

THE AUSTRALIAN SOCIETY FOR PARASITOLOGY INC. CONSTITUTION

As adopted by the First Annual General Meeting held in Canberra on 19 January 1964 and amended: at General Meetings held on 14 January 1967, 5 August 1967; by postal ballot in January 1972; at General Meetings held on 25 January 1975, 17 May 1976, 23 May 1979, 20 May 1980 and 15 May 1981; by postal ballot in August 1982, June 1984 and May 1985; at General Meetings held on 24 August 1986, 30 September 1987, 10 August 1990, 3 October 1991, 1 September 1992, 30 September 1993, 29 September 1994, 17 July 1997 and 29 September 1998; by postal ballot in May 1999 and August 1999; at General Meetings held on 11 July 2001, 19 October 2005, 10 July 2007, 8 July 2008; by written ballot on 5 June 2012 and 21 June 2012; and at the General Meeting held on July 11, 2019.

1 Interpretation

(1) In this constitution, *Act* means the *Queensland (QLD) Associations Incorporation Act 1981*, and *present* means:

- (a) at a management committee (**Council**) meeting, see rule 22(6); or
- (b) at a general meeting, see rule 33(2).

(2) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

The name of the incorporated association is The Australian Society for Parasitology Inc. (**the Society**).

3 Objects

The objects of the Society are to foster the association of persons interested in parasitology and advance and disseminate knowledge of parasitology.

4 Powers

(1) The Society has the powers of an individual.

(2) The Society may, for example:

- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The Society may also issue secured and unsecured notes, debentures and debenture stock for the Society.

5 Classes of members

(1) The membership of the Society consists of any of the following classes of members:

- Ordinary Member (a person whose experience or interest will, in the opinion of the Council Executive, allow them to participate in and contribute to the activities of the Society);
- Student Member (a person currently enrolled as a student in an Australian university, whose experience or interest will, in the opinion of the Council Executive, allow them to participate in and contribute to the activities of the Society);

- International Member (a person living outside Australia whose experience or interest will, in the opinion of the Council Executive, allow them to contribute to the activities of the Society);
- Lifetime Member (an Ordinary Member, of good standing and aged 55 years or older who upon retirement, or at any time thereafter, may pay three times the current annual dues as a final payment entitling him/her to all the privileges of Ordinary Membership for life or, alternatively, an Ordinary Member in good standing upon retirement may pay membership dues annually at the student rate, entitling him/her to all the privileges of Ordinary Membership for that year);
- Foundation Member (being any member who joined the Society on or before June 30, 1964);
- Fellow (a distinguished member, elected by Council, who by their influence or endeavour have promoted the advancement of parasitology and rendered conspicuous service to the cause of parasitology and the Society).

(2) The number of members, in all classes of membership of the Society, is unlimited.

6 New membership

(1) An applicant for Ordinary, Student or International membership of the Society must be proposed by a member of the Society (the **proposer**) and seconded by another member (the **seconder**).

(2) An application for Ordinary, Student or International membership must be submitted to the Secretary:

- (a) in writing; and
- (b) endorsed by the applicant and the applicant's proposer and seconder; and
- (c) in the form decided by the Council.

(3) An application for Lifetime membership may be submitted, in writing, to the Secretary, without the need for a proposer or seconder.

(4) Nominations for election of a Fellow are to be in the form of a written citation detailing how the nominee has, by their influence or endeavour, promoted the advancement of parasitology and rendered conspicuous service to the cause of parasitology and the Society. Nominations require the signatures of a proposer and seconder, both of whom are Members of the Society, but a nomination for a Fellow does not require the signature (or knowledge) of the nominee. Nominations may be submitted to the Secretary at any time.

7 Membership fees

(1) The membership fee for each class of membership (if any):

- (a) is the amount decided by the members from time to time at a general meeting; and
- (b) is payable when, and in the way, the Council decides.

8 Admission and rejection of new members

(1) The Council Executive (President, Treasurer, Executive Secretary, and Vice President or President Elect) must consider an application for Ordinary, Student, International or Lifetime membership as soon as possible after it receives:

- (a) the application for membership; and
- (b) the appropriate membership fee for the application.

(2) The Council Executive must ensure that, as soon as possible after the person applies to become an Ordinary, Student, International or Lifetime member of the Society, and before the Council Executive considers the person's application, the person is advised:

- (a) whether or not the Society has public liability insurance; and
- (b) if the Society has public liability insurance, the amount of the insurance.

(3) The Council Executive must decide as soon as possible after receiving an application for Ordinary, Student, International or Lifetime membership whether to accept or reject the application.

(4) If a majority of the members of the Council Executive vote to accept the applicant as an Ordinary, Student, International or Lifetime member, the applicant must be accepted as a member for the class of membership applied for.

(5) The Council Executive must, as soon as practicable after they decide to accept or reject an application for Ordinary, Student, International or Lifetime membership of the Society, give the applicant a written notice of the decision.

(6) Fellows will be elected by a three-quarters majority vote of Council at the first Council Meeting scheduled after the receipt of a nomination(s) by the Secretary. Fellows will be presented with a certificate at the first General Meeting after their election and shall pay no annual membership fees thereafter but shall enjoy all the rights and privileges of Ordinary Members including the right to vote.

9 When membership ends

(1) A Member may resign from the Society by giving a written notice of resignation to the Secretary.

(2) The resignation takes effect at —

(a) the time the notice is received by the Secretary; or

(b) if a later time is stated in the notice, the later time.

(3) The Council may terminate a member's membership if the member —

(a) is convicted of an indictable offence; or

(b) does not comply with any of the provisions of these rules; or

(c) has membership fees in arrears for at least 2 years; or

(d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Society.

(4) Before the Council terminates a member's membership, the Council must give the member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering all representations made by the member, the Council decides to terminate the membership, the Council Executive must give the member a written notice of the decision.

10 Appeal against rejection or termination of membership

(1) A person whose application for Ordinary, Student, International or Lifetime membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the Secretary within one month after the person receives written notice of the decision.

(3) If the Secretary receives a notice of intention to appeal, the Secretary must, within one month after receiving the notice, call a general meeting to decide the appeal.

11 General meeting to decide appeal

(1) The general meeting to decide an appeal must be held within 3 months after the Secretary receives the notice of intention to appeal.

(2) At the meeting, the applicant must be given a full and fair opportunity to show why the application for Ordinary, Student, International or Lifetime should not be rejected or the membership should not be terminated.

(3) Also, the Council Executive who rejected the application for Ordinary, Student, International or Lifetime membership or the Council who terminated the membership must be

given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.

(4) An appeal must be decided by a majority vote of the members present and eligible to vote at the general meeting.

(5) If a person whose application for Ordinary, Student, International or Lifetime membership has been rejected does not appeal against the decision within one month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Society must, as soon as practicable, refund the membership fee paid by the person.

12 Register of members

(1) The Society must keep a register of members of the Society.

(2) The register must include the following particulars for each member:

(a) the full name of the member;

(b) the postal or residential address of the member;

(c) the date of admission as a member;

(d) the date of death or time of resignation of the member;

(e) details about the termination or reinstatement of membership;

(f) any other particulars the Council or the members at a general meeting decide.

(3) The register must be open for inspection by members of the Society at all reasonable times.

(5) The Council Executive may, on the application of a member of the Society, withhold information about the member (other than the members full name) from the register available for inspection if the Council Executive has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

13 Prohibition on use of information on register of members

(1) A member of the Society must not:

(a) use information obtained from the register of members of the Society to contact, or send material to, another member of the Society for the purpose of advertising for political, religious, charitable or commercial purposes; or

(b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the Society for the purpose of advertising for political, religious, charitable or commercial purposes.

(2) Subrule (1) does not apply if the use or disclosure of the information is approved by the Society.

14 Appointment of Secretary

(1) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is appointed by the Council.

(2) If a vacancy happens in the office of Secretary, the members of the Council Executive must ensure a Secretary is appointed for the Society within one month after the vacancy happens.

15 Removal of Secretary

The Council of the Society may at any time remove a person appointed by the Council as the Secretary.

16 Functions of Secretary

The Secretary's functions include, but are not limited to:

- (a) calling meetings of the Society, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the Council Executive; and
- (b) ensuring the recording of minutes of each meeting; and
- (c) ensuring the keeping of copies of all correspondence and other documents relating to the Society; and
- (d) ensuring the maintenance of the register of members of the Society.

17 Membership of the Council

(1) The Council of the Society consists of a President, Treasurer, Executive Secretary, Vice President or President-Elect, a Student representative, a representative from the Fellows of the Society, and one representative from each of the States and mainland Territories of the Commonwealth of Australia, who members of the Society elect at an Annual General Meeting.

The President-Elect shall be elected for a period of one term at the second Annual General Meeting in the term of the preceding President. At the conclusion of this term, the President-Elect will become President, serving two terms as President. At the conclusion of those two terms, the President will become Vice President and serve one term as Vice President.

The Treasurer and Executive Secretary shall be elected for a period of two terms at every second Annual General Meeting.

The State and Territory representatives, the representative from the Society's Fellowship and Student representative will be elected for a single term and may not serve more than three consecutive terms.

A term is defined by the period elapsing between the termination of one Annual General Meeting and the termination of the next Annual General Meeting.

(2) A member of the Council must be a member of the Society.

(3) A member of the Society may be appointed to a casual vacancy on the Council under rule 20.

18 Electing the Council

(1) A member of the Council may only be elected as follows:

- (a) any two members of the Society may nominate another member (the **candidate**) to serve as a member of the Council;
- (b) the nomination must be:
 - (i) in writing; and
 - (ii) agreed and endorsed by the candidate and the members who nominated him or her; and
 - (iii) submitted to the Secretary at least one month before the Annual General Meeting at which the election is to be held;
- (c) each member of the Society present and eligible to vote at the Annual General Meeting may vote for one candidate for each vacant position on the Council;
- (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.

(2) A person may be a candidate only if the person:

- (a) is an adult; and

(b) is not ineligible to be elected as a member under section 61A of the Act.

(3) A list of the candidate's names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place of the Society for at least one week immediately preceding the Annual General Meeting.

(4) If required by the Council, balloting lists must be prepared containing the names of the candidates in alphabetical order.

(5) The Council Executive must ensure that, before a candidate is elected as a member of the Council, the candidate is advised:

(a) whether or not the Society has public liability insurance; and

(b) if the Society has public liability insurance—the amount of the insurance.

19 Resignation, removal or vacation of office of Council member

(1) A member of the Council may resign from the Council by giving written notice of resignation to the Secretary.

(2) The resignation takes effect at:

(a) the time the notice is received by the Secretary; or

(b) if a later time is stated in the notice—the later time.

(3) A member of the Council may be removed from office at a general meeting of the Society if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.

(4) Before a vote of members is taken about removing the Council member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

(5) A member has no right of appeal against the member's removal from Council under this rule.

(6) A member immediately vacates the office of Council member in the circumstances mentioned in section 64(2) of the Act.

20 Vacancies on the Council

(1) If a casual vacancy happens on the Council, the continuing members of the Council may appoint another member of the Society to fill the vacancy until the next Annual General Meeting.

(2) The continuing members of the Council may act despite a casual vacancy on the Council.

(3) However, if the number of Council members is less than the number fixed under rule 23(1) as a quorum of the Council, the continuing members may act only to:

(a) increase the number of Council members to the number required for a quorum; or

(b) call a general meeting of the Society.

21 Functions of the Council

(1) Subject to these rules or a resolution of the members of the Society carried at a general meeting, the Council has the general control and management of the administration of the affairs, property and funds of the Society.

(2) The Council has authority to interpret the meaning of these rules and any matter relating to the Society on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note—

The Act prevails if the Society's rules are inconsistent with the Act—see section 1B of the Act.

(3) The Council may exercise the powers of the Society:

(a) to borrow, raise or secure the payment of amounts in a way the members of the Society decide; and

- (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Society in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Society's property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Society; and
 - (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the Society may from time to time decide.
- (4) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by:
- (a) the financial institution for the Society; or
 - (b) if there is more than one financial institution for the Society—the financial institution nominated by the Council.

22 Meetings of the Council

- (1) Subject to this rule, the Council may meet and conduct its proceedings as it considers appropriate.
- (2) The Council must meet at least once every 4 months to exercise its functions.
- (3) The Council must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the Council Executive.
- (5) The Council may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A Council member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) Where a State or Territory representative or Student representative member of Council, is unable to attend a meeting of the Council, they may appoint a proxy, from the particular State or Territory, or the student membership, respectively, to act for them at that meeting.
- (8) A question arising at a Council meeting is to be decided by a majority vote of members of the Council present at the meeting and, if the votes are equal, the question is decided in the negative.
- (9) A member of the Council must not vote on a question about a contract or proposed contract with the Society if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- (10) The President is to preside as chairperson at a Council meeting.
- (11) If there is no President or if the President is not present within 10 minutes after the time fixed for a Council meeting, the members may choose one of their number to preside as chairperson at the meeting.

23 Quorum for, and adjournment of, the Council meeting

- (1) At a Council meeting, more than half of the members elected to the Council as at the close of the last general meeting of the members form a quorum.
- (2) If there is no quorum within 30 minutes after the time fixed for a Council meeting called on the request of members of the Council, the meeting lapses.
- (3) If there is no quorum within 30 minutes after the time fixed for a Council meeting called other than on the request of the members of the Council:
 - (a) the meeting is to be adjourned for at least one day; and

- (b) the members of the Council who are present are to decide the day, time and place of the adjourned meeting.
- (4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

24 Special meeting of the Council

- (1) If the Secretary receives a written request signed by at least one-third of the members of the Council, the Secretary must call a special meeting of the Council by giving each member of the Council notice of the meeting within one month after the Secretary receives the request.
- (2) If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.
- (3) A request for a special meeting must state:
- (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state:
- (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- (5) A special meeting of the Council must be held within one month after notice of the meeting is given to the members of the Council.

25 Minutes of Council meetings

- (1) The Secretary must make arrangements to ensure that full and accurate minutes of all questions, matters, resolutions and other proceedings of each Council meeting are recorded.
- (2) To ensure the accuracy of the minutes, the minutes of each Council meeting must be signed by the chairperson of the meeting, or the chairperson of the next Council meeting, verifying their accuracy.

26 Appointment of Editors, Convenors, Archivists, Secretariat and subcommittees

- (1) The Council may appoint Editors, Convenors, Archivists, Secretariat and subcommittees consisting of members of the Society considered appropriate by the Council to help with the conduct of the Society's operations.
- (2) An Editor, Convenor, Archivist, Secretariat or member of a subcommittee who is not an elected member of the Council is not entitled to vote at a Council meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose one of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

27 Acts not affected by defects or disqualifications

- (1) An act performed by the Council, Editors, Convenors, Archivists, Secretariat a subcommittee or a person acting as a member of the Council is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when:
- (a) there was a defect in the appointment of a member of the Council, Editor, Convenor, Archivist, Secretariat, subcommittee or person acting as a member of the Council; or

(b) a Council member, Editor, Convenor, Archivist, Secretariat, subcommittee member or person acting as a member of the Council was disqualified from being a member.

28 Resolutions of Council without meeting

(1) A written resolution signed by each member of the Council is as valid and effectual as if it had been passed at a Council meeting that was properly called and held.

(2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by one or more members of the Council.

29 Annual General Meetings

An Annual General Meeting must be held:

(a) at least once each year; and

(b) within 6 months after the end date of the Society's reportable financial year.

30 Business to be conducted at Annual General Meeting

(1) The following business must be conducted at each Annual General Meeting of the Society:

(a) receiving the Society's financial statement, and audit report, for the last reportable financial year;

(b) presenting the financial statement and audit report to the meeting for adoption;

(c) electing members of the Council;

(d) appointing an auditor or an accountant for the present financial year.

(2) The following business may also be conducted at each Annual General Meeting of the Society:

(a) receipt of reports from Editors, Convenors, Archivists, Secretariat and subcommittees; and

(b) review and debate of any action or decision by the Council, with any such action or decision subject to change by an affirmative vote of three-quarters of the members present and eligible to vote, provided also that Society action does not involve commitment, obligation, or payment of funds on which the Council has already acted in accordance with its duly invested authority and responsibility.

31 Notice of general meeting

(1) The Secretary may call a general meeting of the Society.

(2) The Secretary must give at least one months notice of the meeting to each member of the Society.

(3) If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.

(4) The Council may decide the way in which the notice must be given.

(5) However, notice of the following meetings must be given in writing:

(a) a meeting called to hear and decide the appeal of a person against the Council's decision:

(i) to reject the person's application for membership of the Society; or

(ii) to terminate the person's membership of the Society;

(b) a meeting called to hear and decide a proposed special resolution of the Society.

(6) A notice of a general meeting must state the business to be conducted at the meeting.

32 Quorum for, and adjournment of, general meeting

(1) The quorum for a general meeting is at least 40 members.

- (2) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (3) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the Council or the Society, the meeting lapses.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Council or the Society:
 - (a) the meeting is to be adjourned for at least one week; and
 - (b) the Council Executive is to decide the day, time and place of the adjourned meeting.
- (5) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (6) If a meeting is adjourned under subrule (5), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (7) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least one month.
- (9) If a meeting is adjourned for at least one month, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

33 Procedure at general meeting

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) At each general meeting:
 - (a) the President is to preside as chairperson; and
 - (b) if there is no President or if the President is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect one of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way.

34 Voting at general meeting

- (1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- (2) Each member present and eligible to vote is entitled to one vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the Council.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint two members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

35 Special general meeting

- (1) The Secretary must call a special general meeting by giving each member of the Society notice of the meeting within one month after:

- (a) being directed to call the meeting by the Council; or
 - (b) being given a written request signed by—
 - (i) at least one-third of the number of members of the Council when the request is signed; or
 - (ii) at least the number of ordinary members of the Society equal to double the number of members of the Society on the Council plus one when the request is signed; or
 - (c) being given a written notice of an intention to appeal against the decision of the Council:
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (1)(b) must state—
- (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (3) A special general meeting must be held within 3 months after the Secretary:
- (a) is directed to call the meeting by the Council; or
 - (b) is given the written request mentioned in subrule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the Secretary is unable or unwilling to call the special meeting, the President must call the meeting.

36 Proxies

- (1) An instrument appointing a proxy must be in writing and be in the following or similar form—

[Name of association]:

I, _____ of _____, being
 a member of the Australian Society for Parasitology Inc., appoint
 _____ of _____
 as my proxy to vote for me on my behalf at the (annual) general meeting of the Society, to be
 held _____ on _____ the _____ day _____ of
 _____ 20____

and at any adjournment of the meeting.
 Signed this _____ day of _____ 20____ . _____
 Signature

- (2) The instrument appointing a proxy must be signed by the appointor or the appointor's attorney properly authorised in writing.
- (3) A proxy may be a member of the Society.
- (4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
- (5) Each instrument appointing a proxy must be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
- (6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
- (7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form:

[Name of association]:

I, _____ of _____, being
 a member of the Australian Society for Parasitology Inc., appoint
 _____ of _____
 as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to
 be _____ held _____ on _____ the _____ day _____ of
 _____ 20____

and at any adjournment of the meeting.
 Signed this _____ day of _____ 20____ . _____

This form is to be used *in favour of*/against [*strike out whichever is not wanted*] the following resolutions—

[*List relevant resolutions*]

37 Minutes of general meetings

- (1) The Secretary must make arrangements to ensure that full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are recorded.
- (2) To ensure the accuracy of the minutes:
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Society that is a general meeting or annual general meeting, verifying their accuracy.
- (3) If asked by a member of the Society, the Secretary must, within one month after the request is made:
 - (a) make the minutes for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.
- (4) The Society may require the member to pay the reasonable costs of providing copies of the minutes.

38 By-laws

- (1) The Council may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Society.
- (2) A by-law may be set aside by a three-quarters majority vote of members at a general meeting of the Society.

39 Alteration of rules

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried by a three-quarters majority at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

40 Common seal

- (1) The Council must ensure the Society has a common seal.
- (2) The common seal must be:
 - (a) kept securely by the Council; and
 - (b) used only under the authority of the Council.
- (3) Each instrument to which the seal is attached must be signed by a member of the Council and countersigned by:
 - (a) a member of the Council Executive; or
 - (b) someone authorised by the Council.

41 Funds and accounts

- (1) The funds of the Society must be kept in an account in the name of the Society in a financial institution decided by the Council.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Society.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

- (4) A payment by the Society of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made it must be signed (if a cheque) or authorised appropriately (if an electronic transfer) or by any two of the following:
 - (a) the President;
 - (b) the Executive Secretary;
 - (c) the Treasurer;
 - (d) any one of three other members of the Society who have been authorised by the Council to sign cheques issued by the Society.
- (6) However, one of the persons who signs the cheque must be the President, the Executive Secretary or the Treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the Council must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a Council meeting.

42 General financial matters

- (1) On behalf of the Council, the Treasurer must, as soon as practicable after the end date of each financial year of the Society, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the Society must be used solely in promoting the Society's objects and exercising the Society's powers.

43 Documents

The Council must ensure the safe custody of books, documents, instruments of title and securities of the Society.

44 Financial year

The end date of the Society's financial year is April 30 in each year.

45 Winding-up of the Society

The Society shall continue until:

- (1) a special resolution for its voluntary winding-up is carried by an affirmative vote of three-quarters of financial members of the Society by postal ballot or at a general meeting convened for that purpose, with due regard to quorum, and subject to a copy of the special resolution being lodged with the chief executive within 1 month of the passing of that special resolution under Part 10 of the Act; or
- (2) is wound-up by the Supreme Court under Part 10 of the Act.

46 Distribution of surplus assets to another entity

- (1) This rule applies if the Society:
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the Society.
- (3) The surplus assets must be given to another entity:
 - (a) having objects similar to the Society's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— *surplus assets* see section 92(3) of the Act.