ASSOCIATION RULES FOR
THE TASMANIAN NATIONAL PARKS ASSOCIATION INC

1 Name of association

The name of the Association is as follows:

Tasmanian National Parks Association Inc

2 Interpretation

In these rules –

"Association" means the association referred to in rule 1;

"committee" means the committee provided for by rule 21(1);

"financial year" means the period starting at the start of 1 July and ending at the end of the next 30 June;

"special general meeting" means any general meeting other than an annual general meeting.

4 Objects and Powers of the Association *(modified by AGM (5/9/2005))*

4. (1) The objects of the Association are:

(a) The conservation, protection and where necessary the rehabilitation of the natural environment of national parks and other conservation reserves.

(b) To secure the continuing reservation of suitable areas for national parks and other conservation reserves.

(c) To advocate conservation as the primary role of the Tasmanian Parks & Wildlife Service.

(d) To promote and encourage community involvement in national park and other conservation reserves management.

(e) To promote effective legislation for national parks and other conservation reserves.

(f) To increase community awareness of the value and importance of national parks and other conservation reserves and conservation in general.

(g) To promote the conservation of the cultural heritage of national parks and other conservation reserves, and to secure its ongoing reservation.

4. (2) The powers of the Association include the following:

(a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property necessary or convenient for any of the objects of the Association;

(b) the buying, selling and supplying of, and dealing in, goods of all kinds;

(c) the construction, maintenance and alteration of buildings or works necessary or convenient for any of the objects of the Association;

(d) the accepting of any gift for any one or more of the objects of the Association;

(e) the taking of any step the committee or the members in general meeting consider expedient for the purpose of procuring contributions to the funds of the Association;

(f) the printing and publishing of any newspapers, periodicals, books, leaflets or other documents the committee or the members in general meeting consider desirable for the promotion of the objects and purposes of the Association;

(g) 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;

(h) subject to the provisions of the *Trustee Act 1898*, the investment of any moneys of the Association not immediately required for any of its objects in any manner the committee determines;

(j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit servants or past servants of the Association and their dependants, and the granting of pensions, allowances or other benefits to servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;

(k) the establishment and support, or aiding in the establishment or support, of any other association formed for the promotion or implementation of any of the objects of the Association;

(l) the purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities and engagements of any association with which the Association is amalgamated in accordance with the provisions of the *Associations Incorporation Act 1964*;

(m) the maintenance of a gift fund known as the Tasmanian National Parks Association Gift Fund for the purpose of supporting the objects of the Association;

(n) the doing of any lawful thing incidental or conducive to the attainment of the objects of the Association.

(o) the assets and income of the association shall be applied solely in furtherance of its above mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the association.

(p) in the event of the association being dissolved the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

5 Membership of Association *(modified by SGM (6/12/2004))*

5. (1) A person who applies for, and is approved for, membership as provided in these rules is eligible to be a member of the Association on payment of the annual subscription fixed under these rules.

(2) A person who is not a member of the Association at the time of the incorporation of the Association is not to be admitted to membership unless –

(a) the person applies to the Association for membership of the Association; and

(b) agrees to abide by the objects and rules of the Association as set out in the Association constitution; and

(c) the admission as a member is approved by the committee.

(3) As soon as practicable after the receipt of an application, the application is to be referred to the committee for consideration.

(4) On an application being approved by the committee, the secretary

(a) is to notify the applicant, in writing, that he or she has been approved for membership of the Association; and

(b) upon receipt of the sum payable as the first year's subscription, is to enter the applicant's name in a register of members.

(5) Any person under the age of 18 years may become an Associate member under a family membership or as an individual at the unwaged members fee. Any organisation that wishes to subscribe to *TNPA News* or join TNPA may become an Associate member at the family membership rate. Associate members shall enjoy the privileges of full membership except the right to vote or be elected as a committee member or other stakeholder of the association.

(6) The Committee may from time to time bestow a life membership upon a member. Such benefit may at the Committee's discretion be bestowed by way of reward or for a donation to the association as shall be determined from time to time by the committee.

(7) A life member shall enjoy the same privileges as an adult financial member and is exempt from the annual membership fee.

(8) A member of the Association may resign from the Association by giving the Association a written notice of resignation.

(9) Notwithstanding the provisions of subrule (8), a member who becomes unfinancial and who remains unfinancial for a continuous period of 3 months is deemed to have resigned from membership of the association effective the last day of that period in the same way as if that member had resigned pursuant to the provisions of subrule (8)

(10) A person –

(a) becomes a member of the Association when his or her name is entered in the register of members; and

(b) ceases to be a member of the Association when his or her name is removed from the register of members.

(11) Any right, privilege or obligation of a person as a member of the Association –

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates on the cessation of the membership.

(12) If the Association is wound up –

(a) every member of the Association; and

(b) every person who, within the period of 12 months immediately preceding the commencement of the winding up, was a member of the Association –

is liable to contribute –

(c) to the assets of the Association for payment of the debts or liabilities of the Association; and

(d) for the costs, charges and expenses of the winding up; and

(e) for the adjustment of the rights of the contributories among themselves.

(13) Any liability under subrule (12) is not to exceed the paid up value of the annual membership fee for the Tasmanian National Parks Association as shall be determined from time to time.

(14) A former member is not liable to contribute under subrule (12) in respect of any debt or liability of the Association incurred after he or she ceased to be a member.

6 Income and property of Association

6. (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 and property of the Association is to be paid or transferred to any member of the Association.

(3) The Association is not to –

(a) appoint a person who is a member of the committee to any office in the gift of the Association to the holder of which there is payable any remuneration by way of salary, fees or allowances; or

(b) pay to any such person any remuneration or other benefit in money or money's worth, other than the repayment of out-of-pocket expenses.

(4) A servant or member of the Association may be paid –

(a) remuneration in return for services rendered to the Association or for goods supplied to the Association in the ordinary course of business; or

(b) interest at a rate not exceeding the prime lending rate of the association's bank at the applicable time.

(c) a reasonable and proper sum by way of rent for premises let to the Association.

7 Accounts of receipts and expenditure

7. (1) True accounts are to be kept of –

(a) all money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and

(b) the property, credits and liabilities of the Association.

(2) The accounts are to be open to inspection by the members of the Association subject to any reasonable restrictions as to time and manner of inspecting the Association may impose.

(3) The treasurer of the Association is to keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Association in the form and manner the committee directs.

(4) The accounts, books and records are to be kept at a place the committee decides.

8 Banking and finance

8. (1) The treasurer of the Association, on behalf of the Association, is to –

(a) receive all money paid to the Association; and

(b) immediately after the receipt issue official receipts.

(2) The committee is to cause to be opened with any bank, building society or credit union the committee selects an account in the name of the Association into which all money received is to be paid as soon as possible after receipt.

11 Annual general meeting *(modified by AGM (17/9/2007))*

11. (1) The Association is to hold an annual general meeting each year.

(2) The annual general meeting is to be held on any day between 1 July and 30 November (inclusive) that is determined by the committee.

(3) The annual general meeting is to be in addition to any other general meetings that may be held in the same year.

(4) The notice convening the annual general meeting is to specify the purpose of the meeting.

(5) The business of the annual general meeting is as follows:

(a) to confirm the minutes of the last annual general meeting and of any later special general meeting;

(b) to receive from the committee, and from any employees of the Association, reports on the Association's affairs during the last financial year;

(c) to elect members of the committee;

(d) any other business mentioned in the notice convening the annual general meeting.

12 Special general meetings

12. (1) The committee may convene a special general meeting of the Association at any time.

(2) The committee must convene a special general meeting of the Association if the committee is given a written requisition for the meeting by at least 10 members 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 the requisitionists; 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 30 days from the day on which a requisition is given to the committee, the requisitionists, or any of them, may convene the meeting within 3 months from the day the requisition is given to the committee.

(5) A special general meeting convened by requisitionists is to be convened in the same manner as nearly as possible as meetings are 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 Notice of general meetings

At least 14 days before the day fixed for a general meeting, the secretary must send each financial member written notice of -

(a) the day, time and place of the meeting; and

(b) the business of the meeting.

Note: Rules 32 explains how notice may be given.

14 Business and quorum at general meetings

(2) Business is not to be transacted at a general meeting unless a quorum of members entitled to vote is present at the time the meeting is considering that business.

(3) A quorum for the transaction of the business of a general meeting is 10 members present and entitled to vote.

(4) If a quorum is not present half an hour after the appointed time for the commencement of a general meeting, the meeting –

(a) if convened on the requisition of members, is to be dissolved; or

(b) in any other case, is to be adjourned to the same day in the next week at the same time at the same place.

(5) If at an adjourned meeting a quorum is not present one hour after the time appointed for the commencement of the meeting, the meeting is to be dissolved.

(6) The chairperson, by written notice or at the time of the adjournment, may specify another place to which a meeting is to be adjourned.

15 President to preside at general meetings

15. (1) The president, or in his or her absence, a vice-president is to preside as chairperson at every general meeting of the Association.

(2) If the president and both vice-presidents are absent from a general meeting, the members present are to elect one of their number to preside as chairperson.

16 Adjournment of general meetings

16. (1) The chairperson of a general meeting at which a quorum is present may, with the consent 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 the business left unfinished at the meeting at which the adjournment took place.

(2) If a meeting is adjourned for 14 days or more, the 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 an adjournment or of the business to be transacted at an adjourned meeting.

17 Determination of questions arising at general meetings

17. (1) A question arising at a general meeting of the Association is to be determined on a show of hands.

(2) Unless before or on the declaration of the result of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and 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 recorded in favour of, or against, that resolution.

18 Votes

18. (1) On any question arising at a general meeting of the Association, a member has one vote only.

(2) All votes are to be given personally.

(3) In the case of an equality of voting on a question, the chairperson has a second or casting vote.

19 Taking of poll

19. If at a meeting a poll on any question is demanded –

(a) it is to be taken at that meeting in the manner the chairperson directs; 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

20. (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 directs.

21 Affairs of Association to be managed by a committee

21. (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) 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 by general meetings of members of the Association; and

(c) 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

(d) is to ensure that minutes of each meeting of the Association, the committee or a subcommittee are created, kept and made available free to a member of the Association on request.

23 Committee membership

23. (1) The committee consists of:

(a) the president; and

(b) 2 vice-presidents; and

(c) the treasurer; and

(d) the secretary; and

(e) the public officer; and

(f) 4 other members;

each of whom is elected under rule 24 or appointed under subrule (5) of this rule.

(2) A member of the committee holds office until the end of the next annual general meeting after the member was elected or appointed (but may be elected as a member of the committee at that meeting for a further term).

(3) The exercise of powers or performance of functions by the committee is not affected by a vacancy in the membership of the committee.

(4) However, if the number of members of the committee is less than 3, the committee may act only to appoint one or more members of the committee so that there are at least 3 members of the committee or to call a general meeting.

(5) If there is a vacancy in the committee after an annual general meeting, the committee may appoint a member of the Association to fill the vacancy. This applies whether the vacancy occurs because of rule 25 or because an office of committee member is not filled by election at the annual general meeting.

Note: The *Associations Incorporation Act 1964* requires the committee to make an appointment to fill a vacancy in the position of public officer within 14 days of the vacancy occurring.

24 Election of members of the Management committee

24. (1A) To be nominated as a candidate for election as a member of the committee, a person must be a member of the Association at the time of the election.

(1) Nominations of candidates for election as members of the committee at a general meeting are to be –

(a) made in writing signed by 2 members 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 before the general meeting.

(2) If insufficient nominations are received to fill all vacancies on the committee –

(a) Where only one candidate is nominated for an office that candidate is taken to be elected to that office; and

(b) Where no candidate is nominated for an office that office may be filled by a candidate who had been nominated for another office subject to that candidate's consent; and

(c) Where no candidate is nominated for an office and no candidate for another office is available or consents, nominations shall be called from the floor.

(3) Where there is more than one candidate for an office a ballot is to be held.

(4) Ballots for the election of members of the committee are to be conducted at a general meeting in the manner directed by the committee.

25 Vacation of office

25. For the purpose of these rules, the office of a committee member becomes vacant if the committee member –

(a) dies; or

(b) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors, or makes any assignment of his or her estate for their benefit; or

(c) becomes of unsound mind; or

(d) resigns office in writing addressed to the committee; or

(f) fails, without leave granted by the committee, to attend 3 consecutive meetings of the committee; or

(g) ceases to be a member of the Association; or

(h) fails to pay all arrears of subscription due, within 14 days after receiving a notice in writing from the secretary stating that he or she has ceased to be a financial member of the Association.

26 Meetings of the committee and of subcommittees

26. (1) The committee is to meet at least once in every 2 months at any place and time the committee determines.

(1A) A meeting of the committee or a subcommittee may be held by means that enable all participants in the meeting to hear (or both see and hear) one another, even if some or all of the participants are in different places.

(2) Meetings of the committee may be convened by the president or any 3 of its members.

(3) Notice is to be given to members of the committee of any meeting, specifying the general nature of the business to be transacted, and no other business is to be transacted at such a meeting.

(4) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

(5) Business is not to be transacted unless a quorum is present.

(6) If half an hour after the time appointed for the meeting a quorum is not present, the meeting is to be adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it is to be dissolved.

(7) At a meeting of the committee, the following is to preside:

(a) the president, or in his or her absence, a vice-president;

(b) if the president and the 2 vice-presidents are absent, any one of the remaining members of the committee as may be chosen by the members present.

(8) Any question arising at a meeting of the committee or of any subcommittee appointed by the committee is to be determined –

(a) on a show of hands; or

(b) if demanded by a member, by a poll taken in any manner the person presiding at the meeting determines.

(9) Each member present at a meeting of the committee or of any subcommittee appointed by the committee (including the person presiding at the meeting) is entitled to one vote.

(10) If there is an equality of votes on any question, the person presiding has a second or casting vote.

(11) Written notice of each committee meeting is to be served on each member of the committee.

26A Making of decisions by electronic communications

The committee or a subcommittee may, without a meeting, make a decision by exchange of electronic communications among the members of the committee or subcommittee that indicate that a majority of those members who are entitled to vote on the decision favour the decision.

Note: Rule 27 may affect a member's entitlement to vote on the decision.

27 Disclosure of interest in contracts

27. (1) A member of the committee who is interested in any contract or arrangement made or proposed to be made with the Association is to disclose the interest –

(a) at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if the interest then exists; or

(b) in any other case, at the first meeting of the committee after the acquisition of the interest.

(2) If a member of the committee becomes interested in a contract or arrangement after it is made or entered into, he or she is to disclose the interest at the first meeting of the committee after he or she becomes so interested.

(3) A member of the committee is not to vote as a member of the committee in respect of any contract or arrangement in which he or she is interested and any such vote is not to be counted.

28 Subcommittees

28. (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 at a meeting of the subcommittee is 3 appointed members.

(4) The public officer of the Association is to convene meetings of a subcommittee.

(5) Written notice of each subcommittee meeting is to be served on each member of the subcommittee.

30 Annual subscription for financial year

30. (1) The committee is to determine annual subscriptions payable by members for a financial year at least 3 months before the financial year.

(2) The members may alter annual subscriptions for a financial year, by special resolution passed before the financial year.

32 Notices

32. For the purposes of these rules, a notice may be served on, or sent or given to, a member of the Association, a member of the committee or a member of a subcommittee –

(a) personally; or

(b) by sending it through the post in a prepaid envelope addressed to the member at his or her usual or last-known address; or

(c) by electronic communication to the member's usual or last-known address for electronic communication.

33 Expulsion of members

33. (1) The committee may expel 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 expulsion of a member under subrule (1) does not take effect until whichever of the following is the later date:

(a) the expiration of 14 days after the service on the member of a notice under subrule (3);

(b) if the member exercises his right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.

(3) If the committee 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 expelled the member; and

(b) specifying the grounds for the expulsion; and

(c) informing the member of a right to appeal against the expulsion under rule 34.

34 Appeal against expulsion

34. (1) A member may appeal against an expulsion under rule 33 by delivering or sending by post to 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 –

(a) the public officer is to immediately notify the committee of its receipt; and

(b) the committee is to cause a special general meeting of members to be held within 21 days after the date on which the requisition is received.

(3) At a special general meeting convened for the purpose of 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 is to be given an opportunity to be heard; and

(d) the members present are to vote by secret ballot on the question whether the expulsion should be lifted or confirmed.

(4) 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 to be taken to have been lifted; and

(b) the expelled member is entitled to continue as a member of the Association.

(5) 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 Disputes

35. (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 2011*.

(2) This rule does not affect the operation of rule 34.

36 Seal of Association

36. (1) The seal of the Association is to be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".

(2) The seal of the Association is not to be affixed to any instrument except by the authority of the committee.

(3) The affixing of the seal is to be attested by the signatures of –

(a) 2 members of the committee; or

(b) one member of the committee and any other person the committee may appoint for that purpose.

(4) Attestation under subrule (3) is sufficient for all purposes that the seal was affixed by authority of the committee.

37 Tasmanian National Parks Association Gift Fund

37. (1) The Association must comply with section 30-130 of the *Income Tax Assessment Act 1997* (of the Commonwealth) in relation to the Tasmanian National Parks Association Gift Fund.

Note: That section deals with what must and must not be received by the Tasmanian National Parks Association Gift Fund and how the Fund must be used.

(2) The Association must not act as a mere conduit for the donation of money or property to other organisations, bodies or persons.

(3) As soon as the Association is wound up or its endorsement under Subdivision 30-BA of the *Income Tax Assessment Act 1997* (of the Commonwealth) relating to the Tasmanian National Parks Association Gift Fund is revoked, any surplus assets of the Fund must be transferred to a fund, authority or institution gifts to which can be deducted under Division 30 of that Act.

38 Transitional provisions

Tasmanian National Parks Association Public Fund

38. (1) The public fund that was the Tasmanian National Parks Association Public Fund immediately before the amendments of rule 4 and the omission and substitution of rule 37 by special resolution passed in 2024 continues as a gift fund called the Tasmanian National Parks Association Gift Fund maintained under rule 4 as amended.

Committee

(2) A person who, immediately before the amendments by special resolution passed in 2024 affecting rules 22, 23 and 24, was a member of the committee continues as a member of the committee, holding the office corresponding to the office or position to which the person was elected or appointed at or after the annual general meeting held in 2024, as if the person had been elected to that corresponding office at that meeting.

Annual subscription for 2024-25 financial year

(3) The omission and substitution of rule 30 by special resolution passed in 2024 does not affect the amount of an annual subscription for the financial year starting on 1 July 2024.