

# NAME, OBJECT AND RULES OF THE AUSTRALASIAN MYCOLOGICAL SOCIETY INCORPORATED<sup>(1)</sup>

## NAME

The association shall be known as the *Australasian Mycological Society Incorporated*.

## OBJECT

The object of the *Australasian Mycological Society Incorporated* is to promote the study of fungi.

## RULES

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## **RULES**

### **PART I–PRELIMINARY**

#### **1. Interpretation**

- (1) In these rules, unless a contrary intention appears–
  - ‘the Society’ means the *Australasian Mycological Society Incorporated*;
  - ‘the Act’ means the *Associations Incorporation Act 1991*;
  - ‘Council’ means the committee referred to in paragraphs 60(1) and 60(2) and elsewhere in the Act;
  - ‘financial member’ is a member who has paid all monies due and payable to the Society;
  - ‘financial year’ means the year ending on 30 June;
  - ‘member’ means a member, however described, of the Society;
  - ‘regular’ members are members who are not ‘student’ members;
  - ‘ordinary Council member’ means a member of Council who is not an office-bearer of the Society as referred to in paragraph 12(1) (a) of these rules;
  - a ‘full term’ of office on Council is the time between the end of one annual general meeting and the end of the succeeding annual general meeting;
  - ‘Secretary’ means the person holding office under these rules as secretary or, where no person holds such office, the public officer of the Society;
  - a ‘vote’ shall be taken to mean a vote of a financial member of the Society as defined in subrule 29(4) of these rules.
  - ‘the Regulations’ means the *Associations Incorporation Regulations*.
- (2) In these rules–
  - (a) a reference to a function includes a reference to a power, authority and duty: and
  - (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.
- (3) The provisions of the *Interpretation Act 1967* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

### **PART II–MEMBERSHIP**

#### **2. Membership qualifications<sup>(9)</sup>**

- (1) A person is qualified to be a member if–
  - (a) the person is a person referred to in paragraph 21(2)(a) or (b) of the Act and has not ceased to be a member of the Society at any time after incorporation of the Society under the Act; or
  - (b) the person–
    - (i) has been nominated for membership in accordance with subrule 3(1); and
    - (ii) has been approved for membership of the Society by Council of the Society.

Note 1.–A person covered by (a) or (b) may qualify as a concessional member if that person is either a *bona fide*

- (i) full-time student of a secondary, or a tertiary educational institution,
- (ii) a retiree or
- (iii) receiving a government pension.

Such student members have the same rights and privileges as regular members.

- (2) Only financial members are qualified to cast valid votes at any Society meeting.

### **3. Nomination for membership**

- (1) Nomination of a person for membership of the Society–
  - (a) shall be made by a member of the Society in writing in the form set out in Appendix 1 to these rules; and
  - (b) shall be lodged with the Secretary of the Society.
- (2) As soon as is practicable after receiving a nomination for membership, the Secretary shall refer the nomination to Council which shall determine whether to approve or to reject the nomination.
- (3) Where Council determines to approve a nomination for membership, the Secretary shall as soon as is practicable after that determination, notify the nominee of that approval and request the nominee to pay required fees within 28 days after receipt of notification of the sum payable under these rules by a member as the first year’s annual subscription.
- (4) The Secretary shall, on payment by the nominee of the amount(s) referred to in subrule 3(3) within the period referred to in that subrule, enter the nominee’s name in the register of members and, upon the name being so entered, the nominee shall become a member of the Society.

### **4. Membership entitlements not transferable**

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

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates upon cessation of the person’s membership.

### **5. Cessation of membership**

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

- (a) dies;
- (b) resigns from membership of the Society;
- (c) is expelled from the Society; or
- (d) fails to renew membership of the Society for two consecutive years. However, membership may be restored by payment of these arrears together with the fees for the current year.

### **6. Resignation of membership**

- (1) A member is not entitled to resign from membership of the Society except in accordance with this rule.
- (2) A member who has paid all amounts payable by that member to the Society may resign from membership of the Society by first giving notice (being not less than one (1) month or, if Council has determined a shorter period, that shorter period) in writing to the Secretary of the member’s intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

- (3) Where a person ceases to be a member, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **7. Fees, subscription etc.** <sup>(3, 4)</sup>

- (1) No entrance fee is payable to the Society.
- (2) The annual membership fee of
- (a) regular members of the Society in Australia or New Zealand is \$A 30.00, or if any other amount has been determined by resolution of an annual general meeting of the Society, that other amount; and of
  - (b) regular members of the Society outside Australia or New Zealand is \$A 45.00, or if any other amount has been determined by resolution of an annual general meeting of the Society, that other amount; and of
  - (c) concessional members of the Society in Australia or New Zealand is \$A 15.00, or if any other amount has been determined by resolution of an annual general meeting of the Society, that other amount; and of
  - (d) concessional members of the Society outside Australia or New Zealand is \$A 22.50, or if any other amount has been determined by resolution of an annual general meeting of the Society, that other amount.
  - (e) Sustaining members of the society is \$A 90.00, or if any other amount has been determined by resolution of an annual general meeting of the Society, that other amount.
- (3) The annual membership fee is payable–
- (a) except as provided by paragraph (b), before 1 January in any calendar year; or
  - (b) where a person becomes a member on or after 1 October in any calendar year, on 1 January in the succeeding calendar year.

## **8. Members' liabilities**

The liability of a member to contribute towards the payment of debts and liabilities of the Society or the costs, charges and expenses of the winding up of the Society is limited to the amount, if any, unpaid by the member in respect of membership of the Society as required by rule 7.

## **9. Disciplining of members**

- (1) Where Council is of the opinion that a member–
- (a) has persistently refused or neglected to comply with a provision of these rules: or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Society, Council may, by resolution–
  - (c) expel the member from the Society; or
  - (d) suspend the member from such rights and privileges of membership of the Society as Council may determine for a specified period.

Note 2.–Such a resolution of Council requires a majority affirmative vote of at least four (4) Council members to be operative.

- (2) A resolution of Council under subrule 9(1) is of no effect unless Council, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule 9(3), confirms the resolution in accordance with this rule.
- (3) Where Council passes a resolution under subrule 9(1), the Secretary shall as soon as is practicable, cause a notice in writing to be served on the member–
- (a) setting out the resolution of Council and the grounds on which it is based;
  - (b) stating that the member may address Council at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
  - (c) stating the date, place and time of that meeting; and
  - (d) informing the member that the member may do either or both of the following:
    - (i) attend and speak at that meeting;

- (ii) submit to Council at or prior to the date of that meeting, written representations relating to the resolution.
- (4) Subject to section 50 of the Act, at a meeting of Council mentioned in subrule 9(2), Council shall–
    - (a) give to the member mentioned in subrule 9(1) an opportunity to make oral representations;
    - (b) give due consideration to any written representations submitted to Council by that member at or prior to the meeting; and
    - (c) by resolution determine whether to confirm or to revoke the resolution of Council made under subrule 9(1).
  - (5) Where Council confirms a resolution under subrule 9(4), the Secretary shall, within seven (7) days after that confirmation, by notice in writing inform the member of that confirmation and of the member’s right of appeal under rule 10.
  - (6) A resolution confirmed by Council under subrule 9(4) does not take effect–
    - (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
    - (b) where within that period the member exercises the right of appeal, unless and until the Society confirms the resolution in accordance with subrule 10(4).

**10. Right of appeal of disciplined member**

- (1) A member may appeal to the Society in a general meeting, against a resolution of Council which is confirmed under subrule 9(4), within seven (7) days after notice of the resolution is served on the member, by lodging with the Secretary a notice to the effect the member wishes to appeal.
- (2) Upon receipt of a notice under subrule 10(1), the Secretary shall notify Council which shall convene a general meeting of the Society to be held as soon as is possible after the date the Secretary received the notice.
- (3) Subject to section 50 of the Act, at a general meeting of the Society convened under subrule 10(2)–
  - (a) no business other than the question of the appeal shall be transacted;
  - (b) Council and the member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
  - (c) the members present, excluding the appealing member, shall vote by secret ballot on the question of whether or not the resolution made under subrule 9(4) is confirmed.

**PART III–THE COUNCIL**

**11. Powers of Council**

The Council, subject to the Act, the Regulations, these rules, and any resolution passed by the Society in general meeting–

- (a) shall control and manage the affairs of the Society;
- (b) may exercise all such functions as may be exercised by the Society other than those functions that are required by these rules to be exercised by the Society in general meeting;
- (c) is empowered to appoint sub-committees; such sub-committees are responsible to Council;
- (d) shall appoint Editor(s) for any Society publication; such Editor(s) shall not be part of the membership of Council unless independently elected to one of the designated positions on Council by members;
- (e) shall appoint Auditor(s) to audit the Society accounts; such Auditor(s) cannot be members of the Society;
- (f) is empowered to rescind, by resolution, any appointments to Society positions made by the current or previous Councils;
- (g) shall appoint a member as Public Officer for the purposes of section 57 of the Act who shall be subject to rule 39 of these rules; and
- (h) has the power to perform all such other acts and do all such other things as appear to Council to be necessary or desirable for the proper management of the affairs of the Society.

**12. Constitution and membership**

- (1) Council shall consist of–
  - (a) the office-bearers of the Society; and
  - (b) two (2) ordinary members of the Society, to be known as Councillors: each shall be elected pursuant to rule 13 or appointed in accordance with subrule 12(4).
- (2) The office-bearers of the Society shall be–
  - (a) the President;
  - (b) the Vice-president;
  - (c) the Treasurer; and
  - (d) the Secretary.
- (3) Each member of Council shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member’s election, but is eligible for re-election, provided that no member may serve more than three (3) consecutive full terms as president and/or vice-president or six (6) consecutive full terms as a Council member.
- (4) In the event of a vacancy in the membership of Council, Council may appoint a member of the Society to fill the vacancy and any member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting following the date of that appointment.
- (5) No member of Council can simultaneously hold more than one (1) position on Council.

### **13. Election of Council members**

- (1)
  - (a) The Secretary shall call for nominations for membership of Council at least four (4) months before each annual general meeting.
  - (b) Each nomination of a candidate for election shall be made in writing, signed by two (2) members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the nomination form);
  - (c) Each nomination must be in the hands of the Secretary at least eight (8) weeks before the date of the annual general meeting.
  - (d) If insufficient nominations are received to fill all vacancies on Council, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
  - (e) If insufficient further nominations are received, any vacant positions remaining on Council shall be deemed to be vacancies and filled by Council pursuant to rules 11(f) and 12(4).
  - (f) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be taken to be elected.
  - (g) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
  - (h) The Secretary shall distribute ballot papers to all members at least six (6) weeks before each annual general meeting, together with an address to which they are to be returned and a closing date for the ballot.
  - (i) A nominee requires a simple majority of votes received to be elected to the relevant position on Council.
  - (j) The result of the ballot for members of the Council shall be declared at each annual general meeting.
  - (k) A second ballot will be called by the Secretary for any Council position if a simple majority of received votes is not obtained by any nominated member for that position.
  - (l) A call for nominations for any undecided Council position will be not later than four (4) weeks after the annual general meeting.
  - (m) Each nominee must be proposed by at least two (2) financial members.
  - (n) The nomination, accompanied by the nominee’s acceptance, must be in the hands of the Secretary no later than eight (8) weeks after the annual general meeting.
  - (o) The Secretary shall distribute ballot papers to all financial members no later than ten (10) weeks after the General Meeting, together with an address to which they are to be returned no later than twelve (12) weeks after the annual general meeting.
  - (p) The result of the ballot for the re-election(s) shall be declared as soon as practicable thereafter.

- (2) A member may be nominated simultaneously for any number of positions on Council but is ineligible to hold more than one (1) position at any one time (rule 12(5)).

#### **14. Secretary**

- (1) The Secretary of the Society shall, as soon as is practicable after being appointed as Secretary, notify the Society of his or her office address.
- (2) The Secretary shall keep minutes of–
- (a) all elections and appointments of office-bearers and ordinary Council members;
  - (b) the names of members of Council present at any Council meeting or general meeting; and
  - (c) all proceedings at Council meetings and general meetings.
- (3) The Secretary shall ensure that minutes of proceedings at a meeting are signed by the person presiding at that meeting or by a person presiding at the next succeeding meeting.

#### **15. Treasurer**

- (1) The Treasurer of the Society shall–
- (a) collect and receive all moneys due to the Society and make payments authorised by the Society; and
  - (b) keep correct accounts and books showing the financial affairs of the Society with full details of all receipts and expenditure connected with the activities of the Society.

#### **16. Vacancies**

- (1) For the purposes of these rules, a vacancy in the office of a member of Council occurs if the member–
- (a) dies;
  - (b) ceases to be a member of the Society;
  - (c) resigns from office;
  - (d) is removed from office pursuant to rule 17;
  - (e) becomes an insolvent under administration within the meaning of the Corporations Law;
  - (f) suffers from mental or physical incapacity;
  - (g) is disqualified from office under subsection 63(1) of the Act; or
  - (h) is absent without the consent of Council members from all meetings of Council held during a period of twelve (12) months.

#### **17. Removal of Council members**

The Society in general meeting may by resolution, subject to section 50 of the Act, remove any member of Council from the office of member of Council before the expiration of the member's term of office.

#### **18. Council meetings and quorum**

- (1) Council shall meet at least once in each calendar year at such place and time as Council may determine.
- (2) Additional meetings of Council may be convened by the President. Any three (3) members of Council together can require the President to convene a Council meeting.
- (3) Oral or written notice of a meeting of Council shall be given by the Secretary to each member of Council at least 48 hours (or such other period as may be unanimously agreed upon by the members of Council) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subrule 18(3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which Council members present at the meeting unanimously agree to treat as urgent business.

- (5) Any four (4) members of Council present or three (3) present with at least one (1) proxy vote pursuant to subrule 30(1) for all matters to be decided (excluding the exception(s) mentioned in subrule 18(4)) at the Council meeting constitutes a quorum for the transaction of the business of a meeting of Council.
- (6) No business shall be transacted by Council unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to a mutually convenient date and time to be determined by Council.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.
- (8) At meetings of Council–
  - (a) the President or in the absence of the President, the Vice-president shall preside; or
  - (b) if the President and the Vice-president are absent, one (1) of the remaining members of Council may be chosen by the members present to preside.

**19. Delegation by Council to sub-committee**

- (1) Council may, by instruction in writing, delegate to one (1) or more sub-committees (consisting of such member or members of the Society as Council thinks fit) the exercise of such of the functions of Council as are specified in the instrument, other than–
  - (a) this power of delegation; and
  - (b) a function which is a function imposed on Council by the Act, by any other law of the Territory, or by resolution of the Society in general meeting.
- (2) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, Council may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by Council.
- (6) Council may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

**20. Voting and decisions**

- (1) Questions arising at a meeting of Council or of any sub-committee appointed by Council shall be determined by a majority of affirmative votes of members of the Council or of the sub-committee present at the meeting concerned, except for the provisions of subrule 9(1).
- (2) Each member present at a meeting of Council or of any sub-committee appointed by Council (including the person presiding at the meeting) is entitled to one (1) vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to subrule 18(5), Council may act notwithstanding any vacancy on Council.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by Council or by a sub-committee appointed by Council, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of Council or sub-committee.

**PART IV–GENERAL MEETINGS**

**21. Annual general meetings—holding of**

- (1) With the exception of the first annual general meeting of the Society, the Society shall, at least once in the calendar year and within the period of five (5) months after the expiration of each financial year of the Society, convene an annual general meeting of its members.
- (2) The Society shall hold its first annual general meeting—
  - (a) within the period of 18 months after its incorporation under the Act; and
  - (b) within the period of five (5) months after the expiration of the first financial year of the Society.
- (3) Subrules 21(1) and 21(2) have effect subject to the powers of the Registrar of Incorporated Associations under section 120 of the Act in relation to extensions of time.

**22. Annual general meetings—calling of and business at**

- (1) The annual general meeting of the Society shall, subject to the Act, be convened on such date and at such place and time as the Society thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be—
  - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
  - (b) to receive from Council, reports on the activities of the Society during the last preceding financial year;
  - (c) to declare the results of the ballot for membership of Council; and
  - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to subsection 73(1) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 24.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

**23. General meetings—calling of**

- (1) Council may, whenever it thinks fit, convene a general meeting of the Society.
- (2) Council shall, on the requisition in writing of not less than five (5) per cent of the total number of members, convene a general meeting of the Society.
- (3) A requisition of members for a general meeting—
  - (a) shall state the purpose or purposes of the meeting;
  - (b) shall be signed by the members making the requisition;
  - (c) shall be lodged with the Secretary; and
  - (d) may consist of several documents in a similar form, each signed by one (1) or more of the members making the requisition.
- (4) If Council fails to indicate within one (1) month after the date on which a requisition of members for the meeting is lodged with the Secretary, that it will convene a general meeting, any one (1) or more of the members who made the requisition may convene a general meeting.
- (5) A general meeting convened by a member or members referred to in subrule 23(4) shall be convened as nearly as is practicable in the same manner general meetings are convened by Council.

**24. Notice**

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the Secretary shall, at least four (4) months before the date fixed for the holding of the general meeting, cause to be sent to each member at the member's address appearing

in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

- (2) A member desiring to bring any business before a general meeting must give notice in writing of that business at least two (2) weeks before the date set for the general meeting to the Secretary who shall then include that notice from the member in the Agenda for the general meeting.
- (3) A copy of the Agenda for a general meeting shall be available for membership perusal at a time and place to be indicated by the Secretary at least one (1) day prior to that meeting.

## **25. General meetings—procedure and quorum**

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five (5) members including a minimum of two (2) incumbent Council members or Council members elect present in person (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.
- (3) 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 the members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

## **26. Presiding member**

- (1) The President, or in the absence of the President, the Vice-president, shall preside at each general meeting of the Society.
- (2) If the President and the Vice-president are absent from the general meeting, the members present shall elect one (1) of their number to preside at the meeting.

## **27. Adjournment**

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of business to be transacted at the meeting.
- (3) Except as provided in subrules 27(1) and 27(2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## **28. Making of decisions**

- (1) A question arising at a general meeting of the Society shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Society, a poll may be demanded by the person presiding or by not less than three (3) members present in person or by proxy at the meeting.
- (3) Where the poll is demanded at a general meeting, the poll shall be taken—

- (a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
- (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

**29. Voting**

- (1) Subject to subrule 29(3), upon any question arising at a general meeting of the Society, a member has one (1) vote only.
- (2) All votes shall be given personally or by proxy but no member may hold more than five (5) proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the person presiding is entitled to exercise a second or casting vote.
- (4) Only financial members of the Society are entitled to vote at any general meeting of the Society.

**30. Appointment of proxies**

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary 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 shall be in the form as set out in Appendix 2 to these rules.

**PART V—MISCELLANEOUS**

**31. Funds—source**

- (1) The funds of the Society shall be derived from annual subscriptions of members, donations and, subject to any resolution passed by the Society in general meeting and subject to section 114 of the Act, such other sources as Council determines.
- (2) All money received by the Society shall be deposited as soon as is practicable and without deduction, to the Society's bank account(s).
- (3) The Society shall, as soon as is practicable after receiving any money, issue an appropriate receipt.

**32. Funds—management**

- (1) Subject to any resolution passed by the Society in general meeting, the funds of the Society shall be used in pursuance of the objects of the Society in such a manner as Council determines.
- (2) All cheques, drafts, bills of exchange, promissory notes or other negotiable instruments shall be signed by the Treasurer and countersigned by any other member of Council.

**33. Alteration of objects and rules**

- (1) Neither the objects of the Society referred to in section 29 of the Act nor these rules shall be altered except in accordance with the Act.

**34. Common seal**

- (1) The common seal of the Society shall be kept in the custody of the Secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the Council.
- (3) The affixing of the common seal shall be attested by the signatures of the President or Vice-President, and the Secretary.

**35. Custody of books**

Subject to the Act, the Regulations and these rules, the Secretary shall keep in his or her control all records and other documents relating to the Society.

**36. Inspection of books**

The records, books and other documents of the Society shall be open to inspection at a place determined as practical and convenient to the Secretary, free of charge, by a member of the Society at any reasonable hour.

**37. Service of notices**

- (1) For the purpose of these rules, a notice may be served by or on behalf of the Society upon any member at that member's address shown in the register of members.
- (2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

**38. Surplus property<sup>(2)</sup>**

- (1) At the first general meeting of the Society, the Society shall pass a special resolution nominating—
  - (a) another association for the purpose of paragraph 92(1)(a) of the Act; or
  - (b) a fund, authority or institution for the purpose of paragraph 92(1)(b) of the Act, in which it is to vest its surplus property in the event of the dissolution or winding up of the Society.
- (2) An association nominated under paragraph 38(1)(a) must fulfil the requirements specified in subsection 92(2) of the Act.

**39. Public Officer**

- (1) The Society Public Officer shall
  - (a) be a financial member of the Society;
  - (b) not be part of the membership of Council unless independently elected to one of the designated positions on Council by members;
  - (c) be at least 18 years of age and permanently resident in the Australian Capital Territory; and
  - (d) be responsible to Council for meeting relevant requirements of the Society Public Officer under the Act including, amongst other things, maintenance of a register of members pursuant to section 67 of the Act.
- (2) An act of the Society Public Officer shall not be taken to be invalid only because
  - (a) there is a defect in the Public Officer's appointment;
  - (b) the Public Officer was not eligible to be Public Officer by virtue of subrule 39(1)(c); or
  - (c) the office of the Public Officer was, at the time of the act, to be taken to be vacant pursuant to subrule 39(3).
- (3) Should the office of Public Officer become vacant, Council shall appoint a replacement within fourteen (14) days of it becoming vacant. The office becomes vacant if the person holding that office
  - (a) dies;
  - (b) resigns his office in writing under his hand addressed to Council;
  - (c) is removed from office pursuant to subrule 11(f);
  - (d) becomes an insolvent under administration within the meaning of the Corporations Law;
  - (e) suffers from mental or physical incapacity;
  - (f) was convicted or released from imprisonment in respect of an offence referred to in subsection 63(1) of the Act within the period of five (5) years immediately preceding his or her appointment as Public Officer, or is convicted of such an offence after taking office; or
  - (g) ceases to be a resident of the Australian Capital Territory.

**APPENDIX 1 – APPLICATION FOR MEMBERSHIP OF THE AUSTRALASIAN MYCOLOGICAL SOCIETY INC.**

Subrule 3(1)

**AUSTRALASIAN MYCOLOGICAL SOCIETY INCORPORATED**  
(incorporated under the Associations Incorporation Act 1991)

**APPLICATION FOR MEMBERSHIP**

I, .....  
of

.....  
(address)

Phone number:.....

Fax number:.....

Email address:.....

.....hereby apply to  
(occupation)  
(full time students must show evidence of enrollment at a secondary or tertiary institution)

become a member of the abovenamed incorporated association. In the event of my admission as a member, I agree to be bound by the rules of the Society for the time being in force.

.....  
(signature of applicant)

Date .....

I, .....  
(full name)

a member of the Society, nominate the applicant, who is personally known to me, for membership of the Society.

.....  
(signature of proposer)

Date .....

I, .....  
(full name)

a member of the Society, nominate the applicant, who is personally known to me, for membership of the Society.

.....  
(signature of proposer)

Date .....

**APPENDIX 2—APPOINTMENT OF A PROXY  
AUSTRALASIAN MYCOLOGICAL SOCIETY INC.**

Subrule 30(2)

**AUSTRALASIAN MYCOLOGICAL SOCIETY INCORPORATED**  
(incorporated under the Associations Incorporation Act 1991)

**APPOINTMENT OF A PROXY**

I,

.....  
(full name)

of

.....  
(address)

being a member of the AUSTRALASIAN MYCOLOGICAL SOCIETY INC. entitled to vote

hereby appoint

.....  
(full name of proxy)

of

.....  
(address)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the Society (annual general meeting or other general meeting, as the case may be) to be held on the

..... day of .....19.....

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

(\* To be inserted if desired)

..... (signature of member appointing proxy)

Date .....

NOTE: A proxy vote can not be given to a person who is not a member of the Society.

## ANNOTATION

1. **Australasian Mycological Society:** The rules of the Australian Mycological Society were accepted as the rules for the Australasian Mycological Society when it was incorporated in 1995-1996. The first Annual General Meeting was held at the University of Melbourne, 2 October 1996.
2. **Rule 38. Surplus Property:** 2 October 1996. **Motion:** that the Australasian Plant Pathology Society is the society nominated as that to which the assets of the Australasian Mycological Society go in the event of the society being wound up or dissolved. Moved Tony Young, seconded Eileen Scott. Carried.
3. **Rule 2 Membership Qualifications. Rule 2.2 Note 1:** 1 October 1997.  
**Motion 1:** That the words 'student member' in Note 1 of Section 2 of the AMS Constitution be changed to 'concessional member'. Moved Peter McGee, seconded Kevin Hyde. Carried. (Note: this also requires a change in **Rule 7.2c**.  
**Motion 2:** That 'concessional membership' be extended to any person who is (i) a retiree, (ii) receiving a government pension. Moved Peter McGee, seconded Heino Lepp. Carried.
4. **Rule 7 Fees, Subscriptions etc. Rule 7.2:** 1 October 1997.  
**Motion 3:** That all membership fees be increased by 50% of their current amount. Moved Cheryl Grgurinovic, seconded Neale Bougher. Carried. (New fees will be regular/ concessional member in Australia \$A30.00/ 15.00, regular/ concessional member outside Australia \$A45.00/ 22.50, sustaining members \$A90.00.)  
**Motion 4:** That a category 'Sustaining Member' be created, with annual fee to be three times the ordinary membership fee. Moved Fiona Benyon, seconded Neale Bougher. Carried.