

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

PART 1 – PRELIMINARY.

1. Name

The name of the Society shall be “The Australian Society of Calligraphers Incorporated “

2. Definitions

(1) In these rules, except in so far as the context or subject matter otherwise indicates or requires –

“ **appointed member** “ means a member referred to in clause 15 (4) and includes any member of the first Committee of the Society.

“**Commission** “ means the Corporate Affairs Commission constituted by the Corporate Affairs Commission Act of 198

“**Committee** “means the management Committee, constituted under clause

“**Elected member** “ means a member referred to in clause 15 (

“**Official member** “ means a member referred to in clause 15 (

“ **Secretary** “ means --

(a) The person holding office under these rules as Secretary of the Society; or

(b) Where no such person holds that office – the Public Officer of the Society

“**Society** “ means the Australian Society of Calligraphers Incorporated

“**Special general meeting** “ means a general meeting of the Society other than an annual general meeting.

“**The Act** “ means the Associations Incorporations Act of 1984

“ **The Regulation** “ means the Associations Incorporation Regulation 1985

(2) In these rules –

(a) a reference to a function includes a reference to a power, authority and duty,

(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 the rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

3. Objects

The objects of the Society (within the limits of its resources) include:

(a) To promote and encourage skilled craftsmanship in contemporary & experimental calligraphy.

(b) To affiliate or co-operate with any association or body that has objects similar to those of the Society

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (c) to liaise with other associations and persons involved with related crafts such as bookbinding.
- (d) to promote and encourage in the community the theory, practice and tradition of calligraphy.
- (e) To strive for a standard of excellence in calligraphy,
- (f) To provide practical education for persons interested in calligraphy, and
- (g) To give exhibitions and publications concerning calligraphy

PART 2 - MEMBERSHIP

Membership qualifications.

- (1) A person is qualified to be a member of the Society if –
 - (a) The person is a person referred to in section 15 (1) (a) of the Act and has not ceased to be a member of the Society at any time after incorporation of the Society under the Act, or
 - (b) The person, - (i) has made an application for membership of the Society as provided by clause 5, and (ii) has been admitted to membership of the Society by the Committee.
- (2) A group is qualified for membership of the Society under this clause if it is recognised as a group by the Committee
- (3) A group accepted for membership under these rules may, with the written approval of the Committee, conduct workshops and exhibitions for the Society on terms and conditions approved by the Committee.
- (4) A family is qualified for membership of the Society under this clause if it is recognised as a family by the Committee.

5. Application for membership

- (1) An application for membership of the Society-
 - (a) Shall be made in writing
 - (i) in the form set out in Appendix 1 to these rules;
 - (ii) in any other form consistent with these rules as the Committee considers appropriate.
 - (b) Shall be lodged with the membership secretary of the Society; and
 - (c) May be accompanied by payment of the sum payable under these rules as entrance fee and annual membership fee.
- (2) As soon as practicable after receiving an application for membership, the Membership Secretary shall refer the nomination to the Committee which may approve or reject the nomination.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(3) Where the Committee -

- (a) Approves an application for membership, the Membership Secretary shall, as soon as practicable notify the applicant of approval; and
- (b) Where payment does not accompany the application for membership, request payment within 28 days after receipt of notification, of the sum payable under these rules as entrance fee and annual membership fee.

(4) The Membership Secretary shall, on payment by the applicant of the amounts referred to in subclause enter the applicant's name in the register of members and on the name being entered, the person becomes a member of the Society and is bound by the rules of the Society.

(5) The Committee is not required to supply reasons for accepting or rejecting an application for membership.

6. Cessation of membership.

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

- (a) Dies; or
- (b) Resigns that membership; or
- (c) Is expelled from the Society, or
- (d) Fails to pay any outstanding fees within 3 months of the due date.

7. Membership entitlements not transferable

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

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

8. Resignation of membership.

A member of the Society who has paid all amounts owing by the member to the Society for membership may resign from membership of the Society under his or her hand, addressed to the Membership Secretary and on receipt of notice, the member ceases to be a member.

9. REGISTER OF MEMBERS

(1) The Committee shall establish and maintain a register of members of the Society showing –

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(a) the name and address of each member, and

(b) 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 Society and shall be open for inspection, free of charge, by any member of the Society at any reasonable hour.

(3) Where a member of the Society ceases to be a member under these rules, an entry must be made in the register of members recording the date on which the member ceases to be a member.

10. Fees, subscriptions etc.

(1) A member of the Society shall pay to the Society –

(a) on admission to the Society –

(i) an entrance fee; and

(ii) a membership fee; and

(b) before the anniversary date of admission to the Society in each succeeding calendar year, an annual membership fee, as determined by the Committee under clause 28 (1)

(2) Fees shall not be refunded to a member who resigns or otherwise ceases to hold membership.

11. Liability of members.

The liability of a member to the Society to contribute towards the payment of debts and liabilities of the Society or the costs, charges, and expenses of winding up of the Society is limited to the amount, if any, unpaid by the member in respect of membership of the Society as requested in clause 10.

12. Disciplining of members.

(1) If the Committee is of the opinion that a member of the Society –

(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 Society, the Committee may, by resolution –

(c) Expel the member from the Society, or

(d) Reprimand the member, or

(e) Suspend the member from membership of the Society for a specified period.

(2) A resolution of the Committee under subclause (1) has 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 subclause (3), confirms the resolution in accordance with this clause.

(3) If the Committee passes a resolution under subclause (1) the Membership Secretary shall, as soon as practicable, serve a notice in writing on the member –

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (a) Setting out the resolution of the Committee and the grounds on which it is based,
 - (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, and
 - (d) Informing the member that the meeting may -
 - (I) attend and speak at the meeting, and
 - (II) submit to the Committee at, or prior to the date of the meeting written representation relating to the resolution.
- (4) At a meeting of the Committee referred to in subclause(3), the Committee shall,
- (a) give the member the opportunity to make oral representation;
 - (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 revoke the resolution
- (5) If the Committee confirms a resolution under subclause (4), the Membership Secretary shall, within 7 days, inform the member by notice in writing of the confirmation and of the members right of appeal under clause 13.
- (6) A resolution confirmed by the Committee under subclause (4) does not take effect –
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period, or
 - (b) if within that period the member exercises the right of appeal, unless and until the Society confirms the resolution under clause 13 (4)

13. Right of appeal of disciplined member

1. A member may appeal to a general meeting of the Society against a resolution of the Committee which is confirmed under clause 12 (4) within 7 days after notice of the resolution is served on the member, by lodging with the Membership Secretary a notice to that effect.
2. On receipt of a notice from a member under subclause (1) the Membership Secretary shall notify the Committee.
3. At the next general meeting of the Society –
 - (a) the Committee and the member shall be given the opportunity to state their cases orally or in writing, or both; and
 - (b) the members shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

4. If the Society passes a resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3 – MANAGEMENT COMMITTEE

14. The Committee.

- (1) There shall be a Committee of the Society.
- (2) The Committee is a governing authority of the Society and has the functions conferred or imposed on it by, or under these rules, the Regulations or the Act.

15. Constitution and membership.

(1) The Committee shall (after the expiration of the term of office of the first members of the Committee) consist of –

- (a) Official members
- (b) Elected members
- (c) Appointed members

(2) The Official members comprise –

- (a) The President
- (b) The Vice- President
- (c) The Treasurer
- (d) The Secretary

Elected at the Annual General Meeting of the Society under clause 16.

(3) The elected members shall comprise not fewer than 6 or more than 9 members, elected at the Annual General Meeting of the Society under clause 16.

(4) The Committee may request the assistance of a sub-committee to assist with tasks that may require more persons than are currently available to assist. If a sub-committee member is not already an elected member, then that person or persons, although able to take part in Committee meetings would not be able to vote, move any motion, or be counted for the purpose of a quorum.

16. Election of Committee.

(1) Nominations of candidates for election as official members or elected members of the Committee shall

- (a) Be made in writing, signed by 2 members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (b) Be delivered to the Secretary of the Society not less than 7 days before the date fixed for the g of the Annual general Meeting at which the election will take place.

(2) A candidate who has been nominated in an election may, by notice in writing addressed to the Secretary, withdraw the nomination at any time before the close of nominations.

(3) If, by close of nominations in an election, insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be taken 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 taken to be a vacant office.

(5) If, by the close of nominations in an election, the number of nominations received is equal to the number of vacancies to be filled, the candidates nominated shall be taken to be elected.

(6) If the number of nominations received for election as official members or elected members exceeds the number of vacancies to be filled, a ballot shall be held for the contested positions.

(7) The ballot for the election of official members and elected members of the committee shall be conducted at the Annual General Meeting in such manner as the Committee may determine.

(8) A candidate for election under this clause, may nominate, and be elected to, no more than two positions at the same election, provided the candidate can adequately fulfil both roles.

17. Term of office.

(1) Subject to these rules, a member of the Committee holds office until the conclusion of the annual general meeting following the date of the member's election or appointment

(2) Except as provided in subclause (3), a member of the Committee is eligible for re-election.

(3) Except as provided in subclause (4), the President may not hold office for a period exceeding 2 terms.

(4) If the President has held office for 2 terms, the Society may, by resolution, at each subsequent annual general meeting, extend the term of office of the President.

18. Vacation of office.

The office of a member of the Committee becomes vacant if the member –

- (a) Ceases to be a member of the Society, or
- (b) Ceases to be a resident of New South Wales, or

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (c) Declines to act, or
- (d) Dies, or
- (e) Resigns the office under his or her hand addressed to the Secretary, or
- (f) Is removed from office under clause 22, or
- (g) Is absent from 3 consecutive meetings of the Committee of which reasonable notice has been given to the member personally or in the ordinary course of post and is not excused by the Committee for his or her absence, or
- (h) 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 for their benefit, or
- (i) Becomes a temporary patient or a continued treatment patient within the meaning of the Mental Health Act 1958, a forensic patient within the meaning of the Mental Health Act 1983, or a protected person within the meaning of the Protected Estates Act 1983, or
- (j) Is convicted in New South Wales of an offence which is punishable by penal servitude or imprisonment for 12 months or upwards or is convicted elsewhere than in New South Wales of an offence which if committed in New South Wales would be an offence so punishable.

19. Filling of vacancy in office of Committee.

(1) If the office of any member of the Committee becomes vacant, the Committee may appoint a member of the Society to fill the vacancy.

(2) Subject to these rules, a member so appointed shall hold office until the conclusion of the annual general meeting next following the date of appointment.

20. Secretary.

(1) The Secretary of the Society shall, as soon as practicable after appointment as Secretary, notify the Society in writing of his or her address.

(2) It is the duty of the Secretary to keep minutes of ;

- (a) the appointment of official members and elected members of the committee;
- (b) the names of members present at a Committee meeting or general meeting; and
- (c) all proceedings at Committee meetings and general meetings.

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

21. Treasurer.

It is the duty of the Treasurer of the Society to ensure that –

- (a) all money due to the Society is collected, received and deposited to the Society's bank account, and all payments authorised by the Society are made; and

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (b) keep such accounting records as correctly record and explain the transactions of the Society and financial position of the Society, and
- (c) keep accounting records in such manner as will enable –
 - (i) the preparation from time to time of true and fair accounts of the Society, and
 - (ii) the accounts of the Society to be conveniently and properly audited.

22. Removal of a member.

(1) The Society at a general meeting may by resolution –

- (a) remove any member of the Committee from office before the expiration of the member's term of office, and
- (b) appoint another person to hold office until the expiration of the term of office of the member removed from office.

(2) If a member of the Committee referred to in subclause (1) (a) makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to members of the Society –

- (a) the Secretary or President may send a copy of the representations to each member of the Society, or
- (b) If the representations are not sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23. Meetings.

(1) The Committee shall meet as often as necessary to conduct the affairs of the Society, but not less than 6 times in each 12 month period.

(2) The Committee may meet at such place and time as the Committee determines.

(3) Additional meetings of the Committee may be convened by the President or any 2 members of the Committee.

24. General procedure.

The procedure for the calling of meetings of the Committee and for the conduct of business at those meetings shall, subject to these rules, be as determined by the Committee.

25. Presiding member.

- (1) The President, or in the absence of the President, the Vice-President shall preside at each meeting of the Committee.
- (2) If the President and Vice-President are absent from a meeting of the Committee, the members present shall elect a member to preside as chairperson of the meeting.
- (3) Except as provided by subclause (4), at the meeting of a sub-committee constituted by the Committee, a member appointed by the Committee (or, if no member so appointed, elected by and from the members present) shall preside.
- (4) At any meeting of a sub-committee constituted by the Committee at which the President is present, the President is entitled, if he or she so desires, to preside at the meeting .

26. Quorum.

- (1) An item of business may not lawfully be transacted at Committee meetings unless a quorum is present.
- (2) The quorum for a meeting of the Committee is 3.
- (3) If within half an hour of the time fixed for the start of a meeting a quorum is not present, the meeting is adjourned to the same day, time, and place in the following week, unless otherwise determined by the President.
- (4) If at the adjourned meeting a quorum is not present within half an hour of the time fixed for the start of the meeting, the meeting shall be dissolved.
- (5) The quorum for a meeting of a sub-committee is a majority of the members appointed to the sub-committee.

27. Voting.

- (1) All 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 members of the Committee or sub-committee present and entitled to vote.
- (2) At any meeting the person presiding has a deliberative vote and in the case of an equality of votes, has a second or casting vote.
- (3) Subject to clause 26 (2), the Committee may act notwithstanding any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or a sub-committee appointed by the Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualifications of any member of the Committee or sub-committee.

PART 4 – FUNCTIONS OF THE COMMITTEE.

28. Powers of the Committee.

Subject to the Act, the Regulation, these rules and to any resolution passed by the Society in general meeting, the Committee –

- (a) has the control and management of the affairs and concerns of the Society,
- (b) may exercise all functions as may be exercised by the Society other than those functions that are required by these rules to be exercised by a general meeting of the Society.
- (c) may act in all matters concerning the Society in such manner as appear to the Committee to be best calculated to promote the objects and interests of the Society.
- (d) may borrow money for the purposes of exercising any of its functions.
- (e) may establish and maintain a library of calligraphic manuscripts and references.
- (f) may determine the fees and charges to be paid for –
 - (i) entrance fees, annual membership fees or subscriptions;
 - (ii) the admission of members or other persons to workshops or other courses of study;
 - (iii) the assessment for and granting of Guild membership;
 - (iv) any other services provided by the Society.

29. Delegation by Committee.

The Committee may, by resolution, delegate in writing to –

- (a) any member of the Committee; or
- (b) any sub-committee established under clause 32,
 - (i) any of its functions; or
 - (ii) any of the functions of the Secretary,

Other than

- (c) this power of delegation; and
- (d) a function which is a duty imposed on the Committee or Secretary by the Act or by any other law.

30. Sub-Committees.

- (1) The Committee may establish sub-committees as it considers necessary to assist with the exercise of any of its functions
- (b) A member may be appointed to be a member of a sub-committee whether or not the person is a member of the Committee.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(c) The procedure for the calling of meetings of a sub-committee and for the conduct of business at those meetings shall be determined by the Committee or (subject to any determination of the Committee) by the sub-committee.

PART 5 – GENERAL MEETINGS

31. Holding of annual general meeting.

(1) Except as provided in this clause, a general meeting of the Society shall be held each calendar year within 6 months of the expiration of each financial year of the Society.

(2) The Society 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 Society.

(3) Subclauses (1) and (2) have effect to any extension or permission granted under section 26 (3) of the Act.

32. Calling of and business at annual general meeting.

(1) Subject to the Act and to clause 31, the annual general meeting of the Society shall be convened on a date and at a 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 annual general meeting and any special general meeting held since that meeting.

(b) to receive from the Committee reports on the activities of the Society during the last financial year;

(c) to elect official members and elected members of the Committee; and

(d) to receive and consider the financial statement required to be submitted to members under section 26 (6) of the Act

(3) A notice convening an annual general meeting must state the purpose of the meeting.

33. Special general meetings.

(1) The Committee may, whenever it thinks fit, convene a special general meeting of the Society.

(2) The Committee shall, on the requisition in writing of not less than 5 per cent of the total number of members of the Society, convene a special general meeting of the Society.

(3) A requisition of members for a special general meeting must –

(a) state the purpose of the meeting;

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

(c) be lodged with the Secretary, and

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(d) may consist of several documents in a 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 that date on which a requisition of members for the meeting is lodged with the Secretary, any 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 under subclause (4) must be convened as nearly as practicable in the same manner as general meetings are convened by the Committee and any member who incurs expense is entitled to be reimbursed by the Society

34. General procedure,

The procedure for the calling of general meetings of the Society and the manner in which notices of general meetings are published or circulated to members shall, subject to these rules, be as determined by the Committee.

35. Notice.

(1) Except as provided in subclause (2), the Secretary shall, at least 14 days before the date fixed for a general meeting, notify each member at the member's address appearing in the register of members, of the place, date and time of the meeting and the business proposed to be transacted at the meeting.

(2) If the business proposed to be dealt with at the general meeting requires a special resolution of the Society, the Secretary shall, at least 21 days before the date fixed for the general meeting, notify each member in the manner provided in subclause (1), in addition to the matters required under subclause (1), of the business proposed as a special resolution.

(3) No business other than that specified in the notice convening a general meeting may lawfully be transacted at the meeting except, in the case of an annual general meeting, business may be transacted under clause 32 (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) Notice of any meeting of the Society may be served by inclusion in any publication of the Society sent in accordance with clause 50.

36. Quorum.

(1) An item of business may not lawfully be transacted at a general meeting unless a quorum of members is present during the time the meeting is considering that item.

(2) The quorum for a general meeting of the Society is –

(a) 20 members; or

(b) 20 per cent of the total number of members of the Society, whichever is the lesser.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(3) If within half an hour after the time fixed for the start of a general meeting a quorum is not present, the meeting –

(a) if convened on the requisition of the members must be dissolved; and

(b) in any other case, is adjourned to the same day, time and place in the following week, unless otherwise determined 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.

(4) If at the adjourned meeting a quorum is not present within half an hour after the time fixed for the start of the meeting, the members present (being not less than 3) constitute a quorum.

37. Presiding member.

(1) The President or, in the absence of the President, the Vice-President, shall preside as chairperson at each general meeting of the Society.

(2) If the President and the Vice-President are absent from a general meeting, the members present shall elect a member to preside as chairperson at the meeting.

38. 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) If a general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating –

(a) the place , date and time of the meeting, and

(b) the nature of the business to be transacted at the meeting.

(3) Except as provided in subclauses (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.

39. Voting.

(1) A question arising at a general meeting of the Society

(a) shall be determined on a show of hands; and

(b) unless before or on the declaration of the result 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 Society, is evidence of the fact, without proof, of the number or proportion of the votes recorded in favour of or against that resolution.

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

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(3) If a poll is demanded at a general meeting, the poll must 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 before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be taken to be the resolution of the meeting on that matter.

(4) On any question arising at a general meeting of the Society a member has 1 vote only.

(5) Except as provided in subclause (6), all votes must be given personally, and no proxy votes may be counted.

(6) Notwithstanding this clause, a member may vote by post on any question arising at a general meeting which requires a special resolution (clause 41), in such manner as the Committee determines.

(7) At any general meeting the person presiding has a deliberative vote and, in the case of an equality of votes, has a second or casting vote.

(8) A member is not entitled to vote at any general meeting of the Society unless all money due and payable by the member to the Society has been paid, other than the amount of the annual subscription payable for the then current year which is not more than 2 months overdue.

40. Decisions taken at general meetings.

A decision supported by a majority of the votes cast at a general meeting of the Society at which a quorum is present shall be taken to be a decision of the Committee.

41. Special resolution.

(1) A special resolution shall be passed by a general meeting of the Society to effect the following changes –

(a) a change in the name of the Society, or

(b) change in the objects or rules of the Society, or

(c) amalgamation with another Incorporated Association, or

(d) to voluntarily wind up the Society and distribute its property, or

(e) to apply for registration as a Company.

(2) Except as provided in subclause (3), a special resolution of the Society shall be passed by a majority of not less than three-quarters of the members of the Society entitled to vote under these rules, voting in person or by post at a general meeting.

(3) If it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in a manner specified in subclause (2), the resolution shall be passed in a manner specified by the Commission.

PART 6 – PUBLIC OFFICER.

42. Public Officer

- (1) Except as provided in this clause, the Committee shall appoint –
 - (a) a member of the Society, or
 - (b) any other suitably qualified or experienced person as Public Officer of the Society.
- (2) The Secretary shall be the first Public Officer of the Society.
- (3) The Public Officer may hold any other office of the Society.
- (4) The Committee may remove the Public Officer from office at any time.
- (5) A person is eligible to be appointed as Public Officer if the person –
 - (a) has attained the age of 18 years, and
 - (b) is resident in New South Wales.
- (6) Clause 18 (a) – (c) and (h) – (j) (vacation of office) applies to the Public Officer in the same way as it applies to a member of the Committee.
- (7) Whenever there is a vacancy in the office of Public Officer, the Committee shall –
 - (a) notify the Commission of the vacancy as required by section 23 of the Act, and
 - (b) appoint a person to fill the vacancy.
- (8) The Public Officer shall notify the Commission –
 - (a) of any change of name of the Society as required by section 14 of the Act,
 - (b) of any alteration of the objects or rules of the Society as required by section 20 of the Act,
 - (c) of any change in membership of the Committee as required by section 21 of the Act,
 - (d) of appointment, together with full name and address or any change of address in the state as required by section 25 of the Act, and
 - (e) of the financial affairs of the Society as required by section 27 of the Act.

PART 7 – AUDITOR.

43. Auditor.

- (1) The Society may, in relation to a financial year, appoint an Auditor to inspect and audit the books and accounts of the Society.
- (2) The Auditor shall be appointed at a general meeting.
- (3) The Auditor may not be a member of the Committee.
- (4) The Auditor shall audit the books and accounts of the Society, during the financial year in respect of which the Auditor is appointed, and in such manner as the Auditor thinks fit having regard to recognised professional practices.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

- (5) The Auditor for the purposes of any audit of the Society is entitled at all reasonable times to full and free access to the accounts, records, documents and papers relating to the Society
- (6) On completion of the audit, the Auditor shall furnish a certificate in respect of the audit to the President and shall furnish a copy to the Treasurer.
- (7) The Auditor may make suggestions for the better collection and payment of money, and for more effectual accounting practices of the Society.
- (8) A person appointed Auditor holds office until –
 - (a) death, or
 - (b) resignation, or
 - (c) removal from office by the Committee or a general meeting of the Society.
- (9) If a vacancy occurs in the office of Auditor of the Society, the Committee may appoint a person to fill the vacancy.

PART 8 – GENERAL.

44. Insurance.

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

45. Funds of the Society.

- (1) The Committee shall establish a bank account.
- (2) The Treasurer shall not, without authorisation of a resolution of the Committee, open an account with a bank for the payment or receipt of money of the Society.
- (3) The funds of the Society shall be paid to the credit of the Society's account and may be derived from –
 - (a) all money derived by the Society from fees or other charges imposed under these rules,
 - (b) donations, and
 - (c) such other sources as the Committee or a general meeting of the Society determines,
- (4) Subject to any resolution passed at a general meeting of the Society, the funds of the Society shall be applied only in payment of the expenses, charges and obligations incurred or undertaken by the Committee in the exercise of its functions.
- (5) Any major or unusual item of expenditure may be authorised in advance by the Committee or a general meeting.
- (6) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Committee, authorised by the Committee.

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

(7) From time to time a cheque, for a sum not exceeding the maximum figure authorised by the Committee may be drawn to cover items of petty cash.

(8) The Committee may, by resolution, invest any funds of the Society –

(a) on deposit with a bank, or

(b) in the purchase of a bill of exchange that is drawn or accepted by a bank, or

(c) in the purchase of securities, the repayment of which is guaranteed by the Government of New South Wales or of the Commonwealth, or

(d) in such manner as is authorised by the Trustee Act 1925 for the investment of trust funds.

46. Alteration of objects and rules.

The statement of objects and these rules may only be amended or repealed by a special resolution of the Society.

47. Seal of Society.

(1) The seal of the Society shall be kept by such person as the Committee may direct.

(2) The seal shall only be affixed to a document by the authority of the Committee and must be attested by the signatures of –

(a) 2 members of the Committee, or

(b) 1 member of the Committee and the Public Officer.

48. Custody of books etc.

Except as provided in 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 Society.

49. Inspection of books etc.

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

50. Service of notices.

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

(2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes 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

RULES OF THE AUSTRALIAN SOCIETY of CALLIGRAPHERS INCORPORATED

51. Income and property.

The income and property of the Society shall be used to promote the objects and interests of the Society and may not be paid or transferred to a member of the Society by way of dividend, bonus, or profit.

52. Financial year.

- (1) The financial year of the Society is the year commencing on 1 July.
- (2) A different financial year may be determined by resolution at a general meeting of the Society.

53. Gifts.

The Committee may –

- (a) acquire by gift, devise or bequest any property for the purpose of the Society, and
- (b) agree to any condition to which any gift, bequest or devise is subject.

54. Honorary members.

The Committee may, by resolution, appoint as Honorary Members of the Society, persons who have assisted or contributed to the advancement of the Society.

55. Liability.

No matter or thing done by the Society, or any member of the Society shall, if the matter or thing was done in good faith and with reasonable care for the purposes of these rules, subject a member to any action, liability, claim or demand.

56. By-laws.

- (1) The Committee may, by resolution, make by-laws, not inconsistent with these rules, for or with respect to any matter that is required or permitted to be prescribed or that is necessary or convenient to be prescribed for carrying out or giving effect to these rules and , in particular, for or with respect to –
 - (a) the assessment for and granting of Guild membership of the Society;
 - (b) the admission to courses of study, seminars and workshops conducted by the Society,
 - (c) the selection and exhibit of calligraphy for exhibitions conducted by the Society.
- (2) Any such by-law –
 - (a) shall have the same force and effect as a rule, and
 - (b) may from time to time be amended or repealed by the Committee.

57. Winding up.

In the event of the winding up of the Society by special resolution, or cancellation of incorporation under the Act, the surplus property of the Society is vested in –

(a) the Crafts Council of New South Wales Limited by Guarantee,

(b) or should that body cease to exist, a body having as, or among its objects the same or similar objects,

To be used for the purchase of calligraphic manuscripts for their library.

N.B. Please note that items 50 to 57, were somehow not included in the amended Constitution of 1992. They have now been added, using the wording from the 1989 version of the Constitution.

