

CONSTITUTION

*as amended at the Annual
General Meeting
21 November 2007*

Institute of Public Administration Australia Northern Territory Division Inc

*An Association
incorporated under
the
Associations Act (NT)*

**Including the objects and purposes and rules of the Association
within the meaning of the *Associations Act (NT)***

CONSTITUTION

Institute of Public Administration Australia Northern Territory Division Inc

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CONSTITUTION

INSTITUTE OF PUBLIC ADMINISTRATION AUSTRALIA NT DIVISION INC

PART I - PRELIMINARY

1. NAME

The name of the Association is the INSTITUTE OF PUBLIC ADMINISTRATION AUSTRALIA NORTHERN TERRITORY DIVISION INC.

2. RECITALS

Institute of Public Administration Australia NT Division Inc, hereinafter referred to as IPAA NT, is an Association duly incorporated under the Associations Act (NT) and is:

- 2.1 Established on a non-profit basis to represent and promote the interests of its members.

3. OBJECTS and PURPOSES

The objects and purposes of the Association are:

- 3.1 The promotion of the study of Public Administration.
- 3.2 The development of the Public Services as a recognised profession.

In pursuance of these objects the Division shall endeavour:

- 3.3 To maintain the high ideals and traditions of the Public Services;
- 3.4 To promote the study of:
- (a) the vocational or professional practice of Public Administration;
 - (b) the machinery necessary for the efficient day-by-day practice of Public Administration;
and
 - (c) historical, economic and political science, with special reference to Public Administration and constitutional law and practice;
- 3.5 To facilitate the exchange of information on administrative and related questions, with a view to the increased efficiency of the Public Services, to the creation of a well-informed public opinion concerning those services, to provide opportunities for the acquisition and dissemination of useful information concerning the Public Services of Australia and of other countries, and to develop the techniques of administration;
- 3.6 To give expression to the considered view of the Public Services, on questions of public duty and professional etiquette;

- 3.7 To promote good relations between the members of the different branches of the Public Services and to encourage interest in their profession, and to this end to establish central facilities for study and social interaction;
- 3.8 To keep the members and the public informed by means of lectures and publications as to the functions, aims and utility of the Public Services;
- 3.9 To publish alone or in co-operation with the Institute of Public Administration Australia National Council or other organisations a Journal and other publications in the field of Public Administration;
- 3.10 To co-operate with any other organisations to promote the objects of the Division and in particular to be a member of the Institute of Public Administration Australia.
- 3.11 To do all things as may be necessary for the attainment of the objectives of the IPAA NT.

4. NUMBER of MEMBERS

Membership of the Association shall be comprised of Members, Associates, Fellows or Honorary Members.

IPAA NT must have at least fifteen (15) members.

PART II – POWERS of ASSOCIATION

5. POWERS

- 5.1 For achieving its objects and purposes, IPAA NT has the powers conferred by sections 11 and 13 of the Act.
- 5.2 Subject to the Act, IPAA NT may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –
 - (a) acquire, hold and dispose of real property or personal property;
 - (b) open and operate accounts with financial institutions;
 - (c) invest its money in any security in which trust monies may lawfully be invested;
 - (d) raise and borrow money on the terms and in the manner it considers appropriate;
 - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
 - (f) appoint agents to transact business on its behalf; and
 - (g) enter into any other contract it considers necessary or desirable.

- 5.3 To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

6. EFFECT of CONSTITUTION

This constitution binds every member and the Committee to the same extent as if every member and the Committee had signed and sealed this Constitution and agreed to be bound by it.

If there is any inconsistency between this Constitution and the Act, the Act prevails.

7. AMENDMENTS to the CONSTITUTION

- 7.1 IPAA NT may alter this Constitution by special resolution but not otherwise.
- 7.2 If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.

PART III – MEMBERS

8. APPLICATION for MEMBERSHIP

- 8.1 To apply to become a member of IPAA NT a person must submit a written application for membership to the Committee in a form approved by the Committee.
- 8.2 Membership of IPAA NT shall be within the following classes of membership :-
- (a) **IPAA NT Membership** shall be open to all individuals who are Australian citizens or permanent residents of Australia, whose permanent place of residence is in the Northern Territory and who subscribes to the objects of the Division.
 - (b) **Young Professionals Network (YPN) Membership** is open to individuals who are Australian citizens or permanent residents of Australia, whose permanent place of residence is in the Northern Territory and who subscribes to the objects of the Division.
 - (c) **Fellows, Associates or Honorary Members** of IPAA NT or another division of IPAA recognised by the Committee as transferees to the Division.

9. APPROVAL of COMMITTEE

- 9.1 The Committee must consider any application made under clause 8 at the next available committee meeting and must accept or reject the application at that meeting or the next.
- 9.2 If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.

- 9.3 If an applicant gives notice of an appeal against the rejection of his or her application, the Committee must reconsider the application at the next committee meeting after receipt of the notice of appeal.
- 9.4 If after reconsidering an application the Committee reaffirms its decision to reject the application, the decision is final.

10. FEES

10.1 Joining Fee

- (a) If an application for membership is approved by the Committee, the applicant becomes a member on payment of the joining fee.
- (b) The joining fee is either –
- (i) a pro rata annual fee based on the remaining part of the financial year ; or
 - (ii) the amount determined from time to time by resolution at a general meeting.

10.2 Annual membership Fee

- (a) The annual membership fee is the amount determined from time to time by resolution at a general meeting to take effect from the first day of the financial year next.
- (b) Each member must pay the annual membership fee to the Treasurer by the first day of each financial year or another date determined by the Committee from time to time.
- (c) A member whose subscription is not paid within 3 months after the due date ceases to be a member unless the Committee determines otherwise.

10.3 Young Professionals Network Membership Fee

- (a) The Young Professionals Network membership fee is the amount determined from time to time by the YPN Committee to take effect from the first day of the financial year next.
- (b) Each member must pay the annual membership fee to the Treasurer by the first day of each financial year or another date determined by the Committee from time to time.
- (c) A member whose subscription is not paid within 3 months after the due date ceases to be a member unless the Committee determines otherwise.

11. GENERAL

- 11.1 A right, privilege, or obligation of an individual by virtue of their membership of the Association:
- (a) is not capable of being transferred or transmitted to another individual; and

(b) terminates upon the cessation of membership, whether by death, resignation or otherwise.

11.2 Each financial member is entitled to have a proxy act on their behalf. The proxy, also a financial member, is appointed to act under the prescribed form dated and signed by the member.

11.3 All members or affiliated members shall conduct their affairs in a manner consistent with the objects of the Committee.

11.4 No member of the Committee shall be liable to contribute towards the payment of the liabilities of the Committee upon the winding up of the Association.

11.5 YPN Members rights are only within the realms of the YPN Terms of Reference.

12. VOTING

12.1 Annual General Meeting

(a) Voting shall be upon the basis of only one vote for each member.

(b) All Official and Proxy Delegates shall be current members of IPAA NT.

(c) YPN Members, unless also an IPAA NT member, do not have voting rights at the Annual General Meeting.

(d) A member is not eligible to vote until 10 working days after his or her application has been accepted.

13. NOTICES

The Secretary must give all members notice of general meetings and special resolutions in the manner and time prescribed by this Constitution.

14. ACCESS to INFORMATION on IPAA NT

The following must be available for inspection by members:

(a) a copy of this Constitution;

(b) minutes of general meetings;

(c) annual reports and annual financial reports.

15. RAISING GRIEVANCES and COMPLAINTS

15.1 A member may raise a grievance or complaint about a committee member, the Committee or another member of the Association.

15.2 The grievance or complaint must be dealt with by the procedures set out in Part 8.

16. ASSOCIATES, FELLOWS or HONORARY MEMBERS

An associate, fellow or honorary member must not vote but may have other rights as determined by the Committee or by resolution at a general meeting.

17. TERMINATION of MEMBERSHIP

Membership ceases if:

17.1 A notice of resignation addressed and posted to IPAA NT or given personally to the Secretary or another committee member;

17.2 Non-payment of the annual membership fee within the time allowed under clause 10; or

17.3 Expulsion in accordance with clause 19.

18. DEATH of MEMBER or WHEREABOUTS UNKNOWN

If a member dies or the whereabouts of a member are unknown for a period of three consecutive months, the Committee must cancel the member's membership.

19. SUSPENSION or EXPULSION of MEMBERS

19.1 If the Committee considers that a member should be suspended or expelled because his or her conduct is detrimental to the interests of IPAA NT, the Committee must give notice of the proposed suspension or expulsion to the member.

19.2 The notice must –

(a) be in writing and include –

(i) the time, date and place of the committee meeting at which the question of that suspension or expulsion will be decided; and

(ii) the particulars of the conduct; and

(b) be given to the member not less than 30 days before the date of the committee meeting referred to in paragraph (a)(i).

19.3 At the meeting, the Committee must afford the member a reasonable opportunity to be heard or to make representations in writing.

19.4 The Committee may suspend or expel or decline to suspend or expel the member from IPAA NT and must give written notice of the decision and the reason for it to the member.

19.5 Subject to clause 20, the decision to suspend or expel a member takes effect 14 days after the day on which notice of the decision is given to the member.

20. APPEALS AGAINST SUSPENSION or EXPULSION

20.1 A member who is suspended or expelled under clause 19 may appeal against that suspension or expulsion by giving notice to the Secretary within 14 days after receipt of the Committee's decision.

20.2 The appeal must be considered at a general meeting of IPAA NT and the member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.

20.3 The members present at the general meeting must, by resolution, either confirm or set aside the decision of the Committee to suspend or expel the member.

20.4 The member is not suspended or does not cease to be a member until the decision of the Committee to suspend or expel him or her is confirmed by a resolution of the members.

PART IV – MANAGEMENT COMMITTEE

21. ROLE and POWERS

21.1 The business of the IPAA NT must be managed by or under the direction of a Management Committee.

21.2 The Committee may exercise all the powers of IPAA NT except those matters that the Act or this Constitution requires IPAA NT to determine through a general meeting of members.

21.3 The Committee may appoint and remove paid staff.

21.4 The Committee may establish one or more subcommittees consisting of the members of IPAA NT the Committee considers appropriate, including;

- (a) Alice Springs Subcommittee,
- (b) Events Subcommittee; and
- (c) Young Professionals Network Subcommittee

22. COMPOSITION of COMMITTEE

22.1 The Management Committee consists of –

- (a) a President;

- (b) a Vice President;
- (c) a Secretary
- (d) a Treasurer;
- (e) a Public Officer
- (f) an Alice Springs Co-ordinator
- (g) a YPN President;
- (h) a YPN Vice President; and
- (i) six (6) other elected members

22.2 Unless elected directly as a separate office holder, the Committee must appoint one committee member to be IPAA NT's Public Officer.

23. DELEGATION

23.1 The Committee may delegate to a subcommittee or staff any of its powers and functions other than –

- (a) this power of delegation; or
- (b) a duty imposed on the Committee by the Act or any other law.

23.2 The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

23.3 The Committee may, in writing, revoke wholly or in part the delegation.

24. ELIGIBILITY of COMMITTEE MEMBERS

24.1 A committee member must be a member who is 18 years or over.

24.2 Committee members must be elected to the Committee at an annual general meeting or appointed under clause 31.

25. NOMINATIONS for ELECTION to COMMITTEE

25.1 A member is not eligible for election to the Committee unless the Secretary receives a written nomination for that member by another member not less than 7 days before the date of the next annual general meeting.

25.2 The nomination must be signed by –

- (a) the nominator and a seconder; and

(b) the nominee to signify his or her willingness to stand for election.

25.3 A person who is eligible for election or re-election under this clause may –

(a) propose or second himself or herself for election or re-election; and

(b) vote for himself or herself.

26. RETIREMENT of COMMITTEE MEMBER

26.1 A committee member holds office until the next annual general meeting unless the member vacates the office under clause 29 or is removed under clause 30.

26.2 Subject to subclause 26.3, at an annual general meeting the office of each committee member becomes vacant and elections for a new Committee must be held.

26.3 The President of the outgoing Committee must preside at the annual general meeting until a new member is elected as President.

26.4 Members may serve consecutive terms on the Committee unless otherwise provided in the Constitution.

27. ELECTION by DEFAULT

27.1 If the number of persons nominated for election to the Committee under clause 25 does not exceed the number of vacancies to be filled, the President must declare the persons to be duly elected as members of the Committee at the annual general meeting.

27.2 If vacancies remain on the Committee after the declaration under subclause 27.1, additional nominations of the committee members may be accepted from the floor of the annual general meeting.

27.3 If the nominations from the floor do not exceed the number of remaining vacancies, the President must declare those persons to be duly elected as members of the Committee.

27.4 If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Committee in accordance with clause 31.

28. ELECTION by BALLOT

28.1 If the number of nominations exceeds the number of vacancies on the Committee, ballots for those positions must be conducted.

28.2 The ballot must be conducted in a manner determined from time to time by resolution at a general meeting.

28.3 The members chosen by ballot must be declared by the President to be duly elected as members of the Committee.

29. VACATING OFFICE

The office of a committee member becomes vacant if -

- (a) the member –
 - (i) is disqualified from being a committee member under section 30 or 40 of the Act;
 - (ii) resigns by giving written notice to the Committee;
 - (iii) dies or is rendered permanently incapable of performing the duties of office by mental or physical ill-health;
 - (iv) ceases to be a resident of the Territory; or
 - (v) ceases to be a member of IPAA NT;

- (b) the member is absent from more than –
 - (i) 3 consecutive committee meetings; or
 - (ii) 3 committee meetings in the same financial year without tendering an apology to the President;of which meetings the member received notice and the Committee has resolved to declare the office vacant.

30. REMOVAL of COMMITTEE MEMBER

30.1 The Association, through a special general meeting of members, may remove any committee member before the member's term of office ends.

30.2 If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

31. FILING of CASUAL VACANCY on COMMITTEE

31.1 Should there be a casual vacancy in the position of President, the Vice President shall become President, or in the event of his or her unavailability the Treasurer, or in the event of their unavailability the Secretary shall become President.

31.2 In the event of any other casual vacancy on the Committee or if the position of Public Officer becomes vacant, the Committee shall appoint a replacement from among the financial members.

31.3 The Committee shall appoint a person who is a resident of the Northern Territory as Public Officer within fourteen (14) days of the position becoming vacant.

32. DUTIES of ELECTED OFFICERS

32.1 *Collective responsibility of Committee*

- (a) As soon as practicable after being elected to the Committee, each committee member must become familiar with the Act and regulations made under the Act.
- (b) The Committee is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.

32.2 *President and Vice-President*

- (a) Subject to subclauses (b) and (c), the President must preside at all general meetings and committee meetings.
- (b) If the President is absent from a meeting, the Vice-President must preside at the meeting.
- (c) If the President and the Vice-President are both absent, the presiding member for that meeting must be –
 - (i) a member elected by the other members present if it is a general meeting; or
 - (ii) a committee member elected by the other committee members present if it is a committee meeting.

32.3 *Secretary*

The Secretary must –

- (a) coordinate the correspondence of the Committee;
- (b) ensure minutes of all proceedings of general meetings and of committee meetings are kept in accordance with section 38 of the Act;
- (c) maintain the register of members in accordance with section 34 of the Act;
- (d) unless the Committee resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Association, other than those required by clause 32.4(e) to be in the custody of the Treasurer; and
- (e) perform any other duties imposed by this Constitution on the Secretary.

32.4 *Treasurer*

- (a) The Treasurer must –
 - (i) ensure that all money due to IPAA is collected and received;
 - (ii) ensure that all payments authorised by the IPAA are made;
 - (iii) ensure cheques are signed by him or her and at least one other committee member, or by any 2 other committee members authorised by the Committee.

- (b) The Treasurer must ensure the accounting records of IPAA are kept in accordance with section 41 of the Act.
- (c) The Treasurer must coordinate the preparation of the IPAA's annual statement of accounts.
- (d) If directed to do so by the President, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.
- (e) The Treasurer has custody of all securities, books and documents of a financial nature and accounting records of IPAA unless the Committee resolve otherwise at a general meeting.
- (f) The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

32.5 *Public officer*

- (a) The public officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28 and 45 of the Act.
- (b) The public officer must keep a current copy of the Constitution of the Association.
- (c) The public officer must keep a current copy of the YPN Subcommittee's Terms of Reference.

32.6 *Young Professional Network President and Vice President*

- (a) The YPN President and Vice President represent the YPN subcommittee's interest on the Committee.
- (b) If directed to do so by the President, or Committee, YPN is to carry out duties as directed.
- (c) Specific duties of the YPN President and YPN Vice President are held within the YPN Subcommittee's Terms of Reference.

32.7 *Alice Springs Co-ordinator*

- (a) The Alice Springs Co-ordinator represents the Alice Spring subcommittee's interest on the Committee.
- (b) If directed to do so by the President, or Committee, the Alice Springs Co-ordinator is to carry out duties as directed.

PART V –MANAGEMENT COMMITTEE MEETINGS

33. FREQUENCY and CALLING of MEETINGS

- 33.1 The Committee must meet together for the conduct of business not less than 4 times in each financial year unless otherwise provided in the constitution.
- 33.2 Special meetings of the Committee may be called by the President or by any four of its members.
- 33.3 A special meeting may be convened to deal with an appeal under clause 20.

34 VOTING and DECISION MAKING

- 34.1 Each committee member present at the meeting has a deliberative vote.
- 34.2 A question arising at a committee meeting must be decided by a majority of votes.
- 34.3 If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberative vote.

35. QUORUM

For a committee meeting six members constitute a quorum. For an Annual General Meeting fifteen members constitute a quorum.

36. PROCEDURE and ORDER OF BUSINESS

- 36.1 The procedure to be followed at a committee meeting must be determined from time to time by the Committee.
- 36.2 The order of business may be determined by the members present at the meeting.
- 36.3 Only the business for which the meeting is convened may be considered at a special meeting.

37. DISCLOSURE of INTEREST

- 37.1 A committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with IPAA must disclose the nature and extent of the interest to the Committee in accordance with section 31 of the Act.
- 37.2 The Secretary must record the disclosure in the minutes of the meeting.
- 37.3 The President must ensure a committee member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

PART VI – GENERAL MEETINGS

38. CONVENING GENERAL MEETINGS

38.1 IPAA must hold all annual general meetings within 5 months after the end of the financial year or by 30th November of each year.

38.2 The Committee –

- (a) may at any time convene a special general meeting;
- (b) must, within 30 days after the Secretary receives a notice under clause 20.1, convene a special general meeting to deal with the appeal to which the notice relates; and
- (c) must, within 30 days after it receives a request under clause 39.1, convene a special general meeting for the purpose specified in that request.

39. SPECIAL GENERAL MEETING

39.1 Four members out of the six members constituting a quorum for a general meeting may make a written request to the Committee for a special general meeting.

39.2 The request must –

- (a) state the purpose of the special general meeting; and
- (b) be signed by the members making the request.

39.3 If the Committee fails to convene a special general meeting within the time allowed –

- (a) for clause 38.2 (b) – the appeal against the decision of the Committee is upheld; and
- (b) for clause 38.2(c) – the members who made the request may convene a special general meeting as if they were the Committee.

39.4 If a special general meeting is convened under subclause 39.3(b), IPAA must meet any reasonable expenses of convening and holding the special general meeting.

39.5 The Secretary must give to all members not less than 21 days notice of a special general meeting.

39.6 The notice must specify –

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

40. ANNUAL GENERAL MEETING

40.1 The Secretary must give to all members not less than 30 days notice of an annual general meeting.

40.2 The notice must specify –

- (a) when and where the meeting is to be held; and
- (b) the particulars of and the order in which business is to be transacted.

40.3 The order of business for each annual general meeting is as follows:

- (a) first – the consideration of the accounts and reports of the Committee;
- (b) second – the election of new committee members;
- (c) third – any other business requiring consideration by IPAA at the meeting.

41. SPECIAL RESOLUTIONS

41.1 A special resolution may be moved at any general meeting of the Association.

41.2 The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed.

41.3 The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

42. NOTICE of MEETINGS

42.1 The Secretary must give a notice under this Part by –

- (a) serving it on a member personally; or
- (b) sending it by post to a member at the address of the member appearing in the register of members.

42.2 If a notice is sent by post under subclause 42.1(b), sending of the notice is taken to have been properly effected if the notice is addressed and posted to the member by ordinary prepaid mail.

43. QUORUM at GENERAL MEETING

At a general meeting, the number or the proportion of members present in person specified in the clause 35 constitutes a quorum.

44. LACK of QUORUM

- 44.1 If within 30 minutes after the time specified in the notice for the holding of a general meeting a quorum is not present –
- (a) for an annual general meeting or special general meeting convened under clause 38.2(a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
 - (b) for a meeting convened under clause 38.2(b) – the members who are present in person or by proxy may proceed with hearing the appeal for which the meeting is convened; or
 - (c) for a meeting convened under clause 38.2(c) – the meeting lapses.
- 44.2 If within 30 minutes after the time appointed by subclause (1)(a) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may proceed with the business of that general meeting as if a quorum were present.
- 44.3 The President may, with the consent of a general meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that general meeting from time to time and from place to place.
- 44.4 There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 44.5 If a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

45. VOTING

- 45.1 Subject to clauses 12(1) and 16, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.
- 45.2 At a general meeting –
- (a) an ordinary resolution put to the vote is decided by a majority of votes made in person or by proxy; and
 - (b) a special resolution put to the vote is passed if three-quarters of the members who are present in person or by proxy vote in favour of the resolution.
- 45.3 A poll may be demanded by the President or by 3 or more members present in person or by proxy.
- 45.4 If demanded, a poll must be taken immediately and in the manner the President directs.

46. PROXIES

A member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any general meeting.

PART VII – FINANCIAL MANAGEMENT

47. FINANCIAL YEAR

The Financial Year of the Association shall commence on the 1st day of July on any one financial year and expire on the 30th day of June of the following year. The Financial Year shall conclude on 30 June of each year, and an audited financial statement will be presented to the next ensuing Annual General Meeting.

48. FUNDS and ACCOUNTS

48.1 IPAA must open an account with a financial institution from which all expenditure of the IPAA is made and into which all of IPAA's revenue is deposited.

48.2 Subject to any restrictions imposed by IPAA at a general meeting, the Committee may approve expenditure on behalf of IPAA within the limits of the budget.

48.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.

48.4 All funds of the Association must be deposited into the financial account of the Association as soon as practicable after that day.

48.5 With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

49. ACCOUNTS and AUDITS

The responsibility of the Committee under clause 32.1(b) for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to –

- (a) the keeping of accounting records;
- (b) the preparation and presentation of IPAA's annual statement of accounts; and
- (c) the auditing of the IPAA's accounts.

PART VIII – GRIEVANCE and DISPUTES

50. GRIEVANCE and DISPUTES PROCEDURES

50.1 This clause applies to disputes between –

- (a) a member and another member; or
- (b) a member and the Committee.

50.2 Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.

50.3 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 after the meeting, hold another meeting in the presence of a mediator.

50.4 The mediator must be –

- (a) a person chosen by agreement between the parties; or
- (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Committee; or
 - (ii) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.

50.5 A member of IPAA can be a mediator.

50.6 The mediator cannot be a party to the dispute.

50.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

50.8 The mediator, in conducting the mediation, must –

- (a) give the parties to the mediation process every opportunity to be heard;
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.

50.9 The mediator must not determine the dispute.

50.10 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.

PART IX – MISCELLANEOUS

51. COMMON SEAL

- 51.1 The common seal of IPAA must not be used without the express authority of the Committee and every use of that common seal must be recorded by the Secretary.
- 51.2 The affixing of the common seal of IPAA must be witnessed by any 2 of the following:
- (a) the President;
 - (b) the Secretary;
 - (c) the Treasurer.
- 51.3 The common seal of IPAA must be kept in the custody of the Secretary or another person the Committee from time to time decides.

52. DISTRIBUTION of SURPLUS ASSETS on WINDING UP

- 52.1 If on the winding up or dissolution of the IPAA, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.
- 52.2 The surplus assets must be given or transferred to another association incorporated under the Act that –
- (a) has similar objects or purposes;
 - (b) is not carried on for profit or gain to its individual members; and
 - (c) is determined by resolution of the members.

PART X - APPENDIX

DEFINITIONS

For the purposes of this Constitution, unless the contrary intention appears:

“Act” means the *Associations Act 2003 (NT)* and regulations made under that Act.

“Annual general meeting” means a general meeting of the members of the Association as provided for in clause 40.

“Committee” means the Management Committee of the Association as referred to in clause 22.

“Committee member” means the members of the Committee as referred to in clauses 22 and 32.

“Financial” member means a member who or which has paid the subscription referred to in clause 10.

"Financial year" means the period from 1 July to 30 June.

"General meeting" means a meeting of the members of the Association convened in accordance with clause 38 and, where that term is used without qualification, refers to both annual general meetings and special general meetings.

"Office Bearer" means a member of the Management Committee as referred to in clause 22.

"President" means the President of the Committee as referred to in clause 22.

"Public Officer" means the Public Officer of the Committee as referred to in clause 22.

"Secretary" means the Secretary of the Committee as referred to in clause 22.

"Special general meeting" means a general meeting of members of the Association as provided for in clause 39.

"Treasurer" means the Treasurer of the Committee as referred to in clause 22.

"Vice-President" means the Vice-President of the Committee as referred to in clause 22.