

Australian Film Societies Federation Inc

(formerly Federation of New South Wales and Associated Film Societies Inc)

Constitution

under the Associations Incorporation Act 2009

Adopted 15 December 2012

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Part 1 - Preliminary

1. Name

The name of the association is Australian Film Societies Federation Incorporated ('the association').

2. Objectives

- (1) The primary objective of the association is to promote and encourage education in and appreciation of cinema and the cinematic experience by:
 - (a) assisting members to enhance their knowledge of all aspects of cinema, and
 - (b) assisting members to enhance their technical and other capacities.
- (2) Other objectives of the association are to:
 - (a) promote and encourage participation and engagement in the cinematic experience through the establishment of film societies and other community-based, not-for-profit forms of cinema;
 - (b) assist members and other organisations involved with community-based, not-for-profit cinema achieve their individual and shared goals;
 - (c) represent the interests of members in dealings with community organisations, government and industry;
 - (d) achieve representation for not-for-profit community-based cinema on relevant policy, advisory and decision-making bodies, and
 - (e) make a significant contribution to the building and maintenance of a community-based, not-for-profit cinema culture.
- (3) Pursue other purposes that are consistent with the above objectives.

3. Definitions

- (1) In this constitution:

Director-General means the Director-General of the Department of Services, Technology and Administration.

Dispute means a conflict, controversy or disagreement that exists between two or more members (in their capacity as members of the association), or between one or more members (in their capacity as members of the association) and the association, after all avenues short of mediation under subclause (12)(1) have failed to resolve the matter to the satisfaction of the parties.

Film society means a non-profit cultural organisation formed to encourage and promote cinema and the appreciation of cinema and the cinematic experience among its members and the wider community.

General ballot means a ballot in which all member organisations and their individual members are invited to participate and in which all individual members are eligible to vote.

Member or member organisation means an organisation that has been approved to be a member of the association.

Other officer means a member of the executive who is not an office-bearer of the association.

Present and eligible to vote at a meeting means being registered as a member or delegate in attendance at the meeting.

Secretary means:

- (a) the person holding office under this constitution as secretary of the association, or
- (b) if 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 cinematic experience means the whole physical, intellectual and emotional experience of a person who attends the screening of a film on a big screen in a darkened theatre or space reserved for the purpose, generally in the presence of other individuals.

The Regulation means the *Associations Incorporation Regulation 2010*.

Written or **in writing** means words in the English language that are handwritten, printed or otherwise committed to a physical or electronic medium so that they may be read, transmitted, conveyed, reproduced and otherwise recorded for future reference.

(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, if 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 apply if this constitution were an instrument made under the Act.

4. Effect

This constitution comes into effect forthwith upon its adoption by a general meeting of the association.

Part 2 - Membership

4. Membership generally

(1) An organisation is eligible to be a member of the association if the organisation satisfies requirements contained in clause 5, and completes procedures approved by the executive.

5. Application for membership

(1) An application for membership of the association:

- (a) must be made in writing by an authorised person on behalf of the applicant in the form set out in Appendix 1 to this constitution or as amended by the executive under clause 42(2);
- (b) must be accompanied by the annual membership fee, and
- (b) must be lodged with the secretary of the association.

(2) As soon as practicable after receiving an application for membership, the secretary must complete procedures approved by the executive.

(3) After completing the procedures set out under subclause (2), the secretary may approve the applicant's admission to membership, or submit the application to the executive, which must either approve or decline to approve the application.

(4) The executive is not required to provide any reason for declining to approve an application made under subclauses (1) or (7).

(5) If the executive declines to approve an application, the association will return to the applicant any payment made in respect of the application.

(6) As soon as practicable after the executive approves or declines to approve the application, the secretary must notify the applicant that the application is approved or not approved.

(7) Except as provided by subclause 8(b), an application for renewal of membership must be made on or before 1 July in each year.

6. Register of members

(1) The secretary of the association must establish and maintain a register of members of the association specifying the member's name, postal address, contact details of its office bearers and the date on which each member became a member.

(2) The register of members must be kept in New South Wales, at the the association's official address or an address approved by the executive.

(3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.

- (4) The secretary must not make any personal information other than the name of a member available for inspection unless:
- (a) the member has authorised the secretary to make the information available for inspection, or
 - (b) unless it is needed for the convening of a special general meeting under clause 27 (4).
- (5) Subject to subclause (4), a member of the association may obtain a copy of any part of the register on payment of a fee approved by the executive.
- (6) A person who has obtained information from the register is expressly prohibited from providing the information in any form to any other person, and must not use information concerning a member or person obtained from the register to contact or send material to a member or person, other than for:
- (a) the purpose of sending a notice convening a special general meeting of the association under clause 27(4), or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) The secretary may provide information contained in the register to a non-member only if the secretary is satisfied the best interests of the association will be served by providing the information.

7. Entitlements not transferable

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

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

8. Cessation of membership

A member ceases to be a member of the association if the member:

- (a) is expelled from the association; or
- (b) fails to apply for renewal of membership and pay the annual membership fee on or before 1 October in each year, or
- (c) if the executive declines to approve an application made by the member under subclause 5 (7).

9. Resignation of membership

- (1) A member of the association may resign from membership of the association by first giving to the secretary written notice of at least one month, or such other period as the executive may approve, of the member's intention to resign; and on the expiration of the period of notice the member shall cease to be a member.
- (2) If a member of the association ceases to be a member under subclause (1), and in every other case where a member ceases to be a member, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

10. Membership fee

A member of the association must pay to the association the annual membership fee which may be varied from time to time by the executive:

- (a) except as provided by subclause (b), on or before 1 July in each calendar year, or
- (b) if the member becomes a member on or after 1 July in any calendar year, on becoming a member and on or before the next following 1 July.

11. Member liability

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

12. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members of the association), or a dispute between a member or members (in their capacity as members of the association) and the association, shall be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.

- (2) If a dispute is not resolved by mediation within three months of its referral to a community justice centre, one or both of the parties to the dispute must refer the dispute to arbitration or the dispute shall lapse.
- (3) The *Commercial Arbitration Act 1984* applies to any dispute that is referred under this clause to arbitration.

13. Disciplining of members

- (1) A complaint may be made to the executive by any member that a member of the association:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of the association.
- (2) The executive shall refuse to deal with a complaint if it considers the complaint to be trivial, frivolous or vexatious in nature.
- (3) If the executive resolves to deal with a complaint, the executive:
 - (a) must cause notice of the complaint to be served on the member that is the subject of the complaint, and
 - (b) must give the member a period of at least 14 days from the date on which the notice is served within which the member may make submissions to the executive in regard to the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The executive may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that allegations contained in the complaint have been proven and that expulsion or suspension is warranted.
- (5) If the executive expels or suspends a member, the secretary must, within seven days after the executive has made the resolution, give or cause written notice to be given to the member of the action taken, of the reasons given by the executive for having taken that action and of the member's right of appeal under clause 14.
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution made under subclause (4), or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution made under subclause (4), whichever is the later.

14. Right of appeal of disciplined member

- (1) A member may appeal to a general meeting of the association against a resolution made by the executive under clause 13 (4) by lodging with the secretary a notice in writing to that effect within seven days after the date on which notice of the resolution is served on the member.
- (2) The notice may be accompanied by a statement of the grounds on which the member intends to base the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the executive, which must convene a general meeting of the association within 42 days after the date on which the secretary received the notice.
- (4) At a general meeting of the association convened under subclause (3):
 - (a) no business other than the question of the appeal may be transacted, and
 - (b) the executive and the member must be given an opportunity to state their respective cases orally or in writing, or both, and
 - (c) the question of whether the resolution is to be confirmed or rescinded must be resolved by a secret ballot.
- (5) The question of whether the resolution is confirmed or rescinded shall be determined by a simple majority of votes cast by delegates present and eligible to vote on the question.

Part 3 - The executive

15. Powers of the executive

Subject to the Act, the Regulation, this constitution and any resolution made by the association in general meeting, the executive:

- (a) controls and manages the affairs of the association, and
- (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) has power to perform all such acts and do all such things as appear to the executive to be necessary or desirable for the proper management of the affairs of the association.

16. Composition of executive

(1) The Executive comprises the following members:

- (a) the office-bearers of the association, and
- (b) three other officers.

(2) Subject to this constitution, members of the executive shall be elected to the executive under clause 17.

(3) The office-bearers of the association are the persons elected to the offices of:

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

(4) A person may hold up to two offices simultaneously, other than both the offices of president and vice-president.

(5) Subject to this constitution, the members of the executive shall hold office from the conclusion of the general meeting following their election until the conclusion of the general meeting that follows the next following election, and are eligible for re-election.

17. Election of executive

(1) Subject to this constitution, an election to appoint the executive shall be conducted at the annual general meeting of the association.

(2) Notwithstanding subclause (1), an election to appoint the executive may be conducted at a general meeting or by general ballot.

(3) An election to appoint the executive must be held:

- (a) where the previous election was conducted at a general meeting, no later than 18 months after the date of the previous election, or
- (b) where the previous election was conducted by general ballot, no later than two calendar years after the date of the previous election.

(4) Notice of not less than 21 days must be given to members of an election to be conducted under this clause.

(5) Nomination of a candidate for election to the executive:

- (a) may be made in writing, signed by two persons, neither of whom may be the nominee, and each of whom is a member of an organisation that is a member of the association;
- (b) must be accompanied by the written consent of the candidate, which may be endorsed on the nomination;
- (c) may be sent, transmitted or otherwise conveyed to the secretary by pre-paid post, electronic media, facsimile, email and any other means that is technically practicable, and

- (d) must be received by the secretary on or before the time and date set for the close of nominations.
- (6) Notwithstanding subclause (5), and subject to the assent of the nominee, nomination of a candidate for election to the executive may be invited and received from the floor of a general meeting, proposed and seconded by two delegates, neither of whom are the nominee.
- (7) A person nominated for election to the executive must be a member of an organisation that is a member of the association.
- (8) Where a ballot is required to determine an election it shall be conducted:
 - (a) in the case of an election conducted at a general meeting, by show of hands, or if the chairman so directs or if two or more delegates so request, by secret ballot, or
 - (b) in the case of an election conducted by general ballot, generally in accordance with Clause 38.
- (9) In respect of a general ballot:
 - (a) the executive shall appoint a returning officer who may be assisted by one or more persons appointed by the executive, and
 - (b) a general ballot may be conducted by pre-paid post, electronic media, facsimile, email and any other means that is technically practicable.

18. Secretary

- (1) It is the duty of the secretary to keep minutes of:
 - (a) the names of office bearers and other officers present at executive meetings and general meetings;
 - (b) proceedings at all executive meetings and general meetings.
- (2) Minutes of proceedings at a meeting must be signed by the chairman of the meeting or by the chairman of the next following meeting.

19. Treasurer

It is the duty of the treasurer to ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that 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.

20. Casual vacancy

- (1) If a casual vacancy occurs in an office of the executive, the executive may appoint a delegate, or if a delegate is not available, another person to fill the vacancy; and the person so appointed shall hold office, subject to this constitution, until the conclusion of the term of the former occupant of the office.
- (2) A casual vacancy in the executive occurs when an office bearer or other officer:
 - (a) dies, or
 - (b) ceases to be a member of a member organisation, or
 - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns from office by giving notice in writing to the secretary, or
 - (e) is removed from office under clause 21, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the executive from three consecutive meetings of the executive, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth

- (3) Adoption of this constitution shall have the effect of creating casual vacancies in all offices comprising the executive.
- (4) Notwithstanding subclause 17(4) and subclause (1) of this clause, a general meeting may act under clause 17 to fill any casual vacancy.

21. Removal of executive member

- (1) A general meeting of the association may remove an office bearer or other officer from the executive before the expiration of the scheduled term of office.
- (2) Where a member of the executive is removed from office under subclause (1), the vacancy created shall be deemed a casual vacancy.
- (3) An office bearer or other officer whose term of office is to be terminated under sub clause (1) may make written representation of a reasonable length to the executive, requesting that the representation be notified in advance of the meeting to each member of the association.
- (4) If the representation referred to in subclause (3) is not sent to all members of the association, the office bearer or other officer is entitled to read it or require it to be read to the meeting at which the question is to be resolved.

22. Executive meetings

- (1) The executive must meet at least twice in each calendar year at such places and times as it may determine.
- (2) A meeting of the executive or a committee may convene notwithstanding that one or more members are not physically present but are connected with the meeting by means enabling them to take part in the business of the meeting.
- (3) A meeting of the executive shall be convened by the president or by request of any other three members of the executive.
- (4) Oral or written notice of a meeting of the executive must be given by the secretary to each member of the executive at least 48 hours or such other period as may be decided by the executive, before the time appointed for the holding of the meeting.
- (5) Notice of a meeting given under subclause (4) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the meeting agrees to consider.
- (6) Any four members of the executive constitute a quorum for the transaction of the business of a meeting of the executive.
- (7) No business is to be transacted by the executive 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (8) If, at the adjourned meeting, a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall lapse.
- (9) If the president is absent or unable to preside as chairperson at a meeting of the executive, subject to subclause (10) the vice-president shall preside.
- (10) If the president and the vice-president are absent or unable to preside as chairperson at a meeting of the executive, the office bearers and other officers present must elect one of their number to preside.

23. Sub-committees

- (1) The executive may appoint by instrument in writing one or more sub-committees and delegate to it or them such of the functions of the executive as are specified in this constitution, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the executive by the Act or by any other law.
- (2) A sub-committee appointed under subclause (1) may exercise a function which has been delegated to the sub-committee in accordance with the terms of the delegation.

- (3) An instrument of delegation given under subclause (1) shall set out conditions or limitations as to the exercise of any function by the sub-committee.
- (4) Notwithstanding any delegation given under this clause, the executive may continue to exercise any delegated function.
- (5) Any act or thing done or suffered to be done by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered to be done by the executive.
- (6) The executive may at any time, by instrument in writing, revoke wholly or in part any delegation given under this clause.
- (7) A sub-committee may meet and adjourn generally in accordance with this constitution and otherwise as it thinks proper.

24. Executive voting and decisions

- (1) Questions arising at a meeting of the executive or of any sub-committee are to be determined by a majority of the votes of members of the executive or sub-committee present and voting at the meeting.
- (2) Each member present at a meeting of the executive or of any sub-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 clause 22 (6), the executive may act despite any vacancy on the executive.
- (4) Any act or thing done or suffered to be done, or purporting to have been done or suffered to have been done by the executive or by a sub-committee, is valid and effectual despite any defect that may be discovered afterwards in the appointment or qualification of any member of the executive or sub-committee.

Part 4 - General meetings

25. Annual general meeting - convening

- (1) The association's annual general meeting must convene:
 - (a) within six months after the close of the association's financial year, or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.
- (2) Subject to the Act and to subclause (1), the annual general meeting of the association shall be convened on a date and at a place and time as the executive thinks fit.
- (3) The annual general meeting may convene notwithstanding that one or more delegates are not physically present but are connected with the meeting by means enabling them to take part in the business of the meeting.

26. Annual general meeting - business

- (1) The business of the annual general meeting is to:
 - (a) confirm the minutes of the preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) receive reports on the activities of the association during the preceding financial year;
 - (c) receive and consider any financial statement or report required to be submitted to members under the Act;
 - (d) any other business of which due notice has been given in accordance with clause 28(3);
 - (e) any other business which the meeting agrees to consider, and
 - (f) subject to this constitution, conduct an election to appoint the executive.
- (2) The annual general meeting must be specified as such in the notice convening it.

27. Special general meetings - convening

- (1) The executive may, whenever it thinks fit, convene a special general meeting of the association.

- (2) The executive must, on the requisition in writing of not less than ten per cent of the total number of delegates, convene a special general meeting of the association.
- (3) A requisition of delegates for a special general meeting:
 - (a) must state the purpose or purposes of the meeting;
 - (b) must be signed by the delegates making the requisition;
 - (c) must be lodged with the secretary, and
 - (d) may consist of one or more documents, each signed by one or more of the delegates making the requisition.
- (4) If the executive fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the secretary, any three or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.
- (5) Where a special general meeting is not held within two months, the requisition shall lapse.
- (6) A special general meeting convened under subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the executive.
- (7) A special meeting may convene notwithstanding that one or more delegates are not physically present but are connected with the meeting by means that enable them to take part in the business of the meeting.

28. Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (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 under subclause (2) is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clauses 26 (1)(d) and 26 (1)(e).
- (4) A member who wishes to bring an item of business before a general meeting must notify the secretary in writing and the item must be included in the notice calling the next following general meeting.
- (5) Any notice required to be given in writing under this constitution may be given, sent or transmitted by pre-paid post, electronic media, facsimile, email and any other means that is technically practicable.
- (6) Any resolution made by a general meeting shall be valid notwithstanding any subsequent discovery that a notice was not given as required under this constitution.

29. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Eight delegates who are present and entitled to vote at a general meeting constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on a requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to a time and date and place to be determined by the executive.

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

30. Delegates of members

- (1) Each member of the association may appoint a maximum of two persons who are both over the age of 18 years as delegates who shall represent the member at one or more general meetings of the association.
- (2) A member is not entitled to appoint any delegates to any general meeting of the association unless all money due and payable by the member to the association has been paid.
- (3) Notice of the appointment of a delegate must be given in writing by the member to the secretary before the commencement of a general meeting.
- (4) The appointment of a delegate, if for more than one general meeting, shall stand until it expires, or until notice superseding all earlier notices is given in writing by the member or until the member ceases to be a member.

31. Observers

A general meeting may admit persons other than delegates as observers, subject to their having no right or entitlement to participate in the business of the meeting, to vote on any question under consideration by the meeting or to remain in attendance if requested by the chairman to leave the meeting.

32. Chairman

- (1) If the president is absent or unable to preside, the vice-president is to preside as chairman at a general meeting of the association.
- (2) If the president and the vice-president are absent or unable to preside, the delegates present must elect one of their number to preside at the meeting.

33. Adjournment

- (1) The chairman of a general meeting may adjourn the meeting for a maximum of 15 continuous minutes at any one time, after which adjournment or adjournments the meeting will resume.
- (2) The chairman of a general meeting may, with the approval of the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than any business left unfinished at the meeting at which the adjournment took place.
- (3) If a general meeting is adjourned for 21 days or more, the secretary must 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.
- (4) Except as provided in subclause (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.

34. Resolutions

- (1) A question arising at a general meeting is to be resolved on the voices, or by a show of hands, or as otherwise determined by the chairman of the meeting.
- (2) A declaration by the chairman that a resolution has been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes in favour of and against that resolution.

35. Special resolutions

A special resolution may only be passed by the association in accordance with section 39 of the Act.

36. Voting

- (1) On any question arising at a general meeting of the association a delegate has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chairman of the meeting is entitled to exercise a second or casting vote.

37. Appointment of proxies

- (a) A member that is unable to appoint two delegates under clause 30(1) may appoint a maximum of two proxies to represent the member at a general meeting.
- (b) Appointment of a proxy must be made in writing in the form set out in Appendix 2 to this constitution.

38. Postal or general ballot

- (1) The association may hold a postal or general ballot to determine any issue or proposal other than an appeal under clause 14.
- (2) A ballot conducted under subclause (1) must be conducted in accordance with this constitution and generally in accordance with Schedule 3 to the Regulation.

Part 5 - Miscellaneous

39. Insurance

The association may effect and maintain insurance.

40. Funds - sources

- (1) The funds of the association are to be derived from membership subscriptions, and, subject to any resolution made by a general meeting, such other sources as the executive determines.
- (2) All money received by the association must be deposited as soon as practicable to the credit of the association's bank account or accounts, or other authorised account or accounts.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

41. Funds - management

- (1) Subject to any resolution made by a general meeting, the funds of the association are to be used in pursuance of the objectives of the association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed in accordance with guidelines adopted by the executive.

42. Alteration of the constitution

- (1) The constitution of the association comprises the title page, table of contents and Parts 1 to 6 inclusive.
- (2) Except for correcting typographic errors and amending Appendix 1, both of which may be undertaken with the approval of the executive, the constitution may be altered only by special resolution of a general meeting of the association.

43. Registration of change

An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a member of the executive.

44. Custody of documents

Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

45. Inspection of documents

- (1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - (a) current financial records of the association;
 - (b) this constitution, and
 - (c) minutes of executive meetings and general meetings of the association.
- (2) A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

46. Service of notices

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or

- (b) by sending it by pre-paid post to the address of the person, or
 - (c) by transmitting it by facsimile or other electronic device to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or other form of transmission, on the date it was sent or, if the device from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.
- (3) Any resolution made by a general meeting, or meeting of the executive or sub-committee is valid notwithstanding any subsequent discovery that a notice was not given as required under this constitution.

47. Financial year

The financial year of the association is the period of 12 months commencing on 1 July and ending on the following 30 June.

48. Return of documents

If a person, by virtue of the person's office or role in the association, has in his or her custody documents or records of the association, and the person ceases to hold that office or have that role, the person, or the estate of the person, must return those documents or records to the executive within 28 days of the person ceasing to hold that office or have that role or ceasing to be a member.

49. Winding up

If the affairs of the association are wound up the assets of the association will be liquidated and the proceeds of the liquidation will be disbursed to one or more not-for-profit organisations.

Australian Film Societies Federation Inc

Application for Membership

TO APPLY FOR MEMBERSHIP:

1. ONLINE, go to the AFSF website (www.ausfilm.org.au), click on Membership Form and follow the prompts. All sections must be completed, including names, addresses and contact details of your president, secretary and treasurer. When you have finished, click on SUBMIT. Pay membership subscription (see 3 below).

OR

2. MANUALLY, complete the form below in BLOCK LETTERS.

- Complete all details, including all contact information.
- Mail the completed form and your membership subscription cheque to:
Australian Film Societies Federation Inc, PO Box 468 Mullumbimby, NSW 2482

3. MEMBERSHIP SUBSCRIPTION

- Your membership subscription for a full financial year (01 July to 30 June) is \$50 per year.
- If joining after 01 April your first subscription will extend to 30 June in the following year.
- Pay by:

cheque to Australian Film Societies Federation (mailing address above);

OR PayPal: Have your credit card ready. After clicking on SUBMIT, wait a few seconds;
then click on PAY NOW and follow the prompts.

OR bank transfer or direct deposit to **BSB: 732-004 Account Number: 07-2216**

Name of applicant society:	
Number of members at date of application (must be minimum of 5):	
Contact person:	
Address for correspondence:	
Email address:	
Phone number landline:	Mobile:
Projector make:	Model:
Screening format/s: 35mm 16mm 2K E-Cinema DVD/BluRay (Circle your screening format/s)	
Screening frequency (eg monthly, 1st and 3rd Fridays):	
Current office bearers, addresses and phone numbers:	
President:	
Secretary:	
Treasurer:	
Conditions of membership. 1. The applicant is a not-for-profit organisation. 2. In respect of non-theatrical screenings, the applicant must not charge admission fees or solicit donations that may be construed as admission fees. 3. If screening film, the applicant agrees to observe and abide by AFSF Film Handling Guidelines. 4. The applicant acknowledges reading and understanding these conditions and agrees, if admitted to membership, to abide by them and by the AFSF constitution, as it may be amended from time to time. I am authorised to sign this application for and on behalf of the applicant.	
Signed:	Office:
	Date:

Name (please print):

Appendix 2. Appointment of proxies (Clause 37(b))

Australian Film Societies Federation Inc

Appointment of Proxies

The committee of management of (the society),
a member of the Australian Film Societies Federation Inc, hereby appoints:

(a) of

.....

and

(b) of

.....

to vote on behalf of the society on all questions that are to be resolved at the annual/special general
meeting of the Federation, to be held on

Appointees:

(a) Name:

Signed: Date:

(b) Name:

Signed: Date:

Signed on behalf of the society

Name: Office:

Signed: Date:

Witness

Name

Signed: Date: