise all such powers and functions as may be exercised by S.S.A.A. BHSSC, other than those powers and functions that are required by this Constitution to be exercised by general meetings of S.S.A.A. BHSSC;
  - (iii) shall have the authority to interpret the meaning of this Constitution and any matter relating to S.S.A.A. BHSSC on which this Constitution is silent, and such interpretation shall be final and binding on all Members; and
  - (iv) subject to the Associations Incorporation Act 1964 and this Constitution, has the power to perform all such acts and things that appear to the Committee to be essential for the proper management of the business and affairs of S.S.A.A. BHSSC.

- (c) The Committee may at any time appoint, stating the length of such appointment, any number of persons of distinguished position or attainments to be a Patron of S.S.A.A. BHSSC. An elected Patron of S.S.A.A. BHSSC shall not have any voting rights or seek office of S.S.A.A. BHSSC.
- (d) Nothing in this Constitution empowers the Committee, the Executive Committee or any Member to represent or make out that they, in an individual capacity or on behalf of S.S.A.A. BHSSC, act as agent for S.S.A.A. and/or S.S.A.A. (Tas).

## **23. ELECTION OF OFFICERS**

### **23.1 Nominations**

Nominations of candidates for election as officers of S.S.A.A. BHSSC:

- (a) shall be made in writing, signed by two (2) Individual Members and accompanied by the written consent of the candidate and a brief description of the candidate's experience and reasons for seeking the position ( which shall be endorsed on the form of nomination); and
- (b) shall be delivered to the Secretary of S.S.A.A. BHSSC not later than thirty five (35) days prior to the date fixed for the holding of the Annual General Meeting; and
- (c) shall be dated by the Secretary with the date of receipt.

### **23.2 Election**

- (a) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- (b) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (c) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (d) The ballot for the election of officers shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.

## **24. VACATION OF OFFICE**

For the purposes of this Constitution, the position of an officer of S.S.A.A. BHSSC becomes vacant if the officer:

- (a) dies;
- (b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his creditors, or makes any assignment of his estate for their benefit;

- (c) becomes of unsound mind;
- (d) resigns his office by writing under his hand addressed to the Committee;
- (e) ceases to be resident in the state of Tasmania;
- (f) is, or has been, convicted of a criminal offence, which the association of such conviction to S.S.A.A. BHSSC, S.S.A.A. (Tas) and/or S.S.A.A. brings or has the potential to bring the reputation of S.S.A.A. BHSSC, S.S.A.A. (Tas) and/or S.S.A.A. into disrepute, as determined by the Committee in its absolute discretion;
- (g) fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee;
- (h) fails to pay any arrears of subscription(s) due by them in accordance with Rule 5.8 (a). (For the avoidance of doubt an Officer may attend meetings but no voting rights exist during the twenty eight (28) day period of grace past the due date until the fees are paid); or
- (i) ceases to be a member of S.S.A.A. BHSSC or S.S.A.A (Tas) for any other reason.

## **25. MEETINGS OF COMMITTEE**

- (a) The Committee shall meet at such place and such times as the Committee shall determine.
- (b) Special meetings of the Committee may be convened by the President, or any four of its members.
- (c) Notice shall be given to members of the Committee of any special meeting, specifying the general nature of the business to be transacted, and no other business shall be transacted at such a meeting.
- (d) A quorum of a meeting of the Committee shall be half the number of members of the Committee plus one (1).
- (e) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the Executive Committee at its sole discretion, in consultation with those in attendance shall determine the need and date and place for another meeting, unless the meeting was a special meeting, in which case it lapses.
- (f) At Meetings of the Committee-
  - (i) the President, or in his absence the Senior Vice-President, or in the absence of both the President and the Senior Vice-President, the other Vice-President; or
  - (ii) if the President and the two (2) Vice-Presidents are absent, such one (1) of the remaining members of the Committee as may be chosen by the members present;
 shall preside.

- (g) Questions arising at meetings of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (h) Each member of the Committee present at a meeting of the Committee is entitled to one (1) vote each and, in the event of an equality of votes on any question the motion shall be lost.
- (i) Written notice of each Committee meeting shall be served by the Secretary upon each member of the Committee by:
  - (i) post to their usual last known place of abode; or
  - (ii) email to their usual last known email address; or
  - (iii) facsimile sent to the last known facsimile number;
 at least fourteen (14) days before the meeting.
- (j) Observers shall not be allowed at Committee meetings unless required for specific items of business in which case their attendance shall be limited to the extent as determined by the Committee. The Committee may in its absolute discretion conduct meetings open to the members to the extent that it sees fit.

**26. SUB-COMMITTEES**

- (a) The Committee may at any time appoint a sub-committee comprised from the members of the Committee as it may think fit and shall prescribe the powers and functions thereof. The Committee shall also set the quorum requirements for each sub-committee having regard to the number of members of same.
- (b) The Committee may co-opt as members of a sub-committee such persons as it thinks fit, but a person so co-opted is not entitled to vote.

**27. DISCLOSURE OF INTEREST IN CONTRACTS & CONFLICTS OF INTEREST**

- (a) A member of the Committee who is interested in any contract or arrangement made or proposed to be made with S.S.A.A. BHSSC shall disclose his interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration if his interest then exists, or in any other case, at the first meeting of the Committee after the acquisition of his interest.
- (b) If a member of the Committee becomes interested in a contract or arrangement after it is made or entered into, he shall disclose his interest at the first meeting of the Committee after he becomes interested.
- (c) No member of the Committee shall vote as a member of the Committee in respect of any contract or arrangement in which he is interested and if he does so vote his vote shall not be counted.

## **28. EXECUTIVE COMMITTEE**

The President, the Vice-Presidents, Secretary, Treasurer or Secretary/Treasurer constitute an executive of the Committee, which may issue instructions to the Public Officer and the servants of S.S.A.A. BHSSC in matters of urgency connected with the management of the affairs of S.S.A.A. BHSSC during the intervals between meetings of the Committee, and where any such instructions are issued shall report thereon to the next meeting of the Committee.

## **29. ANNUAL S.S.A.A SUBSCRIPTION AND BRANCH DISBURSEMENTS**

- (a) Annual subscription fees for S.S.A.A (Tas) Individual Members will be set by S.S.A.A.
- (b) The annual subscription of S.S.A.A. (Tas) Individual Members is due on the date as shown on the renewal notice from S.S.A.A.
- (c) Payment of the annual subscription should be made by S.S.A.A. (Tas) Individual Members direct to S.S.A.A. membership office, or as directed.
- (d) Should payment of the annual S.S.A.A. (Tas) subscription remain unpaid for more than twenty eight days (28) or the Member's name is deleted as an "active member" from the S.S.A.A. monthly membership list, whichever occurs first, then that Member shall cease to be a member of S.S.A.A. BHSSC.
- (e) The amount of reimbursement to Branches by SSAA (Tas) from the disbursements it receives from SSAA may be set, and altered by Council of SSAA (Tas).

## **30. NOTICES**

A notice may be served by or on behalf of S.S.A.A. BHSSC upon any Member either personally or by sending it through the post in a prepaid letter addressed to the Member at their usual or last known place of abode.

## **31. EXPULSION OF MEMBERS**

### **31.1 Expulsion**

The Committee may cancel a Member's membership expelling such Member from S.S.A.A. BHSSC by a resolution of the Committee if the Member has refused or neglected to comply with the provisions of this Constitution, any By-Laws, any lawful resolutions/directions of the Committee, any conditions of membership, and/or in the opinion of the Committee been guilty of conduct prejudicial to the interests of S.S.A.A. BHSSC, S.S.A.A (Tas) and/or S.S.A.A. provided that:

- (a) a motion pursuant to this Rule 31.1 may not be proposed unless the Member concerned has been notified in writing of the intention to propose such resolution, at least fourteen (14) days prior to the meeting at which such motion is to be considered;

- (b) the notice and agenda for such meeting states that the case for the expulsion of the Member is to be considered;
- (c) in considering a motion pursuant to Rule 31.1, the Committee may hear such reasonable evidence as the Member concerned wishes to present and may hear evidence from any other person whether or not such person is a member of S.S.A.A., S.S.A.A. (Tas) or S.S.A.A. BHSSC;
- (d) the decision to expel a member must be carried by a resolution approved by two thirds of the Committee present and voting;
- (e) any person ceasing to be a member of S.S.A.A. BHSSC pursuant to this Rule 31 automatically forfeits any claim, right or action it has, or may have, against S.S.A.A., S.S.A.A. (Tas) and/or S.S.A.A. BHSSC, and each Member releases S.S.A.A., S.S.A.A. (Tas) and/or S.S.A.A. BHSSC in regards to such claim, right or action, such release to take effect immediately upon expulsion.

### **31.2 Time of Expulsion**

The expulsion of a Member pursuant to Rule 31.1 takes effect on the passing of the resolution by the Committee concerning such person's expulsion.

### **31.3 Required Action Upon Expulsion**

Where the Committee expels a person from being a Member, the Secretary shall, without undue delay, cause to be served on such person a notice in writing stating that the Committee has expelled the person as a member of S.S.A.A. BHSSC.

## **32. SEAL OF S.S.A.A. BHSSC**

- (a) The seal of S.S.A.A. BHSSC shall be in the form of a rubber stamp, inscribed with the name of S.S.A.A. BHSSC encircling the word 'seal'.
- (b) The seal of S.S.A.A. BHSSC shall not be affixed to any instrument except by the authority of the Committee and the affixing thereof shall be attested by the signatures either of two (2) members of the Executive Committee or of one (1) member of the Executive Committee and one (1) other person as the Committee may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Committee.
- (c) The Secretary shall keep a register of the use of the seal of S.S.A.A. BHSSC, such register to show
  - (i) the date of the Committee meeting authorising the use of the seal, and
  - (ii) a brief outline of the document upon which the seal is used,
  - (iii) the date upon which the seal is used, and
  - (iv) the names and office of the two (2) people authorised to counter sign the seal for that document.



- (d) The Secretary shall make the register available to the Officers of S.S.A.A. BHSSC or at a meeting of the Committee, as and when required.
- (e) The seal shall remain in the custody of the Secretary.

### **33. PUBLIC OFFICER**

- (a) A Public Officer shall be appointed to carry out all of the duties required of such position by this Constitution and the Associations Incorporation Act 1964 and all amendments made to it. The Public Officer must be over the age of eighteen (18) years and reside in the state of Tasmania. It is the responsibility of the Committee to appoint the Public Officer and ensure that the position does not remain vacant for more than fourteen (14) days.
- (b) Within fourteen (14) days of appointment, the Public Officer must give notice in writing to the Commissioner of his appointment and of his full name, address, and occupation and any subsequent changes herein.
- (c) If the Public Officer changes his address, he shall, within fourteen (14) days after the change, give notice in writing to the Commissioner of the change.

### **34. POWERS OF THE PRESIDENT**

- (a) The President may delegate such parts of his authority to other members of the Executive Committee as may be necessary for the efficient administration of S.S.A.A. BHSSC.
- (b) The President shall act as liaison officer between S.S.A.A. BHSSC and all other Associations, bodies, persons or groups including Government bodies.
- (c) The President shall not commit S.S.A.A. BHSSC to the expenditure of more than \$100 without the consultation and agreement of the Executive Committee.
- (d) Only the President or such other person(s) appointed by the Committee may speak publicly or release any statement on behalf of S.S.A.A. BHSSC.

### **35. AMENDMENT OF CONSTITUTION**

- (a) The Constitution may only be altered, varied, added to or repealed if not less than 75% of Individual Members and Life Members present at an Annual General Meeting or a Special General Meeting specifically convened for that purpose are in favour of such alteration, variation, addition or repeal; and
- (b) any proposed amendment to the Constitution must be lodged with the Secretary of S.S.A.A. (Tas) not later than thirty five (35) days prior to a scheduled Council Meeting of S.S.A.A (Tas). The purpose of this lodgement is to allow the Council of S.S.A.A (Tas) an opportunity to advise [Branch] if the proposed amendments are consistent with the Branch Membership requirements under the State Constitution; and

- (c) prior notice of the proposed amendment to the Constitution must be given to all Individual and Life Members, in accordance with either Rule 14(a) or 14(b), not later than twenty one (21) days prior to the date set for the meeting; and
- (d) where approved, details of the amendments and evidence of the changes being acknowledged by the Office of Consumer Affairs and Fair Trading – Business Affairs Branch, shall be forwarded to the SSAA (Tas) Secretary within twenty eight (28) days of the date the amendments were approved.

**36. NAME, EMBLEMS AND GOODWILL OF S.S.A.A. BHSSC**

- (a) The name, emblem, insignia and badge or other insignia of S.S.A.A. BHSSC shall be of a design approved by Committee and S.S.A.A. (Tas) and shall not be used for any purpose except those expressly authorised by the provisions of this Constitution and the policies of S.S.A.A. BHSSC and SSAA (Tas).
- (b) No individual or entity may use the name, trade mark, trade name, emblems or other insignia of S.S.A.A. BHSSC, S.S.A.A. (Tas) or S.S.A.A without written consent being first obtained from the Committee and secondly from the S.S.A.A. (Tas).

**37. BY – LAWS**

The Committee may by passing a resolution by simple majority at a Committee meeting make By-Laws for the better governance and operation of S.S.A.A. BHSSC subject to:

- (a) notice of any proposed resolution regarding the passing of any By-Law and the rationale for such by-law being provided to the Committee not less than thirty five (35) days prior to the date of the relevant meeting of the Committee;
- (b) the By-Law not being in conflict with any provision of this Constitution; and
- (c) All By-Laws so enacted shall be appended to this constitution and made available to the membership under the same conditions as this constitution.