

# Constitution

## Part 1 Preliminary

### 1 Name

The Association will be known as the Australian Libraries and Archives Copyright Coalition (ALACC).

### 2 Definitions

(1) In this constitution:

**committee** means the management committee of the Australian Libraries and Archives Copyright Coalition.

**financial year** means the year ending on 31 December.

**member** means a member, however described, of the Association and where the context requires refers to a duly nominated and appointed representative of a member.

**representative** means a person nominated by a member to be that member's representative on the Committee, and who has been appointed to the Committee in accordance with this constitution.

**specialist** means a person who in the opinion of the Committee has a particular skill or interest that relates to the objects and role of the Association

**the Act** means the [Associations Incorporation Act 1991](#).

**the regulation** means the [Associations Incorporation Regulation 1991](#).

## Part 2 Objects of the Association

### 3 Objects of the Association

(1) The objects of the ALACC shall be:

- a) to advocate for the interests of libraries, archives and information organisations on copyright and related matters;
- b) to promote a copyright regime that supports the interests of libraries, archives and information organisations;
- c) to encourage a copyright regime which promotes learning, culture and the free flow of information and ideas which is in the interests of all Australians;
- d) to provide leadership to the Australian library and archives community in areas of copyright policy and understanding; and
- e) monitor international copyright legislation and developments and work with international organisations to promote an international copyright regime that supports libraries, archives and information organisations.

### 4 Role of the Association

(1) In pursuance of its objects the Association may:

- a) Monitor proposed changes to Australian copyright legislation;
- b) Make submissions to government and relevant agencies on copyright and related issues;
- c) Provide regular information, training and awareness to the Australian library and archives community with regards to copyright issues and responsibilities;
- d) Work with domestic and international organisations on copyright issues as appropriate;
- e) Do all such matters or things, exercise any rights, privileges or powers as are available at law providing that the exercise of such rights or powers are in pursuit of the Objects.

## Part 3 Membership

### 5 Membership qualifications

(1) A person is qualified to be a member if—

- a) the person is a person mentioned in the [Act](#), section 21 (2) (a) and has not ceased to be a member of the Association at any time after incorporation of the Association under the Act; or
- b) the person—
  - i. has been nominated for membership in accordance with section 7 (1); and
  - ii. has been approved for membership of the Association by the Committee of the Association.

### 6 Membership Classes

(1) The Association shall have the following classes of members:

- a) ordinary members; and
- b) associate members.

#### (2) Ordinary Members

- a) Ordinary members of the Association shall comprise those individuals, sole traders, partnerships, body corporates, unincorporated registrable bodies or other legal entities who have been admitted to the Association as ordinary members in accordance with section 7 and who pay the annual membership fee in accordance with section 11.
- b) The services provided to the ordinary members shall be those determined by a General Meeting of the Association from time to time upon a recommendation from the Chair or as determined by the members at such General Meeting.

#### (3) Associate Members

- c) Associate members of the Association shall comprise those individuals, sole traders, partnerships, body corporates, unincorporated registrable bodies or other legal entities who have been admitted to the Association as associate members in accordance with section 7 and who pay the annual membership fee in accordance with section 11.
- a) The services provided to an associate member shall be determined from time to time by a General Meeting of members upon a recommendation of the Chair or by a General Meeting itself having given due consideration to the nature and content of the services proposed.

## **7 Nomination for membership**

- (1) A nomination of a person for membership of the Association—
  - a) must be made by a member of the Association in writing in the form set out in appendix 1;
  - b) must specify the class of membership; and
  - c) must be lodged with the public officer of the Association.
- (2) As soon as is practicable after receiving a nomination for membership, the public officer must refer the nomination to the Committee for consideration.
- (3) Membership nominations must receive a majority support of all members and unanimous support of ordinary members to be approved.
- (4) If the Committee decides to approve a nomination for membership, the public officer must as soon as practicable after that decision notify the nominee of that approval and request the nominee to pay the entrance fee and the first year's annual subscription.
- (5) The public officer must, on payment by the nominee of the amounts mentioned in subsection (3) within the period mentioned in that subsection, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Association.

## **8 Membership entitlements not transferable**

- (1) A right, privilege or obligation that a person has because of being a member of the Association—
  - a) cannot be transferred or transmitted to another person; and
  - b) terminates on cessation of the person's membership.

## **9 Cessation of membership**

- (1) A person ceases to be a member of the Association if the person—
  - a) dies or, for a corporation, is wound up; or
  - b) resigns from membership of the Association; or
  - c) is expelled from the Association; or

d) fails to renew membership of the Association.

## **10 Resignation of membership**

- (1) A member is not entitled to resign from membership of the Association except in accordance with this section.
- (2) A member who has paid all amounts payable by the member to the Association may resign from membership of the Association by first giving notice (of not less than 1 month or, if the Committee has determined a shorter period, that shorter period) in writing to the public officer of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.
- (3) If a person ceases to be a member, the public officer must make an appropriate entry in the register of members recording the date the member ceased to be a member.

## **11 Fee, subscriptions etc**

- (1) The entrance fee to the Association is \$1 or, if any other amount has been determined by resolution of the Committee, the other amount.
- (2) The annual membership fees are to be determined by unanimous agreement of the ordinary members. If unanimous agreement cannot be reached, membership fees must be agreed to by a 2/3 majority of members present at a general meeting.
- (3) The ordinary members may choose to structure ordinary members and associate members into classes, with different annual fees payable between those classes.
- (4) The annual membership fees will be set out in a schedule of fees that will be held by the public officer and made available to members on request.
- (5) The annual membership fee is payable by 31 January in each calendar year.
- (6) If a person becomes a member part-way through a year, the annual membership fee paid on admittance covers the member for the period commencing on the date the person becomes a member and ending 31 December in that calendar year.

## **12 Members' rights**

- (1) Each member shall be entitled to have a representative on the committee
- (2) Each member is entitled to one vote at general meetings, including the annual general meeting

## **13 Member's liabilities**

- (1) The liability of a member to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount (if any) unpaid by the member in relation to membership of the Association as required by section 11.

## **14 Disciplining of members**

- (1) If the Committee is of the opinion that a member—
  - a) has persistently refused or neglected to comply with a provision of these rules;or

- b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association;

the Committee may, by resolution—

- c) expel the member from the Association; or
- d) suspend the member from the rights and privileges of membership of the Association that the Committee may decide for a specified period.

(2) A resolution of the Committee under subsection (1) is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection (3), confirms the resolution in accordance with this section.

(3) If the Committee passes a resolution under subsection (1), the public officer must, as soon as practicable, serve a written notice on the member—

- a) setting out the resolution of the Committee and the grounds on which it is based; and
- b) stating that the member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
- 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 before the date of that meeting written representations relating to the resolution.

(4) Subject to the [Act](#), section 50, at a meeting of the Committee mentioned in subsection (2), the Committee must—

- a) give to the member mentioned in subsection (1) an opportunity to make oral representations; and
- b) give due consideration to any written representations submitted to the Committee by that member at or before the meeting; and
- c) by resolution decide whether to confirm or to revoke the resolution of the Committee made under subsection (1).

(5) If the Committee confirms a resolution under subsection (4), the public officer must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under section 13.

(6) A resolution confirmed by the Committee under subsection (4) does not take effect—

- a) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or

- b) if within that period the member exercises the right of appeal—unless and until the Association confirms the resolution in accordance with section 14 (4).

### **15 Right of appeal of disciplined member**

- (1) A member may appeal to the Association in general meeting against a resolution of the Committee that is confirmed under section 13 (4), within 7 days after notice of the resolution is served on the member, by lodging with the public officer a notice to that effect.
- (2) On receipt of a notice under subsection (1), the public officer must notify the Committee which must call a general meeting of the Association to be held within 21 days after the date when the public officer received the notice or as soon as possible after that date.
- (3) Subject to the Act, section 50, at a general meeting of the Association called under subsection (2)—
  - a) no business other than the question of the appeal may be transacted; and
  - b) the Committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
  - c) the members present must vote by secret ballot on the question of whether the resolution made under section 13 (4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under section 13 (4), that resolution is confirmed.

### **16 Register of Members**

- (1) The public officer must keep and maintain a register of members that includes: -
  - a. For each current member:
    - i. The member's name;
    - ii. The members representative (if applicable);
    - iii. The address for notices given by the member;
    - iv. The date the person became a member;
    - v. The class of membership held by the member;
    - vi. Any other information determined by the Committee.
- (2) Any member can inspect the register of members at reasonable times upon reasonable notice.

## **Part 4 Committee**

### **17 Powers of Committee**

- (1) The Committee, subject to the Act, the regulation, these rules, and to any resolution passed by the Association in general meeting—
  - a) controls and manages the affairs of the Association; and
  - b) may exercise all functions that may be exercised by the Association other than those functions that are required by these rules to be exercised by the Association in general meeting; and

- c) has power to perform all acts and do all things that appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

## **18 Responsibilities of the Committee**

- (1) Committee member representatives must be available for up to two in-person meetings per calendar year, and teleconferences as required.
- (2) Committee member representatives should have the capacity to respond to communications from the Chairperson and the executive officer on a regular and timely basis.

## **19 Constitution and membership**

- (1) The Committee will consist of:
  - a) the representative of each member of the Association nominated in accordance with clause 20(1)(a);
  - b) up to two specialists who have been appointed by a unanimous resolution of the Committee in accordance with section 19(3), who represent specific interests or who bring specific skills to the Committee.
- (2) The Committee must appoint a Chairperson in accordance with section 20 and a public officer in accordance with section 21. Other office bearers may be appointed by the Committee as the Committee deems necessary from time to time.
- (3) The public officer may hold office bearer and public officer roles concurrently if the Committee so decides.

## **20 Appointment of Committee members**

- (1) At least 30 days before the Annual General Meeting members:
  - a) must nominate an individual to be their representative; and
  - b) the nomination must be in writing, signed on behalf of the member and contain the consent of the named individual, and lodged with the public officer.
- (2) At the Annual General meeting the nominated representative of each ordinary member will be appointed to the Committee, as long as the individual is eligible under this constitution, the Act and the Regulations.
  - a) Should a nominated representative be ineligible to be appointed to the Committee, the ordinary member will be requested to nominate another representative in writing to the public officer. If eligible, this representative will be appointed to the Committee at the next Committee meeting, which must be held no later than 30 days after the nomination is received by the public officer. If this representative is not eligible then this process will be repeated until the ordinary member nominates an eligible representative.
- (3) The Committee may appoint up to 2 specialists to the Committee. These specialists do not have to be members of the Association.

- a) Appointment of specialists may be made by resolution at any Committee meeting at which there is quorum.
  - b) Specialists may be removed by resolution of the Committee at any Committee meeting at which there is quorum.
- (4) Each representative, excluding the Chairperson, on the Committee holds office, subject to these rules, until the conclusion of the annual general meeting following the date of the member's appointment.
  - (5) Each representative is eligible for re-appointment to the Committee.

## **21 Chairperson**

- (1) The Chairperson is appointed by consensus of the ordinary member representatives of the Committee.
- (2) If consensus cannot be reached by the ordinary member representatives of the Committee, then a Chairperson shall be elected at a general meeting by a simple majority of votes.
- (3) The Chairperson is appointed for a three year term.
- (4) The Chairperson is appointed at the Annual General Meeting in those years where a new Chairperson is to be appointed.
- (5) The Chairperson can only be appointed for two consecutive terms.
- (6) The Chairperson must be a member of the Committee.

## **22 Public Officer**

- (1) The Association must have a public officer.
- (2) The public officer does not have to be a member of the Committee or an Association member.
- (3) The public officer can resign at any time by giving one month's notice.
- (4) The public officer may be removed at any time by resolution of the Committee.
- (5) The public officer of the Association must, as soon as practicable after being appointed as public officer, notify the Association of his or her address.
- (6) The public officer must keep minutes of—
  - a) all elections and appointments of office-bearers and Committee members; and
  - 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.

## **23 Staff**

- (1) The Committee may appoint such staff as are appropriate in pursuance of the objects of the association.
- (2) The committee may appoint an executive officer, responsible to the Chairperson.



- (3) In the absence of the executive officer the Committee may appoint a person to act for the executive officer.
- (4) Under the general policy direction of the Chairperson and Committee, the executive officer shall be responsible for the day-to-day management of the Association. The executive officer shall conduct the correspondence, attend meetings and attend properly to directions given to her/him by the Committee.

## **24 Vacancies**

- (1) If a committee vacancy arises between annual general meetings, the member will be asked to nominate a new representative in accordance with the procedures outlined in section 19. The representative so appointed holds office, subject to these rules, until the next annual general meeting after the date of the appointment.
- (2) If there is a vacancy for a specialist then the Committee may appoint a new member in accordance with section 20(3).
- (3) For these rules, a vacancy in the office of a member of the Committee happens if the member or its representative—
  - a) dies; or
  - b) ceases to be a member of the Association; or
  - c) resigns the office; or
  - d) is removed from office under section 23 (Removal of Committee members); or
  - e) becomes bankrupt or personally insolvent; or
  - f) suffers from mental or physical incapacity; or
  - g) is disqualified from office under the Act, section 63 (1); or
  - h) is subject to a disqualification order under the Act, section 63A; or
  - i) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

## **25 Removal of Committee members**

- (1) The Association in general meeting may by resolution, subject to the [Act](#), remove any member of the Committee from the office of member of the Committee before the end of the member's term of office.

## **26 Committee meetings and quorum**

- (1) The Committee must meet at least 2 times in each calendar year.
- (2) Committee members may be present at Committee meetings by telephone conference or other electronic means that permit members to communicate adequately with each other. The Chairperson of the meeting must be satisfied that the method of communication adopted is sufficiently secure for the purposes of the meeting. Each person present by such means shall identify him or herself to the meeting for the purposes of establishing whether a quorum is present.

- (3) Meetings of the Committee may be called by any member of the Committee by the member giving at least three weeks prior written notice that it wishes to call a Committee meeting.
- (4) Oral or written notice of a meeting of the Committee must be given by the public officer to each member of the Committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- (5) Notice of a meeting given under subsection (4) must specify the general nature of the business to be transacted at the meeting.
- (6) A majority of Committee members constitute a quorum for the transaction of the business of a meeting of the Committee.
- (7) No business may be transacted by the Committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same hour of the same day in the following week, unless an alternative time is agreed to by a majority of Committee members.
- (8) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (9) At meetings of the Committee—
  - a) the Chairperson presides; or
  - b) if the Chairperson is absent—1 of the remaining members of the Committee may be chosen by the majority members present to chair the meeting.

## **27 Delegation by Committee to Subcommittee**

- (1) The Committee may, in writing, delegate to 1 or more Subcommittees (consisting of the member or members of the Association that the Committee considers appropriate) the exercise of the functions of the Committee that are specified in the instrument, other than—
  - a) this power of delegation; and
  - b) a function that is a function imposed on the Committee by the Act, by any other Territory law, or by resolution of the Association in general meeting.
- (2) A function, the exercise of which has been delegated to a Subcommittee under this section may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances that may be specified in the instrument of delegation.
- (4) Despite any delegation under this section, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a Subcommittee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Committee.

- (6) The Committee may, in writing, revoke wholly or in part any delegation under this section.
- (7) A Subcommittee may meet and adjourn as it considers appropriate.

## **28 Voting and decisions**

- (1) Unless otherwise provided for under this constitution, questions arising at a meeting of the Committee or of any Subcommittee appointed by the Committee are decided by a majority of the votes of members of the Committee or Subcommittee present at the meeting.
- (2) Each member present at a meeting of the Committee or of any Subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the Chairperson may exercise a second or casting vote.

## **Part 5 General meetings**

### **29 Annual general meetings—holding of**

- (1) With the exception of the first annual general meeting of the Association, the Association must, at least once in each calendar year and within 5 months after the end of each financial year of the Association, call an annual general meeting of its members.
- (2) The Association must hold its first annual general meeting—
  - a) within 18 months after its incorporation under the Act; and
  - b) within 5 months after the end of the first financial year of the Association.
- (3) Subsections (1) and (2) have effect subject to the powers of the registrar-general under the [Act](#), section 120 in relation to extensions of time.

### **30 Annual general meetings—calling of and business at**

- (1) The annual general meeting of the Association must, subject to the Act, be called on the date and at the place and time that the Committee considers appropriate.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is—
  - a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
  - b) to receive from the Committee reports on the activities of the Association during the last financial year; and
  - c) to receive nominations of member representatives;
  - d) to appoint ordinary member and associate member representatives to the Committee; and
  - e) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the [Act](#), section 73 (1).

- (3) An annual general meeting must be specified as such in the notice calling it in accordance with section 31 (Notice).
- (4) An annual general meeting must be conducted in accordance with the provisions of this part 5.

### **31 General meetings—calling of**

- (1) The Committee may, whenever it considers appropriate, call a general meeting of the Association.
- (2) The Committee must, on the requisition in writing of not less than 50% of the total number of members, call a general meeting of the Association.
- (3) A requisition of members for a general meeting—
  - a) must state the purpose or purposes of the meeting; and
  - b) must be signed by the members making the requisition; and
  - c) must be lodged with the public officer; and
  - d) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (4) If the Committee fails to call a general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the public officer, any 1 or more of the members who made the requisition may call a general meeting to be held not later than 3 months after that date.

### **32 Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the public officer must, at least 14 days before the date fixed for the holding of the general meeting notify each member of 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 Association, the public officer must, at least 21 days before the date fixed for the holding of the general meeting, send notice to each member specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under section 29(2).
- (4) A member desiring to bring any business before a general meeting may give written notice of that business to the public officer who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

### **33 General meetings—procedure and quorum**

- (1) No item of business may 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) Members may be present at general meetings by telephone conference or other electronic means that permit members to communicate adequately with each other. Each person present by such means shall identify him or herself to the meeting for the purposes of establishing whether a quorum is present.
- (3) Fifty percent of eligible voting members constitute a quorum for the transaction of the business of a general meeting.
- (4) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of 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.
- (5) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the meeting is dissolved and the agenda items will be dealt with at the next general meeting or annual general meeting.

### **34 Chairperson member**

- (1) The Chairperson, or in the absence of the Chairperson, a member elected by those present, presides at the meeting.

### **35 Adjournment**

- (1) The person presiding at 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 may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) The public officer must give written or oral notice of the adjourned meeting to each member of the Association 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 subsections (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.

### **36 Making of decisions**

- (1) A question arising at a general meeting of the Association is to be decided by vote.

### **37 Voting**

- (1) Subject to subsection (3), on any question arising at a general meeting of the Association a member has 1 vote only.

- (2) At all meetings of Members of the Association, properly constituted, every question shall be determined by a majority of votes unless otherwise specifically provided by the Act or these rules.
- (3) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (4) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (5) A member or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid, other than the amount of the annual subscription payable for the then current year.

### **38 Appointment of proxies**

- (1) Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting for which the proxy is appointed.
- (2) The notice appointing the proxy must be in the form set out in appendix 2.

## **Part 6 Miscellaneous**

### **39 Funds—source**

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

### **40 Funds—management**

- (1) Subject to any resolution passed by the Association in general meeting, the funds of the Association must be used for the objects of the Association in the way that the Committee decides.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Committee or employees of the Association, being members of the Committee or employees authorised to do so by the Committee.

### **41 Alteration of objects and rules**

- (1) Neither the objects of the Association mentioned in section 3, section 29 nor these rules may be altered except in accordance with the Act.

### **42 Common seal**

- (1) The common seal of the Association must be kept in the custody of the public officer.

- (2) The common seal must not be attached to any instrument except by the authority of the Committee and the attaching of the common seal must be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the public officer.

#### **43 Custody of books**

- (1) Subject to the Act, the regulation and these rules, the public officer must keep in his or her custody or under his or her control all records, books, and other documents relating to the Association.

#### **44 Inspection of books**

- (1) The records, books and other documents of the Association must be open to inspection at a place in the ACT, free of charge, by a member of the Association at any reasonable hour.

#### **45 Service of notice**

- (1) For these rules, the Association may serve a notice on a member by sending it by post to the member at the member's address shown in the register of members.

*Note* For how documents may be served, see the [Act](#), pt 19.5.

#### **46 Surplus property**

- (1) At the first general meeting of the Association, the Association must pass a special resolution nominating—

- a) another Association for the [Act](#), section 92 (1) (a); or
- b) a fund, authority or institution for the [Act](#), section 92 (1) (b);

in which it is to vest its surplus property in the event of the dissolution or winding up of the Association.

- (2) An Association nominated under subsection (1) (a) must fulfil the requirements specified in the [Act](#), section 92 (2).

#### **47 Dissolution**

- (1) In the event of the dissolution of the Association, the assets and income remaining after such dissolution and the satisfaction of all debts and liabilities of the Association shall be transferred to another organisation with similar objects to those in rule 3 which is not carried on for the profit or gain of its individual members.

#### **48 Giving of Notices**

- (1) Notice to any Member or officer of the Association for any meeting of the Committee or the Members, or of any other matter permitted or required to be given to any of such persons, or required or permitted by the Act, (collectively a "notice"), will be sufficiently given if sent to the last address of the member or officer recorded on the books of the Association by delivery, or by prepaid ordinary mail, or, if prior written consent has been given by the intended recipient, by means of facsimile, electronic mail or other method of transmitted or recorded communication. A notice so mailed shall be deemed to have been given when deposited in a post office or public letter

- box; and a notice sent by any means of transmitted or recorded communication shall be deemed to have been given when it is transmitted by the Association directly or when it is delivered to the appropriate communication company or agency or its representative for dispatch. A notice given by electronic means is sufficient if it contains the address of a website on which the information to be provided in the notice is accessible to the recipient.
- (2) No error or omission in giving notice of a meeting of the Committee or the annual or general meeting or any special meeting, or any adjourned meeting, whether annual or general, of the Members of the Association shall invalidate such meeting or make void any proceedings taken thereat and any person entitled to receive such notice may at any time waive notice of any such meeting and ratify, approve and confirm any or all proceedings taken or had thereat.

#### **49 Amendment of Constitution**

- (1) The Association must not modify the Constitution so as to allow the assets or income of the Association to be applied in furtherance of an activity inconsistent with the Objects of the Association or to allow the assets or income of the Association to be distributed directly or indirectly to the Members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the Association either during the life of the Association or upon its winding up.





## Application for Membership

Please mail completed application attn: ALACC Public Officer, c/- National Library of Australia, Parkes PI Parkes 2600 ACT or at [info@libcopyright.org.au](mailto:info@libcopyright.org.au)

Name:

Contact Person:

Address:

Phone:

Email:

Membership Class (tick applicable)

Ordinary

Associate

Brief Outline of Organisation:

---

---

---

---

---

---

---

---



## PROXY FORM

The Public Officer  
Australian Libraries and Archives Copyright Coalition  
c/- National Library of Australia  
National Library of Australia  
Parkes ACT 2600

I/We

of \_\_\_\_\_  
\_\_\_\_\_

being the representative of a member of the Australian Libraries Copyright Coalition; appoint:

**Name of proxy**

\_\_\_\_\_  
**Address of proxy**

\_\_\_\_\_  
**or, in her/his absence:**

\_\_\_\_\_  
**Name of proxy**

\_\_\_\_\_  
**Address of proxy**

\_\_\_\_\_  
or, if I/we have not nominated a proxy or if the nominee is absent from the meeting, the chairperson of the meeting as my/our proxy to vote on my/our behalf (strikethrough if not appropriate)

### **Proxy instructions**

*To instruct your proxy how to vote, insert 'X' in the appropriate column against each item of business set out below. If you do not instruct your proxy how to vote on a resolution, your proxy may vote as he/she thinks fit or abstain from voting.*

I/We instruct my/our proxy to vote as follows:

Resolution	For	Against	Abstain
(insert resolutions here)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>