



**REGIONAL
LAW SOCIETY**
— recognised by —
**THE LAW SOCIETY
OF NEW SOUTH WALES**

CENTRAL COAST LAW SOCIETY

CENTRAL COAST LAW SOCIETY CONSTITUTION

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CENTRAL COAST LAW SOCIETY

CONSTITUTION

OBJECTS

The objects of the Society are:

- a) To develop communication between members of the Society themselves and between the members of the Society and The Law Society of New South Wales, other regional Law Societies and any other body or individual of interest or importance to the members of the Society
- b) To develop collegiality and professional co-operation between the members of the Society.
- c) To maintain, promote and encourage membership of the Society.
- d) To do such other things as may be appropriate and lawful for the Regional Law Society of The Law Society of New South Wales, whether as set forth in the Memorandum and Articles of Association of The Law Society of New South Wales, its Council or as may otherwise be determined by this Society.

RULES

PART 1 – PRELIMINARY

1. Interpretation

- (1) In these Rules, except insofar as the context or subject-matter otherwise indicates or requires:

“**Secretary**” means the person holding office under these Rules as Secretary of the Society;

“**Special general meeting**” (**SGM**) means a general meeting of the Society other than an annual general meeting (**AGM**).

- (2) In these Rules:

- a) a reference to a function includes a reference to a power, authority and duty; and

- b) a reference to the exercise of a function includes, where the function is a 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.

PART II - MEMBERSHIP

2. Membership

A person shall be a member of the Society if, but only if the person is a natural person who has applied for membership of the Society as provided by Rule 3.

Classes of Members

The three classes of members are:

- (a) ordinary members;
- (b) life members; and
- (c) associate members

Ordinary members

- (a) to be eligible for admission as an ordinary member a person must:
 - (i) apply to be an ordinary member in accordance with rule 3; and
 - (ii) be a member of the Law Society of New South Wales; and
 - (iii) be an Australian legal practitioner currently admitted to practice; and
 - (iv) pay any applicable entrance subscription fees.
- (b) subject to and without limiting any other provision of this constitution an ordinary member is:
 - (i) entitled to notice of any meeting of members;
 - (ii) entitled to attend, speak at and vote at any meeting of members;
 - (iii) entitled to notice of any election of the committee;
 - (iv) entitled to stand for election to the committee;
 - (v) entitled to participate and vote in any election of the committee;
 - (vi) not a member for life;

- (vii) not an associate member; and
- (viii) required to pay annual subscriptions

Life members

- (a) any ordinary member who has rendered outstanding service to the Society or for any other commendable reason may be elected to life membership by a duly convened meeting;
- (b) an ordinary member is not eligible to be elected to life membership unless they have been a member of the Society for at least twenty (20) consecutive years;
- (c) a member is elected to life membership by ordinary resolution carried at an AGM following the submission to such a meeting of a recommendation from the committee;
- (d) subject to and without limiting any other provision of this constitution a life member is:
 - (i) entitled to notice of any meeting of members;
 - (ii) entitled to attend, speak at and vote at any meeting of members;
 - (iii) entitled to notice of any election of the committee;
 - (iv) entitled to stand for election to the committee;
 - (v) entitled to participate and vote in any election of the committee;
 - (vi) a member for life (subject to this constitution); and
 - (vii) not required to pay annual subscriptions.

Associate Membership

Unless a member is on the roll held by the Supreme Court of NSW and holds a current practicing certificate issued by the NSW Law Society, that member shall be an associate member only. An associate member shall enjoy all the right and privileges of membership, other than the right to vote at meetings of the Society or stand for election to the committee.

3. Application for Membership

- (1) An application of a person for membership of the Society:
 - a) shall be in writing in the form set out in Appendix 1 to these Rules or in

some other form the Committee may approve; and

- b) shall be lodged with the Treasurer of the Society together with payment of the annual subscription.

- (2) The Treasurer shall enter the applicant's name in the register of members and, upon the name being so entered, the applicant becomes a member of the Society.

4. Cessation of Membership

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

- a) dies;
- b) resigns that membership;
- c) is expelled from the Society; or
- d) has failed to pay any amount due under Clause 8 within three (3) months of the due date for payment.

5. Membership Entitlements Not Transferable

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

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

6. Resignation of Membership

- (1) A member of the Society is not entitled to resign that membership except in accordance with this Rule.
- (2) A member of the Society who has paid all amounts payable under Clause 8 may resign from the Society by providing one month's written notice to the Secretary.
- (3) Where a member of the Society ceases to be a member pursuant to 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.

7. Register of Members

- (1) The Treasurer or Secretary of the Society shall establish and maintain a register of members of the Society specifying the name and address of each person who is a member of the Society.
- (2) The register of members shall be kept at the principal place of administration of the Society and shall be open for inspection, free of charge, by any member of the Society at any reasonable business hour.

8. Fees, Subscriptions etc

A member of the Society shall, upon admission to membership, pay to the Society an annual membership fee of sixty dollars (\$60.00) or, where some other amount is determined by the Committee of that other amount:

- a) except as provided by paragraph (b), before 1 July in each calendar year; or
- b) where the member becomes a member on or after 1 July in any calendar year – upon becoming a member and before 1 July in each succeeding calendar year.

9. Members' Liabilities

The liability of a member of the Society to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses of the winding up of the Society is limited to the amount, if any, unpaid by the member in respect of membership of the Society as required by Rule 8

10. Disciplining of Members

- (1) Where the Committee is of the opinion that a member of the Society:
 - a) has persistently refused or neglected to comply with a provision or provisions of these Rules; or
 - b) has persistently and willfully acted in a manner prejudicial to the interests of the Society,the Committee may, by resolution:
 - c) expel the member from the Society; or
 - d) suspend the member from membership of the Society for a specified period.

- (2) A resolution of the Committee under clause (1) is of no effect unless the Committee, at a meeting held not earlier than fourteen (14) days and not later than twenty eight (28) days after service on the member of a notice under clause (3), confirms the resolution in accordance with this Rule.
- (3) Where the Committee passes a resolution under clause (1), the Committee shall, as soon as practicable, cause a notice in writing to be served on the member:
- a) setting out the resolution of the Committee and the grounds on which it is based;
 - b) stating that the member may address the Committee at a meeting to be held not earlier than fourteen (14) days and not later than twenty eight (28) days after service of the notice;
 - c) stating the date, place and time of that meeting; and
 - d) informing the member that the member may do either or both of the following:
 - i attend and speak at that meeting;
 - ii submit to the Committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the Committee held as referred to in clause (3), the Committee shall:
- a) give to the member an opportunity to make oral representations;
 - b) give due consideration to any written representations submitted to the Committee by the member at or prior to the meeting; and
 - c) by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Committee confirms a resolution under clause (4), the Committee shall, within seven (7) days after that confirmation, by notice in writing, inform the member of the fact and of the member's right of appearance under Rule 11.
- (6) A resolution confirmed by the Committee under clause (4) does not take effect:
- a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or
 - b) where within that period the member exercises the right of appeal, unless and until the Society confirms the resolution pursuant to Rule 11(3(d)).

11. Right of Appeal of Disciplined Member

- (1) A member may appeal to the Society in general meeting against a resolution of the Committee which is confirmed under Rule 10(4), within seven (7) days after notice of the resolution is served on the member, by lodging with an Office Holder of the Committee a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the Committee shall convene a general meeting of the Society to be held within twenty eight (28) days after the date on which the Office Holder received the notice.
- (3) At a general meeting of the Society convened under clause (2):
 - a) no business other than the question of the appeal shall be transacted;
 - 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 shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
 - d) If at a general meeting the Society passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART III - THE COMMITTEE

12. Powers, etc. of the Committee

The Committee shall be called the Committee of Management of the Society ("Committee") and, subject to these Rules and to any resolution passed by the Society in general meeting:

- a) shall control and manage the affairs of the Society;
- b) may exercise all such functions as may be exercised by the Society other than those functions that are required by these Rules to be exercised by a general meeting of members of the Society; 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 Society.

13. Constitution and membership

- (1) As and from the date of the 2019 AGM, the Committee shall consist of a maximum of 12 persons each of whom shall be elected to the committee at the AGM. The office holders and the non-office holders of the Society shall be elected to the Committee pursuant to Rule 14.
- (2) The office-holders of the Society shall be:
 - a) the President
 - b) the Treasurer;
 - c) the Secretary;
- (3) Each member of the Committee shall, subject to these Rules, hold office until the conclusion of the AGM following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Society to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the AGM next following the date of the appointment.

14. Election of Members

- (1) Nominations for candidates for election to the Committee of the Society:
 - a) shall be made in writing, signed by two (2) members of the Society and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - b) shall be delivered to the Secretary of the Society not less than seven (7) days before the date fixed for the holding of the AGM at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the AGM.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Committee shall be deemed to be casual vacancies.

- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (6) The ballot for the election of office-holders and non-office holders to the Committee shall be conducted at the AGM in such usual and proper manner as the Committee may direct.
- (7) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.

15. Secretary

- (1) The Secretary of the Society shall as soon as practicable after being appointed as Secretary lodge notice with the Society of his or her address.
- (2) It is the duty of the Secretary to keep minutes of:
 - a) all appointments of office-holders and members of the Committee ;
 - b) the names of members of the Committee present at a Committee meeting or general meeting; and
 - c) all proceedings at Committee meetings and general meetings.
- (3) Minutes of proceedings of a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting once they have been confirmed at the succeeding meeting.

16. Treasurer

It is the duty of the Treasurer of the Society to ensure that –

- a) all money due to the Society is collected and received and that all payments authorised by the Society are made;
- b) correct books and accounts are kept showing the financial affairs of the Society including full details of all receipts and expenditure connected with the activities of the Society;
- c) a statement of income and expenditure and a statement of the property, credits and liabilities of the Society is presented to each AGM and at each Committee Meeting.

17. Casual Vacancies

For the purposes of these Rules, a casual vacancy in the office of a member of the Committee occurs if the member:

- a) dies;
- b) ceases to be a member of the Society;
- c) resigns office by notice in writing given to the Secretary;
- d) is removed from office under Rule 18;
- e) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- f) is absent without the consent of the Committee from all meetings of the Committee held during a period of six (6) months;
- g) is made bankrupt; or
- h) is convicted of such criminal offences, which the Committee considers to bring the Society into disrepute.

18. Removal of a Committee Member

- (1) The Society in general meeting may by resolution remove any elected member of the Committee from the office he/she holds 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) Where a member of the Committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Society, the Secretary or the President may send a copy of the representations to each member of the Society 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.

19. Meetings and Quorum

- (1) The Committee shall meet at least **5** times in each period of twelve (12) months at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the President or by any member of the Committee.
- (3) Written notice, which includes by email, of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least forty-eight (48) hours (or such other period as may be unanimously agreed upon 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 shall be transacted at the meeting, except business, which the Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five (5) (including one office holder) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (6) No business shall 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 stands 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 shall be dissolved.
- (8) At a meeting of the Committee:
 - a) The President shall preside; or
 - b) If the President is 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 shall preside.

20. Delegation by Committee to Sub-committee

- (1) The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Society or band 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) The function which is a duty imposed on the Committee by 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 the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding 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.

21. Voting and Decisions

- (1) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall 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 19(5), the Committee may act notwithstanding any vacancy on the Committee
- (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 notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

PART IV - GENERAL MEETINGS

22. Annual General Meetings (AGM) – Holding of

The Society shall, at least once in each calendar year and within the period of six (6) months after the expiration of each financial year of the Society, convene an AGM of its members.

23. Annual General Meetings (AGM) – Calling of Business at

- (1) The AGM of the Society shall subject to Rule 22, 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 AGM, the business of an AGM shall be:
 - a) to confirm the minutes of the last preceding AGM and of any special general meeting held since the meeting;
 - b) to receive from the Committee reports upon the activities of the Society during the last preceding financial year;
 - c) to elect office-holders and non-office holders to the Committee.
- (3) An AGM shall be specified as such in the notice convening it.

24. Special General Meetings (SGM) – Calling of

- (1) The Committee may, whenever it thinks fit, convene a SGM of the Society.
- (2) The Committee shall on the requisition in writing of not less than eleven members, convene a SGM of the Society.
- (3) A requisition of members for a SGM:
 - a) shall state the purpose or purposes of the meeting;
 - b) shall be signed by the members making the requisition;
 - c) shall be lodged with the Secretary; and
 - d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Committee fails to convene a SGM to be held within one (1) month after the 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 SGM to be held not later than three (3) months after that date.
- (5) A SGM convened by a member or 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 thereby incurs expenses is entitled to be reimbursed by the Society for any expense so incurred.

25. Notice

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Society, the Secretary shall, at least fourteen (14) days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post or document exchange or facsimile transmission or email to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at general meeting requires a special resolution of the Society, the Secretary shall, at least twenty one (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 shall be transacted at the meeting except, in the case of an AGM, business which may be transacted pursuant to Rule 23(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

26. Procedure

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item.
- (2) Five (5) members present in person (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case, shall stand adjourned to the same day in the following week at the 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 not less than three), shall constitute a quorum.

27. Presiding Member

- (1) The President shall preside as chairperson at each general meeting of the Society.
- (2) If the President is absent from a general meeting or unwilling to act the members present shall elect one of their number to preside as chairperson at the meeting.

28. Adjournment

- (1) The chairperson 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time of the meeting and the nature of 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.

29. Making of Decisions

- (1) A question arising at a general meeting of the Society shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Society, a poll may be demanded by the chairperson or by not less than five (5) members present in person or by proxy at the meeting.
- (3) Where 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 chairperson 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 chairperson directs; and

- c) the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

30. Special Resolution

A resolution of the Society is a special resolution if it is passed by a majority which comprises not less than three quarters (3/4) of such members of the Society as, being entitled under these Rules so to do, vote in person or by proxy at a general meeting of which not less than twenty one (21) days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these Rules.

31. Voting

- (1) Upon any question arising at a general meeting of the Society a member entitled to vote has one vote only.
- (2) All votes shall be given personally or by proxy, but no member may hold more than five (5) proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson 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 Society unless all money due and payable by the member or proxy to the Society has been paid, other than the amount of the annual subscription payable in respect of the then current year.

32. Appointment of Proxies

- (1) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary no later than twenty four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these Rules.

PART V – MISCELLANEOUS

33. Funds – Source

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

34. Funds – Management

- (1) Subject to any resolution passed by the Society in general meeting, the funds of the Society shall be used in pursuance of the objects of the Society in such manner as the Committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments shall be signed by any two (2) members of the Committee being members authorised to do so by the Committee.

35. Alteration of Objects and Rules

The statement of Objects and these Rules may be altered, rescinded or added to only by a special resolution of the Society.

36. Custody of Books etc

Except as otherwise provided by these Rules, the Secretary shall keep in his or her custody or under his or her control, all other records, books and documents relating to the Society.

37. Inspection of Books etc

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

38. Service of Notices

- (1) For the purpose of these Rules, a notice may be served by or on behalf of the Society upon any member either personally or by sending it by post or document exchange or facsimile transmission or email to the member at the member's address shown in the register of members.
- (2) Where a document is sent to a person by properly addressing, prepaying and posting or by properly addressing and placing in the appropriate document exchange box or by properly addressing and transmitting to the appropriate facsimile number or email address a letter containing or annexing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these Rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

39. Surplus Property

If upon the winding up or dissolution of the Society there remains after satisfaction of all debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Society but shall be given or transferred to The Law Society of New South Wales.

41. Payment, etc, of Office Holders and Members

A member of the Committee or Society shall not be appointed to any salaried office of the Society or any office of the Society paid by fees, and no remuneration or other benefit in money or money's worth shall be given by the Society to any member of the Committee or Society except:

- a) repayment of out-of-pocket expenses;
- b) interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the Society's bankers for money lent to the Society; and
- c) reasonable and proper rent for premises let to the Society.

42. Vacation of Office

Without limiting the operation of Rule 17, the office of a member of the Committee shall become vacant if:

- a) the member holds an office of profit in the Society; or
- b) the member is directly or indirectly interested in any contract or proposed contract with the Society.

STANDING ORDERS AND RULES OF DEBATE

Quorum:

1. The quorum for general meetings of the Society shall be not less than 5 financial members. The quorum for the committee shall be 5 (including one office holder).

Order of Business

2. The order of business shall follow the agenda prepared by the chairperson and secretary. Members shall introduce new business only after completion of the business set out on the agenda. The first item on the agenda shall be the confirmation of the minutes as a correct record.

Suspension of Standing Orders

3. Should any matter of urgency arise, a member may move suspension of standing orders for a stated period of time to allow the urgent question to be discussed.

Conduct of Speakers

4. When the chairperson rises to address the meeting, all others must remain seated. Any person wishing to speak must rise and address the chair.
5. No interruption of a speaker is allowed except for two formal motions (32 and 33) and on a point of order, which must be taken immediately the breach has occurred.
6. If two or more speakers rise, the chairperson shall call on the first one observed, subject to the power of the meeting to pass a resolution that a particular person be heard and subject also to the chairperson's decision to choose speakers alternately supporting and opposing the motion.
7. All remarks shall be addressed to the chairperson, and any questions to another member shall be put through the chairperson.

Conduct of Speakers

8. The chairperson's ruling on all points of order and procedure shall be final, unless a motion is moved, seconded and carried "that the chairperson's ruling be disagreed with". The mover may speak briefly in support of the motion, and the chairperson can explain why a ruling was given. The chairperson takes the vote.

Motions and Amendments

9. All proposals made to the meeting shall be in the form of motions.
10. Every speaker must keep to the question before the meeting. Any member who digresses from the subject may be called to order by the chairperson.
11. All motions and amendments proposed should be handed in writing to the chairperson. They should be clearly expressed and be capable of only one interpretation.
12. All motions and amendments, except the closure, must be moved and seconded. If no seconder is found, the motion or amendment lapses.
13. A motion or amendment may be seconded pro forma, to allow discussion to take place, but the seconder need not support or vote for the proposal.
14. The seconder of a motion or amendment may wait to speak until a later stage of the debate.

Withdrawal

15. No motion or amendment that has been moved and seconded shall be withdrawn without the unanimous consent of the meeting.
16. No person may speak twice to the same question except in explanation, unless that person is the mover of the original motion exercising the right of reply.

Personal Explanation

17. By permission of the chairperson, a member may speak briefly in personal explanation of a previous statement, but must keep strictly to the point which has been misunderstood. Any explanation must not interrupt another speaker.

Only On Amendment

18. When an amendment is moved to an original motion, no further amendment shall be discussed until the first amendment is disposed of, but further amendments may be foreshadowed without discussion. Amendments are voted upon before the motion.

No Direct Negation

19. An amendment must be relevant to the question, and so framed that it forms, with the part of the original motion unaffected by it, a sensible and consistent approach. The amendment must not be a direct negation of the original motion.

Order of Amendments

20. If a motion is capable of amendment in different ways, the chairperson should ask for all amendments to be handed up in writing. The chairperson will then decide the order in which they shall be moved, which will depend on where they will stand in the substantive motion if they are agreed to. No amendment can be accepted to the first part of a motion after the second or subsequent parts have been amended.

Speaking to Amendments

21. No person may move or second more than one amendment to an original motion, but the mover and seconder of a motion or amendment may speak to subsequent amendments.
22. An amendment may not be moved or seconded by any person who has already spoken to the original motion or to a previous amendment.

Right of Reply

23. The mover of a motion that is opposed may reply to the arguments raised before the motion is put, but may not introduce any new matter. The reply ends the debate, if there are no amendments. If an amendment is moved, the mover of the original motion exercises a right of reply before the first amendment is put. The mover of the amendment has no right of reply.

Amendment Negatived

24. If the first amendment is negatives, the original motion again becomes open to amendment.

Substantive Motion

25. If the first amendment is carried, the motion as amended becomes the substantive motion and is again open to amendment. When the substantive motion is put to the meeting and carried, it becomes the resolution.
26. No member may speak on any motion after it has been put to the vote. No amendment may be moved after the substantive motion has been put to the vote.

Amendments to Motions on Notice

27. Amendments may be moved to motions on notice provided they are within the scope of the notice and can involve the Society in no greater obligations than the notice specifies.

28. No motion can be accepted by the chairperson which is the same in effect as one already negative, except on notice of motion.

Rescinding Resolutions

29. Resolutions may not be rescinded until three (3) months have elapsed except on notice of motion, forwarded to every member, and then passed by special resolution (see Rule 30).

Resolution Null and Void

30. If a resolution is passed inadvertently in contravention to the constitution, it may be declared null and void by a unanimous vote of the meeting.

Next Business

31. A motion "that the meeting proceed to the next business" may be moved either on a motion or an amendment. It requires a seconder and cannot be discussed. Its effect is to dispose of the question under discussion.

Closure

32. A motion "that the question be now put", known as "the closure" may be moved during the discussion either of a motion or an amendment. It can interrupt a speaker and may not be debated. It needs no seconder. If moved on an amendment it affects the amendment only. It does not prevent the mover of the original motion exercising a right of reply (see Rule 34).

Speaker No Longer Heard

33. A motion "that the speaker no longer be heard" must be seconded and must not be debated. The chairperson should try to obtain a fair hearing for the speaker if the speaker is in order.

Formal Motions

34. The three motions above, numbers 31, 32 and 33, are known as formal motions, because they cannot be debated or amended. They can only be moved by someone who has not previously spoken at any time during the debate.

Adjourning Motions

35. Any member who has not already spoken may move the adjournment of the debate, the adjournment of the meeting, or "that the chairperson leave the chair". The two adjournment motions may be amended but only as to time and place. These motions may not be moved a second time until a reasonable period has elapsed.

Voting

36. Voting shall be by the voices or by a show of hands except where a ballot is specified in the constitution.

Casting Vote

37. The chairperson shall both a deliberative and a casting vote but is not bound to exercise them. Where voting is equal, the chairperson may declare the motion "not carried". This will not debar the motion from being debated again at the next meeting.

Resolve into Committee

38. A motion that the meeting resolve itself into committee may be duly moved, seconded and carried, so that there shall be no restriction on the number of times a speaker may speak to the question.

APPENDIX 1

(Rule 3(1))

APPLICATION FOR MEMBERSHIP OF THE CENTRAL COAST LAW SOCIETY

I,
(full name of applicant)

of
(address)

.....
(occupation)

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

.....
Signature of applicant

.....
Date

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I, of
(full name) (address)

being a member of CENTRAL COAST LAW SOCIETY hereby appoint:

..... of
(full name of proxy) (address)

being a member of that Society, as my proxy to vote for me on my behalf at the general meeting of the Society (annual general meeting or special general meeting, as the case may be) to be held on the day of (year) and at any adjournment of that meeting.

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

*To be inserted if desired.

.....
Signature of member appointing proxy

.....
Date

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

