

**Sydney Woodturners Guild Inc.**

**Objectives and Rules**

**15th September 2025**

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## Sydney Woodturners Guild Inc.

### Objectives:

The Association is established to be a community based, not for profit, non – commercial charitable organisation whose purpose is to advance health, social and public welfare by operating a woodturning club to:

- 1) To promote the craft of hand woodturning.
- 2) To bring together individuals interested in woodturning.
- 3) To exchange woodturning ideas and knowledge among members through such avenues as:-
  - Discussions
  - Seminars
  - Demonstrations
  - Recurring education
  - Competitions
- 4) To encourage interest in woodturning through the display of wood turned articles at exhibitions, shows, fairs etc.
- 5) To inform members of availability of turnery timbers and associated items, where possible arrange purchase at prices advantageous to members.
- 6) To seek a progressive influence on the design and techniques of woodturning.
- 7) Improve the health of men and women who are at risk of health issues arising from loneliness.
- 8) Facilitate programs that address mental, physical and emotional health issues in men and women.
- 9) Provide meaningful activities where men and women can participate in the company of others to relieve loneliness and isolation; and
- 10) Undertake charitable activities for the benefit of the broader community.

## **RULES PART I – PRELIMINARY**

### **DEFINITIONS**

1. 1) In these rules:

“Financial year” means a year commencing 1 July and ending on the next following 30 June.

“money” includes cheque, draft, bill of exchange, promissory note, money order and any other instrument authorising the payment of money;

“Secretary” means:

a) The person holding office under these rules as secretary of the Guild; or

b) If no such person holds that office – the public officer of the Guild;

“**Special general meeting**” means a general meeting of the Guild other than an annual general meeting;

“**the Act**” means the Associations Incorporated Act 1984;

“**the Guild**” means the associations incorporated under the Act under the name “Sydney Woodturners Guild Inc”

“**the Regulation**” means the Associations Incorporation regulation 1994;

2) In these rules:

a) a reference to a function includes a reference to a power, authority and duty; and

b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty:

3) The provisions of the interpretation Act 1987 apply to and in respect to these rules in same manner as those provisions would so apply if these rules were an instrument made under the Act.

## **PART II – MEMBERSHIP**

### **MEMBERSHIP QUALIFICATIONS**

- 2 A person is qualified to be a member of the Guild if, but only if:
- (a) The person is a person referred to in section 15(1)(a), (b) or (c) of the Act; or
  - (b) The person is a natural person;
  - (i) Who has nominated for membership of the Guild as provided by rule 3; and
  - (ii) Who has been approved for membership of the Guild by the committee of the Guild

### **NOMINATION FOR MEMBERSHIP**

3. (1) Each affiliated association pursuant to Rule (43) shall nominate up to three persons for membership of the Guild who are members of their affiliated association:

(a) must be made in writing in the form set out in Appendix 1 to these rules, and (b) must be lodged together with the secretary of the Guild.

All other members of that association to be known as affiliated members.

(2) As soon as practicable after receiving a nomination for membership, the treasurer must refer the nomination for membership to the committee which is to determine to approve or reject the nomination.

(3) If the committee determines to approve a nomination for membership, the nominee forthwith becomes a member of the Guild and the treasurer shall as soon as practicable after the determinations enter the nominee's name in the register of members.

### **CESSATION OF MEMBERSHIP**

4. A person ceases to be a member of the Guild if the person:
- (a) dies; or
  - (b) resigns membership; or
  - (c) has not paid to the Guild all moneys that have become due by him or her and his or her name has been removed from the register of members by determination of the committee; or
  - (d) is expelled from the Guild.

## **MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

5. A right, privilege or obligation which a person has by reason of being a member of the Guild:
- (a) is not capable of being transferred or transmitted to another person; and
  - (b) terminates on cessation of the person's membership.

## **RESIGNATION OF MEMBERSHIP**

6. (1) A member of the Guild is not entitled to resign his or her membership except in accordance with this rule.
- (2) A member of the Guild who has paid all amounts payable by the member to the Guild in respect of the member's membership may resign from membership of the Guild by first | giving to the treasurer written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign, and, on expiration of period of notice, the member ceases to be a member.
- (3) If a member of the Guild ceases to be a member under clause (2), and in every other case where a member cease to hold membership, the treasurer must make an appropriate entry in the register of members recording the date which the member ceased to be a member.

## **REGISTER OF MEMBERS**

7. (1) The public officer of the Guild must establish and maintain a register of members of the Guild specifying the name and address of each person who is a member of the Guild together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the Guild and must be open for inspection, free of charge, by any member of the Guild at any reasonable hour.

## **FEES**

8. (1) Except as provided in clause (2) and rule 44, a member must, on admission to the Guild and annually thereafter before July, pay to the guild an admission fee of \$25, or such other amount as may be fixed from time to time by the Guild.
- (2) In addition to any amount payable by the affiliated association under clause (1), an affiliated association must pay to the Guild an annual membership fee of \$2 per member of that affiliated association as determined by that affiliated association's Register of Members on 30 June each calendar year. Failure to comply will mean the association and its members are unfinancial and no longer affiliated members of the Guild.
- (3) An affiliated association who has a member become a financial member after 30 June must pay the amount determined by the Committee to the Guild within one (1) month of the member becoming a financial member of the affiliated association.
- (4) For members who join after 31<sup>st</sup> March, the Affiliated Associations are exempt from paying an affiliation fee in the ensuing year.

## **MEMBERS' LIABILITIES**

9. The liability of a member of the Guild to contribute towards the payment of debts and liabilities of the Guild or the costs, charges and expenses of winding up the Guild is limited to the amount, if any, unpaid by the member in respect of membership of the Guild as required by rule 8.

## **RESOLUTION OF INTERNAL DISPUTES**

10. Disputes between members (in their capacity as members) of the Guild, and disputes between members and the Guild, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

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### **DISCIPLINING OF MEMBERS**

11. (1) A complaint maybe made by any member of the Guild that some other member of the Guild:
- (a) Has persistently neglected to comply with a provision or provisions of these rules and the by-laws: or
  - (b) Has persistently and wilfully acted in a manner prejudicial to the interests of the Guild.
- (2) On receiving such complaint, the committee:
- (a) must cause notice of the complaint to be served on the member concerned; and
  - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The committee may, by resolution, expel the member from the Guild or suspend the member from membership of the Guild or reprimand or caution the member if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the committee expels, suspends, reprimands or cautions a member, the secretary must within 7 days after the action is taken, cause written notice to be given to the member of the action taken, the reasons given by the committee for having taken that action and of the member's right of appeal under rule 12. of
- (5) The expulsion, suspension, reprimand or caution does not take effect;
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
  - (b) if within that period the member exercises the right of appeal, unless and until the Guild confirms the resolution under rule 12(4); Whichever is later.



## **RIGHT OF APPEAL OF A DISCIPLINED MEMBER**

12. (1) A member may appeal to the Guild in general meeting against a resolution of the committee under rule 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the secretary must notify the committee which is to convene a general meeting of the Guild to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the Guild convened under clause (3):
  - (a) no business other than the question of appeal is to be transacted; and
  - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the Guild passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **PART III – THE COMMITTEE POWERS OF THE COMMITTEE**

13. The committee is to be called the committee of management of the Guild and, subject to the Act, the Regulation and these rules and any resolution passed by the Guild in general meeting:
  - (a) Is to control and manage the affairs of the Guild; and
  - (b) May exercise all such functions as may be exercised by the Guild, other than those functions that are required by these rules to be exercised by a general meeting of members of the Guild; and
  - (c) has the power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Guild.
14. Subject in the case of the members of the committee to section 21 of the Act, the committee is to consist of:
  - (1) The office-bearers of the Guild who are to be,
    - (a) the President
    - (b) the Vice-President,
    - (c) the Treasurer,

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(d) the Secretary, each of whom is to be elected at the annual general meeting of the Guild under rule 15, and (e) one of three (3) nominated members from each affiliated association.

- (2) Each office-bearer of the committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the office-bearer's election, but is eligible for re-election.
- (3) In the event of a casual vacancy occurring in the office-bearers of the committee, the committee may appoint a member of the Guild to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

## ELECTION OF MEMBERS

- 15. (1) Nominations of candidates for election as office-bearers of the association.
  - (a) must be made in writing, signed by 2 members of the Guild and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
  - (b) must be delivered to the secretary of the Guild at least 21 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held. However, if a nominated member for a position which is contested has been in that position for the immediate 3 preceding terms of office then that nominated member shall withdraw his or her nomination.
- (6) The ballot for the election of office-bearers is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

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### SECRETARY

16. (1) The secretary of the Guild must, as soon as practicable after being appointed as secretary, lodge notice with the guild of his or her address.

(2) It is the duty of the secretary to keep minutes of;

- (a) all appointments of office-bearers and members of the committee;
- (b) the names of members of the committee present at a committee meeting or a general meeting: and
- (c) all proceedings at committee meetings and general meetings.

(3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

### TREASURER

17. It is the duty of the treasurer of the Guild to ensure;

(a) that all money due to the Guild is Collected and received and that all payments authorised by the guild are made; and

(b) that correct books and accounts are kept showing the financial affairs of the Guild including full details of all receipts and expenditure connected with the activities of the Guild.

### CASUAL VACANCIES

18. For the purpose of these rules, a casual vacancy in the office of a number of the committee occurs if the member;

- (a) dies; or
- (b) ceases to be a member of the Guild; or
- (c) becomes an insolvent under administration within the meaning of the Corporations law; or
- (d) resigns office by notice in writing given to the secretary; or
- (e) is removed from office under rule 19; or
- (f) becomes a mentally incapacitated person; or
- (g) is absent without consent of the committee from all meetings of the committee held during a period of 6 months.

## REMOVAL OF MEMBER

19. (1) The Guild in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may appoint another person to hold office until the expiration of the term of the member so removed.

(2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that representations be notified to the members of the Guild, the secretary or the president may send a copy of the representations to each member of the Guild or, if the representations are not so sent, the member is entitled to require the representations be read out at the meeting at which the resolution is considered.

## MEETINGS AND QUORUM

20. (1) the committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.

- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Fifty per cent of the members of the committee, of whom at least 2 are office-bearers, constitute a quorum for the transaction of business of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the appointed for the meeting a quorum is not present, the meeting is to stand adjourned to the same place and at the hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
  - (a) the president or, in the president's absence, the vice president is to preside, or
  - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

## **DELEGATION BY COMMITTEE TO SUB-COMMITTEE**

21. (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Guild as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:

- (a) this power of delegation, and
  - (b) a function which is duty imposed on the committee by the act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) The sub-committee may meet and adjourn as it thinks proper.

## **VOTING AND DECISIONS**

22. (1) Questions arising at a meeting of the committee or of any sub-committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 20 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

#### **PART IV- GENERAL MEETINGS ANNUAL GENERAL MEETING – HOLDING OF**

23. (1) The Guild must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Guild, convene an annual general meeting of its members.

(2) Clause (1) has effect subject to any extension granted by the Director General under section 26(3) of the Act

#### **ANNUAL GENERAL MEETING – CALLING OF BUSINESS AT**

24 (1) The annual general meeting of the Guild is, subject the Act and to rule 23, to be convene on such date and at such place and time as the committee thinks fit.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of n annual general meeting is to include the following:

- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
- (b) to receive from the committee reports on the activities of the Guild during the last preceding financial year,
- (c) to elect office – bearers of the Guild,
- (d) to receive and consider the statement which is required to be submitted to members under section 26 (6) of the Act.

#### **SPECIAL GENERAL MEETINGS – CALLING OF**

25. (1) the committee may, whenever it thinks fit, convene a special general meeting of the Guild.

(2) the committee must, on the requisition in writing of at least 5 per cent of total number of the members, convene a special meeting of the Guild.

(3) A requisition of members for a special general meeting:

- (a) must state the purpose or purposes of the meeting, and
- (b) must be signed by the members making the requisitions; and
- (c) must be lodged with the secretary; and
- (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

(4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made requisition may convene a special general meeting to be held not later than 3 months after that date,

(5) a special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the

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committee and any member who consequently incurs expense is entitled to be reimbursed by the Guild for any expense incurred.

### NOTICE

26. (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of Guild, the secretary must at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the business proposed to be transacted at the meeting.
- (2) If the nature of business proposed to be dealt with at a general meeting, requires a special resolution of the Guild, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1) specifying, in addition to the matter required under clause 91), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 24 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

### PROCEDURE

- 27.. (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five percent of the members of the Guild present in person constitutes a quorum at a general meeting.
- (3) If within half an hour after the appointed time for the commencement of the general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved; and
  - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 20) is to constitute a quorum.

## **PRESIDING MEMBER**

28. (1) The president or, in the president's absence, the Vice- President, is to preside as chairperson at each meeting of the Guild.

(2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## **ADJOURNMENT**

29. (1) the chairperson of a general meeting at which a quorum is present may, with the consent of the majority of member present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Guild stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in clause (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourn meeting is not required to be given.

## **MAKING DECISIONS**

30. (1) A question arising at a general meeting of the Guild is to be determined by a show of hands and, unless before or on the declaration 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, or an entry to that effect in the minute book of the Guild, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(2) At a general meeting of the Guild, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.

(3) If a poll is demanded at a general meeting, the poll must be taken:

(a) Immediately in the case of a poll which relates to the election of the chairperson of the meeting or of the question of an adjournment; or

(b) In any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on the matter.



## **SPECIAL RESOLUTION**

31. A resolution of the Guild is a special resolution:

- (a) If it is passed by a majority which comprises at least three-quarters of such members of the Guild as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
- (b) Where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph(a), if the resolution is passed in a manner specified by the Commissioner.

## **VOTING**

32. (1) On any question arising at a general meeting of the Guild a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Guild unless all money due and payable by the member or proxy to the Guild has been paid.
- (5) Proxies or postal votes are not accepted in a ballot for the election of office-bearers or the members of the committee.
- (6) Postal votes will not be accepted for any ballot.

## **APPOINTMENT OF PROXIES**

33. (1) Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in or to the effect of the form set out in Appendix 2 to these rules.

## **PART V- MISCELLANEOUS INSURANCE**

34. (1) The Guild must effect and maintain insurance under section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the Guild may effect and maintain other insurance.

## **FUNDS-MANAGEMENT**

37. The statement of objects and these rules may be altered, rescinded, added to or substituted by a special resolution of the Guild.

## **COMMON SEAL**

38. (1) the common seal of the Guild must be kept in the custody of the secretary.

(2) The common seal of the Guild must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

## **CUSTODY OF BOOKS**

39. Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Guild.

## **INSPECTION OF BOOKS**

40. The records, books and other documents of the Guild must be open for inspection, free of charge, by a member of the Guild at any reasonable hour.

## **SERVICE OF NOTICES**

41. (1) For the purpose of these rules, a notice may be served by or on behalf of the Guild on any member either personally or by sending it by post to the member at the member's address shown in the register of members.

(2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

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### **REGIONAL GROUPS, CONVENORS AND REPRESENTATIVES**

42. (1) The committee may, on application made by 10 or more members, establish regional groups to support the Guild and promote its objectives.
- (2) The committee shall assign a name to each regional group established by it.
- (3) It is not necessary for a regional group to be designated as the regional group for any particular area.
- (4) An application referred to in clause (1) shall contain a nomination for-
- (a) At least 3, but not more than 5, applicants to be the regional committee; and
  - (b) One of the applicants referred to in paragraph (a) to be regional convenor and the same or another of those applicants to be the regional representative, for the proposed group.
- (5) When establishing a regional group, the committee shall appoint-
- (a) As the regional committee, the members nominated as referred to in clause (4)(a); and
  - (b) As the regional convenor and the regional representative, the member or members nominated for those positions as referred to in clause (4)(b).
- (6) A reference in clause (7) or (9) to “the relevant annual general meeting of the Guild” is a reference to the first annual general meeting of the Guild after the date of the appointments referred to in clause (5) or, if there have been less than 2 meetings of the regional group before that annual general meeting, to the second annual general meeting of the guild after that date.
- (7) A member of a regional committee, a regional convenor or a regional representative appointed under clause (5) shall, subject to clause (14), hold office from the date of his or her appointment until the conclusion of the relevant annual general meeting of the Guild next following that date, but shall be eligible for election under clause (9).
- (8) If causal vacancy occurs in the office of a member appointed under clause (6) or this clause, the committee shall appoint another applicant referred to in clause (1) to fill the vacancy.
- (9) A regional group shall, not later than 30 September next preceding the relevant annual general meeting of the Guild and not later than 30 September in each subsequent year, elect, in the manner specified in the by-laws or, if no manner is so specified, in the manner decided at the meeting –
- (a) A regional committee consisting of at least 3, but not more than 5, members; and
  - (b) A member of the regional committee to be the regional convenor and the same or another such member to be the regional representative.

## Sydney Woodturners Guild Inc.

- (10) A member is no eligible to be nominated or elected or to hold office as a member of a regional committee if he or she is the owner, part owner or employee of a business, the conduct of which consist wholly or partly of carrying on any of the following activities :-
  - (a) The sale, lease or hire of articles ordinarily used in woodturning or woodworking; or
  - (b) The manufacture for sale, lease or hire of any such articles, or
  - (c) The provision of any services relating to the craft of woodturning or woodworking.
- (11) A person shall not be entitled to vote at an election referred to in clause (9) unless he or she has attended at least two previous general meetings of the regional group during the past 12 months.
- (12) A member elected under clause (9) shall, subject to clause 94) hold office from the conclusion of the first annual meeting of the Guild held next after his or her election until the conclusion of the second such annual general meeting.
- (13) If a casual vacancy occurs in the office of a member of a regional committee, a regional convener or a regional representative elected under clause (9), the committee shall appoint another member nominated by the regional committee to fill the vacancy who shall hold office for the balance of his or her predecessor's term of office.
- (14) The provisions of rules 18 and 19 apply to a member of regional committee in the same way as they apply to a member of the committee and as is a reference in those rules to a member of the committee were a reference to a member of a regional committee and a reference to the Guild in general meeting were a reference to the regional group in general meeting.
- (15) A member of a regional committee who ceases to hold that office by virtue of the application of rule 19 also ceases, if he or she holds another position in the regional group, to hold that other position.

## **REGIONAL COMMITTEES – FUNCTIONS**

- 43. (1) A regional committee shall, subject to the by – laws, be responsible for the conduct of the affairs of the regional group concerned.
- (2) A regional committee must meet at least 3 times in each period of 12 months at such place and at such times as the regional committee may determine.
- (3) A regional committee that has a bank account shall submit to the treasurer, before 31 July each year, an audited financial report relating to the affairs of the regional group for the year ending on the next previous 30 June and, before 31 January in each year, an unaudited report relating to the affairs, of the regional group for the period of 6 months commencing on the next previous 30 June.
- (4) If at any time it appears to the committee that a regional group has ceased to function in a viable manner, the committee may require the regional committee for that group to transfer all assets of that group to the Guild and may abolish that group.

## Sydney Woodturners Guild Inc.

### **LIFE MEMBERSHIP**

44. (1) The committee, by notice of motion at the previous ordinary committee meeting, confirmed by ordinary resolution at the following ordinary committee meeting, where it is deemed fitting, may bestow life membership on a member who has 10 years of membership and who has rendered meritorious service to the Guild over that period. Such Life Member Shall be entitled to be present at any General meeting of the Guild and are not entitled to vote, unless they are a member appointed by an Affiliated Association pursuant to Rule 3.

(2) Clause (1) applies to any member granted life membership prior to the adoption of this rule.

(3) Life members are exempt from Guild fees as specified in rule 8.

### **BY- LAWS**

45. (1) The committee may make by – laws which are not inconsistent with these rules, the Act or the regulation for the conduct of the Guild or any Regional Committee and may amend or rescind any such by-law.

(2) The decision to make, amend or rescind one or more by-laws will take effect from closure of the committee meeting at which the decision was made.

(3) Written notice must be given to each member within 2 months of the making, amendment or rescission of a by-law by the committee.

(4) A by-law may be amended or rescinded, or a by-law that has been rescinded may be remade, by special resolution of which notice has been given as required by clause (5) and which is passed at the general meeting of the Guild referred to in clause (6)

(5) A member may, by notice in writing served by post on the secretary, require the secretary to give to all members notice of the member's intention to move for a special resolution that a specified by-law be amended in a specified manner or be rescinded, or that a by-law that has been rescinded be remade.

(6) The secretary shall comply with the requirement of a notice served on him or her under clause (5) in sufficient time to allow the motion to be considered at the next general meeting of the Guild after service of the notice was affected.

### **ASSOCIATION IS NOT FOR PROFIT**

46 Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

Note: Section 5 of the Act defines **Pecuniary gain** for the purpose of this clause.

## **DISTRIBUTION OF PROPERTY ON WINDING UP OF AN ASSOCIATION**

47 (1) Subject to the Act and the Regulations, in the winding up/revocation of the association, any surplus property of the association must be transferred to another organisation:

(a With similar objects and

(b Which is not carried on for the profit or gain of the organisations members.

(c Which is registered with the Australian Charities and Not-for-Profits Commission

(2) In this clause: surplus property has the same meaning as in Section 65 of the Act.

APPENDIX 1  
(Rule 3(1))  
APPLICATION FOR MEMBERSHIP

**SYDNEY WOODTURNERS GUILD Inc.**  
(Incorporated under the Associations Incorporation Act, 1984)

I, \_\_\_\_\_  
(Full name of applicant)

Of \_\_\_\_\_  
(address)

\_\_\_\_\_ hereby apply to become a

Member of the Sydney Woodturners Guild Inc. In the event of my admission as a member, I agree to be bound by the rules of the Guild for the time being in force.

\_\_\_\_\_  
(Signature of Applicant)

Date \_\_\_\_\_

I, \_\_\_\_\_, a member of the Guild,  
(Full name)

Nominate the applicant, who is personally known to me, for membership of the Guild.

\_\_\_\_\_  
(Signature of proposer)

Date \_\_\_\_\_

I, \_\_\_\_\_, a member of the Guild,  
(Full name)

Second the nomination of the applicant, who is personally known to me, for membership of the Guild.

\_\_\_\_\_  
(Signature of seconder)

Date \_\_\_\_\_

APPENDIX 2  
(Rule 33(2))

**SYDNEY WOODTURNERS GUILD Inc.**

**FORM OF APPOINTMENT OF PROXY**

I, \_\_\_\_\_  
(Full name)

Of \_\_\_\_\_  
(address)

Being a member of the Sydney Woodturners Guild Inc.

Hereby appoint \_\_\_\_\_  
(full name of proxy)

Of \_\_\_\_\_  
(address)

Being a member of the Sydney Woodturners Guild Inc. as my proxy to vote for me on my behalf at the general meeting (annual general meeting or special general meeting, as the case may be) to be held on

\_\_\_\_\_ day of \_\_\_\_\_ and at any adjournment of that meeting.  
(Day) (Month) (Year)

\*My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details)

*\*To be inserted if desired.*

\_\_\_\_\_  
(Signature of member appointing proxy)

Date \_\_\_\_\_

NOTE: A proxy vote may not be given to a person who is not a paid up member of the Guild.