

THE VICTORIAN RECORDER GUILD INC.

STATEMENT OF PURPOSES

Name

The name of the proposed incorporated association is Victorian Recorder Guild Incorporated.

Purposes

The purposes for which the proposed incorporated association is established are:

- 1.1 To encourage and assist people to appreciate, learn and enjoy the art of recorder playing.
- 1.2 To provide a medium through which recorder players may communicate with each other, exchange knowledge and ideas, and meet for musical and social purposes.
- 1.3 To provide opportunities for players to develop their interest and skills, in particular through the establishment of music groups whose members may meet regularly to enjoy and make music.
- 1.4 To promote more and better facilities within the community for the teaching and learning of the recorder, so that all shall have opportunities to attain the highest possible standards of playing.
- 1.5 To define standards of recorder playing and to work closely with any persons or organisations teaching recorder with a view to conference with them regarding curricula and assessment of standards.
- 1.6 To establish a music library and to develop any other resource facilities considered valuable to recorder players.
- 1.7 To communicate and co-operate with other music guilds and societies.
- 1.8 To stimulate within the community general interest in and appreciation of the instrument and its music, through such means as public performance, and contact with broadcasting authorities, recording companies and concert giving organisations.
- 1.9 To encourage the writing and publication of music suited to the recorder repertoire.

**RULES
FOR THE INCORPORATED ASSOCIATION OF
THE VICTORIAN RECORDER GUILD INC.**

Definitions

1.

The name of the incorporated association is the Victorian Recorder Guild Incorporated (in these rules called “the Guild”).

2.

%□.) In these rules, unless the contrary intention appears-

“Committee” means the committee of management of the

Guild; “Financial year” means the year ended 31 December;

“General meeting” means a general meeting of members convened in accordance with rule 11;

“Member” means a member of the Guild;

“Ordinary member of the committee” means a member of the committee who is not an officer of the Guild under rule 21;

“The act” means the Associations Incorporation Act 1981; “The Regulations” means regulations under the act.

%□.) In these rules, a reference to the Secretary of an association is a reference-

(a) where a person holds office under these rules as secretary of the Guild - to that person; and

(b) in any other case, to the public officer of the Guild.

%□.) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the act as in force from time to time.

Membership

3.

(1) A natural person who is approved for membership as provided in these rules is eligible to be a member of the Guild on payment of the joining fee, if any, and the annual subscription payable under these rules.

(1A) A school may be admitted as a subscriber to the Guild. As far as may be, a subscriber shall be entitled to the same rights and privileges and shall be subject to the same duties as an ordinary member save that no subscriber and no student at a school which is a subscriber shall be entitled by virtue of that subscription to vote at any meeting of the Guild or save as hereinafter provided to borrow from the library of the Guild.

(1B) A subscriber may in writing nominate as an authorised borrower one person over the age of 18.. If the authorised borrower accepts responsibility for any material borrowed by him or her by signing an agreement in a form acceptable to the librarian of the Guild, that authorised borrower may borrow from the library of the Guild on the same terms and conditions as apply to an ordinary member.

(2) A playing group or other incorporated or unincorporated entity that is approved for membership as provided in these rules is eligible to be a member of the Guild on

payment of the joining fee, if any, and the annual subscription payable under these rules and on the following conditions:

- (i) It must nominate a natural person over the age of 18 as its representative.
 - (ii) This person will be eligible to have one vote at any general meeting of the Guild.
 - (iii) The nominated representative will be the only person in the group or entity who can borrow from the library.
 - (iv) The nominated representative will receive the Guild newsletter.
 - (v) The nominated representative is eligible to nominate and be voted onto the Committee.
- (3) A person who is not a member of the Guild at the time of the incorporation of the Guild (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership unless that person's admission as a member is approved by the committee.
- (4) An application of a person for membership of the Guild -
- (a) shall be made in writing in the form set out in appendix 1 of these rules; and
 - (b) shall be lodged with the secretary of the Guild together with the joining fee, if any, and the annual subscription payable under these rules.
- (5) As soon as is practicable after receipt of an application for membership of the Guild the secretary shall refer the application to the committee.
- (6) Upon an application being referred to the committee, the committee shall determine whether to approve or reject the application for membership of the Guild.
- (7) Upon an application being approved by the committee, the secretary shall, with as little delay as possible, notify the applicant in writing of the approval for membership of the Guild.
- (8) The secretary shall enter the applicant's name in the register of members kept by the secretary, and upon the name being so entered, the applicant becomes a member of the Guild.
- (9) Upon an application being rejected by the committee, the secretary shall, with as little delay as possible, notify the applicant in writing of the rejection for membership of the Guild and shall refund the annual subscription.
- (10) A right, privilege, or obligation of a person by reason of his or her membership of the Guild
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of his or her membership whether by death or resignation or otherwise.
- (11) Honorary life membership -
In consideration of outstanding service rendered to the Guild by a member the committee may nominate the member as an honorary life member.

Such nomination shall be submitted to an annual general meeting of the Guild and if approved by two thirds of the members voting, the nominee shall be declared an honorary life member and shall be entitled to all the privileges of membership of the Guild without payment of any further subscription.

Unless in extraordinary circumstances two thirds of those voting on the motion in an annual general meeting resolve otherwise, no nomination of any member as an honorary life member shall be put to an annual general meeting if the effect of the approval at that meeting would be to increase the total number of honorary life members of the Guild at that time to two per cent or more of the number of financial members of the Guild.

An honorary life member shall be subject to all the rules of the Guild

An honorary life member of the Guild may resign the honorary life membership and may become an ordinary member of the Guild by giving notice in writing to the secretary of intention to resign the honorary life membership and by paying the annual subscription fee payable in respect of that member and thereupon that member shall cease to be an honorary life member but shall remain a member of the Guild.

Fees

4.

- (1) Until the committee otherwise determines, the joining fee is nil.
- (2) Until the committee otherwise determines, the annual subscription rates are payable in advance on or before 1 January each year and are -

(a) ordinary member	\$45.00
(b) family membership (two adults and junior members of a family at the same address)	\$50.00
(c) pensioner	\$ 35.00
(d) unemployed	\$ 35.00
(e) student member (18 years and over)	\$ 35.00
(f) junior member (under 18 years)	\$ 35.00
(g) subscribers	\$ 50.00
(h) group memberships	\$ 50.00
- (3) The committee may at its discretion allow for payment of proportional membership fees for new members who join after 31 March of each year.
- (4) The committee may at its discretion waive the payment of fees.

Register of Members

5.

The secretary shall keep and maintain a register of members in which shall be entered the full name and address and date of entry of each member. The register shall be available for inspection by members at the address of the public officer.

Resignation of Members

6.

- (1) A member of the Guild who has paid all moneys due and payable by that member of the Guild may resign from the Guild by first giving notice in writing to the secretary of intention to resign, and the members shall cease forthwith to be a member.

- (2) Upon receipt of a notice given under sub-clause (1), the secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.
- (3) Unless the committee otherwise determines, a member's membership lapses if that member's annual subscription is not paid by 31 March.

Expulsion of Members

7.

- (1) Subject to these rules, the committee may by resolution -
 - (a) expel a member from the Guild; or
 - (b) suspend a member from membership of the Guild for a specified period if the committee is of the opinion that the member -
 - (c) has refused or neglected to comply with these rules; or
 - (d) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Guild.
- (2) A resolution of the committee under sub-clause (1) -
 - (a) does not take effect unless the committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
 - (b) where the member exercises a right of appeal to the Guild under this clause, does not take effect unless the Guild confirms the resolution in accordance with this clause.
- (3) Where the committee passes a resolution under sub-clause (1), the secretary shall as soon as practicable, cause to be served on the member a notice in writing -
 - (a) setting out the resolution of the committee and the grounds on which it is based;
 - (b) stating that the member may address the committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of the meeting;
 - (d) informing the member that he or she may do one or more of the following -
 - attend that meeting;
 - give to the committee before the date of that meeting a written statements seeking the revocation of the resolution; and
 - not later than 24 hours before the date of the meeting lodge with the secretary a notice to the effect the member wishes to appeal to the Guild in general meeting against the resolution.
- (4) At a meeting of the committee held in accordance with sub-clause (2), the committee -
 - shall give the member an opportunity to be heard;
 - shall give due consideration to any written statement submitted by the member; and
 - shall by resolution determine whether to confirm or revoke the resolution.
- (5) Where the secretary receives a notice under sub-clause (3), the secretary shall notify the committee and the committee shall convene a general meeting of the Guild to be held within 21 days after the date on which the secretary received the notice.
- (6) At a general meeting of the Guild convened under sub-clause (5) -
 - no business other than the question of the appeal shall be transacted;

- the committee shall place before the meeting details of the grounds for the resolution and the reasons for passing of the resolution
 - the member shall be given an opportunity to be heard; and
 - the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (7) If at the general meeting -
- two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
 - in any other case, the resolution is revoked.

Annual and General Meetings, conduct of meetings, quorum

8.

- (1) The Guild shall in each calendar year convene an annual general meeting of its members.
- (2) The annual general meeting shall be held on such a day as the committee determines
- (3) The annual general meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be -
- to confirm the minutes of the last preceding annual general meeting and or any general meeting held since that meeting;
 - to receive from the committee, reports upon transactions of the Guild during the last preceding financial year;
 - to elect officers of the Guild and the ordinary members of the committee; and
 - to receive and consider the statement submitted by the Guild in accordance with section 30 (3) of the act.
- (5) The annual general meeting may transact special business of which notice is given in accordance with these rules.
- (6) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

- 9.** All general meetings other than the annual general meeting shall be called special general meetings.

10.

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Guild and where, but for this sub-clause, more than 15 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
- (2) The committee shall, on the requisition in writing of members representing not less than five per cent of the total number of members, convene a special general meeting of the Guild.
- (3) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- (4) If the committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after that date.
- (5) A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Guild to the persons incurring the expenses.

11.

- (1) The secretary of the Guild shall, at least 14 days before the date fixed for holding a general meeting of the Guild, cause to be sent to each member of the Guild, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting. Notice may be sent by prepaid post to the address appearing in the register of members or, if the member requests, by facsimile transmission or electronic transmission
- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- (3) A member desiring to bring any business before a 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 the receipt of the notice.

12.

- (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting, with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting, is deemed to be special business.
- (2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (3) Five per cent of all members, being personally present and being entitled under these rules to vote at a general meeting, constitutes a quorum for the transaction of the business at a general meeting.

- (4) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the chairperson 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.

If at the adjourned meeting a quorum is not present within half an hour after the appointed time for the commencement of the meeting, the members present (being no fewer than 10) shall be a quorum.

Chairperson at General Meetings

13.

- (1) The president, or in the president's absence, the vice-president, shall preside as chairperson at each general meeting of the Guild.
- (2) If the president and the vice-president are absent from a general meeting, the members present shall elect one of their number to preside as chairperson at the meeting.

Adjournment of General Meetings

14.

- (1) The chairperson of a general meeting at which a quorum is present, may, with the consent of 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.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (3) Except as provided in sub-clauses (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

Voting at General Meetings

- 15.** A question arising at a general meeting of the Guild shall be determined on a show of hands. Unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, an entry to that effect in the minute book of the Guild is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against the motion.

16.

- (1) Upon any question arising at a general meeting of the Guild, a member has one vote only. Each member 18 years and over has one vote at all general and special meetings of the Guild.
- (2) All votes shall be given personally or by proxy.
- (3) In the case of an equality of voting on a question, the chairperson is entitled to exercise a second or casting vote.

17.

- (1) If at a meeting a poll on any question is demanded by no fewer than three members, the poll shall be taken at that meeting in such manner as the chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of the chairperson or on a question of an adjournment shall be taken forthwith. A poll that is demanded on any other question shall be taken at such time before the close of the meeting as the chairperson may direct.

Financial Members only to vote**18.**

A member is not entitled to vote at any general meeting unless all moneys due and payable by that member to the Guild have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

Appointment of Proxies**19.**

- (1) Each member shall be entitled to appoint another member as his or her proxy by notice given to the secretary not later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in appendix 2.

Committee of management, composition, conduct of meetings**20.**

- (1) The affairs of the Guild shall be managed by a committee of management constituted as provided in rule 21.
- (2) The committee -
 - shall control and manage the business and affairs of the Guild
 - may, subject to these rules, the regulations and the act, exercise all powers and functions as may be exercised by the Guild other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Guild; and
 - subject to these rules, the regulations and the act, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Guild.

21.

- (1) The officers of the Guild shall be -
 - a president;
 - a vice-president;
 - a treasurer; and
 - a secretary.
- (2) The provisions of rule 23 apply to and in relation to the election of persons to any of the offices mentioned in sub-clause (1) so far as they are applicable and with the necessary modifications.
- (3) Each officer of the Guild shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.

- (4) In the event of a casual vacancy in any office referred to in sub-clause (1), the committee may appoint one of its members to the vacant office and the member so appointed shall hold office up to and including the conclusion of the annual general meeting next following the date of his or her appointment.

22.

- (1) Subject to section 23 of the act, the committee shall consist of -
- the officers of the Guild
 - the immediate past-president of the Guild who shall be a member of the committee from the date of the annual general meeting at which the immediate past-president relinquishes the position of president until the next annual general meeting; and
 - five ordinary members;
- each of whom shall be elected at the annual general meeting of the Guild.
- (2) Each ordinary member of the committee shall, subject to these rules, hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (3) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Guild to fill the vacancy. The member so appointed shall hold office up to and including the conclusion of the annual general meeting next following the date of his or her appointment.

23.

- (1) Nominations of candidates for election as officer of the Guild or as ordinary members of the committee -
- shall be made in writing, signed by two members of the Guild and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
 - shall be delivered to the secretary of the Guild no fewer than seven days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the candidates nominated shall be deemed to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of officers of the Guild or as ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

- 24.** For the purposes of these rules, the office of an officer of the Guild or of an ordinary member of the committee becomes vacant if the officer or ordinary member-
- ceases to be a member of the Guild;
 - becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - resigns his or her office by notice in writing given to the secretary.

25.

- (1) The committee shall meet at least three times in each year at such places and times as the committee may determine.
- (2) Special meetings of the committee may be convened by the president or by any six of the members of the committee.
- (3) Notice shall be given to members of the committee of any special meeting, specifying the general nature of the business to be transacted. No other business shall be transacted at such a meeting.
- (4) The quorum for the transaction of business of a meeting of the committee shall be one half the actual number of committee members plus one.
- (5) No business shall be transacted unless a quorum is present. If within half an hour after the appointed time for the commencement of the meeting a quorum is not present the meeting shall stand adjourned to the same place and time in the following week, unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the committee -
 - the president or in the president's absence the vice-president shall preside; or
 - if the president and the vice-president are absent, a committee member present at the meeting chosen by those committee members present shall preside.
- (7) Questions arising at a meeting of the committee or of any sub-committees pointed by the committee shall be determined by a show of hands, or if demanded by a committee member, by a poll taken in a manner determined by the person presiding.
- (8) Each committee member present at a meeting of the committee or of any sub-committees appointed by the committee (including the person presiding) is entitled to one vote. In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (9) Written notice of each committee meeting shall be served on each member of the committee by delivering it to each committee member at a reasonable time before the meeting or by sending it by pre-paid post addressed to each member of the committee at his or her usual or last known place of abode or by facsimile or electronic communication at least two business days before the date of the meeting.
- (10) Subject to sub-clause (4) the committee may act notwithstanding any vacancy on the committee.
- (11) A meeting of the committee may be called or held as a face to face meeting or using any technology consented to by the committee members. If technology is used it must be such that each committee member taking part is able to communicate with each of the other committee members taking part in the meeting and may include telephone, television, video conferencing, email or any other audio and/or video device which permits instantaneous communication. A minute of proceedings at committee meetings shall be sufficient evidence of such proceedings.

Secretary's Duties

26.

The secretary of the Guild shall keep minutes of the resolutions and proceedings of each general meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at committee meetings.

Treasurer's Duties

27.

- (1) The treasurer of the Guild -
 - shall collect and receive all moneys due to the Guild and make all payments authorised by the Guild; and
 - shall keep correct accounts and books showing the financial affairs of the Guild.
- (2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members.

Special activities

27A

In these rules, “special activity” means an activity, event or function or series of activities or functions not being part of the regular activities of the Guild which the committee resolves upon carrying out and which the committee resolves to treat as a special activity.

From time to time, in relation to any stated special activity the committee may, with the consent of any adult member of the Guild, appoint that member to be the special activity treasurer.

A member of the Guild appointed special activity treasurer shall hold office until the annual general meeting of the Guild next following the date of that member’s appointment or until such earlier date as the committee in its appointment may specify. A special activity treasurer whose appointment terminates under this paragraph may be re-appointed.

The committee may at any time remove the special activity treasurer and appoint another member to fill that office.

The special activity treasurer shall -

- collect and receive all moneys due to the Guild in respect of the special activity and make all payments authorised by the Guild in respect of the special activity; and
- shall keep correct accounts and books showing the financial affairs of the Guild in respect of the special activity with full details of all receipts and expenditures associated with the special activity.

The accounts and books referred to in rule 27A shall be available for inspection by members of the committee.

The special activity treasurer shall as frequently as is reasonable, but in any event within 14 days after a request in that behalf from the treasurer or the secretary of the Guild, deliver to the treasurer of the Guild the accounts referred to in rule 27A.

All moneys held in any special activity bank account or other special activity account shall be the property of the Guild. At the conclusion of the special activity and after making all payments due in

relation thereto, the special activity treasurer shall pay all moneys remaining in that account or those accounts, as the case may be, to the treasurer of the Guild.

Public Fund

27B.

- (1) In this rule -
“Public Fund” means the fund established pursuant to this rule.
“Administration Committee” means the committee administering the Public Fund.
- (2) The Guild may establish a Public Fund to which the public is invited to subscribe.
- (3) Donations will be deposited into the Public Fund listed on the Register of Cultural Organisations. These monies will be kept separate from the other funds of the Guild and will only be used to further the Guild's principal purposes. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- (4) The Public Fund shall be administered by an Administration Committee consisting of three members of the Guild appointed by the committee. At least two members of the Administration Committee shall be persons of responsibility as defined by Taxation Ruling no TR95/27: that is, persons who, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of the Victorian Recorder Guild.
- (5) A member of the Administration Committee shall continue in that position until that person ceases to be a member of the Administration Committee by reason of -
 - ceasing to be a member of the Guild; or
 - removal from the Administration Committee by the committee of the Guild; or
 - ceasing to be persons with an underlying community responsibility as described in clause 27B(4)
- (6) The committee shall designate a member of the Administration Committee to be treasurer of the Public Fund.
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- (7) (i) The treasurer of the Public Fund -
 - shall collect and receive all moneys paid to the Public Fund and make all payments from the Public Fund as authorised by the Administration Committee; and
 - shall keep correct accounts and books showing the financial activities of the Public Fund.(ii) The accounts and books referred to in sub-clause 27.7(1) shall be available for inspection by members.
- (8) The Guild shall use the Public Fund exclusively for the purposes set out in its statement of purposes. No monies or assets in this fund will be distributed to members or office bearers of the Association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.
- (9) The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.

- (10) Receipts for gifts to the VRG Public Fund must state:
- the name of the fund and that the receipt is for a gift made to the public fund;
 - the VRG's Australian Business Number;
 - the fact that the receipt is for a gift;
 - any other matter required to be included on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997*.

Removal of a Committee Member

28.

- (1) The Guild in general meeting may by resolution remove any member of the committee before the expiration of his or her term of office and appoint another member in his or her stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Where the committee member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing (not exceeding a reasonable length) to the secretary or president of the Guild and requests that such representations be notified to members of the Guild, the secretary or president may send a copy of the representations to each member of the Guild. If representations are not so sent, the member may require that they be read out at the general meeting.

Accounts

29.

- (1) Save as provided in rules 27B (7) and 29 (2), all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the committee.
- (2) A special activity treasurer appointed pursuant to rule 27 may open a bank account for the purpose of the special activity. All cheques drawn on that account shall be signed by two members of the committee or by an officer of the Guild and the special activity treasurer.

Common Seal

30.

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

Alteration to the Rules

- 31.** These rules and the statement of purpose of the Guild shall not be altered except in accordance with the act.

Serving of Notices

32.

- (1) A notice may be served by or on behalf of the Guild upon any member either personally or

by sending it by post to the member at that member's address shown in the register of members or by facsimile or electronic transmission if the member has requested that the notice be given to him or her in that manner

- (2) Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.
- (3) If a document is sent by facsimile a written report produced by the transmitting machine that the notice has been sent will be deemed to be proof of receipt.
- (4) If a document is sent by email when the sender receives an automated message confirming delivery; or four hours after the time sent (as recorded on the device from which the sender sent the email) unless the sender receives an automated message that the email has not been delivered.

Winding up of the Association

33A Disposal of general funds

If upon the winding up or dissolution of the Guild, any property remains after satisfaction of all of the Guild's debts and liabilities, that property shall not be paid to or distributed among the members of the Guild. It shall be given or transferred to some other institution which fulfils the following criteria -

- it has objects similar to the objects of the Guild; and
- it has rules prohibiting the distribution of its income and property among its members.

33B Disposal of funds held in the Public Fund established under clause 27B

If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among the members of the Guild, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the Income Tax Assessment Act 1997 and listed on the Register of Cultural Organisations maintained under the Act.

Records to be Kept

34. Except as otherwise provided in these rules, the secretary shall keep in his or her custody or under his or her control, all books, documents and securities of the Guild.

Funds Receivable

35. The funds of the Guild shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

Not-for-profit

36.

The Guild shall not pay any of its profits or financial surplus, or give any of its property, to its members.

These rules are to be read in conjunction with clause 8 of the Model Rules that applied at the time the Rules were last changed, in July 2012, as follows:

8 Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between -
 - (a) a member and another member; or
 - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be -
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement -
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must -
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

APPENDIX 1

APPLICATION FOR MEMBERSHIP

OF THE

VICTORIAN RECORDER GUILD INC.

I,.....

of.....

occupation.....

desire to become a member of the Victorian Recorder Guild Inc.

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

Signature of applicant.....

Date.....

APPLICATION FOR SCHOOL SUBSCRIPTION

TO THE

VICTORIAN RECORDER GUILD INC.

I..... of.....

being a teacher at.....("the school")

apply for the school to subscribe to the Victorian Recorder Guild Inc

In the event of the school's admission as a subscriber I agree that the school will be bound by the rules of the Guild for the time being in force.

Signature of applicant.....

Date.....

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I,.....

of.....

being a member of the Victorian Recorder Guild Inc.

hereby appoint.....

of.....

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the Victorian Recorder Guild Inc.(annual general meeting or special general meeting, as the case may be),

to be held on:.....

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

.....

..... or as

my proxy thinks fit.

Signature of member.....

Date.....

RULES FOR THE INCORPORATED ASSOCIATION
OF THE
VICTORIAN RECORDER GUILD INC.

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(Note : this index does not form part of the rules of the incorporated association)