
Adopted: February 2020

THE CONSTITUTION OF RICHMOND PLAYERS INCORPORATED

I PRELIMINARY

1. THE NAME OF THE ASSOCIATION

The name of the Association shall be

RICHMOND PLAYERS INCORPORATED,

being the entity associated with ABN # 87 221 742 246 and
Incorporation Registration #Y2329622 in NSW.

2. INTERPRETATION

(1) In this constitution, except in so far as the context or subject matter otherwise indicates or requires:

"the Association" means Richmond Players Incorporated.

"financial member" means a person who has paid the annual membership fee within the previous twelve months.

"committee member" means a member of the committee who is either an office bearer of the association (rule 16(2)), or who has been appointed to the committee (rule 16(1(C))).

"member" means a person referred to in Clause 4 (1).

"membership period" means the period from 1st January each year terminating on 31st December each year

"voting rights" means the right of a member defined in Rule 4(1) (but excluding members defined in Rule 4(2)), to propose, second, speak to, or

vote upon motions at a properly convened General Meeting or Annual General Meeting of the Association, and also the right to nominate, second or vote in the election of an Office Bearer or Committee position. Voting rights within Committee meetings are limited to Committee members.

"secretary" means:

- (a) the person holding office under these rules as secretary of the Association, or
- (b) where no such person holds that office, the public officer of the Association.

"special general meeting" means a general meeting of the Association other than an annual general meeting.

"the Act" means the Associations Incorporation Act, 2009.

"the Regulation" means the Associations Incorporation Regulation, 2010.

- (2) In this constitution:
 - (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 duty, a reference to the performance of the duty.
- (3) The provisions of the Interpretation Act, 1987, apply to and in respect of this constitution in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

3. AIMS AND OBJECTIVES OF THE ASSOCIATION

The aims and objectives of the Association shall be:

- (a) to create and/or produce plays, musicals, revues and all other kinds of stage and theatre entertainment, and to stimulate public interest in culture and the art of the theatre, and
- (b) to educate and promote knowledge among the members of the Association in matters of stagecraft, acting, voice production and mime, and
- (c) to acquire, maintain and improve suitable premises for the purposes of the

Association by way of rental or other means, and

- (d) not carried on for the profit or gain of its individual members, and all profits will be returned to the Association for the furtherance of these aims and objectives.

II

MEMBERSHIP

4. CATEGORIES OF MEMBERSHIP AND VOTING RIGHTS

- (1) Those Members who have voting rights within the Association are financial members who are:
- (a) Life Members, as defined in section 5,
 - (b) Office Bearers, defined as people who have been elected to the roles listed in section 16,
 - (c) Committee Members, defined as people who have been elected to the committee in accordance with section 16,
 - (d) Financial members who have been accepted for membership being members who are not members under 4 (1) (a, b or c)
- (2) Members who do not have voting rights within the Association are Junior Members being members who are ordinary members aged under 18 years.
- (3) All members are welcome to attend any general meetings. Committee meetings are closed unless people are invited to present to the Committee on a particular topic or issue.

5. LIFE MEMBERSHIP

- (1) Life Membership may be conferred upon any member of the Association who has:
- (a) Held at least five years continuous membership of the Association.
 - (b) Demonstrated outstanding leadership, commitment, organisation, and an ability to provide the guidance and delegatory processes to

ensure continuance of their work.

- (2) Life Membership may only be conferred upon a member by a special resolution at a Special General Meeting or Annual General Meeting.
- (3) Nominations for Life Membership must be submitted in writing to the secretary and signed by a minimum of 5 financial members for consideration at a Committee meeting. It must be voted on and passed unanimously by all attending Committee members.

6. MEMBERSHIP FEES AND BENEFITS

- (1) A member of the Association shall upon admission pay an annual fee to be determined by the Committee.
- (2) The Committee may fix or alter the annual membership fee for each category of membership.
- (3) The Committee may specify any discount, concession or benefit arising from membership, including, but not limited to:
 - (a) Free entry
 - (b) Discounted Entry
 - (c) Receipt of a newsletter
 - (d) Preferential access to tickets and vary such benefits as it deems necessary.

7. MEMBERSHIP QUALIFICATIONS

A person is eligible to be a member of the Association if:

- (a) They have applied in writing for membership in the form determined by the committee
- (b) They have paid the membership application fee.

8. CESSATION OF MEMBERSHIP

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

- (a) dies,
- (b) resigns that membership,
- (c) is expelled from the Association, or
- (d) fails to renew their membership at the expiration of the membership period by not paying the annual fee required in Section 6 within one month of the expiration of the membership period.
- (e) Clause (d) above does not apply to Life Members.

9. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

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

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

10. RESIGNATION OF MEMBERSHIP

- (1) A member of the Association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the Association who has paid all amounts in respect of membership may resign from membership of the Association by first giving notice in writing to the Secretary of the member's intention to resign. Either at the subsequent committee meeting, or one month after such notice has been given (whichever is soonest) the member ceases to be a member.
- (3) Where a member of the Association ceases to be a member pursuant to clause (2) and in every other case where a member ceases to hold membership, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.
- (4) There is no entitlement to refund of any membership fee.

11. REGISTER OF MEMBERS

- (1) The Secretary of the Association shall establish and maintain a register of members of the Association specifying the name and address of each person who is a member of the Association together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the Association and shall be open for inspection, free of charge by any voting member of the Association at any reasonable hour.

12. MEMBERS LIABILITIES

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Rule 6 (1).

13. DISCIPLINING OF MEMBERS / RESOLUTION OF DISPUTES

- (1) Where the committee is of the opinion that a member of the Association:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association, the committee may, by resolution:
 - (i) expel the member from the Association, or
 - (ii) suspend the member from membership of the Association for a specified period.
- (2) A resolution of the committee, under clause (1) is of no effect unless the committee at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under clause (3), confirms the resolution in accordance with this rule.
- (3) Where the committee passes a resolution under clause (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 committee and the grounds on which it is based,

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- (b) stating that the member may address the committee 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,
 - (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 committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the committee held as referred to in clause (3), the committee shall:
- (a) give to the member an opportunity to make oral representations,
 - (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting, and
 - (c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the committee confirms a resolution under clause (4), the secretary shall within 7 days after that confirmation by notice in writing inform the member of the fact and of the member's right of appeal under Rule 14.
- (6) A resolution confirmed by the committee under clause (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 Association confirms the resolution pursuant to rule 14(4).
- (7) In a dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association:
- (a) The dispute is to be referred to a community justice centre for mediation under the Community Justice Centres Act 1983.
 - (b) If a dispute is not resolved by mediation within 3 months of the

referral to a community justice centre, the dispute is to be referred to arbitration.

14. RIGHT OF APPEAL OF A DISCIPLINED MEMBER

- (1) A member may appeal to the Association at a general meeting against a resolution of the committee, within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the secretary shall notify the Committee which shall convene a general meeting of the Association to be held within 21 days after the date on which the secretary, received the notice.
- (3) At a general meeting of the Association convened under clause (2);
 - (a) no business other than the question of the appeal shall be transacted,
 - (b) the committee and the member shall be given the opportunity to state their respective cases orally, or in writing, or both, and
 - (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

III

THE COMMITTEE

15. POWERS, ETC, OF COMMITTEE

The Committee shall be called the Committee of Management of the Association and, subject to the Act, the Regulation and these rules and any resolution passed by the Association in general meeting:

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

16. COMMITTEE AND OFFICE-BEARERS

- (1) The committee of the Association shall consist of:
 - (a) the office bearers of the Association, and
 - (b) up to six other members, each of whom shall be elected at the annual general meeting of the Association pursuant to Rule 17 and
 - (c) from whom four would be required to undertake one of the following duties:
 - (i) Health and Safety Coordinator
 - (ii) Costume Coordinator
 - (iii) Ticketing and Archiving Coordinator
 - (iv) Front of House Coordinator.
- (2) The office-bearers of the Association shall be:
 - (a) the Director,
 - (b) the President,

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- (c) 2 Vice-Presidents,
 - (d) the Treasurer,
 - (e) the Secretary,
 - (f) the Public Officer,
 - (g) the Minute Secretary, and
 - (h) the Publicity Officer
- (3) Each member of the committee 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 occurring in the membership of the committee, the committee may appoint a member to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting following the date of the appointment, section 17 (2) notwithstanding.
 - (5) Members of the management committee must disclose any interest in a matter that conflicts with their ability to perform their duties. They must not use their position or information acquired as a committee member dishonestly.

17 ELECTION OF OFFICE BEARERS AND COMMITTEE

- (1) Nominations of candidates for election as office bearers of the Association or for ordinary membership of the committee shall be made in writing (including by email or other electronic means) by any financial member of the Association, and seconded by another financial member at least 14 days prior to the Annual General Meeting. The names of the nominees are to be circulated the membership at least seven days prior to the Annual General Meeting.
- (2) A nomination for election is only valid if:
 - at least one of proposer or seconder is a member of the outgoing Committee,
 - the nominated person is a current financial member,
 - has been a financial member for a least one year and
 - consents to the nomination.
- (3) If insufficient nominations are received to fill all vacancies on the

committee, the candidates' nominations shall be deemed to be elected and further nominations shall be received at the annual general meeting.

- (4) If insufficient further nominations are received any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- (5) 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.
- (6) If the number of nominations received exceeds the number of vacancies to be filled a secret ballot shall be held.
- (7) The ballot for the election of office bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
- (8) A former committee member must ensure that all documents of the association in their possession are delivered to the public officer within 14 days of vacating office.

18. SECRETARY

- (1) The Secretary of the Association shall, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the committee,
 - (b) the names of the members of the committee present at a sub-committee meeting or a general meeting, and
 - (c) all proceedings at sub-committee meetings and general meetings.

19. TREASURER

It is the duty of the treasurer of the Association to ensure that:

- (a) all money due to the Association is collected and received and that all payments authorised by the Association are made,
- (b) correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditure connected with the activities of the Association,

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- (c) the books and accounts are lodged with a qualified person who is not an office-bearer of the Association at the end of each of the Association's financial years (1st January to 31st December) for the purpose of an audit,
 - (d) that a properly audited statement of receipts and payments be presented to the annual general meeting of the Association, and
 - (e) meets all reporting or disclosure obligations imposed by a regulatory authority.

20. CASUAL VACANCIES

For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies,
- (b) ceases to be a member of the Association,
- (c) becomes bankrupt
- (d) resigns office by notice in writing given to the secretary,
- (e) is removed from office under Rule 21,
- (f) becomes of unsound mind or is a person whose person or estate is liable to be dealt with in any way under the law relating to mental health, or
- (g) is absent without the consent of the committee from all meetings of the committee held during a continuous period of 3 months.

21. REMOVAL OF MEMBER

- (1) The association in a general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) Where a member of the committee to whom a proposed resolution referred to clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the secretary or the president may send a copy of the representations to each member of the Association or, if they are not so sent, the member is

entitled to require that the representations be read out at the meeting at which the resolution is considered.

22. MEETINGS AND QUORUM

- (1) The committee shall meet at least 8 times in each period of 12 months, at such place and time as the committee may determine.
- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) The requirements of Rule 28 regarding notice shall be observed.
- (4) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five members of the committee constitute a quorum for the transaction of the business of a meeting of the committee, so long as the five include three office holders of the Association as defined in Rule 16(2).
- (6) No business shall be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (7) At a meeting of the committee:
 - (a) the president or, in the president's absence, a vice-president shall preside, or
 - (b) if the president and the vice-presidents are absent or unwilling to act such, one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

23. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- (1) The committee may by motion (recorded in the minutes), delegate to one or more subcommittees (consisting of such member or members of the Association as the committee thinks fit) the exercise of such functions of

the committee as are specified in the instrument, other than:

- (a) this power of delegation,
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
 - (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof or as to time and circumstances, as may be specified in the instrument of delegation.
 - (4) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.
 - (5) 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 committee.
 - (6) The committee may by further motion (recorded in the minutes) revoke wholly or in part any delegation under this rule.
 - (7) A sub-committee may meet and adjourn as it thinks proper.
 - (8) The President and Treasurer are ex-officio members of any sub-committee.

24. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one 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 Rule 22(5), the committee may act notwithstanding any vacancy on the committee.

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- (4) Any act or thing done or suffered, or purporting to have been done or suffered by the committee or by a sub-committee appointed by the committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.
 - (5) Any question that requires a vote, with the exception of a disciplinary appeal under section 14, may, with the approval of the Committee, be conducted via a postal ballot.

IV GENERAL MEETINGS

25. ANNUAL GENERAL MEETINGS - HOLDING OF

- (1) The Association shall at least once in each calendar year convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting:
 - (a) within the period of 18 months after its incorporation under the Act, and
 - (b) within the period of 2 months after the expiration of the first financial year of the Association.
- (3) Clauses (1) and (2) have effect subject to any extension of permission granted under section 26(3) of the Act.

26. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

- (1) The annual general meeting of the Association shall, subject to the Act and to Rule 26, be convened on such date and at such place and time as the committee thinks fit.
- (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 special general meeting held since that meeting,
 - (b) to receive from the committee reports upon the activities of the Association during the last preceding financial year,

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- (c) to elect office bearers of the Association and ordinary members of the Committee, and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 26(6) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it.

27. SPECIAL GENERAL MEETINGS - CALLING OF

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The committee shall on the requisition in writing of not less than twelve financial members of the Association, convene a special general meeting of the Association.
- (3) A requisition of members for a special general meeting:
 - (a) shall state the purpose or purposes of the meeting,
 - (b) shall be signed by the members making the requisitions,
 - (c) shall be lodged with the secretary, and
 - (d) may consist of several documents in similar form each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

28. NOTICE

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the

secretary shall, at least 48 hours before the time fixed for the holding of a general meeting, cause to be sent to each member a notice specifying the place, date and time of the meeting, and the nature of the business proposed to be transacted at the meeting. Notice may be conveyed

- (a) personally,
 - (b) at the address appearing in the register of members,
 - (c) to an e-mail address established as current for that member.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, 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 in the manner provided in clause (1) specifying in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
 - (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except in the case of an annual general meeting, business which may be transacted pursuant to Rule 26(2).
 - (4) 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.
 - (5) Where a document is sent to a person by properly addressing, preparing and posting to a person a letter containing the document, the document shall, unless the contrary is provided, be deemed for the purpose of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of the post.

29. GENERAL MEETING PROCEDURE

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under Rule 22(5) to vote is present during the time meeting is considering that item.
- (2) If within half an hour after the appointed time for the commencement of the general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to

members given before the day to which the meeting is adjourned) at the same place.

30. PRESIDING MEMBER

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

31. ADJOURNMENT

- (1) The chairperson of 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 Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting,
- (3) Except as provided in clauses (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.

32. MAKING OF DECISIONS

- (1) A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or 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 the resolution.
- (2) At a general meeting of the Association, a poll (that is, a written ballot) may be demanded by the chairperson or by not less than three members present in the meeting or by proxy at the meeting.
- (3) Where a poll is demanded at a general meeting, it shall be taken:
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time as before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.
 - (c) The number of votes for and against the proposition will be recorded in the minutes.
 - (d) Will be (unless by unanimous consent of the meeting), be a secret ballot.

33. SPECIAL RESOLUTION

A resolution of the Association is a special resolution if:

- (a) it is passed by a majority which comprises not less than three-quarters of such members of the Association as, being entitled under these rules so to do, vote in person or by proxy, at a general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
- (b) may only be passed by the Association in accordance with section 39 of the Act.

34. VOTING

- (1) Upon any question arising at a general meeting of the Association a member has one vote only.
- (2) All votes shall be given personally or by proxy, but no member may hold more than five proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the Association unless the annual subscription due and payable by the member or proxy for that membership year has been paid.
- (5) A member is not entitled to vote at any general meeting of the association if the member is under 18 years of age.

35. APPOINTMENT OF PROXIES

Each member of the Association shall be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

IV

MISCELLANEOUS

36. INSURANCE

- (1) The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the Association may effect and maintain other insurance.

37. FUNDS - SOURCE

- (1) The funds of the Association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the committee determines.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

38. FUNDS - MANAGEMENT

- (1) The assets and income of the Association shall be applied solely in furtherance of the aims and objectives above- mentioned in Section (3), and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.
- (2) All cheques, drafts, bills of exchange, promissory notes, electronic funds transfers and other negotiable instruments shall be approved by any two of the following office bearers:
 - (a) the President
 - (b) the Treasurer,
 - (c) the Director, and/or
 - (d) one of the Vice Presidents

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- (3) An additional Investment Account, separate from any working account will be operated to receive such funds as the committee resolves to provide to it, and will be equally devoted to the aims and objectives of the Association as described in Section 3, and governed by both these rules and those that are set out in the Deed of Trust.
 - (4) Any single financial transaction above \$500 must be authorised by the Committee, unless it has been pre-approved as part of the budget.

39. PUBLIC FUND AND DEDUCTIBLE GIFT RECIPIENT STATUS

- (1) This section applies only in such case as the Association holds Deductible Gift Recipient (DGR) Status with the Australian Tax Office.
- (2) The Association will establish and maintain a public fund. Donations will be deposited into the public fund listed on the Register of Cultural Organisations. These monies will be kept separate from other funds of the Association and will only be used to further the principal purpose of the Association (as defined in Rule 3). Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- (3) Money, or the monetised value of gifts or property donated to the Public Fund will be credited to this fund, and the fund shall receive no other money or property.
- (4) The fund will be administered by a management committee or a subcommittee of the management committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of Richmond Players Incorporated.
- (5) No monies/assets in this fund will be distributed to members or office bearers of the Association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.
- (6) The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.
- (7) Receipts for gifts to the public fund must state:

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- (a) the name of the public fund and that the receipt is for a gift made to the public fund;
 - (b) the Australian Business Number of the company;
 - (c) the fact that the receipt is for a gift; and
 - (d) any other matter required to be included on the receipt pursuant to the requirements of the Income Tax Assessment Act 1997.

40. ALTERATION OF CONSTITUTION

This Constitution may be altered, rescinded or added to only by a special resolution of the Association in a general meeting.

41. CUSTODY OF BOOKS ETC

Except as otherwise provided by these rules, the public officer shall keep in his or her custody, or under his or her control all records, books and other documents relating to the Association.

42. INSPECTION OF BOOKS ETC

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

43. SURPLUS PROPERTY / DISSOLUTION CLAUSE

- (1) In the event of the Association being dissolved, the residue that remains after such dissolution and after the satisfaction of all debts and liabilities, shall be transferred to an organisation with similar purposes as those specified in Section (3), which is not carried on for the profit or gain of its individual members, and which fulfils the requirements specified in section 53(2) (a) - (c) of the Act.
- (2) If the Association maintains DGR status as described in section 39, then the following relates to the winding up of the Public Fund:

If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or

funds shall not be paid to or distributed among its members, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30–100, of the *Income Tax Assessment Act 1997*.

Adopted at a Special General Meeting of the membership
on
3rd February, 2020