

# **Council of Australasian Tribunals Victorian Chapter Association Incorporated (COAT Vic Chapter Inc.)**

## **RULES**

### **1. NAME**

1.1 The name of the Incorporated Association is Council of Australasian Tribunals Victorian Chapter Association Incorporated (COAT Vic Chapter Inc.) (in these Rules called "the Association").

### **2. INTERPRETATION**

2.1 In these Rules, unless the contrary intention appears:

"Act" means the *Associations Incorporations Act 1981* (as in force from time to time)

"Annual General Meeting" means a general meeting convened as provided in Rule 7

"Committee" means the Committee of Management of the Association constituted as provided in Rule 11

"Sub-Committee" means a sub-committee appointed by the Committee in accordance with Rule 11.2.4

"Financial Year" means the period of 12 months ending 31 March

"General Meeting" means a general meeting of members convened in accordance with these Rules

"Member" means a member of the Association

"Committee Member" means a member of the Committee

"Register of Members" means the register of members kept by the Secretary in accordance with Rule 5

"Regulations" means Regulations under the Act.

2.2 In these Rules, a reference to the Secretary is a reference-

2.2.1 where a person holds office under these Rules as Secretary of the Association, to that person or, in any other case, to the Public Officer of the Association.

2.3 Words or expressions contained in these Rules will be interpreted in accordance with the *Interpretation of Legislation Act 1984* and the Act.

2.4 All notices, advices, statements, requisitions and other communications provided for in these Rules must be in writing, and addressed to or from the Secretary of the Association as the case requires.

### **3. MEMBERSHIP**

3.1 A person is qualified to be a member of the association if, and only if, the person:

(a) is a natural person who is nominated and approved for membership as provided in these Rules, and

(b) is a person supportive of the Objects of the Council of Australasian Tribunals.

3.2 A person who is not a member of the Association at the time of incorporation of the Association (or who was a member at that time, but has ceased to be a member) must not be admitted to membership-

3.2.1 unless nominated as provided in sub-Rule 3.3, and

3.2.2 the admission as a member is approved by the Committee.

3.3 A nomination of a person for membership of the Association must be-

3.3.1 made by email, or in writing, in a form approved by the Committee

3.3.2 lodged with the Secretary of the Association, and

3.3.3 accompanied by the annual subscription.

3.4 As soon as practicable after receipt of the nomination, the Secretary must refer the nomination to the Committee.

3.5 Upon a nomination being referred to the Committee, the Committee must determine whether to approve or reject the nomination.

3.6 Upon a nomination being rejected by the Committee, the Secretary must, with as little delay as possible, notify the nominee of the rejection and return the annual subscription.

3.7 As soon as the Committee approves a nomination, the Secretary must notify nominee who, on payment of the annual subscription payable under these Rules, immediately becomes a member of the Association.

3.8 A right, privilege or obligation of a person by reason of membership of the Association-

3.8.1 is not capable of being transferred or transmitted to another person, and

3.8.2 terminates upon the cessation of membership, whether by death or resignation or otherwise.

3.9 The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges or expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by Rule 4.

3.10 Notwithstanding sub-Rules 3.1-3.9, the Committee may as it sees fit in appropriate cases and from time to time admit to membership a person who is eligible to be a member of the Association in the following special categories of membership:

3.9.1 Honorary member, and

3.9.2 Honorary Life member.

3.10 Upon admission by the Committee, Honorary members and Honorary Life members have the same rights, privileges and obligations as a member of the Association, but no payment of the annual subscription otherwise payable under these Rules will be required for the duration of the special membership.

#### **4. ANNUAL SUBSCRIPTION**

4.1 The annual subscription shall be as recommended by the Committee and approved by the Association at the Annual General Meeting each year.

4.2 The annual subscription shall become due and payable on 1 April each year (the due date).

## **5. REGISTER OF MEMBERS**

- 5.1 The Secretary must keep a register of members in which the Secretary must record-
- 5.1.1 the name and email address of each member as soon as the Committee approves the nomination,
  - 5.1.2 the date of each member becoming a member,
  - 5.1.3 the date of cessation of membership,
  - 5.1.4 any changes in the member's email address or other particulars.
- 5.2 The register must be available for inspection by members on request.

## **6. RESIGNATION AND EXPULSION OF MEMBERS**

- 6.1 A member may resign from the Association by so advising the Secretary by email or in writing and thereupon ceases to be a member.
- 6.2 Moneys owing by a member to the Association on the resignation of the member remain a debt due to the Association.
- 6.3 Subject to these Rules, the Committee may by resolution-
- 6.3.1 expel a member from the Association,
  - 6.3.2 suspend a member from membership of the Association for a specified period, or
  - 6.3.3 fine a member an amount not exceeding \$20, if the Committee is of the opinion that the member-
    - 6.3.3.1 has refused or neglected to comply with these Rules, or
    - 6.3.3.2 has been guilty of conduct unbecoming a member or prejudicial to the interest of the Association.
- 6.4 A resolution of the Committee under sub-Rule 6.3.1-
- 6.4.1 does not take effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after the service on the member of a notice under sub-Rule 6.5 confirms the resolution in accordance with this Rule, and
  - 6.4.2 where the member exercises a right of appeal to the Association under this Rule, does not take effect unless the Association confirms the resolution in accordance with this Rule.
- 6.5 If the Committee passes a resolution under sub-Rule 6.3, the Secretary must as soon as practicable cause to be served on the member a notice-
- 6.5.1 setting out the resolution of the Committee and the grounds on which it is based,
  - 6.5.2 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,
  - 6.5.3 stating the date, place and time of the meeting, and
  - 6.5.4 informing the member that he or she may do one or more of the following:
    - 6.5.4.1 attend the meeting,
    - 6.5.4.2 give to the Committee before the date of the meeting a statement seeking the revocation of the resolution, and
    - 6.5.4.3 not later than 24 hours before the date of the meeting lodge with the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 6.6 At a meeting of the Committee held in accordance with sub-Rule 6.4, the Committee must-

- 6.6.1 give the member an opportunity to be heard,
- 6.6.2 give due consideration to any written statement submitted by the member, and
- 6.6.3 by resolution determine whether to confirm or to revoke the resolution.

6.7 If the Secretary receives a notice under sub-Rule 6.5.4.3, he or she must notify the Committee and the Committee must convene a general meeting to be held within 21 days after the date on which the Secretary received the notice.

6.8 At a general meeting convened under sub-Rule 6.7-

- 6.8.1 the only business which may be transacted is the question of the appeal,
- 6.8.2 the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution,
- 6.8.3 the member must be given an opportunity to be heard, and
- 6.8.4 the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

6.9 If at the general meeting-

- 6.9.1 two-thirds of the members present vote in person in favour of the confirmation of the resolution, the resolution is confirmed, or
- 6.8.2 in any other case, the resolution is revoked.

6.10 A member who, without proper reason or excuse, has failed to pay an annual subscription by 1 July fifteen months following the due date shall *ipso facto* cease to be a member of the Association.

## **7. ANNUAL GENERAL MEETING**

7.1 The Association must in each calendar year convene an annual general meeting of its members.

7.2 The annual general meeting shall be held on the date the Committee determines.

7.3 The annual general meeting must be specified as such in the notice convening it.

7.4 The ordinary business of the annual general meeting is to:

- 7.4.1 confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting,
- 7.4.2 receive from the Committee reports upon the transactions of the Association during the last preceding financial year,
- 7.4.3 elect Committee members,
- 7.4.4 receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act,
- 7.4.5 appoint an Auditor who may be honorary.

7.5 The annual general meeting may transact special business of which notice given in accordance with these Rules.

7.6 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

## **8. SPECIAL GENERAL MEETING**

8.1 All general meetings other than the annual general meeting shall be called special general meetings.

8.2 The Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where but for this sub-Rule more than 15 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

8.3 The Committee must, on the requisition in writing of members representing not less than 5% of the total number of members, convene a special general meeting of the Association.

8.4 The requisition for a special general meeting must state the objects of the meeting and must be signed by the members making the requisition and be sent to the Secretary. It may consist of several documents in a like form, each signed by one or more of the members making the requisition.

8.5 If the Committee does not cause a special general meeting to be held within the month after the date on which the requisition is sent to the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

8.6 A special general meeting convened by members pursuant to this Rule must be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting must be refunded by the Association to the persons incurring the expenses.

## **9. NOTICE OF MEETING**

9.1 The Secretary must, at least 14 days (and in the case of a meeting to consider a special resolution, at least 21 days) before the date fixed for the holding a general meeting, cause to be sent to each member of the Association at their email address appearing in the register of members, an notice by email or such other reasonable method determined by the Committee, stating the place, date and time of the meeting and the nature of the business to be transacted.

9.2 Only business set out in the notice convening the meeting may be transacted at the meeting.

9.3 A member desiring to bring any business before a meeting may give notice of that business to the Secretary who must include that business in the notice calling the next general meeting after the receipt of the notice.

## **10. PROCEEDINGS AT MEETINGS**

10.1 All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting, with the exception of that referred to in these Rules as being the ordinary business of an annual general meeting, is special business.

10.2 A general meeting must not transact an item of business unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.

10.3 Seven members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

10.4 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting, if convened upon the requisition of members, is dissolved and in any other case stands adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by notice to members given before the day to which the meeting is adjourned) at the same place, and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) are a quorum.

10.5 The Chairperson, or in the absence of the Chairperson, the Deputy Chairperson presides as chairperson at each general meeting of the Association.

10.5.1 If the Chairperson and the Deputy Chairperson are absent from a general meeting, the members present must elect one of their number to preside as chairperson at the meeting.

10.6 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 must be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

10.6.1 Where a meeting is adjourned for 14 days or more, a notice of the adjourned meeting must be given in accordance with Rule 9.1.

10.6.2 Except as provided in this sub-Rule, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

10.7 A question arising at a general meeting is determined on a show of hands unless, before or on the declaration of the show of hands, a poll is demanded. A declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

10.8 Upon a question arising at a general meeting, a member has one vote only.

10.8.1 All votes must be given personally.

10.8.2 In the case of an equality of voting on a question, the chairperson of the meeting is entitled to exercise a second or casting vote.

10.9 If at a meeting, a poll on any question is demanded by not less than 5 members, it must be taken at that meeting in such manner as the chairperson may direct, and the resolution of the poll is the resolution of the meeting on that question.

10.9.1 A poll that is demanded on the election of a chairperson or on a question of an adjournment must be taken forthwith and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the chairperson may direct.

10.10 A member is not entitled to vote at any general meeting unless all moneys due and payable by the member to the Association have been paid, other than the annual subscription payable in respect of the current financial year.

## **11. COMMITTEE OF MANAGEMENT**

11.1 The affairs of the Association are managed by a Committee of Management constituted as provided in this Rule.

11.2 The Committee, subject these Rules, the Regulations and the Act, -  
11.2.1 conducts and manages the business and affairs of the Association including the general administration of the Association,  
11.2.2 may exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by these Rules to be exercised by members in general meetings,  
11.2.3 has power to perform all such acts and things as appear to the Committee to be appropriate for the proper management of the Association,  
11.2.4 may appoint sub-committees, responsible to the Committee, to perform such of its powers and functions as it sees fit  
11.2.5 may, in respect of any activities or events, appoint such managers or directors as the Committee considers appropriate, with such powers and duties as the Committee may specify,  
11.2.6 may delegate in writing to any person, including the persons from time to time holding appointments under sub-Rule 11.2.5, such powers and functions of the Committee as the Committee sees fit,  
11.2.7 may in its absolute discretion regulate its own procedures.

11.3 The Committee of Management of the Association consists of:  
11.3.1 not less than 5 and not more than 15 Committee Members elected as provided in this Rule,  
11.3.2 Each Committee Member, subject these Rules, holds office until the conclusion of the annual general meeting two years after the date of their election, but in all cases is eligible for re-election.  
11.3.3 If a casual vacancy occurs in the office of a Committee Member, the Committee may appoint a member to fill the vacancy and the member so appointed holds office, subject to these Rules, until the conclusion of the annual general meeting next following the date of their appointment.  
11.3.4 Subject to this sub-Rule, the Committee may co-opt additional members to the Committee as the Committee sees fit.

11.4 Nominations of candidates, who must be members, for election as Committee Members must be-  
11.4.1 in writing, signed by two members and accompanied by the written consent of the candidate, which may be endorsed on the form of nomination, and  
11.4.2 delivered to the Secretary not less than 7 days before the date fixed for the holding of the annual general meeting, or such other period as is determined at an Annual General Meeting.

11.5 If nominations received are insufficient to fill all vacancies for Committee Members, the candidates nominated are elected and further nominations may be received at the annual general meeting.

11.6 If the number of nominations received is equal to the number of vacancies for Committee Members to be filled, the persons nominated are elected.

11.7 If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held at the annual general meeting. The ballot must be conducted in such usual and proper manner as the Committee may direct or, in the absence of such a direction, as the chairperson of the annual general meeting may direct.

11.8 The office of a member of the Committee becomes vacant if the member of the Committee –  
11.8.1 ceases to be a member of the Association,  
11.8.2 becomes an insolvent under administration within the meaning of the Companies (Victoria) Code,

11.8.3 resigns by notice in writing to the Secretary,  
11.8.4 without reasonable cause fails and/or refuses to attend consecutive meetings of the Committee on not less than such number of occasions as the Committee shall determine.

11.9 To be eligible to nominate a member for a vacancy on the Committee, or to stand as a Committee member, or to vote at the election of a committee member, a person must be a member of the Association and otherwise eligible to vote on the date that the Secretary causes to be sent to each member of the Association a notice pursuant to Rule 9.1.

## **12. OFFICERS OF THE ASSOCIATION**

12.1 The Secretary must convene a meeting of the Committee as soon as practicable after each annual general meeting when the Committee must elect a Chairperson and a Deputy Chairperson of the Association, and appoint a Secretary and a Treasurer, who shall comprise the Officers of the Association, from among its members.

12.2 In relation to the election of the Chairperson and Deputy Chairperson, the provisions of Rule 11.4 apply so far as they are applicable and with necessary modifications.

12.3 Each of the Chairperson and Deputy Chairperson is eligible for re-election, but otherwise holds office until the earlier of –

- 12.3.1 the date when he or she ceases to be a member of the Committee; or
- 12.3.2 the conclusion of the election of another member at the first meeting of the Committee held after an Annual General Meeting.

12.4 The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting and each Committee meeting in books provided for that purpose, together with a record of the names of persons present at such meetings.

12.5 The Secretary must perform all other duties usually performed by secretaries of incorporated associations and such other reasonable duties from time to time prescribed by the Committee.

12.6 The Treasurer of the Association must -

- 12.6.1 collect and receive all moneys due to the Association and make all payments authorized by the Committee; and
- 12.6.2 keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- 12.6.3 The accounts and books referred to in sub-Rule 12.6.2 must be available for inspection by members.
- 12.6.4 At each Committee meeting, the Treasurer must provide a statement of income and expenditure since the previous Committee meeting together with the balances in each bank account of the Association as at the relevant dates.

12.7 The Committee may from time to time replace either or both the Secretary and Treasurer by notifying the one replaced and the one appointed to that effect, specifying the day when the replacement appointment became effective.

12.8 Each of the Secretary and Treasurer holds office until replaced as provided for in sub-Rule 12.7, or until he or she ceases to be a member of the Association, whichever is the earlier.

12.9 The Committee must appoint a member to fill a vacancy occurring in the office of Secretary or Treasurer as soon as possible after the vacancy occurs.

### **13. PROCEEDINGS OF THE COMMITTEE**

13.1 The Committee must meet at least 3 times in each year reasonably spaced throughout that year at such times and such places as the Committee may determine.

13.2 In addition to meetings of the Committee as provided Rule 13.1, special meetings of the Committee may be convened by the Chairperson or by any 3 members of the Committee by giving notice to all members of the Committee and to the Secretary specifying the general nature of the business to be transacted, and no other business must be transacted at that meeting.

13.3 Any 3 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

13.4 No business must be transacted 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 must stand 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 lapses.

13.5 At meetings of the Committee -

13.5.1 the Chairperson, or in the absence of the Chairperson, the Deputy Chairperson must act as chairperson, or

13.5.2 if the Chairperson and the Deputy Chairperson are absent, the remaining members of the Committee may choose a member present to act as chairperson.

13.6 Questions arising at a meeting of the Committee must be determined on a show of hands or, if demanded by a member present, by a poll taken in such manner as the chairperson of the meeting may determine.

13.7 Each member present at a meeting of the Committee (or of a sub-Committee appointed by the Committee), including the chairperson of the meeting, is entitled to one vote and, in the event of an equality of votes on any question, the chairperson may exercise a second or casting vote.

13.8 Notice of each Committee meeting must be given to each member of the Committee by emailing it to that member at his or her email address in the Register of Members, or by such other reasonable method as the Committee determines, at a reasonable time before the meeting and not less than two business days before the date of the meeting.

13.9 Subject to sub-Rule 13.3, the Committee may act notwithstanding any vacancy on the Committee.

### **14. REMOVAL OF COMMITTEE MEMBERS**

14.1 The Association in general meeting may by resolution remove any member of the Committee before the expiration of the current term of office and appoint another member in that member's place to hold office until the expiration of the term of the first-mentioned member.

14.2 Where the member to whom a proposed resolution referred to in sub-Rule 14.1 makes representations in writing (not exceeding a reasonable length) to the Secretary or Chairperson of the Association and requests that they be notified to the members of the Association, the Secretary or the Chairperson may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

## **15. COMMITTEE-APPOINTED SUB-COMMITTEES**

15.1 The Committee may from time to time appoint one or more sub-committees and, subject to this Rule, each sub-committee may regulate its own affairs.

15.2 Members of the Committee may also be members of sub-committees. The Chairperson is an ex officio member of all sub-committees.

15.3 When the Committee appoints a sub-committee, among other things, the Committee—

15.3.1 must nominate the members of the sub-committee and its chairperson, 15.3.2 must declare whether the sub-committee nominated may co-opt other persons as members of the sub-committee, any limit on the numbers who may be co-opted and, if desired by the Committee, under what circumstances and conditions persons may be co-opted,

15.3.3 must prescribe the purposes and goals of the sub-committee,

15.3.4 may, if it sees fit, specify rules, not inconsistent with these Rules and the Act, for the operation of the sub-committee, the conduct of its meetings and its reasonable reporting to the Committee, and

15.3.5 may specify whether the sub-committee will be of a permanent or temporary nature, and the manner in which its appointment will be terminated.

15.4 The chairperson of a sub-committee must preside at all meetings of the sub-committee and, in his or her absence, a person appointed by the members of the sub-committee present must act as chairperson at the meeting.

15.5 Each sub-committee must arrange for one of its members to be the sub-committee secretary to keep minutes of the resolutions and proceedings of each meeting of the sub-committee in books provided for that purpose, to record the names of the persons present at each sub-committee meeting, and to do such other things as the sub-committee may direct.

15.6 Questions arising at a meeting of a sub-committee appointed by the Committee must be determined on a show of hands or, if demanded by a member present, by a poll taken in such manner as the chairperson of the meeting may determine.

## **16. DISPUTES AND MEDIATION**

16.1 The grievance procedure set out in this Rule applies to disputes under these Rules between -

16.1.1 a member and another member, or

16.1.2 a member and the Association.

16.2 The parties to the dispute must meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

16.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 14 days (or such longer period as the Committee approves), hold at meeting in the presence of a mediator.

16.4 The mediator must be -

16.4.1 a person chosen by agreement of the parties, or

16.4.2 in the absence of agreement in the case of a dispute between a member and another member, a person appointed by the Committee

16.4.3 in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

16.5 A member of the Association can be a mediator.

16.6 The mediator cannot be a member who is a party to the dispute.

16.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

16.8 The mediator, in conducting the mediation, must -

16.8.1 give the parties to the mediation process every opportunity to be heard,

16.8.2 allow due consideration by all parties of any written statement submitted by any party, and

16.8.3 ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

16.9 The mediator must not determine the dispute.

16.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or by other lawful means.

## **17. CHEQUES**

17.1 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by either:

17.1.1 two Officers of the Association, or

17.1.2 one Officer of the Association and one member of the Committee.

## **18. SEAL**

18.1 The Common Seal of the Association must be kept in the custody of the Secretary.

18.2 The Common Seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal must be attested by the signatures either of two members of the Committee or of one member of the Committee and the Secretary of the Association.

## **19. ALTERATION OF RULES AND STATEMENT OF PURPOSES**

19.1 These Rules and the Statement of Purposes of the Association may only be altered in accordance with the Act.

## **20. NOTICES**

20.1 A notice or other communication may be given to or served by the Association upon any member either personally, by emailing it to the member at the member's email address in the Register of Members, or by sending it by such other reasonable method as the Committee from time to time may determine.

20.2 A notice or other communication to the Association may be given to or served by delivering it to the Secretary either personally, by emailing it to the Secretary's email address in the Register of Members, or by sending it by such other reasonable method as the Committee from time to time may determine.

20.3 When a notice or other communication is emailed, or sent by any other method determined by the Committee, that notice or other communication is deemed to have been given to that person at the time that it would be reasonably expected to have been delivered to or received by that person.

20.4 When a notice or other communication is enclosed in an envelope properly addressed, pre-paid and posted to a person as a letter, that notice or other communication is deemed to have been given to that person at the time at which the letter would have been delivered in the ordinary course of post.

## **21 WINDING UP OR CANCELLATION**

21.1 In the event of the winding up or the cancellation of the incorporation of the Association, the assets and property, after payment of all just debts and liabilities, will not be distributed to the members of the Association, but will be distributed to the National Council of COAT or such other non-profit fund, institution or association with objectives similar to those of the Association, as the Association resolves by special resolution.

## **22 CUSTODY OF RECORDS**

22.1 Except as otherwise provided in these Rules, the Secretary must keep in his or her custody and control all books, documents and securities of the Association which must be available for inspection by members at a reasonable time upon the request of the member.

## **23 FUNDS**

23.1 The funds of the Association may be derived from annual subscriptions, donations, grants, sponsorship, event fees, admission charges and such other sources as the Committee determines.

23.2 The Association pursues its purposes without the object of gain for its members.

23.3 The assets and income of the Association must be applied solely in furtherance of the purposes set out in the Statement of Purposes, and no portion must be distributed to members except in accordance with sub-Rule 23.4.

23.4 Unless expressly authorized by the Committee, no member of the Association can be remunerated for services rendered to the Association, but may be reimbursed for out-of-pocket expenses properly incurred on behalf of the Association.

23.5 Subject to the law from time to time in force, the Committee may invest such part or parts of the funds of the Association not immediately required.

