**RULES**

**of the**

**AUSTRALIA - JAPAN SOCIETY (TASMANIA) INC.**

# Hobart

# As amended July 2019

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**RULES OF THE AUSTRALIA - JAPAN SOCIETY OF TASMANIA**

**RULE 1 - ESTABLISHMENT AND TITLE**

There shall be, in Tasmania, an incorporated cultural and social organisation known as the Australia-Japan Society (Tasmania) Inc., hereinafter referred to as the Society.

# RULE 2 - AIMS AND OBJECTS

* 1. The Society shall have as its basic Aims and Objects, the promotion and encouragement of Japanese art and culture.
  2. In addition to the basic objects of the Society, the objects and purposes of the Society shall be deemed to include:
     1. To promote and encourage the study of Japanese language at all educational levels
     2. Extend hospitality and assistance to Japanese people visiting and intending to visit Tasmania
     3. Assist members of the Society wishing to visit Japan
     4. Work in cooperation with like organisations as appropriate, which have a commitment similar to the Society's Aims and Objects
     5. The purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Society
     6. The buying, selling, and supplying of, and dealing in goods of all kinds
     7. The accepting of any gift, whether subject to special trust or not, for any one or more of the objects or purposes of the Society
     8. The taking of such steps from time to time as the committee or the members in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Society, whether by way of donations, subscriptions or otherwise
     9. The printing and publishing of such newspapers, periodicals, books, leaflets or other documents as the committee or the members in general meeting, may think desirable for the promotion of the objects and purposes of the Society
     10. The borrowing and raising of money in such a manner and on such terms as the committee may think fit or as may be approved or directed by resolution passed at a general meeting
     11. Subject to the provisions of the Trustee Act 1898, the investment of any moneys of the Society not immediately required for any of its objects or purposes in such a manner as the committee may from time to time determine, and
     12. The doing of all such other lawful things as are incidental or conducive to the attainment of the basic objects of the Society or of any of the objects and purposes specified in the forgoing provisions of this Rule.

# RULE 3 - HEADQUARTERS

The headquarters for the Society shall be located at Hobart in Tasmania.

# RULE 4 - MEMBERSHIP

* 1. Membership of the Society shall be open to any person or persons committed to the Aims and Objects of the Society.
  2. The Society shall provide for the following classes of membership:
     1. *Individual* - which shall, as the classification implies, be available to individual persons
     2. *Family* - which shall be taken, to mean the family unit of parent(s) and first-generation children under 18 years
     3. *Life* - which shall mean membership for life, as may be formally determined and conferred by the Society, on any person or persons, in accordance with Rule 5 herein
     4. *Associate* - which shall mean membership by a bona fide group or Association of a non-corporate status, as may be eligible under the Associations Incorporation Act 1964, and which includes, but is not limited to such bodies as charities, schools, Statutory bodies and service organisations etc.
     5. *Corporate* - which shall mean membership by commercially-structured enterprises, eligible under the Business Names Act 1962 and the Australian Securities Commission.
     6. *Student -* which shall mean membership by a person over the age of 16 years, who is able to demonstrate to the society that they are a full-time student, undertaking a bona fide course of study with a recognised educational institution. Such members shall be eligible for the society’s discounted Annual Membership Fee
     7. *Complimentary –* which shall mean a complimentary membership, accorded to persons who have, in the opinion of the Society, a genuine interest in its affairs, but for whom payment of the Annual Membership Fee would be inequitable, (e.g. short-term residence – six months or less in Tasmania). As the classification implies Complimentary Members shall not be required to pay a membership fee, nor shall they hold any voting rights.
  3. The Committee shall determine the procedure to apply for membership. Applicants shall become members of the Society immediately upon receipt of the appropriate fee. However, they shall only receive voting rights once their application has been approved by the Committee.
  4. Upon an application for membership being approved, the Secretary shall notify the applicant that he/she has been approved for membership of the Society. The Secretary shall also maintain a register of members.
  5. A member of the Society may, at any time, resign from the Society by delivering or sending by post to the Secretary a written notice of resignation.
  6. A right, privilege or obligation of a person by virtue of his/her membership of the Society:
  7. Is not capable of being transferred or transmitted to another person, and
  8. Terminates upon the cessation of his/her membership, whether by resignation or otherwise.
  9. Life membership shall not be applied for, but may be granted by the Society after due consideration and formal approval.
  10. The Society reserves the right to refuse or withdraw membership, where it considers such action is warranted.
  11. Annual membership fees shall be due by 1st April each year.
  12. All members shall have equal voting rights as nominated at Rule 14.

# RULE 5 - LIFE MEMBERSHIP

* 1. The Society may, from time to time, confer the award of *Life Membership* on a person (or persons) who has (have) made an outstanding personal contribution to the Society.
  2. *Life Membership* shall be the Society’s highest award.
  3. The decision to make such an award shall be taken at the Annual General Meeting and shall take every consideration of the report and recommendations of the Executive.

# RULE 6 - AFFILIATION

The Society is permitted to affiliate with the National Federation of Australia Japan Societies and shall not affiliate with any other organisation.

# RULE 7 - PATRONAGE

The Society may, as it deems appropriate, seek the patronage and/or vice-patronage of suitably qualified persons or organisations.

# RULE 8 - ADMINISTRATION

* 1. The administration of the Society shall ultimately reside with its members as they constitute the General Meeting (s).
  2. Notwithstanding Rule 8 (1) above, the day to day affairs of the Society shall be administered by the committee, comprising the Executive Officers of the Society and not less than three or more than six committee members.

# RULE 9 - EXECUTIVE OFFICERS OF THE SOCIETY

* 1. The Executive Officers shall be:
     1. President
     2. Vice-President
     3. Secretary
     4. Treasurer
  2. All positions shall be honorary.

# RULE 10 - POWERS, DUTIES AND RESPONSIBILITIES OF OFFICERS

* 1. *The President*
     1. As Chief Executive Officer of the Society, shall generally represent the Society, oversee the day to day administration of the Society, preside over all meetings, prepare and table a Report for the Annual General Meeting and otherwise carry out those duties normally associated with that office.
     2. The President, or in his/her absence, the Vice-President, shall preside as Chairman at every General Meeting of the Society.
     3. If the President and Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as chairman thereat.
  2. *The Vice-Presidents*

The Vice-Presidents shall deputise for the President as necessary; and preside over all meetings not attended by the President and otherwise carry out those duties normally associated with the office.

* 1. *The Secretary*
     1. Shall generally control all correspondence and related routine matters, and keep the Executive informed of the tenor and urgency of such correspondence.
     2. Shall keep proper Minutes of all official meetings.
     3. Shall convene and issue all notices for official meetings.
     4. Shall keep the Minutes in a book or a file kept for the purpose, and otherwise carry out those duties normally associated with the office.
  2. *The Treasurer*
     1. Shall control the finances of the Society, maintaining an accurate record of all receipts and payments, and prepare, in conjunction with the Executive, the annual budget.
     2. Shall prepare and submit a report and financial statement for the Annual General Meeting.
     3. Shall only be required to have the Society's books audited if directed by the Committee, in which case this will be required to be done by an approved accountant or such person as deemed appropriate by the Executive.
     4. Shall arrange for the prompt payment of all accounts and the issue of receipts.
     5. Shall collect and bank all monies within the Society.
     6. Shall advise the Society on matters financial, and otherwise carry out those duties normally associated with the office.
     7. The Treasurer of the Society shall faithfully keep all general records, accounting books, and records of receipts and expenditure connected with the operation and business of the Society in such a form and manner as the committee may direct.
     8. True accounts shall be kept:
        1. of all sums of money received and expended by the Society and the matter in respect of which the receipt or expenditure takes place, and
        2. of the property, credits and liabilities of the Society, and subject to any reasonable restrictions as to time and manner of inspecting them that may be imposed by the Society for the time being, those accounts shall be open to the inspection of the members of the Society.
     9. The committee shall cause to be opened with such bank as the committee selects a banking account in the name of the Society into which all monies received shall be paid by the Treasurer as soon as possible after receipt thereof.
     10. The committee may receive from the Society’s bank or bankers for the time being the cheques drawn by the Society or electronic bank transactions, on any of its accounts with the bank or bankers and may release and indemnify the bank or bankers from and against all claims, actions, suits or demands that may be brought against the bank or bankers arising directly or indirectly out of those cheques or electronic bank transactions, or the surrender thereof to the Society.
     11. Except with the authority of the committee, a payment of an amount exceeding $20 is not to be made from the funds of the Association other than–

1. by a cheque drawn on the Society’s bank account; or
2. by the electronic transfer of funds from the Association’s account to another account at an authorised deposit-taking institution.
   * 1. Signatories to the cheque or electronic banking account shall be the Treasurer and one of two nominated Executive Members or as may be accepted by the financial institution concerned.
   1. The Auditor
      1. When it is deemed necessary, an auditor shall be appointed by the Committee.
      2. A person so appointed is eligible for reappointment subject to performance.
      3. If an auditor is engaged by the Committee, then the auditor shall certify as to the correctness of the accounts of the Society and shall report thereon to the members present at the Annual General Meeting.
      4. In his/her report, and in certifying to the accounts, the auditor shall state:
         1. Whether he/she has obtained the information required by him/her
         2. Whether in his/her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Society according to the information at his/her disposal and the explanations given to him/her as shown by the books of the Society; and
         3. Whether the rules relating to the administration of the funds of the Society have been observed.
      5. The Treasurer of the Society shall cause to be delivered to the Auditor a list of all accounts, books and records of the Society.
      6. The auditor:
         1. Has a right of access to the accounts, books, records, vouchers and documents of the Society
         2. May require from the servants of the Society such information and explanations as may be necessary for the performance of his duties as auditor
         3. May, after consultation with the committee, employ a person or persons to assist him/her in investigating the accounts of the Society, and
         4. May, in relation to the accounts of the Society, examine any member of the committee, or any servant.
   2. *The Committee Members*

Shall generally assist the Executive in the administration of the Society and the achievement of its Aims and Objects, and comprise a body of not less than three or more than six persons.

# RULE 11 - ELECTION OF OFFICERS

* 1. Only financial members of the Society shall be eligible to hold office.
  2. All officers shall be properly elected at the Annual General Meeting and shall hold office for not more than the succeeding operating year without being subject to re-election.
  3. All officers are eligible for re-election.
  4. No person shall hold more than one Executive office simultaneously.
  5. Nominations shall normally be called from the floor of the Annual General Meeting. The Society shall however, receive any written nominations, provided that the nomination shows the Proposer, Seconder and acceptance of the nomination by the nominee.

# RULE 12 - VACATION OF OFFICE

For the Purpose of these Rules, the office of an officer of the Society or of an ordinary committee member becomes vacant if the officer or committee member

* + 1. Dies
    2. Resigns his/her office by writing under his hand addressed to the committee
    3. Ceases to be resident in the State, or
    4. Ceases to be a member of the Society

# RULE 13 - MEETINGS

* 1. The Society shall hold the following meetings:
     1. Annual General Meeting
     2. Committee meetings as necessary, and
     3. Special General Meeting(s) as provided for in these Rules.
  2. The Annual General Meeting shall, under ordinary circumstances, be held during the month of April.
  3. The Annual General Meeting must, amongst other things:
     1. Elect the office bearers
     2. Receive a report from the President
     3. Receive a report from the Treasurer
     4. Receive a report from the Auditor, if an audit has been requested by the Committee.
     5. Set fees.
  4. Not less than fourteen days’ notice shall be given for Annual General Meetings, and not less than seven days’ notice for Committee meetings.
  5. Committee meetings shall be convened by the Secretary upon receipt of a request for such a meeting, from any two members of the Executive, stating the business to be considered, or as directed by the President, acting on the express wish of the Executive.
  6. A Special General Meeting shall be convened by the Secretary upon receipt of a request for same, by any three members of the combined Executive Committee or any five ordinary members, stating the nature of the business to be considered.
  7. The quorum for meetings shall be:
     1. Annual General Meeting - majority of Executive plus five ordinary members
     2. Special General Meetings -As for the Annual General Meeting
     3. Committee Meetings - Two Members of the Executive plus a majority of committee officers

# RULE 14 - VOTING AT MEETINGS

* 1. Upon any question arising at a general meeting of the Society, individual and group members shall be entitled to one vote only. Family members shall be entitled to one vote for each parent.
  2. All votes shall be given personally.
  3. Complimentary Members shall not be accorded voting rights.

# RULE 15 - FUNDS AND ASSETS

* 1. The principal source of funds for the Society shall be the membership fees. The Society may however, raise funds from other approved sources, as the need arises.
  2. The funds and assets of the Society shall only be used to further its Aims and Objects.
  3. The Society shall operate a cheque or electronic banking account at an approved bank or other institution, as may be decided upon at an Annual General Meeting, or Special General Meeting called for the purpose.
  4. The Society may invest monies with an approved institution. Such investments shall be fully investigated by the Treasurer, who shall make recommendations accordingly. The decision to invest shall be taken at the Annual General Meeting or Special General Meeting called for the purpose.
  5. All payments shall be made by cheque or by the electronic transfer of funds, and all income shall be receipted.
  6. The Secretary may operate a petty cash account, to a maximum amount which shall be determined by a General Meeting. He/she shall keep accurate records of the petty-cash account and make such records available to the Treasurer, upon request.
  7. No funds or assets of the Society shall be given, paid or transferred to any person, persons or organisation except such monies as are paid under the authority of the Society as in Rules 8 and 15 herein, for goods and services received and except for the reasonable remuneration made in good faith to any member who acts on behalf of the Society and under its authority.

# RULE 16 - FINANCIAL YEAR

The Financial Year of the Society shall commence on the first day of April and end on the thirty first day of March next following.

# RULE 17 - MEMBERSHIP FEES

* 1. Membership fees shall be set by the Annual General Meeting or Special General Meeting called for the purpose, and shall in ordinary circumstances be tier-structured as under:

Highest fee - Corporate Membership then - Associate Membership

then - Family Membership

then - Individual Membership

then- Student Membership

then- Complimentary Membership

Both life membership and complimentary membership shall not attract any fee.

* 1. Annual membership fees shall become due by the first of April.
  2. New members, joining after the end of September shall be required to pay 50% of the annual fee for that year.
  3. Any new fees determined under these Rules shall apply to the year following the next Annual General Meeting.

# RULE 18 - CASUAL VACANCIES

* 1. In the event of a casual vacancy in any office mentioned in RULE 9 , the Committee may appoint one of its members to the vacant office, and the member so appointed may continue in the office up to and including the conclusion of the Annual General Meeting next following the date of his/her appointment.
  2. Casual vacancies for Committee members may be filled by the Executive acting on its discretion, providing members are informed.

# RULE 19 - DISSOLUTION

* 1. The Society shall not be dissolved or wound up unless by consent of three-fourths of its members at a Special General Meeting called for the purpose, and for which at least fourteen days’ notice has been given.
  2. Upon dissolution of the Society, all funds and assets and other property of the Society remaining after settlement of all liabilities and debts incurred by the Society shall be formally made over to an approved educational or other body deemed to have aims similar to those of the Society.
  3. In the event of the Society being wound up:
     1. Every member of the Society, and
     2. Every person who, within the period of twelve months immediately preceding the commencement of winding up, was a member of the Society, is liable to contribute to the assets of the Society and for costs, charges and expenses of the winding up and for the adjustment of the rights of the contributories among themselves such a sum, not exceeding one dollar, as may be required. A former member is not liable so to contribute in respect of any debt or liability of the Society contracted after he/she ceased to be a member.

# RULE 20 - CONSTITUTIONAL

* 1. These Rules become valid and binding on all members from the day immediately following its acceptance by a two-thirds majority of those present at an Annual General Meeting or Special General Meeting called for the purpose.
  2. Nothing in these Rules shall be deleted, altered or amended except at an Annual General Meeting or Special General Meeting called for the purpose, and for which not less than fourteen days’ notice has been given.
  3. The interpretation placed by the President on these Rules shall prevail unless reversed by a General Meeting.
  4. In the absence of the President the interpretation placed by the Executive shall prevail.

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