

RULES FOR THE VICTORIAN LINE DANCE ASSOCIATION

1. The name of the Incorporated Association is Victorian Line Dance Association (formerly known as Victorian Bootscoot Association) and in these Rules called "The Association".

INTERPRETATION

- 2.1 In these Rules, unless the contrary intention appears –
 - "Committee" means the Committee of Management of the Association.
 - "Financial Year" means the year ending on 1 July.
 - "General Meeting" means a general meeting of members convened in accordance with Rule 11.
 - "Member" means a member of the Association.
 - "Ordinary Committee Member" means a member of the Committee who is not an officer of the Association under Rule 21
nor a Coordinator of a Working Group.
 - "The Act" means the Associations Incorporation Act 1981.
 - "The Regulations" means Regulations under the Act.
- 2.2 In these Rules, a reference to the Secretary of the Association is a reference:
 - 2.2a – where a person holds office under these Rules as Secretary of the Association – to that person; and
 - 2.2b – in any other case, to the Public Officer of the Association.
- 2.3 Words or expressions contained in these Rules shall be interpreted in accordance with the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

APPLICATION FOR MEMBERSHIP

- 3.1 A natural person or an organisation that is nominated and approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the annual membership fee payable under these Rules.
- 3.2 A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) shall not be admitted to membership unless –
 - 3.2a – nominated as provided in sub-clause 3(3); and
 - 3.2b – the first year's membership fee accompanies the nomination
- 3.3 A nomination of a person for membership of the Association –
 - 3.3a – shall be made in writing on the form set out in Appendix 1; and
 - 3.3b – shall be lodged with the Secretary of the Association; and
 - 3.3c – shall if the Secretary is unavailable be lodged with the Secretary of the day.
- 3.4 The Secretary shall, upon payment of the amount referred to in sub-clause 4.2 within the period of time referred to in that sub-clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the Association.
- 3.5 A right, privilege, or obligation of a person by reason of membership of the Association –
 - 3.5a – is not capable of being transferred or transmitted to another person; and
 - 3.5b – terminates upon the cessation of membership whether by death or resignation or otherwise.

ANNUAL MEMBERSHIP FEE

- 4.1 The annual membership fee is payable in advance on or before 1 July in each year.
- 4.2 The amount of the annual membership fee is to be set at the Annual General Meeting and shall remain unaltered unless changed at a subsequent Annual General Meeting.

REGISTER OF MEMBERS

5. The Secretary shall keep and maintain a register in which shall be entered the full name, address, phone, fax and other contact numbers and date of entry of the name of each member, and the register shall be available for inspection by members upon request.

RESIGNATION OF MEMBER

- 6.1 A member of the Association who has paid all moneys due and payable by the member to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his or her intention to resign and upon the expiration of that period of notice, the member ceases to be a member.
- 6.2 Upon the expiration of a notice given under sub-clause 6.1, the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

EXPULSION OF MEMBERS

- 7.1 Subject to these Rules, the Committee may by resolution –
 - 7.1a – expel a member from the Association;

- 7.1b – suspend a member from membership of the Association for a specified period if the Committee is of the opinion that the member –
- 7.1c – has refused or neglected to comply with these Rules; or
- 7.1d – has been guilty of conduct prejudicial to the interests of the Association.
- 7.2 A resolution of the Committee under sub-clause 7.1 –
 - 7.2a – does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause 7.3 confirms the resolution in accordance with this clause; and
 - 7.2b – where the member the subject of the notice exercises a right of appeal to the Association under this clause, does not take effect unless the Association confirms the resolution in accordance with this clause.
- 7.3 If the committee passes a resolution under sub-clause 7.1, the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing –
 - 7.3a – setting out the resolution of the Committee and the grounds on which it is based;
 - 7.3b – stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after the service of the notice;
 - 7.3c – stating the date, place and time of that meeting
 - 7.3d – informing the member that he or she may do one or more of the following :
 - (i) attend that meeting
 - (ii) give to the Committee before the date of that meeting, a written statement seeking the revocation of the resolution; and
 - (iii) not later than 24 hours before the date of that meeting lodge with the Secretary a notice to the effect that he or she wishes to appeal to the Association in General Meeting against the Resolution
- 7.4 At a meeting of the Committee held in accordance with sub-clause 7.2 the Committee shall –
 - 7.4a – give to the member an opportunity to be heard;
 - 7.4b – give due consideration to any written statement submitted by the member; and
 - 7.4c – shall by resolution determine whether to confirm or to revoke the resolution.
- 7.5 If the Secretary receives a notice under sub-clause 7.3, he or she shall notify the Committee and the Committee shall convene a Special General Meeting of the Association to be held within one calendar month after the date on which the Secretary received the notice.
- 7.6 At a Special General Meeting convened under sub-clause 7.5 –
 - 7.6.a – no business other than the question of the appeal shall be transacted;
 - 7.6b – the Committee must place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution.
 - 7.6.c – the member shall be given an opportunity to be heard; and
 - 7.6d – the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 7.7 If at the Special General Meeting –
 - 7.7a – two thirds of the members voting in person vote in favour of the confirmation of the resolution, then the resolution is confirmed; and
 - 7.7b – if two thirds of the members voting in person vote against the confirmation of the resolution, then the resolution is revoked.

ANNUAL GENERAL MEETINGS

- 8.1 The Association shall in each calendar year convene an annual general meeting of its members.
- 8.2 The Annual General Meeting shall be held on such day as the Committee determines.
- 8.3 The Annual General Meeting shall be specified as such in the notice convening it.
- 8.4 The ordinary business of the Annual General Meeting shall be:
 - 8.4a – to confirm the minutes of the last preceding Annual General Meeting;
 - 8.4b – to receive from the Committee reports upon the transactions, activities and proceedings of the Association during the preceding year;
 - 8.4c – to elect officers of the Association and the ordinary Committee members; and
 - 8.4d – to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act
- 8.5 The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
- 8.6 The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

GENERAL MEETINGS

- 9.1 All general meetings other than the Annual General Meeting shall be called General Meetings.
- 9.2 The number and frequency of General Meetings are to be set at the Annual General Meeting and shall remain unaltered unless changed at a subsequent Annual General Meeting.
- 9.3 The dates of each General Meeting are to be set tentatively at the Annual General Meeting and finalised and announced at the General Meeting immediately preceding the uncalled General Meeting.

SPECIAL GENERAL MEETINGS

- 10.1 The Committee may, whenever it thinks fit, convene a Special General Meeting of the Association where, but for this sub-clause, more than 15 months would elapse between Annual General Meetings, & shall convene a Special General Meeting before the expiration of that period.
- 10.2 The Committee shall, on the requisition in writing of members representing not less than 25 per cent of the total number of members, convene a Special General Meeting of the Association.
- 10.3 The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
- 10.4 If the Committee does not cause a Special General Meeting to be held within the month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special General Meeting to be held not later than three months after that date.
- 10.5 A Special General Meeting convened by members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

NOTICE OF MEETING

- 11.1 The Secretary of the Association shall, at least 14 days before the date fixed for holding a General Meeting of the Association, cause to be sent to each member of the Association at the address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of some of the business to be transacted at the meeting.
- 11.2 A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice of the addition to the Agenda
- 11.3 Any business as set out in the notice, or introduced prior to or at the meeting must be in writing and shall be transacted at the meeting.

PROCEEDINGS AT MEETINGS

- 12.1 All business that is transacted at a General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be ordinary business.
- 12.2 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 when the meeting is considering that item.
- 12.3 Ten members personally present (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.
- 12.4 If within half an hour after the appointed time for the commencement of a General Meeting or a Special General Meeting, a quorum is not present, the meeting:
 - 12.4a – if convened upon the requisition of members shall be dissolved; and
 - 12.4b – in any other case shall stand adjourned to a day between 7 and 14 days later; and
 - 12.4c – (unless another place is specified by the chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place
- 12.5 If at the adjourned meeting the 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 five) shall be a quorum

PRESIDING AT MEETINGS

- 13.1 The President, or in the President's absence, the Vice-President, may preside or may appoint any member present to preside as Chairperson at each General Meeting of the Association.
- 13.2 If the President and Vice-President are absent from a General Meeting, the members present shall elect one of their number to preside as Chairperson at the meeting.

ADJOURNING A MEETING

- 14.1 The Chairperson of a General Meeting at which a quorum is present may, with the consent of 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.
- 14.2 Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
- 14.3 Except as provided in sub-clause 14.1 and 14.2, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

RESOLUTION OF BUSINESS

15. A question arising at a General Meeting of the Association 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 that show of hands) been lost, or carried, or carried unanimously, or carried by a particular majority and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

VOTING

- 16.1 Upon any question arising at a General Meeting of the Association, a full member has one vote only.
- 16.2 All votes shall be given personally or by proxy.
- 16.3 In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

RESOLUTION BY DEMANDED POLL

- 17.1 If at a meeting a poll on any question is demanded by not less than 3 members, it shall be taken at that meeting by the counting of written votes taken at that meeting and the resolution of the poll shall be deemed to be a resolution of the meeting on the question.
- 17.2 A poll that is demanded shall be taken immediately.

ENTITLEMENT TO VOTE

18. A member is not entitled to vote at any General Meeting unless all moneys due & payable by the member to the Association have been paid.

APPOINTMENT BY PROXY

- 19 Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

COMMITTEE OF MANAGEMENT

- 20.1 The affairs of the Association shall be managed by the Committee of Management (Committee) constituted as provided in Rule 22.1 of these Rules.
- 20.2 The Committee –
 - 20.2a – shall control and manage the business and affairs of the Association.
 - 20.2b – may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by General Meetings of the members of the Association; and
 - 20.2c – subject to these Rules, the Regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

OFFICERS OF THE ASSOCIATION

- 21.1 The officers of the Association shall be –
 - 21.1a – a President;
 - 21.1b – a Vice-President;
 - 21.1c – a Treasurer; and
 - 21.1d – a Secretary.
- 21.2 The provisions of Rule 23 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause 21.1.
- 21.3 Each officer of the Association shall be elected at the Annual General Meeting.
- 21.4 In the event of a casual vacancy (referred to in clause 24) in any office referred to in sub clause 21.1, the Committee shall appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.
- 21.5 Each officer shall, subject to these Rules, hold office until the Annual General Meeting next after the date of election but is eligible for re-election. Members, unless no other person is nominated for that office, may serve up to three consecutive years, after which a one year break must be taken before being eligible for re-election.

COMMITTEE MEMBERS AND COORDINATORS OF WORKING GROUPS

- 22.1 Subject to Section 23 of the Act, the Committee shall consist of –
 - 22.1a – the officers of the Association (as set out in sub clause 21.1 above).
 - 22.1b – at least three Ordinary Committee Members
 - 22.1c – The Coordinators of the Working Groups as set out in sub-clause 22.3 (who may or may not be one of the three Ordinary Committee Members or four Officers); and
 - 22.1d – possibly a Public Relations Officer and Assistant Secretary who may be appointed if deemed necessary, each of whom may or may not be a Coordinator of a Working Group.
- 22.2 Ordinary Committee Members and Coordinators of Working Groups shall be elected at the Annual General Meeting.
- 22.3 In pursuit of the aims of this Association, Working Groups shall be maintained, each of which shall –
 - 22.3a – be made up of volunteers from among the Association’s members;
 - 22.3b – develop appropriate activities, programs, events and/or resources for the use and benefit of the Association’s members; and
 - 22.3c – submit written reports to the Association on its activities at every General Meeting and Annual General Meeting.

- 22.4 In the event of a casual vacancy occurring in the office of a Committee Member, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.
- 22.5 Each Committee Member shall, subject to these Rules, hold office until the Annual General Meeting next after the date of election but is eligible for re-election. Committee Members, unless no other person is nominated for that position, may serve up to three consecutive years, after which a one year break must be taken before being eligible for re-election.

ELECTION OF OFFICERS AND COMMITTEE

- 23.1 Nomination of candidates for election as officers of the Association or as Committee Members shall specify the position nominated for and-
- 23.1a – shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
- 23.1b – shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting.
- 23.2 If only one nomination is received to fill any one vacancy on the Committee, the candidate nominated shall be deemed to be elected.
- 23.3 If more than one nomination per position is received, a ballot shall be held.
- 23.4 If no nomination to fill a committee position is received, such nomination shall be accepted during the Annual General Meeting.
- 23.5 The ballot for the election of Officers and Members of the Committee shall be conducted at the Annual General Meeting –
- 23.5a – first, for each separate Officer;
- 23.5b – then, for all the Ordinary Committee Members in one ballot;
- 23.5c – then, for the Coordinators of Working Groups, any of whom may have just been elected to a position as an Officer or Ordinary Committee Member. (See sub clause 22.1c)
- 23.6 A nomination of a candidate for election under this clause is valid even if that candidate has been nominated for another office for election at the same election.

VACANCY IN OFFICE AND ON COMMITTEE

24. For the purposes of these Rules, the position of an Officer of the Association or of a Committee Member becomes vacant if the Officer or Committee Member –
- 24.a – ceases to be a member of the Association;
- 24.b – becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
- 24.c – resigns from office by notice in writing given to the Secretary; or
- 24.d – misses more than three General Meetings or more than two Committee meetings in any one elected year, except under extreme circumstances.

PROCEEDINGS OF THE COMMITTEE

- 25.1 The Committee shall determine the number of meetings per year from time to time
- 25.2 Special committee meetings may be convened by the President or by any four of the Committee Members.
- 25.3 Notice shall be given to committee Members of any Special Committee meeting specifying the general nature of the business to be transacted, and no other business shall be transacted at such meeting.
- 25.4 Any four Committee Members constitute a quorum for the transaction of the business of a Committee meeting.
- 25.5 No business shall be transacted 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 shall stand adjourned to a place, day and time as agreed to, unless the meeting was a Special Committee meeting, in which case it lapses.
- 25.6 At Committee Meetings –
- 25.6a – the President or in the President's absence the Vice President may preside or may appoint any member present to preside as Chairperson; or
- 25.6b – if the President and Vice President are absent, such one of the remaining Committee Members as may be chosen by the Committee Members present shall preside.
- 25.7 Questions arising at a Committee meeting or of any sub-committee appointed by the Committee shall be determined on a show of hands, or if demanded by a member, by a poll taken by the counting of written votes.
- 25.8 Each Officer and Ordinary Committee Member and Working Group Coordinator who is present at a Committee meeting is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 25.9 Notice of each Committee meeting shall be served on each Committee Member within a reasonable time before the meeting or by sending it by pre-paid post addressed to him or her at his or her usual or last known place of abode at least two business days before the date of the meeting.
- 25.10 Subject to sub-clause 25.4 the Committee may act notwithstanding any vacancy on the Committee.

SECRETARY

26. The Secretary of the Association (or the Assistant Secretary) shall –

- 26.a – keep minutes of the resolutions and proceedings of each General Meeting and each Committee meeting in books provided for that purpose together with a record of the names of persons present at Committee meetings, General Meetings and Annual General Meetings;
- 26.b – send all notices and keep the register of members as required by these Rules; and
- 26.c – keep copies of all Association correspondence in and out, and a diary of Association telephone calls in and out.

TREASURER

- 27. The Treasurer of the Association shall –
 - 27.a – collect, receive and bank all moneys due to the Association and make all payments authorised by the Association.
 - 27.b – keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association; and
 - 27.c – present a written report of the state of finances at every General Meeting.

REMOVAL OF A COMMITTEE MEMBER

- 28.1 Subject to these Rules, the Committee may by resolution remove a Committee Member from the Committee if the Committee is of the opinion that the member –
 - 28.1a – has refused or neglected to comply with these Rules; or
 - 28.1b – has been guilty of conduct unbecoming a Committee Member
- 28.2 A resolution of the Committee under sub-clause 28.1 –
 - 28.2a – does not take effect unless the Committee, at a Committee meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause 28.3 confirms the resolution in accordance with this clause; and
 - 28.2b – where the member the subject of the notice exercises the right of appeal to the Association under this clause, does not take effect unless the Association confirms the resolution in accordance with this clause.
- 28.3 If the Committee passes a resolution under sub-clause 28.1, the Secretary shall, as soon as practicable cause to be served on the Committee Member a notice in writing –
 - 28.3a – setting out the resolution of the Committee and the grounds on which it is based;
 - 28.3b – stating that the member may address the Committee at a committee meeting to be held not earlier than 14 and not later than 28 days after the service of the notice.
 - 28.3c – stating the date, place and time of that meeting;
 - 28.3d – informing the Committee member that he or she may do one or more of the following –
 - (i) attend that meeting;
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (iii) not later than 24 hours before the date of that meeting lodge with the Secretary a notice to the effect that he or she wishes to appeal to the Association in General Meeting against the resolution.
- 28.4 At a Committee Meeting held in accordance with sub clause 28.2 the Committee shall –
 - 28.4a – give to the Committee Member an opportunity to be heard;
 - 28.4b – give due consideration to any written statement submitted by the Committee Member; and
 - 28.4c – shall by resolution determine whether to confirm or to revoke the resolution.
- 28.5 If the Secretary receives a notice under sub clause 28.3d(iii), he or she shall notify the Committee and the Committee shall convene a Special General Meeting of the Association to be held within one calendar month after the date on which the Secretary received the notice.
- 28.6 At a Special General Meeting convened under sub clause 28.5 –
 - 28.6a – no business other than the question of the appeal shall be transacted;
 - 28.6b – the Committee must place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - 28.6c – the Committee Member shall be given an opportunity to be heard; and
 - 28.6d – the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 28.7 If at the Special General Meeting –
 - 28.7a – two thirds of the members voting in person vote in favour of the confirmation of the resolution, then the resolution is confirmed; and
 - 28.7b – if two thirds of the members voting in person vote against the confirmation of the resolution, then the resolution is revoked.

CHEQUES

- 29. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Treasurer and any one Committee Member.

SEAL

- 30.1 The Common seal of the Association shall be kept in the custody of the Secretary.
- 30.2 The Common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two Committee Members or of one Committee member and the Public Officer.

ALTERATION OF RULES AND STATEMENT OF PURPOSES

30. These Rules and Statement of Purposes of the Association shall not be altered except in accordance with the Act.

NOTICES

31.1 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at the address shown in the Register of Members

31.2 Where a document is properly addressed, prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

WINDING UP OR CANCELLATION

33. In the event of the winding up or the cancellation of the incorporation of the Association, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the Committee in accordance with their powers to any fund, institution or authority which is a non-profit organisation.

CUSTODY OF RECORDS

34.1 Except as otherwise provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Association.

34.2 All accounts, books, documents and securities of the Association shall be available for inspection by any member of the Association upon request.

FUNDS

35.1 The funds of the Association shall be derived from annual membership fees, donations and such other sources as the Committee determines.

35.2 The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
