



**AUSTRALIAN INSTITUTE FOR THE CERTIFICATION
OF INSPECTION PERSONNEL**

Reg No Y2585502 ABN 59 078 761 207

Unit 50, 8 Avenue of the Americas, NEWINGTON 2127

PO Box 6165 Silverwater, NSW 1811

Phone: (02) 9748 4443 Fax: (02) 9748 2858

(For Register of AICIP Inspectors see – www.aicip.org.au)

**Doc. No. AICIP-002 Rev 2
10 March 2015**

AICIP RULES

Prepared By	Checked By	Approved By
J SMITH	AICIP BOARD	AICIP BOARD

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

RULES

CONTENTS

PART I - FUNCTION OF THE INSTITUTE	1	Institute objectives
	2	Panels of examiners
	3	Examination centres
PART II - PRELIMINARY	4	Definitions
PART III - MEMBERSHIP OF THE INSTITUTE	5	Institute membership and representatives
	6	Nomination of membership
	7	Cessation of membership
	8	Membership entitlements not transferable
	9	Resignation of membership
	10	Register of members
	11	Fees and subscriptions
	12	Members' liabilities
	13	Resolution of internal disputes
	14	Disciplining of members
	15	Right of appeal of a disciplined member
PART IV - THE COMMITTEE	16	Powers of the committee
	17	Constitution and membership
	18	Election of members
	19	Secretary
	20	Treasurer
	21	Casual vacancies
	22	Removal of a member
	23	Meetings and quorum
	24	Delegation by committee to sub-committee
	25	Voting and decisions
PART V - GENERAL MEETINGS	26	Annual general meetings - holding of
	27	Annual general meetings - calling of and business at
	28	Special general meetings - calling of
	29	Novice
	30	Procedure
	31	Presiding member
	32	Adjournment
	33	Making of decisions
	34	Special resolution
	35	Voting
	36	Appointment of proxies
PART VI - MISCELLANEOUS	37	Insurance
	38	Funds - source
	39	Funds - management
	40	Alteration of objects and rules
	41	Common seal
	42	Custody of books
	43	Inspection of books
	44	Service of notices
	45	Public Officer appointment
	46	Wind-up provisions

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

PART I - FUNCTIONS OF THE INSTITUTE

1. *Institute objectives*

- (1) The institute shall:
 - (a) issue all rules and procedures necessary for the operation of the scheme of engineering inspection personnel certification;
 - (b) appoint a Manager to administer the functions of the institute;
 - (c) establish procedures for the issue of institute certificates;
 - (d) appoint Panels of Examiners to perform and control the functions outlined in rule 2;
 - (e) appoint Examination Centres to perform and control the functions outlined in rule 3;
 - (f) review the appointment of Panels of Examiners and Examination Centres annually;
 - (g) maintain and publish annually a register of certificated inspectors
 - (h) maintain all records associated with the functions of the institute;
 - (i) arrange regular meetings between examiners for exchange of information and experience;
 - (j) continuously moderate the composition and marking of examination papers;
 - (k) follow the development of relevant international activities and arrange such modifications to the scheme that is in reasonable accord for trade facilitation purposes;
 - (l) implement a code of ethics.

2. *Panels of examiners*

- (1) Panels of Examiners shall be appointed by the institute and shall consist of at least three people.
- (2) Panels of Examiners shall control all examinations in accordance with procedures approved by the institute.

3. *Examination centres*

- (1) Examination Centres shall be appointed by the institute and shall:
 - (a) have all necessary facilities and resources and be able to operate according to regulations laid down by the institute;
 - (b) conduct examinations supervised by an examiner approved by the institute. Examination results shall be kept on file as well as forwarded to the institute secretariat. All examination papers shall be maintained as confidential documents.

PART II - PRELIMINARY

4. *Definitions*

- (1) In these rules:

"committee" means the committee of management of the institute;

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

"**ordinary member**" means a member of the committee who is not an office-bearer of the institute, as referred to in the rule 17(2);

"**secretary**" means:

- (a) the person holding office under these rules as secretary of the institute; or
- (b) if no such person holds that office - the public officer of the institute:

"**special general meeting**" means a general meeting of the institute other than an annual general meeting;

"**the Act**" means the Associations Incorporation Act 1984;

"**the Regulations**" means the Associations Incorporation Regulations 1994.

- (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, if the function is a duty, a reference to the performance of the duty.
- (3) The provisions of the Interpretation Act 1987 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 III - MEMBERSHIP

5. *Institute membership and representatives*

- (1) The members of the institute shall consist of and be open to all relevant interested organisations who can demonstrate their commitment to the functions and activities of the institute.
- (2) Each organisation shall nominate a fit and proper representative to participate in the institute's activities.
- (3) In the event of a member's representative vacating his position on the institute for any reason prior to the expiration of the period in office the institute shall request the member organisation to nominate a replacement representative.
- (4) Other persons, by reason of their knowledge and experience, may be co-opted to institute and/or committee membership at the institute's discretion. Such committee members shall not hold voting rights.

6. *Nomination for Membership*

- (1) Nomination of an organisation of membership of the institute:
 - (a) shall be made by a member of the institute or by a nominating organisation in writing in the form set out in Appendix 1 to these rules as may be changed from time to time; and
 - (b) shall be lodged with the secretary of the institute.
- (2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the institute which is to determine whether to approve or to reject the nomination.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (3) If the institute determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay (within the period 28 days after receipt by the nominee of the notification) the sum payable under these rules by a member as entrance fee and annual subscription.
- (4) The secretary shall, on payment by the nominee of the amounts referred to in clause (3) within the period referred to in that clause, enter the nominee's name in the register of members and on the name being so entered, the nominee becomes a member of the institute.

7. *Cessation of Membership*

- (1) An organisation ceases to be a member of the institute if the organisation:
 - (a) resigns membership; or
 - (b) is expelled from the institute

8. *Membership entitlements not transferable*

- (1) A right, privilege or obligation which an organisation has by reason of being a member of the institute:
 - (a) is not capable of being transferred or transmitted to another organisation; and
 - (b) terminates on cessation of the organisation's membership.

9. *Resignation of membership*

- (1) A member of the institute is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the institute who has paid all amounts payable by the member to the institute in respect of the member's membership may resign from membership of the institute by first giving to the secretary written notice of at least one month (or such other period as the institute may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of the institute ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

10. *Register of Members*

- (1) The public officer of the institute shall establish and maintain a register of members of the institute. This register shall specify the name and address of each institute member with the date on which the organisation became a member. The register shall also specify who the member's nominated representative is and when they were appointed.
- (2) The register of members shall be kept at the principal place of administration of the institute and shall be opened for inspection, free of charge, by any member of the institute at any reasonable hour.

11. *Fees and Subscriptions*

- (1) A member of the institute shall, on admission to membership, pay to the institute an admission fee or, if some other amount is determined by the institute, that other amount.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (2) In addition to any amount payable by the member under clause (1), a member of the institute shall pay to the institute an annual membership fee or, if some other amount is determined by the institute, that other amount:
- (a) except as provided by paragraph (b), before 01 January in each calendar year, or
 - (b) if the member becomes a member on or after 01 January in any calendar year - on becoming a member and before 01 January in each succeeding calendar year.

12. *Members' Liabilities*

The liability of each member of the institute to contribute towards the payment of the debts and liabilities of the institute or the costs, charges and expenses of the winding up of the institute is limited to twenty dollars (\$20.00).

13. *Resolution of Internal Disputes*

- (1) Disputes between members (in their capacity as members) of the institute, and disputes between members and the institute, are to be referred in the first instance to the full institute for resolution and, in the event of there being unsuccessful resolution to the dispute, to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.

14. *Disciplining of Members*

- (1) A complaint may be made by any member of the institute that some other member of the institute:
- (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the institute;
- (2) On receiving such a complaint, the institute:
- (a) shall cause notice of the complaint to be served on the member concerned; and
 - (b) shall give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and
 - (c) shall consider any submissions made by the member in connection with the complaint.
- (3) The institute may, by resolution, expel the member from the institute or suspend the member from membership of the institute if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- (4) If the committee expels or suspends a member, the secretary shall, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under rule 15.
- (5) The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (b) if within that period the member exercises the right of appeal, unless and until the institute confirms the resolution under rule 12 (4), whichever is the later.

15. *Right of Appeal of Disciplined Member*

- (1) A member may appeal to the institute in general meeting against a resolution of the institute under rule 14, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purpose of the appeal.
- (3) On receipt of a notice from a member under clause (1), the secretary shall notify the committee which is to convene a general meeting of the institute to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the institute convened under clause (3):
 - (a) no business other than the question of the appeal is to be transacted; and
 - (b) the committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

It at the general meeting the institute passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART IV - THE COMMITTEE

16. *Powers of the Committee*

- (1) The committee is to be called the committee of management of the institute and, subject to the Act, the Regulation and these rules and to any resolution passed by the institute in general meeting:
 - (a) is to control and manage the affairs of the institute; and
 - (b) may exercise all such functions as may be exercised by the institute, other than those functions that are required by these rules to be exercised by a general meeting of members of the institute; and
 - (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the institute.

17. *Constitution and Membership*

- (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee membership is to consist of:
 - (a) the office-bearers of the institute; and
 - (b)
 - i) 3 ordinary members, each of whom is to be elected at the annual general meeting of the institute under rule 18, or
 - ii) all other members of the institute

provided that the number of committee members is not less than 7.
- (2) The office-bearers of the institute are to be:
 - (a) the chairman;
 - (b) the vice-chairman;
 - (c) the secretary; and

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (d) the treasurer.
- (3) Each member of the committee is, subject to these rules, to hold office for three years concluding at the annual general meeting following the date of the member's election, at which time the member may be re-elected.
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the institute to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

18. *Election of Members of the Committee*

- (1) Nominations of candidates for election as office-bearers of the institute or as ordinary members of the committee:
 - (a) shall be made in writing, signed by 2 members of the institute and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination); and
 - (b) shall be delivered to the secretary of the institute at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) With the exception of the inaugural committee, the ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the institute may direct.

19. *Secretary*

- (1) The secretary of the institute shall, as soon as practicable after being appointed as secretary, lodge notice with the institute of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the committee;
 - (b) the names of members of the committee present at a committee meeting or a general meeting; and
 - (c) all proceedings at committee meetings and general meetings.

Minutes of proceedings at a meeting shall be signed by the chairman of the meeting or by the chairman of the next succeeding meeting.

20. *Treasurer*

- (1) It is the duty of the treasurer of the institute to ensure:
 - (a) that all money due to the institute is collected and received and that all payments authorised by the institute are made: and

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (b) that correct books and accounts are kept showing the financial affairs of the institute, including full details of all receipts and expenditure connected with the activities of the institute.

21. *Casual Vacancies*

- (1) For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:
 - (a) dies; or
 - (b) ceases to be a member of the institute; or
 - (c) becomes an insolvent under administration within the meaning of the Corporations Law; or
 - (d) resigns office by notice in writing given to the secretary; or
 - (e) is removed from office under rule 22; or
 - (f) becomes a mentally incapacitated person; or
 - (g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

22. *Removal of Member*

- (1) The institute in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or chairman (not exceeding a reasonable length) and requests that the representations be notified to the members of the institute, the secretary or the chairman may send a copy of the representations to each member of the institute or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23. *Meetings and Quorum*

- (1) The committee shall meet at least 4 times in each period of 12 months at such place, time and manner as the committee may determine.
- (2) Additional meetings of the committee may be convened by the chairman or requested by any member of the committee through the chairman.
- (3) Written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 14 days (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) A quorum for the transaction of the business of a meeting of the committee shall consist of at least 60% of the committee representatives or 5 members whichever is the lesser.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - (a) the chairman or, in the chairman's absence, the vice-chairman is to preside; or
 - (b) if the chairman and the vice-chairman are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

24. *Delegation by Committee to Sub-Committee*

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees or technical panels (consisting of such member or members of the institute or co-opted individuals as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - (a) this power of delegation; and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (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 section 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) Despite any delegation under this rule, the committee 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 the committee.
- (6) The committee 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.

25. *Voting Decisions*

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one 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 rule 23 (5), the committee may act despite any vacancy on the committee.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

PART V - GENERAL MEETINGS

26. *Annual General Meetings - Holding of*

- (1) With the exception of the first annual general meeting of the institute, the institute shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the institute, convene an annual general meeting of its members.
- (2) The institute 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 6 months after the expiration of the first financial year of the institute.
- (3) Clause (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the Act.

27. *Annual General Meeting - Call of and Business at*

- (1) The annual general meeting of the institute is, subject to the Act and to rule 26, to be convened on such date and at such place and time as the committee 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 is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;
 - (b) to receive from the committee reports on the activities of the institute during the last preceding financial year;
 - (c) to elect office-bearers of the institute and ordinary members of the committee;
 - (d) to receive and consider the statement which is required to be submitted to members under section 26 (6) of the Act.
- (3) An annual general meeting shall be specified as such in the notice covering it.

A member desiring to bring any business before an annual general meeting may give notice in writing of that business to the secretary who shall include that business in the next notice calling an annual general meeting given after receipt of the notice from the member.

28. *Special General Meetings - Calling of*

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the institute.
- (2) The committee shall, on the requisition in writing of a least 5 per cent of the total number of members, convene a special general meeting of the institute.
- (3) A requisition of members for a special general meeting:
 - (a) shall state the purpose or purposes of the meeting; and
 - (b) shall be signed by the members making the requisition; and

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

- (c) shall be lodged with the secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member of members as referred to in clause (4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expense is entitled to be reimbursed by the institute for any expense so incurred.

29. Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the institute, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member of 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) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the institute, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in clause (1) specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 27 (2).

30. Procedure

- (1) No item of business is to 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 members 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:
- (a) if convened on the requisition of members, is to be dissolved; and
 - (b) in any other case, is to 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.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

31. *Presiding Member*

- (1) the chairman or, in the chairman's absence, the vice-chairman, is to preside as chairman at each general meeting of the institute.
- (2) If the chairman and vice-chairman are absent or unwilling to act, the members present shall elect one of their number to preside as chairman at the meeting.

32. *Adjournment*

- (1) The chairman of 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If 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 institute stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (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.

33. *Making of Decisions*

- (1) A question arising at a general meeting of the institute is to 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 chairman 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 institute, is evidence of the fact without proof of the number of proportions of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the institute, a poll may be demanded by the chairman or by at least 3 members present in person or by proxy at the meeting.

If a 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 chairman of 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 chairman directs,

and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

34. *Special Resolution*

- (1) A resolution of the institute is a special resolution:
 - (a) if it is passed by a majority which comprises at least three-quarters of such members of the institute as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
 - (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

35. *Voting*

- (1) On any question arising at a general meeting of the institute a member has one vote only.
- (2) All votes shall be given personally or by proxy but no member may hold more than 2 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairman of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the institute unless all money due and payable by the member or proxy to the institute has been paid, other than the amount of the annual subscription payable in respect of the then current year.

36. *Appointment of Proxies*

- (1) Each member is to 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 is to be in the form set out in Appendix 2 of these rules.

PART VI - MISCELLANEOUS

37. *Insurance*

- (1) The institute shall effect and maintain insurance under section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the institute may effect and maintain other appropriate insurance.

38. *Funds - Source*

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

39. *Funds - Management*

- (1) Subject to any resolution passed by the institute in general meeting, the funds of the institute are to be used in pursuance of the objects of the institute in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the institute, being members or employees authorised to do so by the committee.
- (3) The financial year of the institute shall be from 01 January to 31 December of the same year.

AUSTRALIAN INSTITUTE FOR THE CERTIFICATION OF INSPECTION PERSONNEL

40. *Alterations of Objects and Rules*

- (1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the institute.

41. *Common Seal*

- (1) The common seal of the institute shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

42. *Custody of Books*

- (1) Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the institute.

43. *Inspection of Books*

- (1) The records, books and other documents of the institute shall be open to inspection, free of charge, by a member of the institute at any reasonable hour.

44. *Service of Notice*

- (1) For the purpose of these rules, a notice may be served by or on behalf of the institute on any member either personally or by sending it by post or electronic means to the member of the member's address shown in the register of members.

45. *Public Officer appointment*

- (1) The Public Officer is to be appointed by the committee of the institute and may be a member of the committee.

46. *Wind-up provision*

- (1) On wind-up or dissolution of the institute if, after the satisfaction of any debts and liabilities, there remains any property whatsoever:
 - (a) it shall not be paid to or distributed to the members of the institute; and
 - (b) it shall be given or transferred to organisation(s) having similar objectives to the institute including prohibition of the distribution of income and property amongst the members.
- (2) Selection of the organisation(s) to which any remaining property will be distributed shall be determined by the members of the institute at or immediately before the time of dissolution.