

Statement of Purposes and Rules  
MELBOURNE RAINBOW BAND

**INDEX**

INDEX .....	1
STATEMENT OF PURPOSES .....	2
RULES OF THE INCORPORATED ASSOCIATION .....	3
1. NAME .....	3
2. DEFINITIONS .....	3
3. ALTERATION OF THE RULES .....	3
4. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION .....	3
5. REGISTER OF MEMBERS .....	4
6. CEASING MEMBERSHIP .....	4
7. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS .....	4
8. DISPUTES AND MEDIATION .....	6
9. ANNUAL GENERAL MEETINGS .....	6
10. SPECIAL GENERAL MEETINGS .....	7
11. SPECIAL BUSINESS .....	7
12. NOTICE OF GENERAL MEETINGS .....	7
13. QUORUM AT GENERAL MEETINGS .....	7
14. PRESIDING AT GENERAL MEETINGS .....	8
15. ADJOURNMENT OF MEETINGS .....	8
16. VOTING AT GENERAL MEETINGS .....	8
17. POLL AT GENERAL MEETINGS .....	8
18. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED .....	9
19. PROXIES .....	9
20. COMMITTEE OF MANAGEMENT .....	9
21. OFFICE HOLDERS .....	9
22. ORDINARY MEMBERS OF THE COMMITTEE .....	10
23. ELECTION OF OFFICERS AND ORDINARY COMMITTEE MEMBERS .....	10
24. VACANCIES .....	10
25. MEETINGS OF THE COMMITTEE .....	11
26. NOTICE OF COMMITTEE MEETINGS .....	11
27. QUORUM FOR COMMITTEE MEETINGS .....	11
28. PRESIDING AT COMMITTEE MEETINGS .....	11
29. VOTING AT COMMITTEE MEETINGS .....	11
30. REMOVAL OF COMMITTEE MEMBER .....	11
31. MINUTES OF MEETINGS .....	12
32. FUNDS .....	12
33. TRADING .....	12
34. NOTICE TO MEMBERS .....	12
35. WINDING UP .....	12
36. CUSTODY AND INSPECTION OF BOOKS AND RECORDS .....	12
37. MUSICAL DIRECTOR .....	13
38. AUDITOR .....	13
APPENDIX 1 .....	15
APPENDIX 2 .....	16

# Statement of Purposes and Rules MELBOURNE RAINBOW BAND

## STATEMENT OF PURPOSES

**The purpose of the Association is to:**

- a) form a symphonic concert band of a continually improving standard;
- b) promote and develop the musical abilities of musicians within the gay and lesbian community;
- c) provide a musical environment in which musicians can feel comfortable, regardless of their sexual preferences;
- d) provide an association totally free of all forms of homophobia and discrimination;
- e) support and entertain the gay and lesbian community;
- f) perform for and entertain many varied communities;
- g) contribute to the promotion of gay and lesbian artists within the gay and lesbian community and the wider community;
- h) bring together the gay and lesbian community and other communities through music;
- i) promote the association within the Melbourne gay and lesbian community as well as wider communities; and
- j) fundraise for charities within the gay and lesbian community as the Association sees fit.

# Statement of Purposes and Rules MELBOURNE RAINBOW BAND

## **RULES OF THE INCORPORATED ASSOCIATION**

### **1. Name**

The name of the incorporated association is Melbourne Rainbow Band Inc.  
(in these Rules called "the Association").

### **2. Definitions**

- (1) In these Rules, unless the contrary intention appears—
  - "**Act**" means the *Associations Incorporation Act 1981* (Vic);
  - "**committee**" means the committee of management of the Association;
  - "**financial year**" means the year ending on 30 June;
  - "**general meeting**" means a general meeting of members convened in accordance with Rule 12.
  - "**member**" means a member of the Association;
  - "**ordinary member of the committee**" means a member of the committee who is not an officer of the Association under Rule 21;
  - "**Regulations**" means regulations under the Act;
  - "**relevant documents**" means records or other documents, however compiled, recorded or stored, that relate to the incorporation and management of the association, including membership records, accounts, accounting records and documents relating to transactions, dealings, business or property of the association.
- (2) In these Rules, a reference to the Administrator of the Association is a reference—
  - (a) if a person holds office under these Rules as Administrator of the Association—to that person; and
  - (b) in any other case, to the public officer of the Association.

### **3. Alteration of the rules**

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

### **4. Membership, entry fees and subscription**

- (1) Acceptance of an application for membership of the Association is at the discretion of the Musical Director and may be dependent on that person's musical ability.
- (2) A person attending four rehearsals within a twelve month period is deemed to be eligible for membership.
- (3) Members must pay a subscription fee each year. The annual subscription fee becomes payable upon eligibility for membership.
- (4) Within seven days of payment of the subscription fee the person's name must be entered into the register of members.
- (5) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (6) A right, privilege, or obligation of a person by reason of membership of the Association:
  - (a) is not capable of being transferred or transmitted to another person; and
  - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (7) The subscription fee for the next financial year is to be set by resolution of the committee prior to the Annual General Meeting, and declared to members at that Annual General Meeting per Rule 9(3)(e).
- (8) The proscribed subscription fee is to be paid by 1 July annually. Members may pay the subscription fee in bi-annual installments if desired, with half of the proscribed fee to be paid by 1 July and the remainder to be paid by 1 January of the following year.
- (9) Members joining during the year are required to pay a pro-rata fee for their first year, based on the number of months or rehearsals remaining during the year as a proportion of the full annual fee, as calculated by the Treasurer.
- (10) Life membership may be awarded to any person who has made an outstanding and meritorious contribution to the Association by recommendation of the Committee and by resolution of a general meeting. Life members shall not be liable for payment of any subscription fee or levies and shall be entitled to all the benefits and privileges of financial membership of the Association
- (11) Honorary membership may be awarded on an annual basis to any person by resolution of the Committee. Honorary members shall not be liable for payment of any subscription fee or levies and shall be entitled to all the benefits and privileges of financial membership of the Association. Honorary membership expires on 30 June.

### **5. Register of members**

- (1) The Administrator must keep and maintain a register of members containing:
  - (a) the name of each member;
  - (b) the date on which each member's name was entered in the register; and
  - (c) subject to the members authorisation, the address of the member.
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

### **6. Ceasing membership**

- (1) A member of the Association who has paid all moneys due and payable by the member to the Association may resign from the Association by giving notice in writing to the Administrator or President of his or her intention to resign and the date from which the resignation shall take affect.
- (2) After the expiry of the period referred to in sub-rule (1):
  - (a) the member ceases to be a member; and
  - (b) the Administrator must record in the register of members the date on which the member ceased to be a member.
- (3) A member who has not paid their subscription fee by 31 July shall cease to be a member.

### **7. Discipline, suspension and expulsion of members**

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution:
  - (a) suspend that member from membership of the Association for a specified period; or
  - (b) expel that member from the Association.
- (2) A resolution of the committee under sub-rule (1) does not take effect unless:
  - (a) at a meeting held in accordance with sub-rule (3), the committee confirms the resolution; and

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).
- (4) For the purposes of giving notice in accordance with sub-rule (3), the President must, as soon as practicable, cause to be given to the member a written notice:
  - (a) setting out the resolution of the committee and the grounds on which it is based; and
  - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
  - (c) stating the date, place and time of that meeting; and
  - (d) informing the member that he or she may do one or both of the following:
    - (i) attend that meeting;
    - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;
  - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the President a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under sub-rule (1), the committee must:
  - (a) give the member, or his or her representative, an opportunity to be heard; and
  - (b) give due consideration to any written statement submitted by the member; and
  - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 7 days after that meeting, give the Administrator or President a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution. The notice may be given in person or by post to the ordinary address of the Administrator or President. Notice may be given orally or in writing.
- (7) If the Administrator or President receives a notice under sub-rule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Administrator or President received the notice.
- (8) At a general meeting of the Association convened under sub-rule (7):
  - (a) no business other than the question of the appeal may be conducted; and
  - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
  - (c) the member, or his or her representative, must be given an opportunity to be heard; and
  - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

# Statement of Purposes and Rules

## MELBOURNE RAINBOW BAND

### 8. Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
  - (a) a member and another member; or
  - (b) a member and the Association.
- (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.
- (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 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement:
    - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
    - (ii) 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).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must:
  - (a) give the parties to the mediation process every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (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 otherwise at law.

### 9. Annual general meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Association, to be convened within five months after the end of the financial year of the Association in accordance with section 30(2A) of the Act.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be:
  - (a) to confirm the minutes of the previous annual general meeting;
  - (b) to receive from the committee reports upon the transactions of the Association during the preceding financial year;
  - (c) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act;
  - (d) to appoint an auditor;
  - (e) to declare the subscription fee rates for the next financial year; and

# Statement of Purposes and Rules

## MELBOURNE RAINBOW BAND

- (f) to declare the positions of officers of the Association and ordinary members of the committee vacant, and elect members to these positions in accordance with Rule 23; and
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

### **10. Special general meetings**

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) The committee must, on the request in writing of members representing the greater of not less than 5 per cent of the total number of members or five members, convene a special general meeting of the Association.
- (5) The request for a special general meeting must:
  - (a) state the objects of the meeting; and
  - (b) be signed by the members requesting the meeting; and
  - (c) be sent to the address of the Administrator or President.
- (6) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Administrator or President, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (7) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

### **11. Special business**

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under these Rules as ordinary business of the annual general meeting, is deemed to be special business.

### **12. Notice of general meetings**

- (1) The Administrator or President of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be issued to each member of the Association a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (3) A member intending to bring any business before a meeting may notify the Administrator or President, who must include that business in the notice calling the next general meeting.

### **13. Quorum at general meetings**

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (2) 25 per cent of the total number of members or a minimum of ten members, whichever is greater, personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct 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:
  - (i) in the case of a meeting convened upon the request of members, the meeting must be dissolved; and
  - (ii) in any other case, the meeting shall stand 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 written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) 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 personally present (being not less than 5) shall be a quorum.

### **14. Presiding at general meetings**

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association, subject to sub-rule (3).
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.
- (3) Upon the request of two or more members prior to or during a meeting, a poll must be taken on the election of a Chairperson, with reference to Rule 17(2).

### **15. Adjournment of meetings**

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 12.
- (4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

### **16. Voting at general meetings**

- (1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (2) All votes must be given personally or by proxy.
- (3) 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.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid.

### **17. Poll at general meetings**

- (1) 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 shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately 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.



# Statement of Purposes and Rules

## MELBOURNE RAINBOW BAND

### 18. Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands then:

- (a) a declaration by the Chairperson that a resolution has been:
  - (i) carried; or
  - (ii) carried unanimously; or
  - (iii) carried by a particular majority; or
  - (iv) lost; and
- (b) an entry to that effect is made in the minute book of the Association

are evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

### 19. Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Administrator no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be:
  - (a) for a meeting of the Association convened under Rule 7(7), in the form set out in Appendix 1; or
  - (b) in any other case, in the form set out in Appendix 2.

### 20. Committee of Management

- (1) The affairs of the Association shall be managed by the committee of management.
- (2) The committee:
  - (a) shall control and manage the business and affairs of the Association; and
  - (b) may, subject to these Rules, the Act and the Regulations, 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 general meetings of the members of the Association; and
  - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- (3) Subject to section 23 of the Act, the committee shall consist of:
  - (a) the officers of the Association each of whom shall be elected at the annual general meeting of the Association in each year;
  - (b) five ordinary members each of whom shall be elected at the annual general meeting of the Association in each year; and
  - (c) subject to Rule 38, a musical director.

### 21. Office holders

- (1) The officers of the Association shall be:
  - (a) a President;
  - (b) a Vice-President;
  - (c) a Treasurer; and
  - (d) an Administrator.
- (2) The provisions of Rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1).

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (3) Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

### **22. Ordinary members of the committee**

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, a special general meeting may be called by the committee to elect a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the annual general meeting next following the date of the appointment.

### **23. Election of officers and ordinary committee members**

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be:
  - (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) delivered to the Administrator of the Association not less than 7 days before the date fixed for the holding of the general meeting.
- (2) A candidate may be nominated for more than one office or ordinary committee member position, however the candidate may only be elected to and hold one committee position.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the general meeting in such usual and proper manner as the committee may direct but subject to the following:
  - (a) voting shall be by secret ballot;
  - (b) the positions on the ballot paper of candidates' names shall be determined by lot; and
  - (c) if two or more candidates receive an equal number of votes the result shall be decided by lot.

### **24. Vacancies**

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member:

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (Cth) as amended from time to time; or
- (c) resigns from office by notice in writing given to the Administrator or President; or
- (d) is removed from their position by the committee as set out in Rule 30.

# Statement of Purposes and Rules

## MELBOURNE RAINBOW BAND

### **25. Meetings of the committee**

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.
- (3) In the event of urgent business requiring transaction between meetings of the committee and in the event of it being impractical to convene a special meeting of the committee as specified in Rule 26(2), the urgent business shall be transacted by the agreement of no less than three officers of the committee. Any business transacted in this way by the officers shall be referred to the next meeting of the committee for ratification.

### **26. Notice of committee meetings**

- (1) Notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

### **27. Quorum for committee meetings**

- (1) Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present:
  - (i) in the case of a special meeting, the meeting lapses;
  - (ii) in any other case, the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

### **28. Presiding at committee meetings**

At meetings of the committee:

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside; or
- (3) Upon the request of two or more committee members prior to or during a committee meeting, a poll must be taken to decide who shall preside.

### **29. Voting at committee meetings**

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote. The chairperson shall not have a casting vote. If the voting is tied the resolution will be put to the meeting a second time, if the voting is still tied the resolution shall be deemed lost.

### **30. Removal of committee member**

- (1) The Association in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and elect another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Administrator or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Administrator or President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

### **31. Minutes of meetings**

The Administrator of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

### **32. Funds**

- (1) The Treasurer of the Association must:
  - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - (b) 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.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- (3) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

### **33. Trading**

- (1) The Association is authorised to trade in accordance with section 51 of the Act.
- (2) The assets and income of the Association shall be applied solely in furtherance of its purposes and no portion shall be distributed directly or indirectly to the members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

### **34. Notice to members**

Any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:

- (a) delivering the notice to the member personally. Notices given to a member in person may be oral or written; or
- (b) electronic transmission to an address supplied by the member; or
- (c) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (d) facsimile transmission, if the member has requested that the notice be given to him or her in this manner.

### **35. Winding up**

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.

### **36. Custody and inspection of books and records**

- (1) Except as otherwise provided in these Rules, the Administrator must keep in his or her custody or under his or her control all books, documents and securities of the Association.

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

### **37. Musical director**

- (1) The musical director shall be appointed in the first instance by resolution of the members in general meeting. This same musical director shall be reappointed each year by resolution of the committee at the first meeting after an annual general meeting for the period until the next committee meeting first held after an annual general meeting.
- (2) The musical director shall have voting rights as a member of the committee.
- (3) The musical director shall not have voting rights at general meetings of the Association, except where the musical director is also a life member.
- (4) The musical director shall not hold office as an officer of the Association or an ordinary member of the committee.
- (5) The musical director shall be paid professional fees to be set by resolution of the committee at the first committee meeting after an annual general meeting.
- (6) The musical director may resign by giving one months notice in writing to the Administrator or President of their intention to resign and upon the expiration of that period of notice the musical director's appointment shall cease.
- (7) The musical director may be removed from office by resolution of the Association in general meeting. The musical director must be given one months notice in writing by the Administrator or President of the cessation of their appointment and upon expiration of that period of notice the musical director's appointment shall cease.
- (8) In the case of a musical director resigning or being removed from office, an acting musical director may be appointed by resolution of the committee until the next general meeting. The professional fees to be paid to the acting musical director shall be decided by resolution of the committee.
- (9) The musical director may take leave of absence by giving one months notice in writing to the Administrator or President of their intention to take a leave of absence and upon the expiration of that period of notice the musical director's appointment shall temporarily cease. An acting musical director may be appointed by resolution of the committee for the duration of the period of leave of absence of the musical director. The professional fees to be paid to the acting musical director shall be decided by resolution of the committee.

### **38. Auditor**

- (1) An auditor or auditors shall be appointed at the annual general meeting each year and shall hold office until the next annual general meeting.
- (2) In the event of a casual vacancy in the office of auditor, the committee may temporarily appoint to that office a qualified person. That person so appointed may continue in office until the next annual general meeting.
- (3) The fees and expenses of the auditor
  - (a) shall be fixed by resolution of members following the appointment of the auditor at the annual general meeting or, if agreed by resolution of members, by the resolution of committee at a later date; or
  - (b) shall be fixed by resolution of committee in the case of an auditor appointed by the committee.
- (4) The auditor shall be:
  - (a) a registered company auditor; or
  - (b) a firm of registered company auditors; or

## Statement of Purposes and Rules MELBOURNE RAINBOW BAND

- (c) a person who is a member of CPA Australia or the Institute of Chartered Accountants in Australia; or
  - (d) any other person who is approved by the Registrar as an auditor.
- (5) An examination of the accounts and records shall be undertaken by the auditor in the period July to September in each year.
- (6) The auditor shall have access to the books and accounts of the Association at all times.
- (7) The auditor shall make a report to the members in general meeting on every balance-sheet and statement of income and expenditure laid before such annual general meeting during their term of office and shall:
  - (a) state whether they have obtained the information and explanations required by them; and
  - (b) whether in their opinion the statements are drawn up so as to exhibit a true and fair view of the financial position of the association according to the information at their disposal and explanations given to them, and as shown by the books of the association.
- (8) The auditor may, if they consider it desirable to do so, make a report directly to the members in general meeting on any matter coming within the scope of their duties.

Statement of Purposes and Rules  
MELBOURNE RAINBOW BAND

APPENDIX 1

FORM OF APPOINTMENT OF PROXY FOR MEETING OF ASSOCIATION CONVENED  
UNDER RULE 7(7)

I,  
*(name)*

of  
*(address)*

being a member of the Melbourne Rainbow Band Inc

appoint  
*(name of proxy holder)*

of  
*(address of proxy holder)*

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at  
the appeal to the general meeting of the Association convened under Rule 7(7), to be held on

-

*(date of meeting)*

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following  
resolution (insert details of resolution passed under Rule 7(1)).

Signed

Date

Statement of Purposes and Rules  
MELBOURNE RAINBOW BAND

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I,

*(name)*

of

*(address)*

being a member of the Melbourne Rainbow Band Inc

appoint

*(name of proxy holder)*

of

*(address of proxy holder)*

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the annual/special\* general meeting of the Association to be held on

*(date of meeting)*

and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against\* the following resolution (insert details of resolution).

Signed

Date

\* Delete if not applicable