



The Group Training **Association of NSW Inc**

The Objects and Rules

*Confirmed at Special General Meeting on 29 July 2005
Prepared in accordance with the "Model Rules"
for the Incorporation of Associations
issued by the New South Wales Department of Fair Trading*

PART 1 - PRELIMINARY

OBJECTIVES:

The Group Training Association of NSW is a not for profit organisation whose objective is to create additional high quality apprenticeship and traineeship opportunities for the purposes of:

1. Ensuring industry has the skilled workforce it requires;
2. Assisting young people make the transition from school to work; and
3. Providing access to Vocational Education and Training for disadvantaged groups including disabled, unemployed, rural and remote, mature aged, Indigenous and non English speaking background Australians.

To achieve this objective it will work through the network of NSW Group Training Companies and with Vocational Education and Training partners including the NSW Department of Education and Training, Registered Training Organisations and other individuals and organisations with an interest in the apprenticeship and traineeship system.

SECTION 1 - INTERPRETATIONS

(1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires

“Council” means the Council of Management as provided for under Rule

“representative” means a natural person appointed by a member pursuant to Rule 2 (2);

“person” shall include a company or training corporation;

“Secretary” means -

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

(b) Where no such person holds that office - the public officer of the association.;

“special general meeting” means a general meeting of the association other than annual general meeting;

“the Act” means the Association Incorporation Act, 1984;

“the Regulation” means the Associations Incorporation Regulation 1994;

“office bearer” means a person elected to a position detailed in rule 14;

“the Association” means the Group Training Association of New South Wales;

“public officer” means an executive officer appointed by the Council or as otherwise determined by the Council.

(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, where 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 of these rules in the same manner as those provisions would so apply if these rules were in instrument made under the Act.

PART 2 - MEMBERSHIP

SECTION 2 - MEMBERSHIP QUALIFICATIONS

- (1) Membership of the association is restricted to not-for-profit group training organizations.
- (2) Each candidate for membership shall have met the National Quality Standards for Group Training Organisations by achieving registration under the NSW Group Training Registration Scheme.
- (3) Members of the association shall be the subscribers to the Objectives and Rules of the association and such person as the Council shall admit to membership from time to time and such subscribers and every such person admitted to membership of the association shall be deemed to be bound by the Objectives and Rules of the association.
- (4) Each member shall by notice in writing to the secretary appoint a representative to act for it in all matters connected with the association and may in a like manner remove any such representative and appoint another in their place or in the place of one who has died or resigned. A member may also in like manner appoint and remove an alternative representative to act for it in all matters connected with the association when the representative is unable to do so for good reason.

Section 3 - NOMINATION FOR MEMBERSHIP

- (1) A nomination of a person for membership of the association
 - (a) shall be made in writing in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the association.
- (2) As soon as practicable after receiving nomination for membership, the secretary shall refer the nomination to the Council, which shall determine whether to approve or reject the nomination.
- (3) Where the Council determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay within the period of 28 days after the receipt by the nominee of the notification the sum payable under these rules by a member as entrance fee and annual subscription.
- (4) The secretary shall, on payment by the nominee of the amounts referred to in clause (3) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the association.

Section 4 - LIFE MEMBERSHIP

- (1) The Association may at any time by ordinary resolution elect any current or former member representative or member as a life member of the Association.
- (2) Life Members shall not be eligible to vote at general meetings of the Association pursuant only to that person's life membership.

Section 5 - CESSATION OF MEMBERSHIP

An organisation ceases to be a member of the association if the person -

- (1) Dissolves or disbands
- (2) Resigns;
- (3) Is expelled from the association;
- (4) Ceases to trade as a Group Training Company; or
- (5) Has lost its registration under the NSW Group Training Registration Scheme.

Section 6 - MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

A right, privilege or obligation which an organisation has by reason of being a member of the association -

- (1) Is not capable of being transferred or transmitted to another organisation; and
- (2) Terminates upon cessation of the organisation's membership.

Section 7 - RESIGNATION OF MEMBERSHIP

- (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the association who has paid all amounts payable by the member to the association in respect of the member's membership may resign from membership of the association by first giving notice (being not less than 1 month or not less than such other period as the Council may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a member of the association ceases to be a member pursuant to clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

Section 8 - REGISTER OF MEMBERS

- (1) The public officer of the Association must establish a register of members of the Association, specifying the name and address of each member, together with the date on which they became a member. The public officer will also keep a register of member representatives and alternate member representatives nominated pursuant to Rule 2 (2).
- (2) The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

Section 9 - FEES, SUBSCRIPTIONS ETC.

- (1) A member of the association shall, upon admission to membership, pay to the association a fee of \$1 or, where some other amount is determined by the Council, of that other amount.
- (2) In addition to any amount payable by the member under clause (1), a member of the association shall pay to the association an annual membership fee of \$2 or, where some other amount is determined by the Council, of that other amount –
 - (a) except as provided by paragraph (b), before 1st July in each calendar year; or
 - (b) where the member becomes a member on or after 1st July in any each calendar year – upon becoming a member and before 1st July in each succeeding calendar year.

Section 10 - MEMBERS' LIABILITIES

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

Section 11 - DISCIPLINING OF MEMBERS

- (1) Where the Council is of the opinion that a member of the association -
 - (a) Has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) Has persistently and willfully acted in a manner prejudicial to the interests of the association.
The Council may, by resolution -
 - (c) Expel the member from the association; or
 - (d) Suspend the member from membership of the association for a specified period.
- (2) A resolution of the Council under clause (1) is of no effect unless the Council, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.
- (3) Where the Council passes a resolution under clause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member -
 - (a) setting out the resolution of the Council and the grounds on which it is based;
 - (b) stating that the member may address the Council at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that the member may do either or both of the following -
 - (i) Attend and speak at that meeting;
 - (ii) Submit to the Council at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the Council held as referred to in clause (3), the Council shall -
 - (a) give to the member an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the Council by the member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Council confirms a resolution under clause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's right of appeal under rule 12.
- (6) A resolution confirmed by the Council under clause (4) does not take effect -
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution pursuant to rule 12 (4).

Section 12 - RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A member may appeal to the association in general meeting against a resolution of the Council which is confirmed under rule 11 (4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

- (2) Upon receipt of a notice from a member under clause (1), the secretary shall notify the Council which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.
- (3) At a general meeting of the association convened under clause (2) -
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Council and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present shall vote by secret ballot as the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3 - THE COUNCIL

Section 13 - POWERS ETC. OF COUNCIL

- (1) The Council shall be called the Council of Management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting -
 - (a) shall control and manage the affairs of the association.
 - (b) may exercise all such functions as may be exercised by the association other than those functions that are required by these rules to be exercised by a general meeting of members of the association; and
 - (c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the association.

Section 14 - CONSTITUTION AND MEMBERSHIP

- (1) Subject in the case of the first members of the Council to section 21 of the Act, the Council is to consist of no more than the number of members that are Group Training organisations, each of whom shall have the right to nominate its representative to serve on the Council.
- (2) Each member of the Council shall, subject to these rules, hold office until his or her nomination is withdrawn or substituted by the Member concerned and for as long as that Member retains financial membership.
- (3) The office - bearers of the association shall be elected annually by and from the members of the Council and shall be-
 - (a) the Chair who shall facilitate meeting processes and represent the Association with external stakeholders accompanied by a Council member selected on a rotational basis;
 - (b) the Deputy Chair who shall substitute for the Chair when necessary;
 - (c) the Treasurer; and, such other Members of Council as the Council determines from time to time.

Section 15 - ELECTION OF OFFICE BEARERS AND MEMBERS OF THE COUNCIL

- (1) Nominations for membership of the Council -
 - (a) shall be made in writing, and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the secretary of the association not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place; and
 - (c) must be member representatives duly appointed pursuant to rule 2 (2)..
- (2) The confirmation of nominations for the Council shall be conducted at the annual general meeting or up to one month before the appointed date of the annual general meeting in such usual and proper manner as the Council may direct.
- (3) The Council will immediately following the annual general meeting convene a meeting whose sole business will be to elect from within its number the office bearers of the association.
- (4) Nominations of candidates for election as office bearers of the association shall be made in writing, signed by 2 members of the Council accompanied by the written consent of the candidate which may be endorsed on the form of nomination and can be made at the meeting convened for the purpose of electing office bearers.
- (5) In the event of a tie in the election of office bearers there shall be a draw to determine the result.
- (6) The Council may choose not to appoint a person to the office of secretary. In this circumstance the duties of the secretary pursuant to these rules will be performed by the public officer.

Section 16 - SECRETARY

- 1) The Secretary of the association shall, as soon as practicable after being appointed as secretary, lodge notice with the association 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 Council;
 - b) the names of members of the Council present at a Council meeting or a general meeting; &
 - c) all proceedings at Council meetings and general meetings.
- 3) Minutes of proceedings at a meeting shall be signed by the chair of the meeting or by the chair of the next succeeding meeting.

Section 17 - TREASURER

- 1) It is the duty of the treasurer of the association to ensure that -
 - a) All money due to the association is collected and received and that all payments authorised by the association are made; and
 - b) Correct books and accounts are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association.

Section 18 - CASUAL VACANCIES

- 1) For the purposes of these rules, a casual vacancy in the office of a member of the Council occurs if the member -

- a) dies;
- b) ceases to be a member of the association;
- c) becomes an insolvent under administration within the meaning of the Companies (New South Wales) Code;
- d) resigns office by notice in writing given to the secretary;
- e) is removed from office under rule 19;
- f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- g) is absent without the consent of the Council from all meetings of the Council held during a period of 6 months.

Section 19 - REMOVAL OF MEMBER

- 1) The association in a general meeting may by resolution remove any member of the Council from the office of member but the Group Training Member, on whose nomination the removed member of Council was appointed, may nominate a replacement to hold office of the member so removed.
- 2) Where a member of the Council to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or chair (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the chair may send a copy of the representations to each member of the association or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

Section 20 - MEETINGS AND QUORUM

- 1) The Council shall meet for not more than one day every six weeks in each period of 12 months on dates published annually at such place and time as the Council may determine. Once published, the dates of Council meetings shall not be altered. In setting the dates of meetings, two meeting dates each year shall coincide with a two-day conference held in May and September.
- 2) An agenda shall be published and a written notice of each meeting of the Council shall be given by the secretary to each member of the Council at least seven days before the time appointed for the holding of the meeting.
- 3) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Council members present at the meeting by a majority show of hands agree to treat as urgent business.
- 4) Each item discussed at a meeting of Council shall be concluded with an 'action statement'.
- 5) The review of 'action statements' and Policy development shall be a permanent agenda item.
- 6) Any 7 members of the Council constitute a quorum for the transaction of the business of a meeting of the Council.
- 7) No business shall be transacted by the Council unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- 8) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 9) At a meeting of the Council -

- a) the Chair or, in the Chair's absence, the deputy-Chair shall preside; or
 - b) if the Chair and the deputy Chair are absent or unwilling to act a member of the Council chosen by the members present at the meeting shall preside.
- 11) The Council may make any arrangements that it considers advisable so that an Annual General Meeting or a Special General Meeting may be held at one or more venues simultaneously linked by electronic or video means. This right will be subject to such arrangements satisfying the requirements necessary to ensure that the meeting is held democratically and in a fair manner to members.

Section 21 - DELEGATION BY COUNCIL TO SUB-COMMITTEE

- (1) The Council may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the Council thinks fit) the exercise of such of the functions of the Council as are specified in the instrument, other than -
 - (a) This power of delegation; and
 - (b) A function which is a duty imposed on the Council 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 the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the Council 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 would have if it had been done or suffered by the Council.
- (6) The Council may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

Section 22 - VOTING AND DECISIONS

- (1) Questions arising at a meeting of the Council or of any sub-committee appointed by the Council shall be determined by a majority of the votes of members of the Council or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Council or of any sub-committee appointed by the Council (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 Council may act notwithstanding any vacancy on the Council.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Council or by a sub-committee appointed by the Council, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of a member of the Council or sub-committee.

PART 4 - GENERAL MEETINGS

Section 23 - ANNUAL GENERAL MEETINGS: HOLDING OF

- (1) With the exception of the first annual general meeting of the association, the association shall, at least or in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting -
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 2 months after the expiration of the first financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Department of Fair Trading under section 26(3) of the Act.

Section 24 - ANNUAL GENERAL MEETINGS: CALLING OF AND BUSINESS AT

- (1) The annual general meeting of the association shall, subject to the Act and to rule 23, be convened on such date and at such place and time as the Council thinks fit.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting shall be -
 - (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 Council reports upon the activities of the association during the last preceding financial year;
 - (c) To elect Council members to replace those whose term expires at the conclusion of the annual general meeting or, in circumstances where the election has been conducted up to one month prior to the annual general meeting under clause 15 (6), to confirm the result of that election; and
 - (d) To receive and consider the statement which is required to be submitted to members pursuant to section 26(6) of the Act.
- (3) An annual general meeting shall be specified as such the notice convening it.
- (4) The Council may make any arrangements that it considers advisable so that an Annual General Meeting may be held at one or more venues simultaneously linked by electronic or video means. This right will be subject to such arrangements satisfying the requirements necessary to ensure that the meeting is held democratically and in a fair manner to members.

Section 25 - SPECIAL GENERAL MEETINGS: CALLING OF

- (1) The Council may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The Council shall, on the requisition in writing from a current member, with two seconders, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting -
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisitions;
 - (c) shall 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 Council fails to convene a special general meeting to be held within 1 month after the date of which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the 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) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Council and any member who thereby incurs expense is entitled to be reimbursed by the association for any expense so incurred.
- (6) The Council may make any arrangements that it considers advisable so that a Special General Meeting may be held at one or more venues simultaneously linked by electronic or video means. This right will be subject to such arrangements satisfying the requirements necessary to ensure that the meeting is held democratically and in a fair manner to members.

Section 26 - NOTICE

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post, fax or e mail 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 nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at the general meeting requires a special resolution of the association, the secretary shall, 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 (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to 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 shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

Section 27 - PROCEDURE

- (1) No item of business shall 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 members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an 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 shall stand adjourned to the same day in the following week at the 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 not less than 3) shall constitute a quorum.

Section 28 - PRESIDING MEMBER

- (1) The chair or, in the chair's absence, the deputy-chair, shall preside as chair at each general meeting of the association.
- (2) If the chair and the deputy-chair are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chair at the meeting.

Section 29 - ADJOURNMENT

- (1) The Chair of a general meeting at which a quorum is present may, with the consent of the majority of members present at 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.
- (2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the association 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 clauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Section 30 - MAKING OF DECISIONS

- (1) A question arising at a general meeting of the association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chair 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 association, 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 association, a poll may be demanded by the Chair or by not less than 3 members present in person or by proxy at the meeting.
- (3) Where a poll is demanded at a general meeting, the poll shall be taken -
 - (a) immediately in the case of a poll which relates to the election of the Chair of the meeting or to 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 Chair directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

Section 31 - SPECIAL RESOLUTION

- (1) A resolution of the association is a special resolution if -
 - (a) It is passed by a majority which comprises not less than three-quarters of such members of the association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 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 Department of Fair Trading that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a) - the resolution is passed in a manner specified by the Department.

Section 32 - VOTING

- (1) Upon any question arising at a general meeting of the association a member has one vote only
- (2) All votes shall 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 Chair 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 association unless all money due and payable by the member or proxy to the association has been paid-

Section 33 - APPOINTMENT OF PROXIES

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the secretary no later than the commencement of the meeting in respect of which the proxy is appointed.

PART 4 - MISCELLANEOUS

Section 34 - INSURANCE

- (1) The association shall effect and maintain Insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1) the association may effect and maintain other insurance.

Section 35 - FUNDS: SOURCE

- (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the Council determines.
- (2) All money received by the association shall be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (3) The association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

Section 36 - FUNDS: MANAGEMENT

- (1) Subject to any resolution passed by the association - general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the Council determines.

- (2) All cheques, draft, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Council or employees of the association, being members or employees authorised to do so by the Council.

Section 37 - ALTERATION OF OBJECTS AND RULES

- (1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

Section 38 - COMMON SEAL

- (1) The common seal of the association shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the common seal shall be attested by the signatures either of 2 members of the Council or of 1 member of the Council and of the public officer or secretary.

Section 39 - CUSTODY OF BOOKS, ETC

- (1) Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

Section 40 - INSPECTION OF BOOKS, ETC

- (1) The records, books and other documents of the association shall be open to inspection, free of charge, by a member of the association at any reasonable hour.

Section 41 - SERVICE OF NOTICES

- (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member either personally or by sending it by pre paid post fax or e mail to the member at the member's address shown in the register of members.
- (2) Where a document is sent to a persona by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed 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.

Section 42 - SURPLUS PROPERTY

- (1) At the first general meeting of the association, the association shall pass a special resolution nominating an incorporated association as the association in which it is to vest its surplus property pursuant to section 53(2) of the Act in the event of the winding up or the cancellation of the incorporation of the association.
- (2) The incorporated association so nominated shall be one which fulfills the requirements specified in section 53(2)(a)-(c) of the Act.

Application for Membership
The Group Training Association of NSW:

The (insert name of company) hereby applies for membership of the Group Training Association of NSW. The company acknowledges that it has received and read copy of the Objectives and Rules of the Association as well as the Associations Code of Conduct. If admitted to membership, the company agrees to comply with the Associations Objectives, Rules and Code of Conduct.

Signed on behalf of the company

(Chair or Chief Executive Officer)

date:

Note: Applicants for membership of the Group Training Association of NSW need to make the above declaration on company letterhead when submitting documentation to support their application.