



**RULES OF THE RURAL DOCTORS
ASSOCIATION OF TASMANIA
INCORPORATED**

OCTOBER 2020

Contents

1. NAME OF ASSOCIATION	3
2. INTERPRETATION.....	3
3. ASSOCIATION'S OFFICE	4
4. OBJECTS AND PURPOSES OF ASSOCIATION.....	4
5. MEMBERSHIP OF ASSOCIATION.....	5
6. INCOME AND PROPERTY OF ASSOCIATION	7
7. ACCOUNTS OF RECEIPTS AND EXPENDITURE	7
8. BANKING AND FINANCE.....	8
9. AUDITOR	9
10. AUDIT OF ACCOUNTS	9
11. ANNUAL GENERAL MEETING.....	10
12. SPECIAL GENERAL MEETINGS.....	11
13. NOTICES OF GENERAL MEETINGS.....	11
14. BUSINESS AND QUORUM AT GENERAL MEETINGS	12
15. CHAIRPERSON AT GENERAL MEETINGS.....	12
16. ADJOURNMENT OF GENERAL MEETINGS.....	13
17. DETERMINATION OF QUESTIONS ARISING AT GENERAL MEETINGS	13
18. VOTES	13
19. TAKING OF POLL.....	14
20. WHEN POLL TO BE TAKEN	14
21. AFFAIRS OF ASSOCIATION TO BE MANAGED BY A COMMITTEE	14
22. OFFICERS OF THE ASSOCIATION.....	14
23. CONSTITUTION OF THE COMMITTEE.....	15
24. ELECTION OF MEMBERS OF COMMITTEE	15
25. VACATION OF OFFICE.....	16
26. MEETINGS OF THE COMMITTEE.....	17
27. CONFIDENTIALITY	18
28. DISCLOSURE OF INTERESTS	18
29. SUBCOMMITTEES	19
30. EXECUTIVE COMMITTEE.....	19
31. ANNUAL SUBSCRIPTION	20
32. SERVICE OF NOTICES AND REQUISITIONS.....	20
33. EXPULSION AND SUSPENSION OF MEMBERS.....	20
34. APPEAL AGAINST EXPULSION.....	21
35. DISTRIBUTION OF SURPLUS ASSETS.....	21
36. DISPUTES.....	21
37. INDEMNITY	22
38. REGISTER.....	22

39. ALTERATION OF RULES.....	22
40. CUSTODY OF BOOKS.....	22

RULES OF THE RURAL DOCTORS ASSOCIATION OF TASMANIA INCORPORATED

1. Name of association

The name of the association is as follows:

Rural Doctors Association of Tasmania

2. Interpretation

In these rules, unless the context otherwise requires –

accounting records has the same meaning as in the Act;

Act means the Associations Incorporation Act 1964;

annual general meeting means an annual general meeting of the Association held under rule 11;

Association means the association referred to in rule 1;

association has the same meaning as in the Act;

auditor means the person appointed as the auditor of the Association under rule 9;

authorised deposit-taking institution means a body corporate that is an authorised deposit-taking institution for the purposes of the *Banking Act 1959* of the Commonwealth;

basic objects of the Association means the objects and purposes of the Association as stated in an application under section 7 of the Act for the incorporation of the Association;

committee means the committee of management referred to in rule 23;

financial year has the same meaning as in the Act;

general meeting means –

(a) an annual general meeting; or

(b) a special general meeting;

officer of the Association means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under rule 22(5);

ordinary business of an annual general meeting means the business specified in rule 11(6);

ordinary committee member means a member of the committee other than an officer of the Association;

public officer of the Association means the Secretary of the Association unless another member or ordinary committee member is appointed as public officer of the Association;

special committee meeting means a meeting of the committee that is convened under rule 26(4) by the president or any 4 of the members of the committee;

special general meeting means a meeting of the Association, other than an annual general meeting, convened under rule 12;

special resolution has the same meaning as in the Act.

3. Association's office

The office of the Association is to be at the following place or at any other place the committee determines:

Suite 5, Level 2, 2-10 Captain Cook Crescent, Manuka ACT 2603

4. Objects and purposes of Association

- 1) The objects and purposes of the Association consist of the basic objects of the Association set out in subrule (2), the objects set out in subrule (3), and purposes set out in subrule (4).
- 2) The basic objects of the Association are to:
 - a. promote the science of rural medicine;
 - b. foster continuing medical education for rural doctors; and
 - c. act as an advocate for rural communities in matters of health.
- 3) The objects of the Association are to foster and encourage the provision of high standard health care by appropriately trained and legally qualified medical practitioners in rural and remote areas of Tasmania.
- 4) The purposes of the Association are:
 - a. to represent the views and aspirations of rural doctors in all appropriate forums and to all relevant organisations;
 - b. to encourage the maintenance and enhancement of health services provided by rural doctors in Tasmania including the development of improved support incentives and rewards for higher standard clinical practice;
 - c. to promote career paths in rural practice through support and encouragement of education and training in rural health at all levels;
 - d. to support research activities aimed at improving the standards of care provided by rural doctors and improving education and training for rural practice;
 - e. the purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
 - f. the purchase, sale or supply of, or other dealing in, goods;

- g. the construction, maintenance or alteration of any building or works necessary or convenient for any of the objects or purposes of the Association;
- h. the acceptance of a gift for any of the objects or purposes of the Association;
- i. the taking of any step the committee or the members of the Association at a general meeting determine expedient for the purpose of procuring contributions to the funds of the Association;
- j. the printing or publication of any newspaper, periodical, book, leaflet or other document the committee or the members of the Association at a general meeting determine desirable for the promotion of any of the objects or purposes of the Association;
- k. the borrowing and raising of money in any manner and on terms –
 - i. the committee thinks fit; or
 - ii. approved or directed by resolution passed at a general meeting;
- l. subject to the provisions of the Trustee Act 1898, the investment, in any manner the committee determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;
- m. the making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the Income Tax Assessment Act 1936 of the Commonwealth relates;
- n. the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes or conveniences calculated to benefit persons or past persons of the Association and their dependants, and the granting of pensions, allowances or other benefits to persons or past persons of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- o. the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
- p. the purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association;
- q. the doing of any lawful thing incidental or conducive to the attainment of the objects or purposes of the Association;

5. Membership of Association

- 1) All medical practitioners registered with the Australian Health Practitioner

Regulation Agency practising in the State of Tasmania are eligible to apply for membership of the Association.

- 2)** A person who meets the eligibility requirement under subrule 5(1) becomes a member if he or she has paid the annual subscription specified in rule 31 and his or her name has been entered in the register of members.
- 3)** Associate membership of the Association is available to individuals who support our efforts to improve rural and remote health and are committed to the Association's objectives. This membership category also includes Student members. Associate and student members shall have observer status only at any general meeting and shall not be entitled to any vote.
- 4)** The committee may confer honorary membership for a period not exceeding 12 months upon any person whose membership of the Association would in the opinion of the committee further the objects of the Association.
- 5)** A person who has been bestowed with honorary life membership by the committee shall be deemed to be a member of the Association but shall have observer status only at any general meeting and shall not be entitled to any vote unless the honorary life member meets the eligibility requirements of subrule 5(1) (ie a rural doctor practising in Tasmania) and has paid all usual annual subscription fees.
- 6)** Membership shall lapse in the case of any members whose annual subscription fee has not been paid by 30 June in any year.
- 7)** A member of the Association may resign by serving on the public officer a written notice of resignation.
- 8)** On receipt of a notice from a member of the Association under subrule 5(8), the public officer is to remove the name of the member from the register of members.
- 9)** A person ceases to be a member of the Association when his or her name is removed from the register of members.
- 10)** Any right, privilege or obligation of a person as a member of the Association –
 - a.** is not capable of being transferred to another person; and
 - b.** terminates on the cessation of the membership.
- 11)** If the Association is wound up, each member of the Association, and each person who was a member of the Association within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute –
 - a.** to the assets of the Association for payment of the liabilities of the Association; and
 - b.** for the costs, charges and expenses of the winding-up; and
 - c.** for the adjustment of the rights of the contributors among themselves.
- 12)** Any liability under subrule 5(12) is not to exceed \$100.
- 13)** Despite subrule 5(12), a former member of the Association is not liable to

contribute under that subrule in respect of any liability of the Association incurred after he or she ceased to be a member.

6. Income and property of Association

- 1)** The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.
- 2)** No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.
- 3)** The Association may –
 - a.** pay a person or member of the Association –
 - i.** remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the person or member; or
 - ii.** remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the person or member for any of the objects or purposes of the Association; or
 - iii.** interest at a rate not exceeding 7.25% on money lent to the Association by the person or member; or
 - iv.** a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the person or member; and
 - b.** pay a member of the committee remuneration in return for carrying out the functions of a member of the committee; and
 - c.** pay a member of a subcommittee remuneration in return for carrying out the functions of a member of the subcommittee; and
 - d.** if so, requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.
- 4)** Despite subrule 6(3)(a), (b) and (c), the Association is not to pay a person any amount under that subrule unless the Association or committee has first approved that payment.
- 5)** Despite subrule 6(3)(d), the Association is not to appoint or nominate a member of the Association under that subrule to an office in respect of which remuneration is payable unless the Association or committee has first approved –
 - a.** that appointment or nomination; and
 - b.** the receipt of that remuneration by that member.

7. Accounts of receipts and expenditure

- 1)** True accounts are to be kept of the following:

- a. each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;
 - b. each asset or liability of the Association.
- 2) The accounts are to be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the committee.
- 3) The treasurer of the Association is to keep all accounting books, and general records and records of receipts and payments, connected with the business of the Association in the form and manner the committee determines.
- 4) The accounts, books and records are to be kept at the Association's office, defined by Rule 3, or at any other place the committee determines.

8. Banking and finance

- 1) On behalf of the Association, the treasurer of the Association is to –
 - a. receive any money paid to the Association; and
 - b. immediately after receiving the money, issue or cause to issue an official receipt in respect of the money;
 - c. cause the money to be paid into the account opened under subrule 8(2) as soon as practicable after it is received; and
 - d. make all payments authorised or required to be made by the Association.
- 2) The committee is to open with an authorised deposit-taking institution an account in the name of the Association.
- 3) The committee may –
 - a. receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
 - b. release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- 4) Except with the authority of the committee, a payment of an amount exceeding \$20 is not to be made from the funds of the Association otherwise than by cheque drawn on the Association's account.
- 5) The committee may provide the treasurer with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.
- 6) A cheque is not to be drawn on the Association's account except for the purpose of making a payment that has been authorised by the committee.
- 7) A cheque, draft, bill of exchange, promissory note, electronic funds transfer or other negotiable instrument is to be –
 - a. signed by the treasurer or, in the treasurer's absence, by any other

member, or members, of the committee the committee nominates for that purpose; and

- b.** countersigned by the public officer of the Association.

9. Auditor

- 1)** At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.
- 2)** If an auditor is not appointed at an annual general meeting under subrule 9(1), the committee is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.
- 3)** The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.
- 4)** The first auditor –
 - a.** may be appointed by the committee before the first annual general meeting; and
 - b.** if so appointed, holds office until the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.
- 5)** If the first auditor is appointed by the committee under subrule 9(4)(a) and subsequently removed at a general meeting under subrule 9(4)(b), the members of the Association, at that general meeting, may appoint an auditor to hold office until the first annual general meeting.
- 6)** Except as provided in subrule 9(4)(b), the auditor may only be removed from office by special resolution.
- 7)** If a casual vacancy occurs in the office of auditor, the committee is to appoint a person to fill the vacancy until the next annual general meeting.

10. Audit of accounts

- 1)** The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- 2)** The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to –
 - a.** certify as to the correctness of the accounts of the Association; and
 - b.** at the next annual general meeting, provide a written report to the members of the Association present at that meeting.
- 3)** In the report and in certifying to the accounts, the auditor is to –
 - a.** specify the information, if any, that he or she has required under subrule 9(5)(b) and obtained; and
 - b.** state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the

- information at his or her disposal; and
 - c. state whether the rules relating to the administration of the funds of the Association have been observed.
- 4) The public officer or Treasurer of the Association is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- 5) The auditor may –
- a. have access to the accounting records, books and accounts of the Association; and
 - b. require from any person of the Association any information the auditor considers necessary for the performance of his or her duties; and
 - c. employ any person to assist in auditing the financial affairs of the Association; and
 - d. examine any member of the committee, or any person of the Association, in relation to the accounting records, books and accounts of the Association.

11. Annual general meeting

- 1) The Association is to hold an annual general meeting each year and at time, date and venue determined by the committee.
- 2) An annual general meeting is to be held on any day (being not later than 3 months after the end of the financial year of the Association) the Committee determines.
- 3) An annual general meeting is to be in addition to any other general meeting that may be held in the same year.
- 4) The notice convening an annual general meeting is to specify the purpose of the meeting.
- 5) All general meetings shall be chaired by the President of the Association or in the absence of the President by the Vice President or in their joint absence the nominee of the President as appointed in writing.
- 6) The ordinary business of an annual general meeting is to be as follows:
 - 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 committee, auditor and persons of the Association reports on the transactions of the Association during the last preceding financial year of the Association;
 - c. to elect the officers of the Association and the ordinary committee members;
 - d. to appoint the auditor;
 - e. to determine the remuneration of persons of the Association;
 - f. to consider the bestowing of Honorary Life Membership upon such person or persons as recommended by the committee;

- g. to consider any other business of which due notice has been given; and
 - h. to consider any other business that the presiding President deems proper to be considered.
- 7) An annual general meeting may transact special business of which notice is given in accordance with rule 13.

12. Special general meetings

- 1) The committee may convene a special general meeting of the Association at any time.
- 2) The committee, on the requisition in writing of at least twenty-five per cent of the members of the Association, is to convene a special general meeting of the Association.
- 3) A requisition for a special general meeting –
 - a. is to state the objects of the meeting; and
 - b. is to be signed by each of the requisitionists; and
 - c. is to be deposited at the office of the Association; and
 - d. may consist of several documents, each signed by one or more of the requisitionists.
- 4) If the committee does not cause a special general meeting to be held within 21 days after the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionists may convene the meeting within 3 months after the day of the deposit of the requisition.
- 5) A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.
- 6) All reasonable expenses incurred by requisitionists in convening a special general meeting are to be refunded by the Association.

13. Notices of general meetings

- 1) At least 14 days before the day on which a general meeting of the Association is to be held, the public officer of the Association is to publish a notice specifying –
 - a. the place, day and time at which the meeting is to be held; and
 - b. the nature of the business that is to be transacted at the meeting.
- 2) A notice is published for the purposes of subrule 13(1) if the notice -
 - a. is contained in an advertisement appearing in at least one newspaper circulating in Tasmania; or
 - b. appears on a website, or at an electronic address, of the Association; or
 - c. is sent to each member of the Association at -
 - i. the member's postal or residential address or address of business

- of employment; or
 - ii. an email address that the member has nominated as the email address to which notices from the Association may be sent; or
 - d. is given by another means, determined by the public officer, that is reasonably likely to ensure that the members of the Association will be notified of the notice.
- 3) No less than twenty-one days prior to the holding of a special general meeting, notice shall be given to every member of the Association of the holding of the special general meeting, the time, date and venue for the special general meeting and the business to be transacted.

14. Business and quorum at general meetings

- 1) All business transacted at a general meeting, other than the ordinary business of an annual general meeting, is special business.
- 2) Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.
- 3) A quorum for the transaction of the business of a general meeting is five members of the Association entitled to vote or ten per cent of members of the Association who are entitled to vote.
- 4) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting –
 - a. if convened on the requisition of members of the Association, is dissolved; or
 - b. if convened by the committee, is to be adjourned to a later time and date determined by the President.
- 5) If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.
- 6) The Secretary shall cause full and accurate minutes of the general meeting to be recorded which will be endorsed by signature of the presiding chairperson.

15. Chairperson at general meetings

At each general meeting of the Association, the chairperson is to be –

- a. the president; or
- b. in the absence of the president, a member of the Association elected to preside as chairperson by the President of the Association present and entitled to vote at the general meeting.

16. Adjournment of general meetings

- 1) The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 2) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- 3) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

17. Determination of questions arising at general meetings

- 1) A question arising at a general meeting of the Association is to be determined on a show of hands or if the meeting is held by teleconference, by verbal affirmation of the vote by each committee member participating in the teleconference.
- 2) A declaration by the chairperson that a resolution has, as per subrule 17(1), been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

18. Votes

- 1) On any question arising at a general meeting of the Association, a member of the Association (including the chairperson) has one vote only.
- 2) All votes are to be given personally except as provided for in subrule 18(3).
- 3) Voting by proxy shall be permitted in the case of a special general meeting where notice of a specific motion has been given.
- 4) Where voting by proxy is permitted under subrule 18(3), such voting proxy can only be used in relation to the specific motion of which notice has been given.
- 5) The form of the proxy shall be as is annexed to these Rules and shall be signed by the member granting the proxy.
- 6) Despite subrule 18(1), in the case of an equality of votes, the chairperson has a second or casting vote.

19. Taking of poll

If at a general meeting a poll on any question is demanded –

- a. the poll is to be taken at that meeting in the manner the chairperson determines; and
- b. the result of the poll is taken to be the resolution of the meeting on that question.

20. When poll to be taken

- 1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
- 2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson determines.

21. Affairs of Association to be managed by a committee

- 1) The affairs of the Association are to be managed by a committee of management constituted as provided in rule 23.
- 2) The committee –
 - a. is to control and manage the business and affairs of the Association; and
 - b. pursue the objects of the Association; and
 - c. may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and
 - d. has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association; and
 - e. has the power to manage faithfully the funds of the Association and to invest and disburse or otherwise use the funds for the benefit of its members; and
 - f. has the power to appoint, remove or suspend employees as may be necessary for the purpose and objects, and the day to day functions of the Association.
- 3) The committee may from time to time make, amend or repeal bylaws consistent with these Rules or the Act for the better management and conducting of the affairs of the Association.

22. Officers of the Association

- 1) The officers of the Association are as follows:

- a. one president;
 - b. one vice-president
 - c. one treasurer; and
 - d. one secretary.
- 2) All officers of the Association shall be committee members.
 - 3) The officers of the Association shall be elected by the committee in a manner determined by the committee.
 - 4) Each officer of the Association is to hold office until the next annual general meeting after that at which he or she is elected and is eligible for re-election.
 - 5) An officer of the Association shall not longer hold the office to which he or she was elected if:
 - a. the officer is no longer a member of the Association; or
 - b. the officer is expelled from the Association or has his or her membership suspended under Rule 33; or
 - c. the officer resigns from being the office bearer.
 - 6) If a casual vacancy in an office referred to in subrule 22(1) occurs, the committee may appoint one of its members to fill the vacancy until the next annual general meeting after the appointment.

23. Constitution of the committee

- 1) The affairs of the Association shall be managed by a committee comprising the following persons—
 - a. the officers of the Association; and
 - b. one doctors in training representative;
 - c. one medical student representative; and
 - d. one or more doctors that are of good standing that wish to represent the views and aspirations of the Association.
- 2) An ordinary committee member is to hold office until the next annual general meeting after that at which he or she is elected and is eligible for re-election.
- 3) If a casual vacancy occurs in the office of ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the next annual general meeting after the appointment.
- 4) As per subrule 5(3) the medical student representative shall be an Associate Member and does not holding voting status.

24. Election of members of committee

- 1) A nomination of a candidate for election as an officer of the Association, or as an ordinary committee member, is to be –
 - a. made in writing, signed by one member of the Association and

- accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
- b.** delivered to the public officer of the Association at least 10 days before the day on which the annual general meeting is to be held.
 - 2)** If insufficient nominations are received to fill all vacancies on the committee –
 - a.** the candidates nominated are taken to be elected; and
 - b.** further nominations are to be received at the annual general meeting.
 - 3)** If the number of nominations received is equal to the number of vacancies on the committee to be filled, the persons nominated are taken to be elected.
 - 4)** If the number of nominations received exceeds the number of vacancies on the committee to be filled, a secret ballot is to be held in a manner predetermined by the committee.
 - 5)** If the number of further nominations received at the annual general meeting exceeds the number of remaining vacancies on the committee to be filled, a ballot is to be held in relation to those further nominations.
 - 6)** The ballot for the election of officers and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the committee.
 - 7)** No office bearer may hold a single officer position for more than three consecutive years.

25. Vacation of office

- 1)** For the purpose of these rules, the office of an officer of the Association, or of an ordinary committee member, becomes casually vacant if the officer or committee member –
 - a.** dies; or
 - b.** becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
 - c.** becomes a represented person within the meaning of the Guardianship and Administration Act 1995; or
 - d.** resigns office in writing addressed to the committee; or
 - e.** ceases to be ordinarily resident in Tasmania; or
 - f.** is absent from 3 consecutive meetings of the committee without the permission of the other members of the committee; or
 - g.** ceases to be a member of the Association; or
 - h.** fails to pay all arrears of subscription within 14 days after receiving a notice in writing signed by the public officer of the Association stating

that the officer or committee member has ceased to be a financial member of the Association; or

- i. at any general meeting of the Association is voted not to have the confidence of majority of the members present; or
 - j. is in breach of rule 27.
- 2) Any committee member seeking leave of absence shall submit their request in writing to the Secretary and such request shall be determined by the committee at its next meeting.

26. Meetings of the committee

- 1) The committee is to meet at least three times each year at any place and time, or in any manner that the committee determines.
- 2) A teleconference/videoconference shall constitute a meeting.
- 3) A minimum of seven days notice shall be given to all committee members of the holding of a meeting of the committee.
- 4) A meeting of the committee, other than a meeting referred to in subrule 26(1), may be convened at the request in writing by the President or any five of the members of the committee.
- 5) Written notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted.
- 6) A special committee meeting may only transact business of which notice is given in accordance with subrule 26(4).
- 7) A quorum for the transaction of the business of a meeting of the committee is three members of the committee.
- 8) Business is not to be transacted at a meeting of the committee unless a quorum is present.
- 9) If a quorum is not present within half an hour after the time appointed for the commencement of –
 - a. a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to a later date; or
 - b. a special committee meeting, the meeting is dissolved.
- 10) At each meeting of the committee, the chairperson is to be –
 - a. the president; or
 - b. in the absence of the president, a member of the committee elected to preside as chairperson by the members of the committee present at the meeting.
- 11) Any question arising at a meeting of the committee is to be determined –
 - a. on a show of hands; or
 - b. if demanded by a member, by a poll taken at that meeting in the manner

- the chairperson determines; or
- c. if the meeting is held by teleconference, by verbal affirmation of the vote by each committee member participating in the teleconference.
- 12)** On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.
- 13)** Despite subrule 26(12), in the case of an equality of votes, the chairperson has a second or casting vote.
- 14)** Written notice of each committee meeting is to be served on each member of the committee by –
- a. giving it to the member during business hours before the day on which the meeting is to be held; or
 - b. leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
 - c. sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - d. faxing it to the member's fax number; or
 - e. emailing it to the member's email address.

27. Confidentiality

Committee members shall not disclosure any business transacted by the committee which in the opinion of the committee is confidential or the disclosure of which may prejudice the Association.

28. Disclosure of interests

- 1)** If a member of the committee or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the committee or subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the committee.
- 2)** If at a meeting of the committee or a subcommittee a member of the committee or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

29. Subcommittees

- 1) The committee may –
 - a. appoint a subcommittee from the committee; and
 - b. prescribe the powers and functions of that subcommittee.
- 2) The committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.
- 3) A quorum for the transaction of the business of a meeting of the subcommittee is 3 appointed members entitled to vote.
- 4) The public officer of the Association is to convene meetings of a subcommittee.
- 5) Any question arising at a meeting of a subcommittee is to be determined –
 - a. on a show of hands; or
 - b. if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines; or
 - c. if the meeting is held by teleconference, verbal affirmation of the vote.
- 6) On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one vote only.
- 7) Written notice of each subcommittee meeting is to be served on each member of the subcommittee by –
 - a. giving it to the member during business hours before the day on which the meeting is to be held; or
 - b. leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
 - c. sending it by post to the person's postal or residential address or address of business or employment last known to the server of the notice in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - d. faxing it to the member's fax number; or
 - e. emailing it to the member's email address.

30. Executive committee

- 1) The president, the vice-president, the treasurer and the secretary constitute the executive committee.
- 2) During the period between meetings of the committee, the executive committee may issue instructions to the public officer and persons of the Association in matters of urgency connected with the management of the affairs of the Association.

- 3) The executive committee is to report on any instructions issued under subrule 30(2) to the next meeting of the committee.

31. Annual subscription

- 1) The annual subscription payable by members of the Association shall be determined from year to year by the committee for the next ensuing year.
- 2) The annual subscription of a member of the Association is due and payable on or before the 30 June of each year.

32. Service of notices and requisitions

Except as otherwise provided by these rules, a document may be served under these rules on a person by –

- a. giving it to the person; or
- b. leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- c. faxing it to the person's fax number; or
- d. emailing it to the person's email address.

33. Expulsion and suspension of members

- 1) The committee may expel or suspend for such period of time that the committee determines a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.
- 2) The suspension or expulsion of a member under subrule 33(1) does not take effect until the later of the following:
 - a. the fourteenth day after the day on which a notice is served on the member under subrule 33(3);
 - b. if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.
- 3) If the committee suspends or expels a member from the Association, the public officer of the Association, without undue delay, is to cause to be served on the member a notice in writing –
 - a. stating that the committee has suspended or expelled the member; and
 - b. specifying the grounds for the suspension or expulsion; and
 - c. informing the member of the right to appeal against the suspension or expulsion under rule 34.

34. Appeal against expulsion

- 1) A member may appeal against an expulsion under rule 33 by serving on the public officer of the Association, within 14 days after the service of a notice under rule 33(3), a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- 2) On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.
- 3) The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- 4) At a special general meeting convened for the purpose of hearing an appeal under this rule –
 - a. no business other than the question of the expulsion is to be transacted; and
 - b. the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
 - c. the expelled member must be given an opportunity to be heard; and
 - d. the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- 5) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion –
 - a. the expulsion is lifted; and
 - b. the expelled member is entitled to continue as a member of the Association.
- 6) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion –
 - a. the expulsion takes effect; and
 - b. the expelled member ceases to be a member of the Association.

35. Distribution of surplus assets

If upon the winding-up, dissolution or cancellation of the Association in accordance with the provisions of the Act there remains, after the satisfaction of its debts and liabilities, any property whatsoever, the same property shall be given or transferred to the Rural Doctors Association of Australia.

36. Disputes

- 1) A dispute between a member of the Association, in the capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the Commercial Arbitration Act 1986.

2) This rule does not affect the operation of rule 33.

37. Indemnity

The Association shall hold appropriate Public Liability/Indemnity insurance to protect against claims, demands, law suits, causes of actions or proceedings of any nature whatsoever brought against its officers, persons or agents in the performance of their duty.

38. Register

The Secretary shall keep and maintain, or cause/organise another to keep and maintain, a register of members in which shall be entered the full name and address and date of entry.

39. Alteration of Rules

The Rules of the Association shall not be altered except in accordance with the provisions of the Act.

40. Custody of books

Except as otherwise provided in these rules, the Secretary shall retain custody and control of all books, documents and securities of the Association.