



RULES OF THE ASSOCIATION

MELBOURNE TRAMCAR PRESERVATION ASSOCIATION INC.

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Draft	25/09/2010	Rev 1.4	Kym Smith	Anthony Smith	<p>Alignment with the updated Associations Incorporations Act 1981 and Associations Incorporations Regulations 2009 by the following alterations and additions:</p> <ul style="list-style-type: none"> • Change of title from <i>Statement of Purpose and Articles of Association</i> to <i>Rules of the Association</i>. • Include a definition for <i>eligible charity</i> in the definitions listed at Rule 2(1); • At Rule 2(3) replacement of the <i>Acts Interpretation Act 1958</i> with the <i>Interpretation of Legislation Act 1984</i>, and deletion of the words <i>as in force from time to time</i>; • Include reference to the Rules of the Association being document MTPA POL 002 in the Association's Safety Management System; • Previous Rule 30 <i>Alteration of Rules and Statement of Purposes</i> replaced with Rule 3 – <i>Alteration of the rules</i>; • New Rule 4 – <i>Association authorised to trade</i> added; • Previous Rule 3 <i>Application for Membership</i> replaced with Rule 5 <i>Membership and subscription</i> including reference to form MTPA F 079 and its location in the Association's Safety Management System; • Previous Rule 4 <i>Entrance Fees and Annual Subscriptions</i> incorporated into new Rule 5 <i>Membership and subscription</i>; • Previous Rule 5 <i>Register of Members</i> replaced with Rule 6 <i>Register of members</i>; • Previous Rule 6 <i>Resignation of Members</i> replaced with Rule 7 <i>Ceasing membership</i>; • Previous Rule 7 <i>Expulsion of Members</i> replaced with Rule 8 <i>Discipline, suspension and expulsion of members</i>; • New Rule 9 <i>Disputes and mediation</i> added; • Previous Rule 8 <i>Annual General Meeting</i> replaced with Rule 10 <i>Annual general meetings</i> including retaining the words <i>The Association shall in each calendar year convene an annual general meeting of its members</i> as Rule 10(1); • Previous Rule 9 <i>Special General Meeting</i> and Rule 10 <i>Conditions for Calling a Special General Meeting</i> replaced with Rule 11 <i>Special general meetings</i>, including changing the specified number of members needed to request a meeting down from 10 to 5; • New Rule 12 <i>Special business</i> added (was formerly part of Rule 12(1)); • Previous Rule 11 <i>Notice of Meeting</i> replaced with Rule 13 <i>Notice of general meetings</i>; • Previous Rule 12 <i>Proceedings at Meetings</i> replaced with Rule 14 <i>Quorum at general meetings</i>; • Previous Rule 13 <i>Chairman of Meetings</i> replaced with Rule 15 <i>Presiding at general meetings</i> including adding the words <i>for that meeting and any meeting directly as a result of an adjournment of the initial general meeting</i> to Rule 15(2); • Previous Rule 14 <i>Adjournment of Meetings</i> replaced with Rule 16 <i>Adjournment of meetings</i>;

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					<ul style="list-style-type: none"> • Previous Rule 16 <i>Voting</i> replaced with Rule 17 <i>Voting at general meetings</i> including retaining the requirement for all votes to be personally given in Rule 17(2); • Previous Rule 17 <i>Requirement for Poll or Vote</i> replaced with Rule 18 <i>Poll at general meetings</i>; • Previous Rule 15 <i>Declaration of Vote by Show of Hands</i> replaced with Rule 19 <i>Manner of determining whether resolution carried</i>; • Previous Rule 18 <i>Entitlement to Vote</i> deleted; the intent of this rule now forms Rule 17(4); • Previous Rule 19 <i>Committee of Management</i> replaced with Rule 20 <i>Committee of management</i> including former Rule 21(1) as a new subrule (3), and a new subrule (4) changing the term of office to two years to ensure succession through committee; • Previous Rule 20 <i>Officers of the Association</i> replaced with Rule 21 <i>Office holders</i>, including revising subrules (3) and (4) to reflect the two year terms of office. • Previous Rule 21 <i>Consist of Committee</i> replaced with Rule 22 <i>Ordinary members of committee</i>; • Previous Rule 22 <i>Election of Officers</i> and <i>Vacancy</i> replaced with Rule 23 <i>Election of officers and ordinary committee members</i> including strengthening the ballot provision at subrule (6) to require a secret ballot on ballots for the election of committee; • Previous Rule 23 <i>Cessation of Committee Members</i> replaced with Rule 24 <i>Vacancies</i>; • Previous Rule 24 <i>Proceedings of Committee</i> replaced with Rule 25 <i>Meetings of the committee</i>, Rule 26 <i>Notice of committee meetings</i>, Rule 27 <i>Quorum for committee meetings</i>, Rule 28 <i>Presiding at committee meetings</i> and Rule 29 <i>Voting at committee meetings</i>. Also provides in Rule 27 for a committee meeting to be held by telephone or other real-time electronic conference subject to prior notification to other committee members as part of meeting the quorum detailed; • Previous Rule 27 <i>Removal of Member of Committee</i> replaced with Rule 30 <i>Removal of committee member</i>; • Previous Rule 25 <i>Secretary</i> replaced with Rule 31 <i>Minutes of meetings</i>; • Previous Rule 26 <i>Treasurer</i>, Rule 28 <i>Cheques</i> and Rule 34 <i>Funds</i> replaced with Rule 32 <i>Funds</i>; • Previous Rule 29 <i>Seal</i> replaced with Rule 33 <i>Seal</i>; • Previous Rule 31 <i>Notices</i> replaced with Rule 34 <i>Notice to members</i>; • Previous Rule 32 <i>Winding Up or Cancellation</i> replaced with Rule 35 <i>Winding up</i>; • Previous Rule 33 <i>Custody of Records</i> replaced with Rule 36 <i>Custody and inspection of books and records</i>;
Issue	19/10/2010	Rev 1.4	Kym Smith	CAV	Formal notification received from Consumer Affairs Victoria that the amendment to the Rules of the Association are approved effective from 19 October 2010.

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Rules of the Association

1. Name

The name of the incorporated association is –

MELBOURNE TRAMCAR PRESERVATION ASSOCIATION INCORPORATED

(in these Rules called "the Association")

2. Definitions

(1) In these Rules, unless the contrary intention appears –

committee means the committee of management of the Association;

financial year means the year ending on 30 June;

eligible charity means a fund, authority, institution or entity:

- (a) which has similar objectives to the Association;
- (b) which has similar rules prohibiting the distribution of its assets and income to its members as the Association;
- (c) which is charitable at law; and
- (d) gifts to which are deductible under the table in section 30-15 of the *Income Tax Assessment Act 1997* (Cth);

general meeting means a general meeting of members convened in accordance with rule 13;

member means a member of the Association;

ordinary member of the committee means a member of the committee who is not an officer of the Association under rule 21;

Regulations means regulations under the Act;

relevant documents has the same meaning as in the Act;

the Act means the **Association Incorporation Act 1981**.

(2) In these Rules, a reference to the Secretary of the Association is a reference –

(a) if a person holds office under these Rules as Secretary of the Association – to that person; and

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

(3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Act and the *Interpretation of Legislation Act 1984*.

- (4) These Rules are included in the Association's Safety Management System as document MTPA POL 002.

3. Alteration of the rules

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. Association authorised to trade

The Association is authorised to trade, but only in accordance with section 51 of the Act.

5. Membership and subscription

- (1) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under the Rules.
- (2) A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless:-
 - (a) he or she applies for membership in accordance with subrule (3); and
 - (b) in the case of a person under 18 years of age, the application is signed by the applicant's parent or guardian signifying their consent to the applicant becoming a member of the Association; and
 - (c) the admission as a member is approved by the committee.
- (3) The application of a person for membership of the Association must –
 - (a) be made in writing on form MTPA F 079 that is part of the Association's Safety Management System (revision 1.3 as at 25 September 2010 of form MTPA F 079 is shown at Appendix A); or
 - (b) be made in writing in letter form provided that all details needed to register the applicant as a member are provided in the letter; and
 - (c) be lodged with the Secretary of the Association.
- (4) There shall be the following categories of member of the Association –
 - (a) **Ordinary Members**, being all members of the Association other than Junior Members. For the avoidance of doubt, persons other than natural persons who apply for and are approved for membership of the Association in accordance with these Rules may be Ordinary Members; and

- (b) **Concession Members**, being Ordinary Members who hold a current government-issued concession card who enjoy all rights as Ordinary Members but pay a reduced annual subscription fee.
 - (c) **Junior Members**, being members of the Association under the age of 18. Any person accepted as a junior member shall enjoy all privileges and rights other than proposing, seconding or voting at general meetings and standing for the committee. An annual subscription fee of an amount not less than half that prescribed by the committee for ordinary members shall be payable upon application for junior membership of the Association.
- (5) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
 - (6) The committee must determine whether to approve or reject the application and may make that determination in its absolute discretion.
 - (7) If the committee approves an application for membership, the Secretary must, as soon as practicable –
 - (a) notify the applicant in writing of the approval for membership; and
 - (b) unless paid at the time of application, request payment within 28 days after receipt of the notification of the sum payable under these Rules as the annual subscription.
 - (8) The Secretary must, within 28 days after receipt of the amounts referred to in Rule 5(7)(b), enter the applicant's name in the register of members.
 - (9) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
 - (10) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected. The committee is not required to give the applicant reasons why the application has been rejected.
 - (11) A right, privilege, or obligation of a person by reason of membership of the Association:
 - (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership in accordance with these Rules.
 - (12) The committee shall from time to time determine the annual subscription and other fees and charges for membership and the amount and the mode of payment.
 - (13) The annual subscription shall cover the period 1 July to 30 June in the following year. Renewal of subscription shall be paid by 30 September otherwise the member will be deemed to be an unfinancial member.

- (14) The committee may at any time and from time to time suspend or waive the requirement for the payment of fees, subscriptions or charges or any part thereof either generally or in particular cases.

6. Register of Members

- (1) The Secretary must keep and maintain a register of members containing –
 - a) the name and address of each member; and
 - b) the date on which each member's name was entered in the register;
 - c) The date (if any) that a member ceased membership.

The register also records historical information dating from the period in the Association's history where members were initially an associate member prior to being promoted to ordinary (or full) membership.

- (2) The register is available for inspection free of charge by any member upon request made to the Secretary.
- (3) A member may make copies of entries in the register.

7. Ceasing membership

- (1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in subrule (1) –
 - (a) the member ceases to be a member; and
 - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

8. Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –
 - (a) suspend that member from membership of the Association for a specified period; or
 - (b) expel that member from the Association; or
 - (c) fine that member an amount not exceeding \$500.00.

- (2) A resolution of the committee under subrule (1) does not take effect unless –
 - (a) at a meeting held in accordance with subrule (3), the committee confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Association under this Rule, the Association confirms the resolution in accordance with this Rule.
- (3) A meeting of committee to confirm or revoke a resolution passed under subrule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with subrule (4).
- (4) For the purposes of giving notice in accordance with subrule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice –
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following –
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must –
 - (a) give to the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the

Association in general meeting against the resolution. Delivery of the notice may be by electronic transmission, by delivery of the notice addressed to the Secretary at the Association's site address, or by personally providing the notice to the Secretary.

- (7) If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Association convened under subrule (7) –
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members present vote in favour of the resolution. In any other case, the resolution is revoked.

9. 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.

10. Annual general meetings

- (1) The Association shall in each calendar year convene an annual general meeting of its members.
- (2) The committee may determine the date, time and place of the annual general meeting of the Association.
- (3) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (4) The ordinary business of the Annual General Meeting shall be: -
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect officers of the Association and the ordinary members of the committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (5) The annual general meeting may conduct any special business of which notice has been given in accordance with these rules.

11. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All General Meetings other than the Annual General meeting shall be called General Meetings.
- (3) The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for this subrule, more than 15 months would lapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The Committee must, on the request in writing of members representing not less than 5 members or 5 percent of the total number of members, whichever is the greater, convene a special general meeting of the Association.
- (6) The request for a special general meeting must
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent addressed to the Secretary of the Association at the Association's site address; and
 - (d) may consist of several documents in a like form, each signed by one or more of the members making the request for the meeting.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the Secretary at the Association's site address, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

12. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

13. Notice of general meetings

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) Notice may be sent –
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) by personal delivery by the Secretary or his or her delegate to the member;
 - (c) if the member requests, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

14. Quorum at general meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled to under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present –
 - (a) in the case of a meeting convened upon the request of members – the meeting must be dissolved; and
 - (b) in any other case – the meeting 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.
- (4) 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 members personally present (being not less than 3) shall be a quorum.

15. Presiding at general meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson for that meeting and any meeting directly as a result of an adjournment of the initial general meeting.

16. Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of the members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 13.
- (4) Except as provided in subrule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

17. Voting at general meetings

- (1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (2) All votes must be given personally.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

18. Poll at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it shall be taken at that meeting in such a 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 a Chairperson or on a question of an adjournment must be taken immediately and a poll that is

demanded on any other question must be taken at such a time before the close of the meeting as the Chairperson may direct.

19. Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands –

- (a) a declaration by the Chairman that a resolution has been –
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost; and
- (b) an entry to that effect in the minute book of the Association –

is evidence of the fact without proof of the number or proportion of the votes recorded in favour of, or against that resolution.

20. Committee of Management

- (1) The affairs of the Association shall be managed by the committee of management.
- (2) The committee: -
 - (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) subject to these rules, the Act and the Regulations, 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 Association.
- (3) Subject to Section 23 of the Act, the committee shall consist of –
 - (a) the officers of the Association; and
 - (b) three ordinary members –
each of whom shall be elected at the annual general meeting of the Association in the year 2010.
- (4) From the year 2011 annual general meeting, all officers and ordinary members of committee shall commence holding office for a two year

term, with half of the committee positions being due for election at each subsequent annual general meeting. To commence the two year terms, the Vice President, the Treasurer and one ordinary member of committee elected at the 2010 annual general meeting shall only serve their one year term and their positions shall be due for election at the 2011 annual general meeting. The President, Secretary and the remaining two ordinary committee members shall hold office until the 2012 annual general meeting.

21. Office holders

- (1) The officers of the Association shall be: -
 - (a) a President
 - (b) a Vice-President
 - (c) a Treasurer and
 - (d) a Secretary
- (2) The provisions of Rule 23 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in subrule (1).
- (3) Each officer of the Association shall hold office until the annual general meeting two years after the date of his election in accordance with Rule 20(4) 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 the Association's members to the vacant office and the member appointed may continue in office for the remainder of the term that the officeholder who ceased office would have been eligible.

22. Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting two years after the date of his or her election, but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint one of the Association's members to the vacant office and the member appointed may continue in office for the remainder of the term that the ordinary member of committee who ceased office would have been eligible.

23. Election of officers and ordinary committee members

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be –
 - (a) made on the nomination form MTPA F 082 that is part of the Association's Safety Management System (revision 1.1 as at 25 September 2010 of form MTPA F 082 shown at Appendix B); or
 - (b) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (c) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted as a secret ballot at the annual general meeting in such manner as the committee may direct. Records resulting from the secret ballot must be kept confidential by the Secretary, and shall be kept in a sealed envelope once the successful candidate is deemed elected.

24. Vacancies

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member –

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (c) resigns from office by notice in writing given to the Secretary.

25. Meetings of the committee

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

26. Notice of committee meetings

- (1) Written notice of each Committee meeting must be given to each member of the Committee at least two business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business can be conducted at such a meeting.

27. Quorum for committee meetings

- (1) Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) Members of the committee must be physically present at the meeting, or by prior arrangement and notification to other committee members may attend and participate in the conduct of the business of the meeting of the committee by telephone conference or other real time electronic conference.
- (3) No business may be conducted unless a quorum is present.
- (4) If within half an hour of the time appointed for the meeting a quorum is not present –
 - (i) in the case of a special meeting – the meeting lapses;
 - (ii) in any other case – the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (5) The committee may act notwithstanding any vacancy on the committee.

28. Presiding at committee meetings

At meetings of the committee –

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, then members present must choose one of their number to preside.

29. Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

30. Removal of committee member

- (1) The Association in general meeting may, by resolution, remove any member of the committee before the expiration date of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in subrule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

31. Minutes of meetings

The Secretary of the Association must keep or cause to be kept minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

32. Funds

- (1) The Treasurer of the Association must –
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

- (2) The accounts and books referred to in subrule (1) shall be available for inspection by members on request.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the committee.
- (4) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.
- (5) The income and assets of the Association shall be applied solely in furtherance of its objectives, and no portion thereof shall be distributed, either directly or indirectly to its Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

33. Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (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 must 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 Association.

34. Notice to members

Except for the requirement in rule 13, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by –

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to that member at that member's address shown in the register of members; or
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

35. Winding up

- (1) In the event of the winding up or cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act, provided that after the satisfaction of all just debts and liabilities, any assets remaining shall not be paid to or distributed among the members of the Association, but shall

only be distributed to or for such eligible charities as the Association decides.

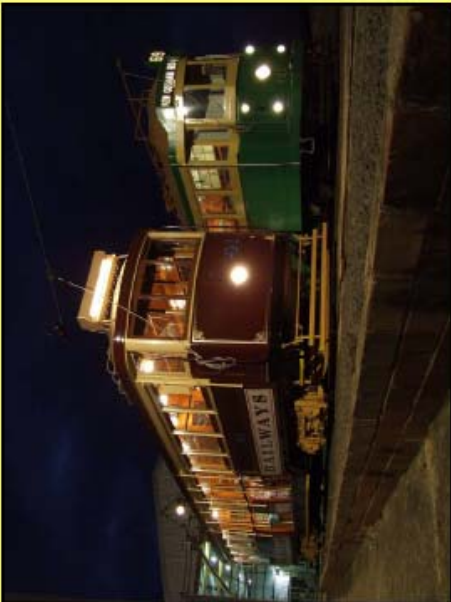
- (2) Where gifts to an eligible charity are deductible only if, among other things, the conditions set out in the relevant table item in Subdivision 30-B of the *Income Tax Assessment Act 1997* (Cth) are satisfied, a payment or application of income or capital under this rule must be made in accordance with those conditions.

36. Custody and inspection of books and records

- (3) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control, all books, documents and securities of the Association.
- (4) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (5) The committee may appoint officers to assist the Secretary with the management of memberships and minutes, however the Secretary retains the responsibility for ensuring all matters that these Rules and the Act and Regulations state are the Secretary's responsibility are completed and managed in accordance with these Rule and the Act and Regulations.

Appendix A – Membership form

(Current as at 25 September 2010)

<p>MELBOURNE TRAMCAR PRESERVATION ASSOCIATION INC.</p>		<p>MEMBERSHIP APPLICATION FORM</p>
<p>APPLICATION TO BECOME A JUNIOR MEMBER (Please Print Clearly)</p>		
<p>The Secretary Melbourne Tramcar Preservation Association Inc. 324 Sago Hill Road, Haddon, Victoria 3351</p>		
<p>I, Mr/Mrs/Ms..... nominate: (To be completed by a parent or guardian)</p>		
<p>Master/Miss..... (Full Name)</p>		
<p>of.....</p>		
<p>..... State..... Postcode.....</p>		
<p>Phone.....</p>		
<p>E-mail..... <small>Please tick the box at right if you would prefer to receive the regular newsletter by e-mail <input type="checkbox"/></small></p>		
<p>as a Junior Member of the Melbourne Tramcar Preservation Association Inc., and request you enter his/her name in the Register of Members as a Junior Member. I agree that he/she will be bound by the Rules of the Melbourne Tramcar Preservation Association Inc. I agree that having become the age of eighteen years he/she will be entitled to become a Member of the Association and will cease to be a Junior Member.</p>		
<p>He/she was born on theday of20... (This must be completed.)</p>		
<p>Dated this.....day of.....20....</p>		
<p>Signed.....</p>		
<p>Office Use Only: Date Received...../...../..... Payment \$.....Cash/Cheque/Other Membership NO..... Approved by the Committee/...../.....</p>		

An Invitation to join the

Melbourne Tramcar Preservation Association Inc.

- Do you think we are doing a good job? Why not become a member and support our preservation work.
- To allow us to continue to preserve Melbourne's tramway heritage we need on-going support and help.
- Members of our Association come from all walks of life and play a vital role in the on-going development of our tramway and the preservation of our trams.
- By becoming a member of our Association you not only receive our regular newsletter but also have the opportunity to become actively involved in the many facets of our preservation work.
- The on-going work of our Association requires many skills and attributes, in fact there is just about something for everyone.
- Meet people, learn a new skill and get great satisfaction in being involved in the preservation of Melbourne's tramway history.
- We welcome new members into the Association on a regular basis and would look forward to you taking a positive step by becoming a member.

To join, simply complete this form and forward it with your remittance to:

The Secretary
Melbourne Tramcar Preservation Association Inc.
324 Sago Hill Road, Haddon, Victoria 3351

Membership rates are currently:

Member	\$30.00
Concession	\$20.00
Junior Member	\$15.00

APPLICATION TO BECOME A MEMBER

(Please Print Clearly)

The Secretary
Melbourne Tramcar Preservation Association Inc.
324 Sago Hill Road, Haddon, Victoria 3351

I, Mr/Mrs/Ms.....
of.....
.....State.....Postcode.....

Phone.....

E-mail.....
Please tick the box at right if you would prefer to receive the regular newsletter by e-mail

having attained the age of eighteen years, hereby make application to become a Member of the Melbourne Tramcar Preservation Association Inc. and request you enter my name in the Register of Members. I agree to be bound by the Rules of the Association.

I was born on theday of.....20.....
(Completing this section is optional)

Dated this.....day of.....20.....

Signed.....

Office Use Only:

Date Received...../...../..... Payment \$.....Cash/Cheque/Other
Membership No..... Approved by the Committee/...../.....

Background photo courtesy of Troy Thomas

MTPA F 079 – Membership Application Form
Maintained by Kym Smith, Accreditation & Safety Superintendent

Revision 1.3
25/06/2010

Appendix B – Committee nomination form

(Current as at 25 September 2010)



MELBOURNE TRAMCAR PRESERVATION ASSOCIATION INC.
COMMITTEE NOMINATION FORM

I, _____ being a
financial member of the Melbourne Tramcar Preservation Society wish to nominate

for the position of _____

Signed _____ Date ____/____/200____

I, _____ being a
financial member of the Melbourne Tramcar Preservation Society wish to second the
above nomination.

Signed _____ Date ____/____/20____

I, _____ being a
financial member of the Melbourne Tramcar Preservation Society accept nomination
for the above position

Signed _____ Date ____/____/20____

MELBOURNE TRAMCAR PRESERVATION ASSOCIATION INC.

ADDRESS 334 SAND HILL ROAD, HAEDEN, 3251
PHONE/FAX 03 5342 4643
EMAIL info@mtpa.com.au
WEB www.mtpa.com.au

VICTORIAN INCORPORATED ASSOCIATION NO. A0001102T
ABN 12 218 214 407

MTPA F 082 – Committee Nomination Form
Maintained by Kym Smith, Accreditation & Safety Superintendent

Revision 1.1
25/09/2010
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