



# **STATEMENT OF OBJECTIVES**

## **SOCIETY RULES**

**Revised 23/11/17**



The objects of the Society shall be:

1. To foster and promote scientific research into all aspects of Trauma Care.
2. To improve the standard and delivery of Trauma Services to the community.
3. To provide opportunities for all those involved in Trauma Care in Australasia to further their scientific knowledge and exchange information in this field.
4. To promote and develop the highest standards of patient care, education and organisation in the field of trauma in order to deliver higher standards of community care.
5. To promote communications and relations with international organisations involved in Trauma Care.

## **PART I : PRELIMINARY**

### **Definitions**

#### **1 -NAME**

The name of the organisation shall be the Australasian Trauma Society (ATS) Incorporated thereafter called the Association

#### **2 - INTERPRETATION**

2(1) In these rules, except in so far as the content or subject-matter otherwise indicates or requires;

“ordinary member” means a member of the Association who is not an office-bearer of the Association, as referred to in rule 15(2); and is a registered professional in a medical, nursing or other allied health field or an appropriately qualified pre-hospital care provider.

“associate member” is a member of the Association who either does not wish to be an ordinary member of the Association or is judged by the Committee to qualify as an associate member and as such does not have voting rights.

“secretary” means -

- (a) the person holding office under these rules as secretary of the Association; or
- (b) where no such person holds that office - the public officer of the Association shall fulfil the duties of Secretary;

“Special general meeting” means a general meeting of the Association other than the Annual General Meeting.

“the Act” means the Associations Incorporation Act 1984;

“the Regulation” means the Associations Incorporation Regulation 1994.

- 2(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.
- 2(3) The provisions of the Interpretation Act, 1887, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.
- 2(4) Any doubt arising as to the application or meaning of any clause shall be decided by a vote of a general meeting, whose decision shall be final and conclusive.
- 2(5) These rules are intended to be regarded as an agreement of honour, interpreted according to the spirit of the objects as well as the letter of the particular provisions.

## **PART II : MEMBERSHIP**

### **3 - MEMBERSHIP QUALIFICATIONS**

- 3(1) A person is qualified to be a member of the Association if, but only if:
- (a) the person is a person referred to in section 16(1)(a), (b) or (c) of the Act and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
  - (b) the person is a person (whether natural or otherwise) who has
    - (i) been nominated for membership of the Association as provided by rule 4; and
    - (ii) been approved for membership of the Association by the Management Committee of the Association
- 3(2) A person may nominate to be a member of the Association in either of the following classes:
- ordinary member or
  - associate member;
- Should a person nominate for membership of the Association without specifying the class of membership, then that nomination will be construed as a nomination for ordinary membership.

### **4 - NOMINATION FOR MEMBERSHIP**

- 4(1) A person may nominate to be a member of the Society either as a full or associate member provided the correct form is completed and submitted to the Secretary of the ATS, and the election to full or associate membership will be ratified at the next Executive meeting.
- 4(2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the Committee which shall determine whether to approve or reject the nomination.
- 4(3) Where the Committee determines to approve a nomination for membership, the secretary must, 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 receipt by the nominee of the notification the sum payable under these rules by a member as entrance fee and annual subscription.
- 4(4) The secretary must, 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.

## 5 - CESSATION OF MEMBERSHIP

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

- (a) dies;
- (b) resigns that membership; or
- (c) is expelled from the Association.

## 6 - 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 upon cessation of the person's membership.

## 7 - RESIGNATION OF MEMBERSHIP

~~7(1) A member of the Association is not entitled to resign their membership except in accordance with this Rule.~~

~~A member of the Association may resign from the membership of the Association by providing written notice of the member's intention to resign.~~

~~7(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 one month or not less than such other period as the Committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of the notice, the member ceases to be a member. In the event the member fails to notify of their intention to resign their membership in sub-clause (1), the member will have their membership cancelled when the membership fee remains unpaid for a period of three (3) months. The Secretary will provide no less than one (1) month written notice to the member of the intention to cancel the members subscription due to non-payment of fees.~~

~~7(3) Where a member of the Association ceases to be member pursuant to sub-rules (2) and (3), 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.~~

## 8 - REGISTER OF MEMBERS

- 8(1) The public officer shall establish and maintain the register of members, specifying the name and address of each member, together with the date on which the person became a member.
- 8(2) The register of members shall be kept by the public officer of the Association and shall be open for inspection, free of charge, by any member of the Association at any reasonable hour.

## 9 - FEES AND SUBSCRIPTIONS

- 9(1) **Joining Fee:** A member of the Association shall, upon admission to membership, pay the Association a joining fee of \$20 or, where some other amount is determined by the Committee, that other amount.
- 9(2) **Subscription:** In addition to any amount payable by a member under clause (1), a member of the Association shall pay to the Association an annual subscription fee of \$120 plus GST for an ordinary member and \$80 plus GST Aus for an associate member, or such other amount as is determined by the committee from year to year -

- (a) except as provided by paragraphs (b), on or before 1 July in each calendar year; or
- (b) if where the member becomes a member on or after 1 July in any calendar year - upon becoming a member and before 1 July in each succeeding calendar year.

#### 10 - MEMBERS' LIABILITIES

- 10(1) The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the cost, 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 as required by Rule 9.

#### 11 - RESOLUTION OF INTERNAL DISPUTES

- 11(1) If a dispute arises between members (in their capacity as members) of the Association or between members and the Association, the dispute is to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

#### 12 - DISCIPLINING OF MEMBERS

- 12(1) A complaint may be made by any member of the association that some other 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 wilfully acted in a manner prejudicial to the interests of the Association.
- 12(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.
- 12(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.
- 12(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 the member's right of appeal under rule 12.
- 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 rule 13(4), whichever is the later.

#### 13 - RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 13(1). A member may appeal to the Association in a general meeting against a resolution of the Committee which is confirmed under Rule 12 by lodging with the secretary a notice to that effect within seven days after notice of the resolution is served on the member.

13(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.

13(3) Upon receipt of a notice from a member under sub-rule (1), the secretary shall notify the Committee, which shall convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.

13(4) At a general meeting of the Association convened under clause (3):

- (a) no business other than the question of the appeal shall be transacted; and
- (b) the Committee and the member shall 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.

13(5) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

### **PART III - THE COMMITTEE**

#### **14 - POWERS ETC. OF THE COMMITTEE**

The Committee shall be called the Committee of Management of the Association and, subject to the Act, the Regulation, these Rules and 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 which are required by these Rules to be exercised by a general meeting of the 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.

#### **15 - CONSTITUTION AND MEMBERSHIP**

“Item 15 – Constitution and Membership”

15(1) Subject, in the case of the first members of the Committee to section 21 of the Act, the Committee shall consist of:

- (a) the office bearers of the Association ; and
  - (b) 10 ordinary members
- each of whom shall be elected at the annual general meeting of the Association under rule 16.

15 (2) The Committee members shall consist of no more than 10 (ten) members from each group (medical, nursing and paramedical) and no more than 2 (two) members from any one institution (e.g. hospital) or organisation.’

15(3) The Committee, once elected, is to elect the office-bearers, such election to be carried out as soon as reasonably possible after the election of the committee and in such manner as the committee may determine from time to time.

15(4) The office bearers of the Association shall be:

- (a) the President;
- (b) the Vice-President;
- (c) the Treasurer and;
- (d) the Secretary.

One committee member may hold more than one such office at any one time.

- 15(5) 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 shall hold office, subject to these Rules, until the conclusion of the next annual general meeting following the date of the appointment.
- 15(6) Casual vacancies occurring in the Committee must be filled within one month.
- 15(7) Each member of the committee is, subject to this constitution, to hold office for a period of two (2) years, and is eligible for re-election.

## 16 - ELECTION OF COMMITTEE MEMBERS

- 16(1) Nomination of candidates for election as Committee members of the Association (a) must be 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 2 weeks before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 16(2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting
- 16(3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- 16(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.
- 16(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 16(6) Any ballot for the election of committee members is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- 16(7) Only ordinary members are entitled to vote at the election of office bearers and ordinary members of the committee: associate members have no voting rights.



#### 17 - PRESIDENT

- 17(1) The president shall preside over all meetings of the Committee at which he/she is present and shall be responsible for the smooth running of the Association generally.
- 17(2) He/she shall deliver an address at the annual general meeting and he/she shall be an ex-officio member of all sub-committees.
- 17(3) He/she shall take on the role of ATS Media Liaison Officer when stepping down from the role of President. The Media Liaison position is for a term of two (2) years and will involve the immediate past-president liaising on behalf of the executive with the ATS members, committee, secretariat and the media regarding any policy statements and/or media releases.

#### 18 - VICE-PRESIDENT

- 18(1) The vice-president shall assist and deputise for the president in the performance of his/her duties and shall, in the absence of the president, take upon him/herself the duties of the president.
- 18(2) In the temporary absence of the secretary or treasurer he/she shall act in their stead.

#### 19 - SECRETARY

- 19(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.
- 19(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.
- 19(3) Minutes of proceedings at a meeting must be signed by the chairperson of a meeting or by the chair person of the next succeeding meeting;

#### 20 - TREASURER

- 20(1) 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; and
  - (b) 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.

## 21 - CASUAL VACANCIES

21(1) For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if that 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 Law; or
- (d) resigns office by notice in writing given to the secretary; or
- (e) is removed from office under rule 22; or
- (f) becomes a mentally incapacitated person; or
- (g) is absent without the consent of the committee from all meeting of the committee held during a period of 6 months

## 22 -- REMOVAL OF MEMBERS

22(1) The Association in a 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 by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

22(2) Where 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 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 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.

## 23 - MEETINGS AND QUORUM

23(1) The committee shall meet at least 3 times in each period of 12 months at such place and time as the committee may determine.

23(2) Additional meetings of the committee may be convened by the President or by any member of the committee.

23(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 upon by the members of the committee) before the time appointed for the holding of the meeting.

23(4) 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 committee members present at the meeting unanimously agree to treat as urgent business.

23(5) Any three members of the committee constitute a quorum for the transaction of the business meeting of the committee.

23(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 stands adjourned to the same place at the same hour of the same day in the following week.

23(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.

- 23(8) At a meeting of the committee -
- (a) the president or, in the president's absence, the vice-president shall 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 shall preside.
- 23(9) For the purpose of sub-rules 23 (5), (6), and (7) and the forming of a quorum a member of the committee is to be regarded as attending a meeting and capable of voting at a meeting if that member is present by way of telephone connection, video link or some similar telecommunications device that allows that member to hear the proceedings of the meeting and to have input into those proceedings.

#### 24 - DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- 24(1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such members as the committee thinks fit) the exercise of such 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 any other law.
- 24(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 according to the terms of the delegation.
- 24(3) Delegation under this section may be made subject to such conditions or limitations as to the exercise of any function thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 24(4) Despite any delegation under this Rule, the committee may continue to exercise any function delegated.
- 24(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 committee.
- 24(6) The committee may by instrument in writing, revoke wholly or in part any delegation under this Rule.
- 24(7) A sub-committee may meet and adjourn as it thinks proper.
- 24(8) Without limiting the number, scope, duties and powers of possible sub-committees that may be established, such sub-committees may include the following:-
- (a) *Research and Registry Committee.*  
This committee may be formed at the discretion of the Management Committee. The committee will be co-chaired by one member of the ATS executive and one member of the ATS who is not currently a member of the national executive. Nominations are accepted for the position of co-chair, the frequency of which may be determined by the Management Committee.
  - (b) *Nominating Committee.*  
This committee may be formed at the discretion of the Management Committee before the next election of office bearers. This committee may be composed of the President, the Vice-President and three members to be elected at the General Business session of the Annual General Meeting. The duties of this committee may be to canvass potential nominees for the Management Committee and the Sub-Committees.
  - (c) *Program Committee.*

This committee may consist of three members and a Chairperson who may be appointed for a period of two years and may be reappointed for a further two years. The Chairperson may be appointed by the Management Committee. This committee shall arrange the program and review submitted abstracts for the next Annual Meeting.

(d) *Publications Committee.*

This committee may consist of a minimum of three members who may be appointed for a period of two years and may be reappointed for a further two years. The Chairperson may be appointed by the Management Committee. The other members of the Committee may be selected by the Chairperson. This Committee will be responsible for the production of a regular newsletter, the frequency of which may be determined by the Management Committee and shall review manuscripts of papers presented at the annual meeting of the Society in order to expedite their publication.

## 25 - VOTING AND DECISIONS

- 25(1) Questions arising for decision at a meeting of the Committee or of any sub-committee thereof shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- 25(2) Each member present at a meeting of the committee or of any sub-committee thereof (including the person presiding at the meeting) is entitled to only one vote but, in the event of any equality of votes on any question, the person presiding may cast a second or casting vote.
- 25(3) Subject to Rule 23(5), the committee may act notwithstanding any vacancy on the committee.
- 25(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee thereof, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member thereof.

## PART IV - GENERAL MEETINGS

### 26 - HOLDING OF ANNUAL GENERAL MEETINGS

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

### 27 - ANNUAL GENERAL MEETING - CALLING OF AND BUSINESS AT

- 27(1) The annual general meeting of the Association is, subject to the Act and to rule 26, be convened on such date and at such place and time as the Committee thinks fit.
- 27(2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:-
- to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - to receive for the committee reports on the activities of the Association during the last preceding financial year;
  - to elect office bearers of the Association and ordinary members of the committee;
  - to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.
- 27(3) An annual general meeting must be specified as such in the notice convening it.

### 28 - SPECIAL GENERAL MEETINGS - CALLING OF

- 28(1) The committee may, whenever it thinks fit, convene a special general meeting of the Association.

- 28(2) The committee must, on the requisition in writing of not less than 5 per cent of the total number of ordinary members, convene a special general meeting of the Association.
- 28(3) A requisition of members for a special general meeting:
- (a) must state the purpose/s of the meeting;
  - (b) must be signed by the members making the requisition;
  - (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.
- 28(4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which the requisition of members for the meeting is lodged with the secretary, any one or more of the members may convene a special general meeting to be held not less than 3 months after that date.
- 28(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 committee and any member who thereby incurs any expense is entitled to be reimbursed by the Association for any expense reasonably incurred.

#### 29 - NOTICE

- 29(1) Except 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 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid 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 nature of the business proposed to be transacted at the meeting.
- 29(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 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.
- 29(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 that may be transacted under rule 27(2).
- 29(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.

#### 30 - PROCEDURE

- 30(1) No item of business is to be transacted at a general meeting unless a quorum of members entitled to vote under these rules to vote is present during the time the meeting is considering that item.
- 30(2) Ten ordinary 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.
- 30(3) If within half an hour after the time appointed for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened upon a requisition of members is to be dissolved; and

- (b) and 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.
- 30(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 5) is to constitute a quorum.

### 31 - PRESIDING MEMBER

- 31(1) The President or, in the President's absence, the Vice-President, shall preside at each general meeting of the Association.
- 31(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.

### 32 - ADJOURNMENT

- 32(1) The chair person of a general meeting at which a quorum is present may, with the consent of the majority of the members present and entitled to vote 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 business left unfinished at the meeting at which the adjournment took place.
- 32(2) If a general meeting is adjourned for 14 days or more, the secretary must give oral or written notice of the adjourned meeting to each member of the Association entitled to vote at such a meeting, stating the place, date and time of the meeting and nature of the business to be transacted at the adjourned meeting.
- 32(3) Except as provided in clauses (1) & (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.

### 33 - MAKING OF DECISIONS

- 33(1) A question arising for decision at a general meeting of the Association is to 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 person 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 that fact without proof of the number or proportion of the votes recorded in favour or against that resolution.
- 33(2) At a general meeting of the Association, a poll may be demanded by the chair person or by not less than 3 members present in person or by proxy and entitled to vote at that meeting.
- 33(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 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 chairperson directs;
- and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

### 34 - SPECIAL RESOLUTION

- 34(1) A resolution of the Association is a special resolution :
- (a) if it is passed by a majority which comprises at least three-quarters of such members of the Association as , being entitled to 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



### 35 - VOTING

- 35(1) On any question arising at a general meeting of the Association an ordinary member has one vote only.
- 35(2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- 35(3) In the case of equality of votes cast on a question arising at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 35(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, other than the amount of the annual subscription payable in respect of the then current year.

### 36 - APPOINTMENT OF PROXIES

- 36(1) Each member is to be 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.
- 36(2) The notice appointing the proxy is to be in the form set out in appendix 2 to these rules.

## PART V - MISCELLANEOUS

### 37 - INSURANCE

- 37(1) The Association must effect and maintain insurance under section 44 of the Act.
- 37(2) In addition to the insurance required under clause (1), the Association may effect and maintain other insurance.

### 38 - FUNDS - SOURCE

- 38(1) The funds of the Association are to be derived from the entrance fees and annual subscriptions of the members, donations, and, subject to any resolution passed by the Association in general meeting, such other sources as the committee may determine.
- 38(2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- 38(3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### 39 - FUNDS - MANAGEMENT

- 39(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.
- 39(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the committee or employees of the association, being members or employees authorised to do so by the committee, *or alternatively* any one member of the committee or of the association or any one employee of the association if that person is

authorised to do so by the Committee in writing and only for the purpose outlined in such written authorisation.

#### 40 - ALTERATION OF OBJECTS AND RULES

- 40(1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

#### 41 - COMMON SEAL

- 41(1) The common seal of the Association must be kept in the custody of the public officer.
- 41(2) The common seal must not be affixed to any instrument except by the authority of the committee, and the affixing of the common seal shall be attested to by the signatures either of 2 committee members or of one member of the committee and of the public officer or secretary.

#### 42 - CUSTODY OF BOOKS

- 42(1) Except as otherwise provided by these rules, the public officer or secretary must keep in his/her custody or under his/her control all records, books and other documents relating to the Association.

#### 43 - INSPECTION OF BOOKS

- 43(1) The records, books and other documents of the Association must be open to inspection, free of charge, by a member of the Association at any reasonable hour.

#### 44 - SERVICE OF NOTICES

- 44(1) For the purposes of these rules, a notice may be served, by or on behalf of the Association, 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.
- 44(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.

#### 45 - NON-PROFIT ORGANISATION

- 45(1) The assets and income of this Association are to be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the association.

#### 46 - INDEMNITY

- 46(1) Committee members shall be indemnified out of the Association's assets for all liabilities incurred by them in a bona fide execution of their duties under these rules.

#### 47 - DISTRIBUTION OF FUNDS ON DISSOLUTION

- 47(1) In the event of this Association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation which has similar objects and which is exempt from income tax.

APPENDIX 2  
(Rule 34 (4))

## FORM OF APPOINTMENT OF PROXY

*Australasian Trauma Society*

*ABN 35 665 490 453*

*ANNUAL GENERAL MEETING*

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

of \_\_\_\_\_  
(address)

Being a member of the Australasian Trauma Society Incorporated hereby appoint

\_\_\_\_\_  
(name)

of \_\_\_\_\_  
(address)

Being a member of the Australasian Trauma Society, as my proxy to vote for me on my behalf at the annual general meeting of the Association to be held on the 9<sup>th</sup> day of September 2009 and at any adjournment of that meeting.

He/she may exercise this authority in relation to all specific issues listed below:

1. Media Liaison Officer role
2. Membership fee increase
3. New Research & Registry Committee

\_\_\_\_\_  
*Signature of member appointing proxy*

*Date*

\_\_\_\_\_  
**Please return this completed form to ATS  
Fax on (02) 9431 8677 by 5:00pm, EST on Monday, 7<sup>th</sup> September 2009.**



**NB: A proxy vote may not be given to a person who is not a member of the Association. All voted must be given personally or by proxy but no member may hold more than 5 proxies.**