

# Constitution

Hartley District Progress Association  
ABN 15 268 758 869

2010

(replacing original 1956 constitution)

## Objectives of the Association

- (1) To generally improve the living conditions within the District of Hartley.
- (2) To provide cultural, social, sporting and other advantages for the residents of the District of Hartley.

## Part 1 Preliminary

### 1 Definitions

(1) In this constitution:

**Director-General** means the Director-General of the Department of Services, Technology and Administration.

**District of Hartley** means Hartley, Hartley Vale, Middle Hartley, Little Hartley, South Bowenfels, Kanimbla, Lowther and Hampton)

**ordinary committee member** means a member of the committee who is not an office-bearer of the association.

**secretary** means:

- (a) the person holding office under this constitution as secretary of the association, or
- (b) if no such person holds that office—the public officer of the association.

**ordinary general meeting** means a general meeting of the association other than an annual general meeting.

**special resolution** means a resolution of which proper notice has been given and which is supported by at least three-quarters of the votes cast by members of the association who are entitled to vote on the proposed resolution.

**the Act** means the *Associations Incorporation Act 2009*.

**the Regulation** means the *Associations Incorporation Regulation 2009*.

(2) In this constitution:

- (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 of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

## **Part 2 Membership**

### **2 Membership qualifications**

A person is qualified to be a member of the association if the person is a natural person and the person maintains a residence within the District of Hartley.

### **3 Application for membership**

A person may become a member of the association by applying in writing in the form set out in Appendix 1 to this constitution and forwarding that application together with any entrance fee and annual subscription to the secretary who shall immediately enter the name of the applicant in the register of members and, on the name being so entered, the nominee becomes a member of the association.

### **4 Cessation of membership**

A person ceases to be a member of the association if the person:

- (a) ceases to maintain a residence in the District of Hartley, or
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) fails to pay the annual membership fee under clause 8 (2) within 3 months after the fee is due.

### **5 Membership entitlements not transferable**

A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

### **6 Resignation of membership**

- (1) A member of the association is not entitled to resign that membership except in accordance with this clause.
- (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 to the secretary 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 the expiration of the period of notice, the member ceases to be a member.

(3) If a member of the association ceases to be a member under subclause (2), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

### **7 Register of members**

(1) The secretary of the association must establish and maintain a register of members of the association specifying the name and postal or residential address of each person who is a member of the association together with the date on which the person became a member.

(2) The register of members must be kept in New South Wales:

(a) at the main premises of the association, or

(b) if the association has no premises, at the association's official address.

(3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.

(4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

(5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.

(6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

(a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or

(b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

### **8 Fees and subscriptions**

(1) A member of the association must, when making application for membership, pay to the association an application fee of such amount as has been approved by the members in general meeting.

(2) In addition to any amount payable by the member under subclause (1), a member of the association must pay to the association an annual membership fee of such amount as approved by the members in general meeting from time to time being \$5 at the date hereof:

(a) except as provided by paragraph (b), before 1 September in each calendar year, or

(b) if the member becomes a member on or after 1 September in any calendar year—on becoming a member and before 1 September in each succeeding calendar year.

### **9 Members' liabilities**

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 clause 8.

### **10 Resolution of disputes**

(1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are in the first instance to be referred to a committee comprising the president and one other member of the executive committee determined by the president, who shall together hear the dispute and attempt to negotiate a reconciliation with the member or members concerned.

(2) In the event that no reconciliation can be achieved or in the event of the member or members rejecting the resolution process referred to in subclause (1) the dispute is to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.

(3) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.

(4) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

### **11 Disciplining of members**

(1) A complaint may be made to the committee by any person that is a member of the association:

(a) has persistently refused or neglected to comply with a provision or provisions of this constitution, or

(b) has persistently and wilfully acted in a manner prejudicial to the interests of the association.

(2) On receiving such a 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 association or suspend the member from membership of the association 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 and the nature of the offending act warrants such action.

(4) If the committee expels or suspends 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, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 12.

(5) The expulsion or suspension 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 association confirms the resolution under clause 12, whichever is the later.

## **12 Right of appeal of disciplined member**

(1) A member may appeal to the association in general meeting against a resolution of the committee under clause 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 subclause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.

(4) At a general meeting of the association convened under subclause (3):

(a) no business other than the question of the 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) The appeal is to be determined by a simple majority of votes cast by members of the association.

## **Part 3 The committee**

### **13 Powers of the committee**

The committee is to be called the executive committee of the association and, subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting:

(a) is to control and manage the affairs of the association, and

(b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution 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 committee to be necessary or desirable for the

proper management of the affairs of the association.

#### **14 Constitution and membership of committee**

(1) The committee is to consist of:

(a) the office-bearers of the association, and  
(b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of the association under clause 15.

(2) The total number of committee members is to be 7.

(3) The office-bearers of the association are as follows:

(a) the president,  
(b) the vice-president,  
(c) the treasurer,  
(d) the secretary.

(4) A committee member may hold up to 2 offices (other than both the president and vice-president offices).

(5) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible, subject to sub clause(6), for re-election.

(6) Office bearers may stand for office for two consecutive terms in any office. In the event that it is deemed desirable for an officer to serve a further term a proposal to that effect explaining the rationale for such further appointment shall be included with the notice calling the meeting at which such appointment is to be considered.

#### **15 Election of members**

(1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:

(a) must be made in writing, signed by 2 members of the association 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 association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

(c) the secretary shall make known the names of nominees to any person making enquiry regarding the names of nominees

and may promote such information orally or by notice to the membership.

(2) If insufficient nominations are received to fill all vacancies on the committee, further nominations are to be received at the annual general meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies (refer clause 18).

(4) Regardless of the number of nominations received a secret ballot is to be held to individually confirm nominees as office bearers.

(5) The secret ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

(6) In the event of any nominee not enjoying the majority support of the members present the chairman shall declare the nomination concerned to be unsupported and call for further nominations to be considered at an adjournment to be held within fourteen days with further nominations to be provided in a similar manner to that outlined in subclause 1 above.

#### **16 Secretary**

(1) The secretary of the association must, 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 committee, and

(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.

(d) to act as public officer as provided in the Act.

(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 after being confirmed as a correct record.

## **17 Treasurer**

It is the duty of the treasurer of the association to ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made,
- (b) that all monies received are promptly banked and that cash receipts are acknowledged by written receipt, and
- (c) that 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.

## **18 Casual vacancies**

(1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

(2) A casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office by notice in writing given to the secretary, or
- (e) is removed from office under clause 19, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from 3 consecutive meetings of the committee.

## **19 Removal of member of committee**

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

(2) If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations 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.

## **20 Committee meetings and quorum**

(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 and be the subject of notice or undertaken in accord with a timetable agreed by the committee members.

(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 association 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 subclause (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) Any 5 members of the committee constitute a quorum for the transaction of the business of a meeting 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 time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week or such other time as agreed by those present subject to those changed arrangements being communicated to all members.

(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.

### **21 Delegation by committee to sub-committee**

(1) The committee may, by instrument in writing subject to the approval of the members in general meeting, delegate to one or more sub-committees (consisting of such member or members of the association 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 a duty imposed on the committee by the Act or by any other law.

(2) The form of the instrument of delegation referred to in subclause (1) shall be determined by the committee from time to time and would generally include reference to the purpose of the sub-committee, its membership, powers (eg to commit funds, bind the association, make public statements etc), obligation to report back and to inform on matters such as correspondence and material developments.

(3) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

(4) A delegation under this clause 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.

(5) Despite any delegation under this clause, the committee may continue to exercise any function delegated.

(6) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

(7) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

(8) A sub-committee may meet and adjourn as it thinks proper.

(9) The chairman of the association on attending a sub-committee meeting will be entitled to assume the chair.

## **22 Voting and decisions**

(1) Questions arising at a meeting of the 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 clause 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 4 General meetings**

### **23 Annual general meetings—holding of**

The association must hold its annual general meeting:

(a) within 4 months after the close of the association's financial year, or

(b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

### **24 Annual general meetings—calling of and business at**

(1) The annual general meeting of the association is, subject

to the Act and to clause 23, to be convened 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 an annual general meeting is to include the following:

(a) to confirm the minutes of the last preceding annual general meeting and of any ordinary general meeting held since that meeting,

(b) to receive from the committee reports on the activities of the association during the last preceding financial year,

(c) to elect office-bearers of the association and ordinary committee members,

(d) to receive and consider any financial statement or report required to be submitted to members under the Act.

(3) An annual general meeting must be specified as such in the notice convening it.

### **25 Ordinary general meetings—calling of**

(1) The committee may, whenever it thinks fit, convene an ordinary general meeting of the association. Consistent with its intention to operate as a transparent, member driven organisation the committee may call ordinary general meetings to coincide with or follow committee meetings. Such ordinary general meetings may receive reports from the executive committee. Any business arising from the executive committee or from any sub-committee meetings reported to the ordinary general meeting may be dealt with by that meeting in any manner deemed appropriate by the general meeting including the passing of any resolutions required.

(2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene an ordinary general meeting of the association.

(3) A requisition of members for an ordinary general meeting:

(a) must state the purpose or purposes of the meeting, and

(b) must be signed by the members making the requisition, 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 an ordinary 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 the requisition may convene an ordinary general meeting to be held not later than 3 months after that date.

(5) An ordinary general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expense is entitled to be reimbursed by the association for any expense so incurred.

## **26 Notice**

(1) The secretary must, at least 21 days before the date fixed for the holding of a general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution and an explanation of the background to the resolution to enable a proper consideration by the members.

(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 clause 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.

## **27 Quorum for general meetings**

(1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

(2) Nine members present in person (being members entitled under this constitution 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:

(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 and promptly 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 3) are to constitute a quorum.

## **28 Presiding member**

(1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.

(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.

## **29 Adjournment**

(1) The chairperson 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 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 14 days or more, the secretary must 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 subclauses (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.

### **30 Making of decisions**

(1) A question arising at a general meeting of the association is to be determined on a show of hands and 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 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) The chairman of each general meeting shall ensure dissenting votes and abstentions on all resolutions are appropriately recorded in the minutes. The determination of all questions will be based on the number of votes in favour of the proposition compared to the number of votes against without having regard to abstentions.

### **31 Special resolutions**

A special resolution may only be passed by the association in accordance with section 39 of the Act.

### **32 Voting**

(1) On any question arising at a general meeting of the association a member has one vote only.

(2) All votes must be given personally.

(3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is not entitled to exercise a second or casting vote.

(4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

(5) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

(6) In the event that 20% of the members present at any general meeting request that any proposed resolution be treated as a special resolution then at the next meeting of the association, where proper notice has been given, the motion will be put to the meeting as a special resolution

### **33 Proxy votes not permitted**

Proxy voting must not be undertaken at or in respect of a general meeting.

### **34 Postal ballots**

(1) The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 12).

(2) A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

## **Part 5 Miscellaneous**

### **35 Insurance**

The association must as a minimum effect and maintain public liability insurance.

### **36 Funds source**

The funds of the association are to 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 committee determines.

### **37 Funds management**

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

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

### **38 Alteration of objects and constitution**

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

(2) The secretary or a committee member must notify the Director-General in writing of any such alteration, rescission or addition.

### **39 Custody of books etc**

Except as otherwise provided by this constitution, 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 association.

### **40 Inspection of books etc**

(1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:

- (a) records, books and other financial documents of the association,
- (b) this constitution,
- (c) minutes of all committee meetings and general meetings of the association.

(2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

### **41 Service of notices**

(1) For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving notice.

(2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and

(b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and

(c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

#### **42 Financial year**

The financial year of the association shall commence on 1 September and end on the following 31 August.

#### **44 Audit**

a) The accounts of the association shall be audited by an honorary auditor who shall be appointed by the annual general meeting. Such auditor may be a member of the association, not being a member of the committee, but the committee may at its discretion engage the services of a professional auditor.

b) The auditor shall at all reasonable times have access to the books and other documents of the association and may in relation thereto examine any officer or member of the committee or any employee.

c) The auditor shall be supplied with a copy of the balance sheet and statement of accounts intended to be submitted to the annual general meeting at least fourteen days before such meeting and it shall be his duty to examine the same and certify the correctness in relation to the books, accounts and documents of the association.

#### **44 Winding up**

If on the winding up or dissolution of the association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall be realised and the proceeds paid to some charity serving residents of the Hartley District that has been approved by the Commissioner of Incorporated Associations and has Deductible Gift Recipient status under the Income Tax Assessment Act 1997 or an organisation having similar objectives to the association. The determination of such beneficiary shall be made by a majority vote of the committee.

**45 Indemnification of committee members**

The association must indemnify each committee member on a full indemnity basis and to the full extent permitted by law against all losses, liabilities, costs, charges and expenses incurred by the committee member as a committee member of the association, including without limitation, liability for negligence and liability for reasonable legal costs but shall be limited so that it does not operate in relation to any liability which is a liability to the association or arises out of conduct of the committee member which was not in good faith, or which involves wilful misconduct, gross negligence, reckless misbehaviour or fraud.

**Appendix 1**

(Clause 3 )

**APPLICATION FOR MEMBERSHIP OF ASSOCIATION**

Hartley District Progress Association Incorporated (incorporated under the *Associations Incorporation Act 2009*)ABN15 268 758 869

I,.....  
of

..... hereby apply to become a member of the above named incorporated association. In the event of my admission as a member, I agree to be bound by the constitution of the association for the time being in force. Pending my acceptance as a member I enclose my entrance and annual membership fee in the sum of \$...

.....  
*Signature of applicant*  
Date .....