

## Article 1 - Interpretation

1.1 In these Articles unless the contrary intention appears:

"Affiliate" means any body or Organisation affiliated to the Association in accordance with these Articles;  
"Association" means Victorian Billiards & Snooker Association Incorporated; "The game" means any recognised game played on a billiard table or any table which resembles a billiard table;

"Board" means the Board of Management of the Association;

"Financial year" means a year ending on the 30th June;

"Full Member" means a Full Member of the Association as defined in Article 4.2.1 and shall where the context permits include a "Life Member" as defined in Article 4.2.3;

"General Meeting" means an Annual General Meeting or an Extraordinary General Meeting convened pursuant to these Articles;

"Membership year" means a year ending on the 31st December;

"Notice" means any communication in writing;

"The Act" means the Associations Incorporation Act 1981 and Regulations made under the Act.

1.2 Words or expressions contained in these Articles shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

## Article 2 - Name and Location

2.1 The name of the incorporated association is "*Victorian Billiards & Snooker Association Incorporated*".

2.2 The location of the headquarters for the Association and its mailing address shall be respectively as is determined from time to time by the Board.

## Article 3 - Objects

3.1 The objects in general of the Association are to promote, foster, encourage and stimulate interest in the game, and to endeavour to maintain a high standard of science and sportsmanship in the playing of the game, and also where possible to provide and maintain club premises and billiard rooms, libraries and reading rooms, to provide a centre for information, training, learning, research and advice on all matters pertaining thereto.

3.2 Without limiting the generality of Article 3.1 the objects in particular of the Association are:

3.2.1 To be the accredited representative of all who play the game in the State of Victoria and for this purpose to affiliate with the Australian Billiards & Snooker Council; to promote the welfare of the game and the players; to take action thereon as may be deemed expedient and generally to control the game in the State of Victoria;

3.2.2 To promote the culture of the game in any way the Association shall think proper including the maintenance and support and affiliation of associations and clubs for promoting and playing the game;

3.2.3 To foster, encourage and provide where possible, the facilities for playing the game;

3.2.4 To determine from time to time the qualifications of Referees and Coaches;

3.2.5 To serve as a central organisation of the game in the State of Victoria and if considered expedient to help or amalgamate or federate with such other associations having similar aims and objects

3.2.6 To provide billiard rooms or club rooms and to obtain any licence or licences for the sale of spirituous or fermented liquor or tobacco or otherwise as may be considered desirable for the same, and to layout, prepare and maintain the same for the game and social purposes of the Association, and to provide toilet facilities, kitchens, bars, refreshment rooms, workshops and other conveniences in connection therewith, and to permit the same to be used by members and other persons either gratuitously or for payment in accordance with the law applicable thereto; .

3.2.7 To purchase, take on lease or licence, or in exchange, or otherwise acquire any lands, buildings, easements or rights or property, real or personal, which may be requisite for the purposes of or conveniently used in connection with the objects of the Association, and to sell, convey, transfer, assign, mortgage, charge, lease, give in exchange or dispose of same;

**Article 3 - Objects** *(continued)*

- 3.2.8 To hire, employ and dismiss secretaries, clerks, managers or servants and to pay them and other persons in return for services rendered to the Association, salaries, wages, gratuities, superannuation benefits and pensions;
- 3.2.9 In relation to the game to promote and hold, either alone or jointly, with any other Association or persons, contests, tournaments, competitions and matches, and to offer, give or contribute toward prizes, medals and awards and to give or guarantee any prize money and expenses whether for members or for professionals or other persons, and to promote or give support to dinners, balls, social gatherings and other entertainments;
- 3.2.10 To invest and deal with the surplus moneys of the Association upon such securities and in such manner as may from time to time be determined;
- 3.2.11 To borrow or raise and give security for money in such manner as may from time to time be determined;
- 3.2.12 Subject in the case of games played on an English billiard table to the rules from time to time of The International Billiards and Snooker Federation to make, adopt, vary, register and copyright rules, regulations, by-laws and conditions for the regulation of the said games and to fix standards for all or any of the implements used in such games.
- 3.2.13 To establish, acquire, print, publish or circulate, sell or otherwise deal with any publication on the game;
- 3.2.14 To determine any difference arising between players with regard to the interpretation of any rules of the game and to take all such steps as the Association may deem necessary for enforcing a correct interpretation of any such rules and to prevent any infringement thereof or the introduction of improper methods or practices in the game and to protect the game, the players, and the public from abuse thereby;
- 3.2.15 In relation to the game to promote, manage and control matches for the Victorian Championships, intrastate, interstate and international matches and subject as aforesaid to make, adopt and vary rules, regulations, by-laws and conditions for the conduct and regulation of such matches;
- 3.2.16 To uphold from time to time the conditions which qualify a player to be an amateur;
- 3.2.17 To organise funds by yearly membership fees, tournament entry fees, donations, render monetary assistance if considered advisable for the welfare of the employees of the Association or persons connected with the game; and to subscribe and contribute to any charitable, benevolent or useful object of a public character;
- 3.2.18 If upon the winding up or dissolution of the Association there remains after the satisfaction of all debts and liabilities any property whatsoever sponsorships and government grants for the working of the Association; to the same shall not be paid to or distributed amongst the members of the Association but shall be given or transferred to some other institution or institutions having objects wholly or in part similar to the objects of this Association, such institution or institutions to be determined by the members of the Association at or before the time of dissolution, and in default thereof by the Chief Justice of the Supreme Court of Victoria;
- 3.2.19 To manage all funds and assets of the Association and generally to give effect to any other matter incidental or conducive to the furtherance of the objects and aims of the Association as hereinbefore described.
- 3.3 Notwithstanding anything hereinbefore contained in Article 3 whilst the Association continues to be an affiliate of the Australian Billiards & Snooker Council the Association objects shall be read and construed so as not to conflict with the Constitution of the Australian Billiards & Snooker Council and the Association shall not amend these Articles so as to cause any such conflict.

**Article 4 - Membership**

- 4.1 Membership shall be divided into the categories of Full Member, Junior Member, Life Member, Honorary Member, Corporate Member and Registered Player and these categories shall be defined as follows:
- 4.1.1 FULL MEMBERS:  
Persons who remain financial in each succeeding membership year by paying such annual subscription as shall be decided from time to time by the Annual General Meeting. Full Members shall be eligible to attend the Annual General Meeting and any Extraordinary General Meeting, to vote thereat and to nominate for any office on the Board.

**Article 4 - Membership** *(continued)*

**4.1.2 JUNIOR MEMBERS:**

Persons under the age of eighteen (18) years accepted by the Board and who remain financial in each succeeding membership year by paying such annual subscription as shall be decided from time to time by the Annual General Meeting. Junior Members shall be ineligible for office and while they may be permitted to attend meetings, shall be ineligible to vote thereat.

**4.1.3 LIFE MEMBERS:**

Members of long standing and of exemplary character:

- (a) who have performed special or distinguished services within the Association; and/or
- (b) who have made distinguished contributions to the game;

may as a mark of signal honour be granted Life Membership by a General Meeting on recommendation of the Board. In the case of a player life membership shall not be given on playing performance alone and in the assessment of a player candidate, the attitude (including attitude at the table and with officials) and public behaviour of a player, particularly at National standard and above shall be prime factor in the consideration of a player for Life Membership. Lifemembers shall retain all the privileges of a Full Member but shall not be required to pay an annual subscription. Not more than two life memberships shall be granted during anyone membership year.

**4.1.4 HONORARY MEMBERS:**

Visiting players, important citizens or visitors to the State of Victoria may be granted Honorary Membership of the Association by a decision of the Board. Except as observers, and then only with the permission of the President, they shall not be permitted to attend meetings and their period of Honorary Membership shall not exceed six months. They shall not be obliged to pay any subscription.

**4.1.5 CORPORATE MEMBERS**

Clubs and Corporations and bodies which from time to time enter teams in pennant competitions organised by the Association which remain financial in each succeeding membership year by paying an annual subscription as shall be decided from time to time by the Annual General Meeting and by paying within twenty-eight (28) days of being called upon to do so all fees levies contributions monetary calls and other payments as the Board may from time to time require. Corporate Members shall not be entitled to vote at meetings of the Association and shall be subject to such conditions from time to time as the Board may prescribe. Financial Corporate Members shall be entitled to appoint two delegates to the Council and shall upon receiving notice of a Meeting of the Council cause to be delivered to the Secretary of the Board prior to the meeting of the Council a list of the names and addresses of its nominated delegate or delegates to the Council.

**4.1.6 REGISTERED PLAYERS:**

Persons who participate in competitions and pennant matches organised by affiliates who remain financial in each succeeding membership year by paying an annual fee as shall be decided from time to time by the Annual General Meeting. Registered Players shall not be entitled to vote at nor permitted to attend meetings of the Association.

**4.2** The Secretary shall keep and maintain a register of membership in which shall be entered the full name, address, category and date of entry of the name of each member and the register shall be available at reasonable times for inspection by members at the address of the Secretary.

**Article 5 - Patron**

**5.1** The Association may, at an Annual General Meeting on recommendation of the Board, appoint one or more Patrons or Vice Patrons for such periods as shall be mutually agreed with the appointee. A Patron or Vice Patron shall be entitled to receive notices of meetings and attend thereat but shall not be entitled to vote.

**Article 6 - Organisation**

**6.1** The organisation of the Association shall consist of an Executive, a Board of Management, a Council, a Programme Committee, a Functions Committee and a Registrar. Additional Committees may be appointed by the Board as required

**Article 6 - Organisation** *(continued)*

6.2 The abovementioned categories in the organisation shall be defined as follows:

6.2.1 EXECUTIVE:

The President, two Vice Presidents, Secretary and Treasurer shall form the Executive of the Association. The President and Secretary shall be ex-officio members of all committees.

6.2.2. BOARD OF MANAGEMENT:

The Board shall consist of the Executive and five (5) elected Full Members and shall be responsible for the overall management of the Association and may subject to these Articles and the Act exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Articles to be exercised by a General Meeting of the Association.

6.2.3 STANDING COMMITTEES:

There shall be a Programme Committee and a Functions Committee and a convenor for each shall be appointed by the Board within thirty (30) days of the date of an election. The appointed convenor of each committee shall, within fourteen (14) days of this appointment advise the Board of the names of the Full Members he has selected for his/her committee.

6.2.4 REGISTRAR:

The Board shall within thirty (30) days of the date of an election appoint a Registrar. The Registrar shall be an ex-officio member of the Programme Committee.

6.2.5. AD HOC APPOINTMENTS:

The Board may appoint an assistant to any regular office and may create special committees, temporary or otherwise to carry out particular tasks or to examine and report on any problem which may from time to time arise.

The committee convenors or their deputies shall attend such Board meetings as may be determined by the Board from time to time and submit a report (preferably in writing) on their activities.

**Article 7 - Duties**

7.1 The duties of the following persons and committees shall include the following:

7.1.1 THE PRESIDENT shall be the Chief Executive Officer of the Association, he shall convene, and where practicable, attend all General Meetings and Board Meetings and ensure that a quorum is present and that the proceedings are conducted with decorum, are within the limits of this Constitution and that they comply with the Rules of Debate. In his/her absence or by his/her direction, he may arrange for his/her control of a meeting to be delegated.

7.1.2 THE VICE PRESIDENTS shall where practicable attend all meetings and, in the absence of the President, or by his/her direction one shall take the Chair. (In the absence of the President and a Vice President, a meeting, provided there is a quorum, shall elect a Chairman from those present).

7.1.3 THE SECRETARY shall be the chief operative officer of the Association. He shall where practicable attend all meetings, receive and under the general supervision of the President, conduct all correspondence on behalf of the Association. He shall record, and duly enter into the Minute Book details of the transactions of all Board and Council meetings and present those minutes for subsequent confirmation. He shall keep and maintain all administrative records, have custody of all books, documents, securities etc. of the Association. He shall be the public officer of the Association. In conjunction with the Treasurer, he shall receive moneys, issue receipts and ensure that they are deposited in the appropriate bank accounts. He shall perform such other duties as the Association may from time to time reasonably require. The Secretary shall receive an advance of money from the Board to be used on his/her sole authority as a source of petty cash to pay small amounts prior to approval by the Board. Payments from the fund shall be substantiated either by a supplier's receipt or a petty cash voucher signed by the member incurring the expense.

**Article 7 - Duties (THE SECRETARY, *continued*)**

At each Board meeting the Secretary shall present a statement showing all payments from the fund since the previous submission. After approval by the Board the statement shall be passed to the Treasurer for incorporation in the next annual financial statement. When the Fund has been reduced to approximately twenty-five per cent (25%) of the initial amount the Board shall consider restoring it to the allotted figure.

- 7.1.4 THE TREASURER shall, in conjunction with the Secretary, keep proper records of the receipts, disbursements, assets and liabilities of the Association. He shall satisfy himself of the correctness of all accounts received and under the direction of the Board arrange for payment. He shall present to each Board meeting a statement of the current financial position as well as the statement showing all moneys received and paid since last meeting. He shall present to each Board meeting a list of all accounts received since the previous meeting and after certifying that they are in order shall move that they be paid. He shall maintain a record of the receipt of all regular dues from members or affiliates, maintain a register in conjunction with the secretary of all members, affiliates, the financial status of each, and follow up on those outstanding. With one of two nominated members of the Board, his/her signature shall be one of the two required to authorise Association cheques to pay accounts. In conjunction with the Auditor, he shall at the Annual General Meeting present a report covering the financial business of the Association since the previous Annual General Meeting with a duly audited balance sheet for the last financial year and otherwise in accordance with Section 30(3) of the Act. He shall also perform any other financial duties which the Board may from time to time reasonably require.
- 7.1.5 THE REGISTRAR shall attend all Board meetings where practicable and present a statement on the progress of all current tournaments and competitions. He shall maintain records of team membership, handicaps, transfers between affiliates, and players monetary earnings where money prizes are awarded. He shall provide such statistical information as the Board may reasonably request. He shall collect all competition score sheets and check them for compliance with the Association Rule and he shall recommend imposition of any penalties arising from breaches of those Rules. In conjunction with the Secretary he shall prepare details of tournaments and competition results for the media.
- 7.1.6 PROGRAMME COMMITTEE The convenor of the Programme Committee shall convene and where practicable preside over all meetings of his/her committee which shall meet regularly to arrange all matters concerning the tournament and competition programmes. Subject to the overall authority of the Board, shall have power to act as it deems necessary. It shall grade all teams and players in the various events, prepare draw sheets and issue them to all concerned. It shall arrange all venues, referees etc., as required for all tournaments and pennant final series matches. At the November Board Meeting it shall recommend the planned programme for the following calendar year showing, where possible, dates for all events listed including closing dates for entries. The Committee shall be responsible for the supervision of all handicaps for players and their alteration where it considers anomalies exist It shall recommend to the Board proposals for new tournaments and events which in the Committee's opinion would improve the promotion of the game.
- 7.1.7 FUNCTIONS COMMITTEE The convenor of the Functions committee shall convene and where practicable preside over all meetings of the committee which shall meet regularly to organise and conduct under the general direction of the Board all social and special fund raising activities of the Association. Where admission charges are made for attendance at Association events this committee shall arrange for door keepers, ushers and other "front of house" duties at each event including the organising of any working bees to provide facilities at match venues as required. Under the direction of the Board it shall arrange for any refreshments, music and entertainment if required at any match venue, event or function of the Association.

**Article 7 - Duties** *(continued)*

7.2 Each Board Member shall be an independent member of the Board and shall not be obliged or required to seek instruction from his/her relevant Affiliate or Corporate Member (if any) with respect to any matter that might be discussed by the Board nor to vote in accordance with the directions of such Affiliate or Corporate Member nor to refrain from voting on any such matter or seek adjournment of debate on any such matter until he has received instructions from such Affiliate or Corporate Member and each Board Member may vote on each such matter entirely as he sees fit and without limiting the generality of the foregoing, no Board Member shall be or be deemed to be solely, or principally, the representative of his/her Affiliate or Corporate Member (if any) or of any other group or body or person except on matters directly pertaining to the function of the Affiliate or Corporate Member for which the Board Member accepts responsibility.

**Article 8 - Meetings**

8.1 The meetings conducted by the Association shall be as follows:

8.1.1 The Annual General Meeting shall be held on a date to be set by the current members of the board. The ordinary business of the Annual General Meeting shall be:

- (a) to confirm the minutes of the last preceding Annual General Meeting and of any General Meeting held since that meeting;
- (b) to receive from the Board reports upon the transactions of the Association during the last preceding financial year; (c) to elect officers of the Association and the ordinary members of the Board; (d) to receive or consider the statements submitted by the Association in accordance with Section 30(3) of the Act; and
- (e) to fix the subscriptions of the various categories of membership, affiliation fees and other dues for the forthcoming membership year; and
- (f) to fix the honoraria to be paid to the officers of the Association for the forthcoming membership year. The Annual General Meeting may transact special business of which notice is given in accordance with these Articles.

8.1.2 **BOARD MEETINGS** Regular Board meetings shall be held as and when required by arrangement between board members. The Secretary shall notify board members date and time of such meetings by phone or email at least seven days prior to the intended date.

8.1.3 **COUNCIL MEETINGS** Council meetings shall be held on such days as may be fixed by the Board, and all affiliates and Corporate Members shall be given at least fourteen (14) days notice of such meetings.

8.1.4 **COMMITTEE MEETINGS** Committee meetings are preferred to be on a regular basis and shall be held on notice from the Convenor who shall be responsible to ensure that Association proceedings are not interrupted because of such meetings.

8.1.5 **EXTRAORDINARY GENERAL MEETINGS** An Extraordinary General Meeting may be convened by the President or acting President whenever he thinks fit but shall be called within a reasonable time after receipt of a petition signed by not less than thirty (30) financial members. Where an Extraordinary General Meeting is called on petition one of the signatories shall introduce the subject and move the motion.

8.2.1 The Secretary of the Association shall at least fourteen (14) days before the date fixed for holding a General Meeting of the Association cause to be sent to each Full Member of the Association at his/her address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

8.2.2 No business other than as set out in the notice convening the General Meeting shall be transacted at the General Meeting.

8.2.3 A Full Member desiring to bring any business before a General Meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after receipt of the notice subject to the Secretary being reasonably able to comply with Article.

8.2.4 All business that is transacted at an Extraordinary General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Articles as being the ordinary business of the Annual General Meeting shall be deemed to be special business.

### **Article 9 - Quorums**

- 9.1 The quorum for a General Meeting shall be twenty-five (25) members, for a Board meeting, six (6) Board members and for a Council meeting representation of at least half of the combined total number of affiliates and Corporate Members.
- 9.2 No item of business shall be transacted at a General Meeting unless a quorum of Full Members entitled under these rules to vote is present during the time when the meeting is considering that item.
- 9.3 If within half an hour after the appointed time for the commencement of a General Meeting or a Council 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 next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Full Members present (being not less than three) shall be a quorum.

### **Article 10 - Elections**

- 10.1 Elections for all members of the Executive and other members of the Board shall be held annually at the Annual General Meeting or at an Extraordinary General Meeting following a vote of no confidence in the Board at such meeting. The President or acting President shall convene an Extraordinary General Meeting for the purpose of inter alia holding an election within a reasonable time after resignation by five or more Board Members during any period of thirty (30) days.
- 10.2 Nominations for one or more of the various offices shall be made on the prescribed form which shall be received by the Association not later than the stipulated closing date. If insufficient nominations are received to fill vacancies on the Board the candidates nominated shall be deemed to be elected and further nominations shall be received at the General Meeting. If the number of nominations is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected. If the number of nominations exceed the number of vacancies to be filled, a ballot shall be held.
- 10.3 All Full Members as at the date of notice of the meeting are eligible to nominate for any office and shall be entitled to vote at an election. As the vacancies will be filled in the order in which they appear on the nomination form, members elected to a vacancy will be withdrawn from subsequent ballots.

### **Article 11 - Voting**

- 11.1 With the exception of ballots for elections and Special Resolutions, voting at meetings shall be carried on the voices, but by the direction of the Chairman, or at the request of members present, a division may be called and the vote decided by a show of hands.
- 11.2 Voting for election of officers shall be by ballot and voting papers will be distributed to members present. The President shall appoint scrutineers for such ballots.
- 11.3 A Special Resolution at a General Meeting shall be confined to Full Members present when the vote is taken and shall be passed by not less than three fourths of such members of the association entitled to do so. Proxy votes shall not be permitted.
- 11.4 At General Meetings, unless the President vacates the chair and takes part in the debate, he shall not vote on any motion. At Board Meetings the President shall be entitled to vote on any motion. At any meeting where the number of votes cast for and against is equal, the Chairman shall declare that the motion is lost.
- 11.5 The delegate or delegates of an affiliate or Corporate Members shall be entitled to one vote only at a Council Meeting.
- 11.6 A Board member who has a financial or other beneficial interest in any matter which comes before the Board, is obliged to declare that interest prior to the matter being discussed. A Board member who has disclosed a conflict of interest may take part in debate on the matter. A Board member who has disclosed a conflict of interest may not take part in any vote taken in relation to the matter. A Board member who fails to disclose a conflict of interest will be dealt with by the Board.
- 11.7 No person who attends a Board Meeting who is not an elected Board member shall be eligible to vote on decisions of the Board nor be included in a count for a Board Quorum.

### **Article 12 - Vacancies**

- 12.1 The position of a member of the Board or Committee shall be declared vacant if the member:
  - 12.1.1 Becomes bankrupt, is convicted of a felony, in the opinion of the Board commits a serious misdemeanour or for health reasons becomes incapable of continuing in office;
  - 12.1.2 Absents himself for three (3) continuous meetings without obtaining leave of absence;
  - 12.1.3 By notice in writing resigns from office; or
  - 12.1.4 Is removed from office by the vote of an Extraordinary General Meeting.
- 12.2 Subject to Article 10, casual vacancies resulting from the above, or any other reason, shall be filled by a resolution of the Board.

### **Article 13 - Disciplinary Action**

- 13.1 The conduct of any member, whether on Association premises or not, which is considered to be disadvantageous to the Association or the game in general, or is a breach of the association Articles of Constitution or Rules, shall be investigated by the Board, and if proven the Board shall take such disciplinary action as it thinks fit. Any member subject to such disciplinary action shall be permitted to present his/her defence before such action is taken. The decision taken by the Board shall be final and all communications to or from the Association shall be absolutely privileged in law.
- 13.2 Any member reporting any misdemeanour by another member shall do so in writing and such correspondence shall be kept confidential within the Board.

### **Article 14 - Financial Status**

- 14.1 Payment of the annual subscriptions for membership shall entitle the person so paying to be a member in his/her/her relevant category for the membership year. All annual subscriptions for membership shall be payable on the 1st January in each year. Any member who has not renewed their annual subscription for membership by the 31st January in any year shall be declared unfinancial and such membership shall be suspended until payment is made. Any member who has not renewed membership by paying their annual subscription by the 30th June in any year shall cease to be a member of the Association and the Secretary shall remove his/her name from the register of members.
- 14.1 Any Full Member whilst unfinancial will not be accepted as a nominee for any office or at any election of the Association.
- 14.2 Any member of the Board or Committees of the Association who has not renewed his/her membership by the 30th June in any membership year shall not be eligible for re-election.

### **Article 15 - Affiliation**

- 15.1 The Board may approve either unconditionally or conditionally the affiliation to the Association of any body and upon such approval that body shall thereupon become an affiliated body subject to such conditions (if any) that the Board may impose.
- 15.2 Where the Board has approved affiliation of a body then the Delegate or Delegates of that body nominated for the purpose by that body shall be a member or members of the Council so long as the body shall continue to pay its affiliation and any other prescribed fees and comply with any other conditions of affiliation which the Board may from time to time impose.
- 15.3 In addition to any other conditions which the Board may impose upon any particular affiliation, the following conditions shall apply to each affiliation:
  - 15.3.1 The Affiliate shall pay within twenty-eight (28) days of being called upon by the Board to do so all fees, levies, contributions, subscriptions, monetary calls and other payments as the Board may from time to time require of the Affiliate;
  - 15.3.2 That the Affiliate shall upon receiving notice of a Meeting of the Council cause to be delivered to the Secretary of the Board prior to the meeting of the Council a list of the names and addresses of the Affiliate's nominated Delegate or Delegates to the Council;
  - 15.3.3 That the Affiliate will observe and comply with all rules and regulations of the Association;

**Article 15 - Affiliation** *(continued)*

- 15.3.4 That the Affiliate will ensure that nothing in its Constitution is in conflict with the Constitution of the Association and that the Affiliate will not cause or permit any amendment of its Constitution which would create such conflict;
- 15.3.5 That the Affiliate will not conduct itself nor cause or permit any of its members to conduct themselves in contravention of the Constitution of the Affiliate or the Constitution of the Association or any Rules, Regulations or By-Laws of the Association.
- 15.4 Any former Association may make application for re-affiliation to the Board. Such application may be granted by the Board on such terms as to payment of subscription and other dues and otherwise subject to such terms and conditions as the Board thinks fit.
- 15.5 The Board may by resolution, from time to time specify the duration of any affiliation in particular or of all affiliations in general.
- 15.6 The Board may at anytime and with or without assigning any reason therefore, cancel any affiliation without any obligation to refund all or part of any affiliation fees paid before the expiry of the term thereof, or refuse or decline renewal of any affiliation.

**Article 16 - Annual Reports**

- 16.1 The President's Annual Report and a copy of the audited Balance Sheet for the last financial year shall be made available to members at or before the Annual General Meeting. One or more Auditors shall be appointed by the Board to certify the accuracy of the Balance Sheet.

**Article 17 - Additions and Amendments**

- 17.1 Subject to the provisions of the Act any alteration of, or addition to, these Articles of Constitution shall be made by a special resolution passed at a General Meeting with the proviso that such alterations or amendments shall have been foreshadowed by a Notice of Motion at a previous Board or Council meeting and that members receive at least fourteen (14) clear days notice of such proposal. There shall be Rules of the Association which shall be revised or amended by the Board at such times and to such purposes as it considers necessary.

**Article 18 - Book Inspection**

- 18.1 Any financial member of the Association may inspect books, documents and securities of the Association in conjunction with the Secretary by giving written notice fourteen (14) days prior to any such inspection with the exception of minutes of Board Meetings which shall be privy to Board members.

**Article 20 - Cheques**

- 19.1 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

**Article 21 - Seal**

- 20.1 The Common Seal of the Association shall be kept in the custody of the Secretary.
- 20.2 The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures either of two members of the Board or of one member of the Board and of the Secretary.