



## **THE CARILLON SOCIETY OF AUSTRALIA INCORPORATED**

### **CONSTITUTION**

This constitution replaces all previous documents purporting to be instruments constituting the Society and takes effect from 23 December 2009 when proposed changes to the document were approved by the Office of Fair Trading under the *Associations Incorporation Act 1984 (NSW)*.

**THE CARILLON SOCIETY OF AUSTRALIA INCORPORATED**  
**CONSTITUTION**  
**Adopted 24 June 2003**  
**and amended 23 December 2009**

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## PART I—PRELIMINARY

### 1. Interpretation

(1) In these rules, unless a contrary intention appears:

**carillon** means a musical instrument consisting of at least two octaves of carillon bells, arranged in a chromatic series and played from a keyboard permitting control of nuance through variation of touch;

**carillon bell** means a cast bronze bell, cup shaped, whose partial tones are in such harmonious relationship to each other as to permit many such bells to be sounded together in varied chords with harmonious and concordant effect;

**Commissioner** means the Commissioner of the Office of Fair Trading; **executive** means the management committee of the Society;

**financial year** means the year ending on 31 December;

**member** means a member, however described, of the Society;

**ordinary executive member** means a member of the executive who is not an office bearer of the Society as referred to in sub-rule 15 (2);

**public officer** means the person appointed to that position by the Executive, who shall be a financial member of the Society and who resides in the State of New South Wales;

**secretary** means the person appointed under these rules as secretary of the Society;

**Society** means the Carillon Society of Australia Incorporated;

**the Act** means the *Associations Incorporation Act 1984*;

**the Regulation** means the *Associations Incorporation Regulation 1999*.

(2) In these rules:

(a) a reference to a function includes a reference to a power, authority and duty; and (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

(3) The provisions of the *Interpretations Act 1987* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

(4) The object of the Society is to advance the art, science and literature of the carillon.

Some suggestions as to the way the object can be achieved are:

(a) commissioning and publishing of works for the carillon;

(b) conducting and promoting discussions, lectures and workshops for the instruction of members and others;

(c) developing and promoting policies on any matter relating to the carillon and carillon playing;

(d) establishing and maintaining a library of carillon music, recordings, texts and videos relating to the carillon;

(e) publishing any book, leaflet, newspaper or periodical that the Society may consider appropriate.

## **PART II—MEMBERSHIP**

### **2. Membership qualifications**

A person is qualified to be a member if, but only if:

the person is a person referred to in section 15 (1) (a), (b) or (c) of the Act and has not ceased to be a member of the Society at any time after the incorporation of the Society under the Act, or

(i) has been nominated for membership in accordance with sub-rule 4 (1); and

(ii) has been approved for membership of the Society by the executive or by a general meeting of the Society.

### **3. Classes of membership**

#### *(1) Associate member*

A member interested in the carillon in any way, but not eligible for membership in any other class.

#### *(2) Carillonist member*

A member qualified to play the carillon in accordance with such standards of performance and musicianship as the Society may from time to time determine.

#### *(3) Life member*

A member who has made a significant contribution to the carillon and who is honoured by the Society by election to that class of membership.

#### *(4) Student member*

A member who is studying to become a carillonist member.

#### *(5) Corporate member*

An organisation, including a library, which contributes to the Society.

### **4. Nomination for membership**

(1) A nomination of a person for membership of the Society:

(a) shall be made by a member of the Society in writing in the form set out in Appendix 1 to these rules; and

(b) shall be lodged with the secretary of the Society.

(2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the executive or to a general meeting of the Society which shall determine whether to approve or reject the nomination.

(3) Where the executive or a general meeting of the Society determines to approve a nomination for membership, the secretary shall as soon as practicable after that determination notify the nominee of that approval and request the nominee to pay within 28 days after the receipt of the notification the sum payable under these rules by a member as the entrance fee and the first year's annual subscription.

(4) The secretary shall, on payment by the nominee of the amounts referred to in sub-rule (3) within the period referred to in that sub-rule, enter the nominee's name in the register of members and, upon the name being so entered, the nominee shall become a member of the Society.

### **5. Cessation of membership**

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

(a) dies or, in the case of a body corporate, is wound up;

(b) resigns from membership of the Society;

(c) is expelled from the Society; or

(d) fails to renew membership of the Society.

## **6. Membership entitlements not transferable**

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

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

## **7. Resignation of membership**

- (1) A member is not entitled to resign from membership of the Society except in accordance with this rule.
- (2) A member who has paid all amounts payable by the member to the Society may resign from the Society by first giving notice (being not less than 1 month or, if the executive has resolved a shorter period, that shorter period) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a person ceases to be a member, the secretary shall make an appropriate entry in the register of members recording the date on which that person ceased to be a member.

## **8. Register of members**

- (1) The secretary of the Society shall establish and maintain a register of members of the Society specifying the name and address of each person who is a member of the Society together with the date on which each person became a member.
- (2) The register of members shall be kept at the principal place of administration of the Society and must be open for inspection, free of charge, by any member of the Society at any reasonable hour.
- (3) A member of the Society may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount is determined by the executive, that other amount.

## **9. Fees, subscriptions etc.**

- (1) The joining fee to the Society is \$1, or if any other amount has been resolved by an annual general meeting, such other amount.
- (2) The annual membership subscription of the Society is \$2 or, if any other amount has been resolved by an annual general meeting, such other amount.
- (3) The annual membership fee is payable:
  - (a) except as provided by paragraph (b), before 1 January in each calendar year; or
  - (b) where a person becomes a member on or after 1 January in any calendar year, before 1 January in each succeeding calendar year.

## **10. Members' liabilities**

The liability of a member to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses of winding up of the Society is limited to the amount, if any, unpaid by the member in respect of membership of the Society as required by rule 9.

## **11. Resolution of internal disputes**

- (1) Disputes between members (in their capacity as members) of the Society, and disputes between members and the Society, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

## **12. Disciplining of members**

- (1) Where the executive is of the opinion that a member:
  - (a) has persistently refused or neglected to comply with a provision of these rules, or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interest of the Society, the executive may, by resolution:

- (c) expel the member from the Society; or
  - (d) suspend the member from such rights and privileges of membership of the Society as the executive may determine for a specified period.
- (2) A resolution of the executive under sub-rule (1) is of no effect unless the executive at a meeting held not earlier than 14 days and not later than 28 days after the service on the member of a notice under sub-rule (3), confirms the resolution in accordance with this rule.
- (3) Where the executive passes a resolution under sub-rule (1), the secretary shall as soon as practicable, cause a notice in writing to be served on the member;
- (a) setting out the resolution of the executive and the grounds on which it is based;
  - (b) stating that the member may address the executive at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
  - (c) stating the date, place and time of that meeting; and
  - (d) informing the member that the member may do either or both of the following:
    - (i) attend and speak at that meeting;
    - (ii) submit to the executive at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the executive mentioned in sub-rule (2), the executive shall:
- (a) give the member mentioned in sub-rule (1) an opportunity to make oral representations;
  - (b) give due considerations to any written representations submitted to the executive by that member at or prior to the meeting; and
  - (c) by resolution determine whether to confirm or to revoke the resolution of the executive made under sub-rule (1).
- (5) Where the executive confirms a resolution under sub-rule (4), the secretary shall within 7 days after that confirmation, by notice in writing, inform the member of that confirmation and of the member's right to appeal under rule 13.
- (6) A resolution confirmed by the executive under sub-rule (4) does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
  - (b) where within that period the member exercises the right of appeal, unless and until the Society confirms the resolution in accordance with sub-rule 13 (4).

### **13. Right of appeal of disciplined members**

- (1) A member may appeal to the Society in general meeting against a resolution of the executive which is confirmed under sub-rule 12 (4), within 7 days after a notice of resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice under sub-rule (1), the secretary shall notify the executive which shall convene a general meeting of the Society to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- (3) At a general meeting of the Society convened under sub-rule (2):
- (a) no business other than the question of appeal shall be transacted;
  - (b) the executive and the member shall be given the opportunity to make representations in relation to the appeal orally and in writing, or both; and
  - (c) the members present, or represented by proxy, shall vote by secret ballot on the question of whether the resolution made under sub-rule 12 (4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under sub-rule 12 (4), that resolution is confirmed.

## **PART III—THE EXECUTIVE**

### **14. Powers of the executive**

The committee is to be called the executive of the Society, and subject to the Act, the Regulation and these rules, and to any resolution passed by the Society in general meeting:

- (a) shall control and manage the affairs of the Society;
- (b) may exercise all such functions as may be exercised by the Society other than those functions that are required by these rules to be exercised by the Society in general meeting; and
- (c) has power to perform all such acts and do all such things as appear to the executive to be necessary or desirable for the proper management of the affairs of the Society.

### **15. Constitution and membership**

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

- (a) the office-bearers of the Society; and
- (b) 3 ordinary executive members;

each of whom shall be elected pursuant to rule 16 or appointed in accordance with sub-rule (4).

(2) The office-bearers of the Society shall be:

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

(3) Each member of the executive shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(4) In the event of a casual vacancy in the membership of the executive, the executive may appoint a member of the Society to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of appointment.

### **16. Election of executive members**

(1) The executive shall appoint a returning officer who will conduct the election.

(2) The ballot for the election of office-bearers and ordinary executive members shall be conducted by a postal ballot.

(a) Not less than 8 weeks before the date fixed for the Annual General Meeting, the returning officer shall send to every member of the Society a form for the nomination of candidates for the election of office bearers of the Society and ordinary executive members.

(b) Subject to sub-rules (4), (6) and (7) of this rule, on receipt of nominations the returning officer shall, not less than 4 weeks before the date fixed for the annual general meeting, send to every member of the Society that is entitled to vote, a ballot paper listing all candidates for each position. These ballot papers shall be sent to the member's normal mailing address.

(c) Completed ballot papers are to be returned to the returning officer no later than the time set for the election of that position at the annual general meeting.

(3) Nominations of candidates for election as office bearers of the Society or as ordinary executive members:

- (a) shall be made in writing, signed by 2 members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
- (b) shall be delivered to the returning officer not less than 5 weeks before the date fixed for the annual general meeting.



(4) If insufficient nominations are received to fill all vacancies on the executive, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

(5) If insufficient further nominations are received, any vacant positions remaining on the executive shall be deemed to be casual vacancies.

(6) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.

(7) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(a) The candidate who receives the highest number of votes shall be deemed to be elected.

(8) A person is not eligible to simultaneously hold more than 1 position on the executive.

#### **17. Secretary**

(1) The secretary of the Society shall, as soon as practicable after being appointed as secretary, notify the Society of his or her address.

(2) The secretary shall keep minutes of:

(a) all elections and appointments of office-bearers and ordinary executive members; (b) the names of members at an executive meeting or a general meeting; and

(c) all proceedings of executive meetings and general meetings.

(3) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

#### **18. Treasurer**

(1) The treasurer of the Society shall:

(a) collect and receive all monies due to the Society and make all payments authorised by the Society; and

(b) keep correct accounts and books showing the financial affairs of the Society with full details of all receipts and expenditure connected with the activities of the Society; and

(c) make available to the auditor appointed by the executive all records listed in (1) (b).

#### **19. Audit of accounts**

(1) The executive shall take reasonable steps to ensure that the audit of the Society's accounts is completed at least 14 days before the audited statement of the accounts is required to be presented at the annual general meeting of the Society.

(2) The accounts of the Society shall be audited by a person who:

(a) is not an officer of the Society; and

(b) has not prepared or assisted with the preparation of those accounts.

#### **20. Presentation of statement to members**

(1) At each annual general meeting of the Society the following documents shall be presented by the executive for the consideration of the meeting:

(a) the audited statement of the Society's accounts in respect of the most recently ended financial year of the Society; and

(b) a copy of the auditor's report to the Society in relation to the Society's accounts for that financial year.

#### **21. Casual vacancies**

(1) For the purpose of these rules, a casual vacancy in the office of a member of the executive occurs if the member:

(a) dies, or

(b) ceases to be a member of the Society, or

(c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or

(d) resigns from office by notice in writing given to the secretary, or

(e) is removed from office pursuant to rule 22, or

(f) suffers from mental or physical incapacity that makes it impossible to carry out the duties of the office, or

(g) is absent without the consent of the executive from all meetings of the executive held during a period of 6 months.

## **22. Removal of executive members**

The Society in general meeting may by resolution remove any member of the executive from office of member of the executive before the expiration of the member's term of office.

## **23. Executive meetings and quorum**

(1) The executive shall meet at such place and time as the executive may determine, including telephone hook-up.

(2) Any 4 members of the executive constitute a quorum for the transaction of the business of a meeting of the executive.

## **24. Delegation by executive to sub-committee**

(1) A general meeting of the Society or the executive may, by instrument in writing, delegate to 1 or more sub-committees (consisting of such members of the Society as the executive thinks fit) the exercise of the functions of the executive as are specified in the instrument, other than:

(a) this power of delegation; and

(b) a function of the executive imposed on the executive by resolution of the Society in general meeting.

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

(3) The executive may, by instrument in writing, revoke wholly or in part any delegation under this rule.

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

## **25. Voting and decisions**

(1) Questions arising at a meeting of the executive or of any sub-committee appointed by the executive shall be resolved by a majority of the votes of members of the executive or subcommittee present at the meeting.

(2) Each person present at the meeting of the executive or any sub-committee appointed by the executive (including the person presiding at the meeting) is entitled to 1 vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(3) Subject to sub-rule 23 (2), the executive may act notwithstanding any vacancy on the executive.

(4) Any act or thing done or suffered, by the executive or by a sub-committee appointed by the executive, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member or the executive or subcommittee.

## **PART IV—GENERAL MEETINGS**

### **26. Annual general meetings—holding of**

(1) The Society shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the Society, convene an annual general meeting of its members.

(2) The 2004 annual general meeting shall be held in Canberra and subsequent annual general meetings of the Society shall normally alternate between Canberra and Sydney.

(3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Director-General under section 26 (3) of the Act.

**27. Annual general meetings—calling of and business at**

(1) The annual general meeting of the Society shall, subject to the Act and to rule 26 be convened on such place, date and time as decided at the general meeting of the previous year.

(2) In addition to any other business which may be transacted at an annual general meeting, the business of an 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 executive reports on the activities of the Society during the last preceding financial year;

(c) to elect members of the executive, including office bearers; and (d) to receive and consider the statement of accounts.

(3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 26.

(4) An annual general meeting shall be conducted in accordance with the provision of this Part.

**28. General meetings—calling of**

(1) The date and place of any ordinary general meeting shall be resolved at the annual general meeting.

(2) The executive may, whenever it thinks fit, call a general meeting of the Society.

(3) The executive shall, on the requisition in writing of not less than 3 members, convene a general meeting of the Society.

(4) A requisition of members for a general meeting:

(a) shall state the purpose or purposes of the meeting;

(b) shall be signed by the members making the requisition;

(c) shall be lodged with the secretary; and

(d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.

(5) If the executive fails to convene a general meeting within 1 month after the date on which a requisition of members is lodged with the secretary, any 1 or more of the members who made the requisition may convene a general meeting to be held no later than 3 months after that date.

(6) A general meeting convened by a member or members referred to in sub-rule (5) shall be convened as nearly as practicable in the same manner as general meetings are convened by the executive and any member who thereby incurs expense is entitled to be reimbursed by the Society for any reasonable expense so incurred.

**29. Notice**

(1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at that member's address appearing in the register of members, a note specifying the place, date and time of the meeting and the nature of business proposed to be transacted at the meeting.

(2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member specifying, in addition to the matter required under sub-rule (1), the intention to propose the resolution as a special resolution.

(3) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

### **30. General meetings—procedure and quorum**

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

(2) Eight members present in person, being members entitled under these rules to vote at a general meeting, constitute a quorum for the transaction of the business of a general meeting, except for a special general meeting called under rule 46 (1).

(3) If within a reasonable time after the appointed time for a general meeting a quorum is not present, the meeting shall be adjourned to a place and time specified by the person presiding at the meeting or communicated by written notice to the members given before the day to which the meeting is adjourned.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than five) shall constitute a quorum.

### **31. Presiding member**

(1) The president or, in the absence of the president, the vice-president, shall preside at each general meeting of the Society.

(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 at the meeting.

### **32. Adjournment**

(1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of the business to be transacted at that meeting

(3) Except as provided in sub-rules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **33. Making of decisions**

(1) A question arising at a general meeting of the Society shall be resolved on a show of hands and, unless before or on declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried unanimously, or carried by a particular majority or lost, or an entry to that effect in the minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(2) At a general meeting of the Society, a poll may be demanded by the person presiding or by not less than 3 members present at the meeting.

(3) Where a poll is demanded at a general meeting, the poll shall be taken:

(a) immediately in the case of a poll which relates to the election of a person to preside at the meeting or to the question of an adjournment; or

(b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

### **34. Special resolution**

(1) The following matters require the approval of a special resolution by a properly constituted meeting of the Society in order to be put into effect:

- (a) alterations to the Constitution,
  - (b) determination of an appeal by a disciplined member,
  - (c) dissolution of the Society and the disposition of any funds remaining in the Society's accounts,
  - (d) any other matter which the executive determines is of sufficient moment as to require approval of a special resolution for it to be adopted.
- (2) A resolution of the Society is a special resolution:
- (a) if it is passed by a majority which comprises at least three-quarters of such membership as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
  - (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a) if the resolution is passed in a manner specified by the Commissioner.

### **35. Voting**

- (1) A voting member is a member of any class of membership other than a corporate member.
- (2) Subject to sub-rule (5), upon any question arising at a general meeting of the Society a member has 1 vote only.
- (3) All votes shall be given personally or by proxy but no member may hold more than 2 proxies in respect of any one motion.
- (4) Voting by proxy shall be allowed in respect of the following matters only
  - (a) alterations to the Constitution,
  - (b) matters concerning membership of the CSA and in particular the matter of expulsion from the Society,
  - (c) the disciplining of members and the rights of appeal that are consequent on such action,
  - (d) the removal of executive members,
  - (e) the dissolution of the Society and the dispersal of any funds,
  - (f) determining a special resolution.
- (5) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (6) A member is not entitled to vote at any general meeting of the Society unless all money due and payable by the member to the Society has been paid, other than the amount of annual subscription payable in respect of the then current financial year.

### **36. Appointment of proxies**

- (1) Each member is entitled to appoint another member as proxy by notice to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

## **PART V—MISCELLANEOUS**

### **37. Insurance**

The Society may effect and maintain insurance.

### **38. Funds—source**

- (1) The funds of the Society shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Society in general meeting, such other sources as the executive determines.
- (2) All monies received by the Society shall be deposited as soon as practical and without deduction to the credit of the Society's bank account

(3) The Society shall, as soon as practicable after receiving any money, issue an appropriate receipt.

#### **39. Funds—management**

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

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

#### **40. Alteration of objects and rules**

Neither the objects of the Society referred to in 1 (4) nor these rules shall be altered except by resolution at an annual general meeting. Not less than 21 days' notice must be given in writing to each voting member of the proposed amendment.

#### **41. Common seal — Society logo**

The common seal of the Society shall not be fixed to any instrument except by the authority of the executive attested by the signatures either of 2 members of the executive or of 1 member of the executive and of the public officer or secretary.

#### **42. World Carillon Federation**

(1) The president of the Society shall be the Society's delegate to the World Carillon Federation.

(2) The President may, at his or her sole discretion, appoint a deputy to represent him or her at meetings of the World Carillon Federation.

#### **43. Custody of books**

Subject to these rules, the secretary shall keep in his or her possession or under his or her control all records, books, and other documents relating to the Society.

#### **44. Inspection of books**

The records, books and other documents of the Society shall be open to inspection, free of charge, by a member of the association at any reasonable hour.

#### **45. Service of notice**

For the purpose of these rules, a notice may be served by or on behalf of the Society upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

#### **46. Dissolution**

(1) A motion to dissolve the Society must be considered by a special general meeting called specifically to deal with that motion.

(2) Notice of such a meeting shall be given in writing to all members, including corporate members, at least 1 calendar month before the date of the meeting.

(3) A quorum at a meeting called under sub-rule (1) shall be not less than 75% of the members of the Society entitled to vote.

(4) The Society may be dissolved by a resolution approved by a minimum of three-quarters of the members present, or represented by a proxy, and voting at that meeting.

(5) The surplus funds and assets of the Society shall, after all debts and liabilities have been paid, vest in another association, a fund, authority or institution nominated by the Society and permitted under the Act to receive such funds and assets.

**APPENDIX 1 (Sub-rule 4. (1))**

**APPLICATION FOR MEMBERSHIP OF THE  
CARILLON SOCIETY OF AUSTRALIA INCORPORATED**  
(incorporated under the *Associations Incorporation Act 1984*)

I, .....

*(full name of applicant)*

of .....

*(address)*

hereby apply to become a member of the Carillon Society of Australia Incorporated.

*(Indicate class of membership applied for:)*

Carillonist member

Student member

Associate member

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

.....

*(Signature of applicant)*

Date .....

I, .....

*(full name)*

a member of the Society, nominate the applicant, who is personally known to me, for the membership of the Society.

.....

*(Signature of proposer)*

Date .....

I, .....

*(full name)*

a member of the Society, second the nomination of the applicant, who is personally known to me, for membership of the Society.

.....

*(Signature of seconder)*

Date .....

**APPENDIX 2 (Sub-rule 36. (2))**

**FORM OF APPOINTMENT OF PROXY**  
**CARILLON SOCIETY OF AUSTRALIA INCORPORATED**  
(incorporated under the *Associations Incorporation Act 1984*)

I.....of.....  
(full name) (address)

being a member of *The Carillon Society of Australia Incorporated*  
hereby appoint.....of.....  
(full name of proxy) (address)

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

.....day of.....  
(month and year)

and at any adjournment of that meeting.

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

\* *To be inserted if desired.*

.....  
(Signature of member appointing proxy)

Date.....

NOTE: A proxy vote may not be given to a person who is not a member of the Carillon Society of Australia Incorporated.



**Record of amendments**

<i>Clause</i>	<i>Date amended</i>
1 Interpretation. ....	21 January 2009
13 Right of appeal of disciplined members .....	21 January 2009
34 Special resolution .....	21 January 2009
35 Voting .....	21 January 2009
36 Appointment of proxies .....	21 January 2009
46 Dissolution .....	21 January 2009
Appendix 2 Form of appointment of proxy .....	21 January 2009
1 Interpretation .....	23 December 2009
8 Register of members .....	23 December 2009