

ASSOCIATION OF WALL AND
CEILING INDUSTRIES OF
QUEENSLAND INCORPORATED
CONSTITUTION



INTENTIONALLY BLANK

Contents

1. NAME OF ASSOCIATION.....	4
2. OFFICE	5
3. OBJECTS.....	5
4. MEMBERS NOT PARTNERS.....	6
5. DEFINITIONS.....	6
6. MEMBERSHIPS	6
6.1 Classes of Memberships	6
6.1.1 Ordinary Members.....	7
6.1.2 Life Members	7
6.1.3 Retired Members	7
6.1.4 Apprentices	7
6.1.5 Associate Members.....	8
6.2 AUTHORISED REPRESENTATIVE	8
6.3 ATTENDANCE AT GENERAL MEETINGS	8
6.4 APPLICATION FOR MEMBERSHIP	8
6.5 PRIVILEGES OF MEMBERSHIP	9
6.6 ELIGIBILITY TO ATTEND MEETINGS	9
6.7 RESIGNATIONS	9
6.8 SUBSCRIPTIONS.....	9
6.9 UNFINANCIAL MEMBERS	10
6.10 SPECIAL LEVIES	10
6.11 SUBSCRIPTIONS, SPECIAL LEVIES OR FINES IN ARREARS	10
7. FINANCE	10
7.1 FUNDS OF THE ASSOCIATION	10
7.2 FINANCIAL YEAR.....	11
7.3 INSPECTION OF BOOKS	11
7.4 AUDITOR	11
7.5 EXECUTION OF DOCUMENTS	11
8. MEETINGS	11
8.1 ANNUAL GENERAL MEETING	11
8.2 SPECIAL GENERAL MEETING	11
8.3 MEETINGS OF THE EXECUTIVE COMMITTEE.....	12
8.4 QUORUMS.....	12
8.5 VOTING.....	12
9. THE EXECUTIVE COMMITTEE OF THE ASSOCIATION	12

9.1	CONSTITUTION OF THE EXECUTIVE COMMITTEE	12
9.2	ELECTION OF COMMITTEE MEMBERS	12
9.3	CASUAL VACANCIES	13
9.4	PRESIDENT.....	13
9.5	VICE PRESIDENT	13
9.6	HONORAY TREASURER.....	14
9.7	EXECUTIVE COMMITTEE MEMBERS.....	14
9.8	DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE.....	14
9.9	PROCEDURE FOR REMOVING AND ELECTED OFFICER.....	14
9.10	MANAGEMENT OF THE ASSOCIATION.....	14
	DOCUMENTS.....	15
11.	AFFILIATION WITH OTHER EMPLOYERS' ASSOCIATIONS	15
11.1	AUTHORITY.....	15
11.2	AFFILIATIONS.....	15
12.	COMPLAINTS AGAINST MEMBERS REGARDING RULES, RESOLUTIONS OR AGREEMENTS	16
12.1	REPORT OF COMPLAINT.....	16
12.2	INVESTIGATION OF COMPLAINTS	16
12.3	POWERS OF THE EXECUTIVE COMMITTEE.....	16
12.4	APPEAL AGAINST THE EXECUTIVE COMMITTEE RULING	16
12.5	POWERS OF THE SPECIAL GENERAL MEETING.....	16
12.6	EXPELLED MEMBERS	17
13.	INDEMINFICATION OF MEMBERS, OFFICE BEARERS AND EXECUTIVE OFFICER	17
14.	ALTERATION OF RULES.....	17
15.	COMMITTEES	18
16.	DISSOLUTION AND DISPOSAL OF FUNDS.....	18
16.1	DISSOLUTION	18
16.2	DISPOSAL OF FUNDS	18
17.	BRANCHES OF THE ASSOCIATION OF WALL AND CEILING INDUSTRIES OF QUEENSLAND INC.	18
17.1	REGIONAL BRANCHES	18

1. NAME OF ASSOCIATION

The Association shall be known as “Association of Wall and Ceiling Industries of Queensland Incorporated”

2. OFFICE

The office of the Association shall be situated at 12/16 Crockford Street, Northgate QLD 4013or as varied from time to time by The Executive Committee

3. OBJECTS

The objects of the Association shall be”

- 3.1 To encourage and foster a feeling of friendship and friendly intercourse between employers in the wall and ceiling industry; to devise ways and means for bettering the conditions and advancing the interests of the wall and ceiling industry in general to spread this influence through meetings held at intervals; and to develop and spirit of cooperation and reciprocity in all matters of mutual interest.
- 3.2 To promote the interests of the Trades represented in the Association.
- 3.3 To co-operated with the Architects, Building Authorities, Master Builders Association and similar organisations.
- 3.4 To enter into any arrangements with any Government of Authority (Local, Supreme or otherwise) that may be conducive to the Associations interests and to obtain from the m and exercise any rights, privileges, licences and concessions with seem necessary or desirable
- 3.5 To take united action on a matter affecting a Trade or Trades represented in the Association.
- 3.6 To effect the thorough organisation of the Association of Wall and Ceiling Industries of Queensland Inc, with a view to improving the condition of the industry in every proper and lawful manner to encourage a high standard of proficiency; to promote the interests of the Association of Wall and Ceiling Industries of Queensland Inc, in all its branches; to maintain among its members a just and equitable method of conducting the said Trades; to meet at stated periods for the discussion and dissemination of reliable information relative to the best methods of conducting business from the standpoint of practical experience and of approved business ethics.
- 3.7 To prescribe from time to time in connection with fibrous plaster, plaster board and associated products the standard qualities of work and materials by members; to exercise a supervisory control over the conduct of the members and to censure any member found guilty of breaches of these rules.
- 3.8 To inquire into any breaches of the Rules and breaches of agreements which may have been entered into by the Association, and to act as Arbitrator or Adjudicator in such matters and to decide the same and to enforce any such decisions in such manner as may be decided.
- 3.9 To take such action as may be deemed necessary in regard to legislation, both State and Commonwealth, in watching, promoting, and furthering the legitimate interests of the Wall and Ceiling Industry.
- 3.10 To undertake by Conciliation and Arbitration the settlement of disputes between Members and between Members and others arising out of the conduct of the said Industry.
- 3.11 To affiliate with other Associations throughout Australia.
- 3.12 To create Committees for the purpose of watching, promoting and furthering the legitimate interests of the Industry by the publication of literature and other means.

- 3.13 To raise funds by means of subscriptions from Members, and levies on Members, and otherwise and censure Members for all purposes and objects of the Association in such manner as is provided for in these rules.
- 3.14 Generally, to take such steps and proceedings and to do all such acts as to the Association may seem proper for the advancement and promotion of the interests of the Members and of the Wall and Ceiling Industry.
- 3.15 To invest in any manner authorised by the Rules of the Association monies not immediately required by the Association
- 3.16 To do all such things as are identical or conducive to the attainment of the above projects.

For all the aforesaid purposes and for the management of the Association the funds of the Association shall be applicable.

4. MEMBERS NOT PARTNERS

- 4.1 The members of this Association are not partners, and are not liable in any way to each other except in so far as is required by these Rules
- 4.2 All Rules, Regulations Agreements, Resolutions and Decisions are intended to be binding on all members of the Association

5. DEFINITIONS

- 5.1 In the interpretation of these Rules, the following words and expressions shall have the meanings hereinafter specified unless the context otherwise require:
- a. **“Association”** means Association of Wall and Ceiling Industries of Queensland.
 - b. **“Branch”** means a Branch of the Association formed under clause 19 of the Rules
 - c. **“The Executive Committee”** means the elected Executive Committee
 - d. **“Executive”** means the elected Executive Committee of the Association hereinafter constituted
 - e. **“Member”** means any Member of the Association as provided for in these Rules
 - f. **“Month”** means a calendar month
 - g. **“Written”** includes printed, photographed, photocopied or typewritten
 - h. **“In writing”** a reference to a notice delivered in writing includes all notices delivered by electronic media such as email.
 - i. **“Year”** means a calendar year
 - j. Words importing the singular shall include the plural and vice versa
 - k. Words importing the masculine gender shall include the feminine gender
 - l. Reference to a Statute include Regulations and other instruments under it and amendments or replacements of any of them

6. MEMBERSHIPS

The Association shall consist of all members of the Association on the day on which these rules come into force, and all persons, partnerships, firms and companies who may subsequently be admitted to membership in accordance with these Rules.

6.1 Classes of Memberships

The following classes of members may be admitted to the Association

- a) Ordinary Members
- b) Life Members
- c) Retired Members
- d) Apprentices
- e) Associate Members

6.1.1 Ordinary Members

Ordinary Members shall be any persons, partnerships firms, or companies engaged in the manufacture, distribution (Retail or wholesale), installation of any plaster product, wall system ceiling system or related products or who engages in solid plastering or who provides a service in estimating. There are no restriction of numbers in any class of membership.

6.1.2 Life Members

- a) With a view to recognising exceptional service to the Association, the association may elect members who have rendered such service to Life Membership
- b) Life Members shall have all the rights and privileges of membership and may be elected to office and the Executive Committee of the Association
- c) Nominations for Life Membership shall be in writing and must be received by the Executive Officer/Secretary at least fourteen (14) clear days prior to the Annual General Meeting.
- d) Such nomination must receive unanimous recommendation of the Executive Committee before being eligible for presentation to the Annual General Meetings and must receive a majority vote at the Annual General Meeting before the members may be admitted to Life Membership.
- e) With a view to recognising exceptional service to the Association, the association may elect any person who has rendered such service to Honorary Life Membership.

6.1.3 Retired Members

- a) With a view to enabling members no longer engaged in active business to maintain contact with the Association, and the Wall and Ceiling Industry in general, the Association may elect such members as Retired Members
- b) Retired members shall be entitled to the Social privileges of the Association and shall receive publications published by the Association

6.1.4 Apprentices

- a) Apprentices shall be any person employed under a contract of training in any of the trades that are represented by this Association and shall be eligible for nomination for membership and entitled to attend meetings without the right to vote or hold office and with access to services as determined by the Executive Committee

6.1.5 Associate Members

- a) Associate Members shall be any person, firm or company that provides support or services to the industry and therefore is deemed by the Executive Committee to be eligible for nomination to Associate membership in recognition for that service to the industry with the right to attend all meetings without the right to vote or hold office and with access to services and determined by the Executive Committee.

6.2 AUTHORISED REPRESENTATIVE

- a) All partnerships, firms, and companies seeking membership shall nominate a partner, director or employee of management status to be the Authorised Representative of that partnership, firm or company in all matters pertaining to the Association.
- b) In the case of Ordinary Members, such nominee shall be eligible for election to office or as a member of any committee formed by the Association
- c) Other partners, directors or employees of management status of Partnerships, firms or companies which are ordinary members may attend General Meetings and shall be entitled to all the privileges of the Association save the right to vote.

6.3 ATTENDANCE AT GENERAL MEETINGS

- a) Ordinary and Life members may attend all General, Special General and Annual General Meetings of all the association
- b) Other Classes of members may attend General Meetings at the invitation of the President but shall not have the right to vote.

6.4 APPLICATION FOR MEMBERSHIP

- a) Applicants for Membership shall submit a written application on the form prescribed by the Executive Committee and shall remit such fees as may be required with such Application.
- b) All applications for Membership shall be checked with due diligence by the Queensland office staff to ensure they are good and proper people/businesses
- e) The Applicants membership shall commence from the date of receipt of the application and shall expire on the 30th June each year or at such time within one calendar year as determined by the Executive Committee.
- f) The Executive Committee thereafter, notwithstanding the right of the member to resign under conditions laid down in clause 6.7 of these rules.
- g) Membership shall be renewed on payment of annual subscription or such other period payment arrangement as may be agreed by the Executive Committee
- h) On admission to membership, the Applicant will be notified to that effect by the Queensland office in writing and provided with a membership pack, and

information on how to access a copy of the Constitution and Rules of the Association.

- i) Successful Applicants for membership shall be advised in writing of the various benefits of membership, the financial obligations arising from membership and the circumstances and manner in which a member may resign from the organisation.
- j) Unsuccessful applicants shall be advised in writing that the application has been rejected.
- k) An updated register of members is to be held by the office at all times. This register is to be in the form of a database held on the server.

6.5 PRIVILEGES OF MEMBERSHIP

Each member shall be entitled to such services provided by the Association as shall be determined from time to time by the Executive Committee

6.6 ELIGIBILITY TO ATTEND MEETINGS

- a) Ordinary and Life Members may be represented at General, Special General and Annual General Meetings of the Association either personally or by the nominated representative in the case of partnerships, firms and companies.
- b) Subject to the approval of the meeting a member, may in writing, addressed to the Chairman, appoint a proxy of an additional representative for any particular meeting provided that no member shall secure more than one vote on any matter before such meeting.
- c) Retired members may only be represented at meetings at the invitation of the President. Sons and/or daughters may attend General Meeting in the company of their parent.

6.7 RESIGNATIONS

Any member may resign his membership of the Association on giving notice in writing to the Secretary at the registered office of the Association. The resignation shall be effective from the date and time of lodgement or such subsequent time and date nominated in the resignation. The Association shall have the right to recover any arrears, contribution or outstanding accounts due prior to the date of resignation.

6.8 SUBSCRIPTIONS

- a) An Annual Subscription for the twelve months commencing on 1st July each year (or other such commencement date as approved by the Executive Committee) shall be paid by each member, the amount of each subscription being determined by the Executive Committee.
- b) Where a member is admitted to the Association after 31st July, the membership subscription may be discounted by way of pro rata as determined by the Executive Committee

6.9 UNFINANCIAL MEMBERS

- a) Members whose Annual Subscription remains unpaid after two months from the Annual Subscription date shall be considered unfinancial and all service and privileges shall be suspended until such subscription be paid.
- b) The Queensland office shall notify un-financial members in writing addressed to their last address as shown on the Association records of the suspension of services and privileges, within 7 days of the expiration of the two months.
- c) If such subscription remains unpaid after a further period of two months from the date of such notification will be taken in accordance with Rule 6.13 of these rules to recover the debt.

6.10 SPECIAL LEVIES

- a) Special levies may be made by resolution by a majority of the members voting at any general meeting of the Association for any of the purposes and objects of the Association.
- b) Six days' notice of the intention to Levy shall be given to members.

6.11 SUBSCRIPTIONS, SPECIAL LEVIES OR FINES IN ARREARS

- a) Subscriptions, Special Levies or Fines of any kind whatsoever due to the Association by its members may, after a lapse of four months from beginning due, be recovered by suit of the Executive Committee.
- b) If such Subscription, Special Levies or fines are not paid within 2 months of becoming due, the Secretary shall notify the member in writing addressed to the last address shown in the records of the Association that such Subscription, Special Levy or fine is due.
- c) If after a lapse of a further two months from the date of such notification such subscription, special levy or fine remains unpaid, the Executive Committee shall have the power to remove the member from the Register of Members and his removal shall date from the date of the Executive Committee meeting making such determination. The member shall not be thereby relieved of his liability to the Association PROVIDED ALWAYS that the Executive Committee may exercise its discretion in the above matter in cases of sickness or extenuating circumstances.

7. FINANCE

7.1 FUNDS OF THE ASSOCIATION

The Funds of the Association shall be placed in such bank or banks as the Executive Committee may from time to time determine in the name of the Association. Such funds shall be operated upon by the President, Vice President, Treasurer, Executive Officer or any member or staff member authorised by the Executive Committee for the purpose.

7.2 FINANCIAL YEAR

The financial year of the Association shall commence on 1st July and terminate on 30th June each year.

7.3 INSPECTION OF BOOKS

Any Member or person having an interest in the funds of the Association may inspect the books of the Association or a list of names of the Members thereof at all reasonable hours at the Registered Office of the Association or any other place with same are kept subject to authority being received from the Executive Committee

7.4 AUDITOR

An auditor shall be elected and his duties shall be to examine the books and accounts of the Association and report on same at the end of each financial year and at any other time when requested by the Executive Committee.

7.5 EXECUTION OF DOCUMENTS

Documents which are required to be executed on behalf of the Association which requires the common seal of the Association to be attached must be signed by a member of the Executive Committee and countersigned by:

- a) The President;
- b) Another member of the Executive Committee; or
- c) The President of someone appointed by the Executive Committee for the purpose

8. MEETINGS

8.1 ANNUAL GENERAL MEETING

- a) The Annual General Meeting of the Association shall be held in August of each year at such time and place as may be determined by the Executive Committee.
- b) Fourteen clear days' notice of the Annual General Meeting shall be given to all members.
- c) The business of the Annual General Meeting shall include:
 - i) To receive and consider a report of the Executive Committee of the affairs of the Association for the previous year:
 - ii) To receive and consider a Statement of Revenue and Expenditure for the year together with a duly audited Balance Sheet to the preceding financial year
 - iii) To elect Office Bearers and Members of the Executive Committee, Sub-Committees and Representatives
 - iv) To appoint an Auditor
 - v) To transact any other business which may be brought before the meeting in accordance with these rules.

8.2 SPECIAL GENERAL MEETING

A Special General Meeting shall be called by the Secretary as promptly as possible at the discretion of The Executive Committee or on the requisition signed by at least ten members stating the objects of the meeting. Six days' notice by circular posted or delivered to

Members shall be given thereof and no business shall be transacted at any such meeting except that for which the meeting has been called.

8.3 MEETINGS OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall meet for the transaction of business in such manner and at such times as may from time to time be determined, provided that a minimum of 4 meetings per calendar year are held. Members are directed to find an annual Meeting and events programme outlining dates and venues for meetings. At least two days prior to a meeting, Executive Committee members are updated with an Agenda and any variations.
- b) Minutes of every meeting are to be taken, with previous minutes being verified and seconded at the beginning of the next meeting.

8.4 QUORUMS

Eight members shall form a quorum at the Annual, General or Special General Meeting. Half the elected members to the Executive Committee shall form a quorum at meetings of The Executive Committee.

8.5 VOTING

No member whether as a proprietor, firm, partnership or company shall be entitled to more than one vote, provided that the Chairman at any meeting shall have a casting vote in addition to this deliberate vote. Voting at all meetings shall be by show of hands, provided that at the request of any three members, the vote shall be taken by ballot.

9. THE EXECUTIVE COMMITTEE OF THE ASSOCIATION

9.1 CONSTITUTION OF THE EXECUTIVE COMMITTEE

- a) The Executive Committee shall consist of President, Vice President, Treasurer and seven other committee members. They will consist of five (5) suppliers, Manufacturers, and or professionals and five (5) contractors.
- b) The whole of the Executive Committee shall retire bi-annually but shall be eligible for re-election.
- c) Nominations for election open in the month of June
- d) All financial members are eligible for nomination
- e) Once the committee has been elected, the committee will choose who will be the President, Vice President and Treasurer for the term.
- f) The immediate Past President may be, at the discretion of the Executive Committee, invited to attend meetings of the Executive Committee and Executive in an advisory capacity, but shall have no voting rights.

9.2 ELECTION OF COMMITTEE MEMBERS

- a) The financial member being nominated has to be nominated by another financial member
- b) The member company has only one vote

- c) AWCI Queensland Administration will send out Nomination forms to every financial member in June of that year
- d) Nominations are to be received 5 weeks prior to the AGM and must have a provide of the person on that nomination form, for financial members to read and ponder before they vote.
- e) Voting papers and proxy forms are issued to every voting financial member 4 weeks before the AGM
- f) The voting papers and proxy forms are to be emailed, sent by software program or by letter to the Associations office 7 days prior to the AGM
- g) Financial Members that attend the AGM that have not yet voted can vote and proxy votes not previously sent in can be handed on the day of the AGM.
- h) Votes are opened and counted at the AGM by two volunteer members present
- i) The results will be communicated at the AGM and later sent to all members within two days after the AGM

9.3 CASUAL VACANCIES

- a) A casual vacancy arises when an Executive Committee position becomes vacant. This may occur if an office of member:
 - i) Ceases to be a member or authorised person representative of a member of the association.
 - ii) Becomes an insolvent under administration within the meaning of the corporation law or
 - iii) Resigns from office in writing given to the Secretary; or
 - iv) Is absent from 3 committee meetings consecutively without leave of the Executive Committee
- b) For any reason whatsoever, the Executive Committee of the Association may appoint by resolution some other eligible member to the office
- c) The successful candidate shall hold office for the remainder of the term until the next Annual General Meeting.

9.4 PRESIDENT

- a) The President in all official relations of the Association, shall take precedence over all other Members. He shall preside at all meetings of the Association, The Executive Committee or Executive, at which he is present, and shall have a casting vote in addition to his deliberate vote in all cases of equality and in a division on any questions. He shall also be ex-officio on all Committees duly formed.
- b) The President shall be authorised to notify the Industrial Commission, in the prescribed manner of the existence or likelihood of industrial disputes.

9.5 VICE PRESIDENT

A Vice President shall preside at all meetings of The Executive Committee of the Association at which the President is unable to attend and shall generally deputise for him, as required by the Executive.

9.6 HONORAY TREASURER

The Honorary Treasurer shall see that a faithful record is kept of the Receipts and Expenditure of the Association, and report on the financial position of the Association, and report on the financial position of the Association at all Executive Committee Meetings, and at such other times as the Executive Committee may decide.

9.7 EXECUTIVE COMMITTEE MEMBERS

The Executive Committee members will oversee the overall running and function of the Association and vote accordingly within the legislation.

9.8 DISQUALIFICATION OF MEMBERS OF THE EXECUTIVE COMMITTEE

A member of The Executive Committee may be disqualified from membership of the Executive Committee

- a) Only on the grounds that the officer has ceased to be eligible to hold the office or has been found guilty under the rules of:
 - i) Misappropriation of the organisations property; or
 - ii) A substantial contravention of the rules; or
 - iii) Gross misbehaviour or gross neglect of duty in the office; and shall also be taken as being absent for three or more meetings.

9.9 PROCEDURE FOR REMOVING AND ELECTED OFFICER

- a) Where a member of the Executive is removed from office under this rule, the member shall be given a written notice to that effect either personal or by post within seven days of such removal.
- b) Provided the member shall have ten clear days from the date of service of the notice to remove him or her from office, to make written appeal to the Executive against the removal.
- c) Provided further the Executive shall, within seven days of receiving notification of any such appeal, shall proceed to hear and determine the appeal.

9.10 MANAGEMENT OF THE ASSOCIATION

- a) The management of the Association shall be vested in the Executive Committee subject to any regulations from time to time and by Members in General Meeting and The Executive Committee shall have full control of all affairs and business of the Association, and shall have power to exercise all or any of the powers conferred by this Constitution including power to appoint Committees as from time to time may be considered necessary, unless such powers are expressly required to be exercised by a General Meeting of Members.
- b) The Executive Committee shall have power also:
 - i) For the general administration of the Association
 - ii) To form rules not inconsistent with these Rules for the management and good government of the Association which Rules shall be binding on the Members until varied or rescinded by resolution of a General Meeting
 - iii) To establish an official publication or utilise any other suitable publication for the dissemination of items of interest to Members and for recording activities of the Association

- iv) To engage, control and dismiss the Association Servants.
- v) To engage in leasing or hire purchase agreements on behalf of the Association for the purpose of providing or replacing equipment required by the Association to enable it to fulfil its role of service to its members, in pursuance of the Objects of The Association.
- vi) To raise monies by Loans or Bank Overdrafts or such there means as may be deemed suitable, for the purpose of the Association to further the Objects of the Association, and to pledge the Assets of the Association as Security for such loans or overdrafts
- vii) To draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bills of lading and other negotiable or transferable instruments in pursuance of the Objects of the Association
- viii) To raise or concur in raising any one which The Executive Committee shall think expedient for any purpose in relation to the object of the Association and powers conferred on The Executive Committee by the Constitution and Rules including the purchase of property and the payment of calls on shares or generally for the benefit of the members by mortgaging or charging with or without a power of sale all or any part of the Asset from time to time of the Association, or without Security and with or without interest and any such mortgage may be an overdraft or contributory one and may also be a joint mortgage with other person or a guarantee mortgage and whether in any case whatsoever, the liability arising out of such borrowing is joint or several and no lender shall be concerned to enquire into the necessity for any such borrowing or the application of the money borrowed.
- ix) To raise monies by way of the Debentures issued only to members of the Association on such terms and at such rate of interest as The Executive Committee may determine from time to time.
- x) To act generally in all matters appertaining to the management and welfare of the Association.

DOCUMENTS

The Executive Committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

11. AFFILIATION WITH OTHER EMPLOYERS' ASSOCIATIONS

11.1 AUTHORITY

On the authority of an Executive Committee Meeting, the Association may become affiliated and appoint representatives to any kindred Employers' Association or Union, and in such case the Executive Committee may pay the prescribed annual subscription of such Association.

11.2 AFFILIATIONS

The Association may accept affiliations from other organisations with kindred objects at such fee as may be fixed by The Executive Committee

12. COMPLAINTS AGAINST MEMBERS REGARDING RULES, RESOLUTIONS OR AGREEMENTS

12.1 REPORT OF COMPLAINT

Where a duly appointed Inspecting Committee, after investigating a complaint submitted in writing against a Member, reports that, in their opinion, such Member has intentionally infringed the Rules, Resolutions or Agreements of the Association or who has conducted himself in a manner which renders him unfit to continue as a Member, such Member shall be dealt with in the manner, and shall be liable to the penalties hereinafter provided

12.2 INVESTIGATION OF COMPLAINTS

The complaint shall be brought under the notice of The Executive Committee which shall have power to act on the complaint. The accused members shall be advised of the nature of the complaint in writing and shall be invited to attend a meeting of The Executive Committee at which the investigation is to take place. The accused member shall be given twenty days' notice of the meeting of The Executive Committee and at the meeting on the hearing of the complaint against him, he shall be entitled to legal representation.

12.3 POWERS OF THE EXECUTIVE COMMITTEE

If the complaint is sustained (as to which the decision of The Executive Committee shall be final and shall not be questions in any proceeding whatsoever), The Executive Committee shall have the power to:

- a) Censure the Member concerned; and/or
- b) Suspend the member for such period as The Executive Committee may deem fit; and/or
- c) If the Executive Committee considers that the circumstances require the matter to be dealt with by the Association, it will call a Special General Meeting for that purpose
- d) This member shall be invited to attend the Special General Meeting.

12.4 APPEAL AGAINST THE EXECUTIVE COMMITTEE RULING

- a) Should a member wish to appeal against an Executive Committee determination on a complaint within, he shall be entitled to have the appeal heard at a Special General Meeting called for that purpose.
- b) The decision of the Meeting shall be final and any further determination may be heard by the relevant industrial tribunal.

12.5 POWERS OF THE SPECIAL GENERAL MEETING

- a) The decision of the meeting hearing the complaint shall be obtained by ballot. If a majority of those voting decide that the member complained of is unfit to continue in the Association, he shall thereupon cease to be a member, and shall be expelled accordingly.
- b) The decision of the meeting shall be communicated to him forthwith by the President

12.6 EXPELLED MEMBERS

- a) Any members so expelled may be proposed for re-admission to membership under Rule 6 after the lapse of twelve months from the date of such expulsion.
- b) No expelled member shall have any interest in or claim of the funds of the Association, or against any member thereof.
- c) Expelled members shall be liable for all outstanding subscriptions, levies, fees etc due payable at the time of such expulsion.

13. INDEMNIFICATION OF MEMBERS, OFFICE BEARERS AND EXECUTIVE OFFICER

- 13.1 Every member, Executive Officer, other officer of the Association and every Indemnified Servant shall be indemnified against, and it shall be the Association's duty, out of its funds, to pay all costs, losses, charges, and expenses which any member, Executive Officer or other Officer and every Indemnified servant may incur, or become liable for, by reason of any contract entered into, or act or deed done by him as such Member, Executive Officer or other Officer and every Indemnified servant may incur, or become liable for, by reason of any contract entered into, or act or deed done by him as such Member, Executive Director or other Officer and every indemnified officer in the discharge of his duties, except the same shall happen by or through his own wilful default and any such member or Members, Executive Officer or other Officers entitled to such indemnity shall on the establishment of his claim thereof, have alien on the property of the Association of the amount thereof.
- 13.2 If at any time it is expressed in a minute of the Executive Committee that a person shall cease to be an Indemnified Servant, then such servant shall thereupon cease to be and Indemnified Servant and the members of the Executive Committee as the case may be shall forthwith take all reasonable steps to notify such servant that he has ceased to be an Indemnified Servant.
- 13.3 Every Member of the Association hereby agrees not to sue or take legal proceedings of any nature whatsoever to seek to recover loss or damage to any person whether natural or corporate occurring as a result of any opinions, advice or information provided to any person by the Association, it's servants or agents.

14. ALTERATION OF RULES

No new rule shall be made nor shall any other rules herein contained or hereafter contained or hereafter made be altered, amended or rescinded unless proposed and accepted by The Executive Committee voting in person or by proxy at The Executive Committee Meeting called for the purpose (the proposals being set forth in the circular summoning such meetings) consent to such alterations, amendments or rescision. Six clear days' notice of such meeting shall be given.

15. COMMITTEES

Committees may be appointed by The Executive Committee or by General Meetings with such duties and powers as defined by the making such appointment

16. DISSOLUTION AND DISPOSAL OF FUNDS

16.1 DISSOLUTION

- a) Any member may at any General Meeting give notice in writing of his intention to move a resolution to the effect that the Association be dissolved
- b) The resolution shall be notified to all Members and shall appear on the business paper of the next regular General Meeting and if supported by a majority of Members voting, a Special General Meeting shall be called for the purpose of discussing the motion and if it is passed by a majority of the Members voting at this meeting the Association shall thereupon be dissolved. Should the membership of the Association fall below three members the Association shall then be defunct.

16.2 DISPOSAL OF FUNDS

Upon dissolution of the Association or should it become defunct, the meeting deciding up such dissolution or the remaining members of the Association, after providing for payment of all debts then due, must dispose of all assets in accordance with the provisions of the act, provided that it is to another organisation having similar outlooks and objectives of the association as determined by a general meeting before the time of dissolution.

17. BRANCHES OF THE ASSOCIATION OF WALL AND CEILING INDUSTRIES OF QUEENSLAND INC.

17.1 REGIONAL BRANCHES

- a) Groups of Members outside the Greater Brisbane Region may, subject to the succeeding provisions form local Branches servicing regional areas.
- b) The formation of any such Branch shall be subject to formal approval by The Executive Committee
- c) The Executive Committee shall instruct the Executive Director to afford advice and support to Branches in the conduct of their affairs and, to maintain details of Branch Management Committees and regional boundaries
- d) In the conduct of their affairs, Branches shall be bound by the "Constitution of the Association"