

THIS IS THE ANNEXURE MARKED "A" REFERRED TO IN THE STATUTORY DECLARATION OF

(NAME OF PUBLIC OFFICER)

MADE ON THE _____ *DAY OF* _____ *2006*

BEFORE ME _____
(SIGNATURE OF WITNESS ON STATUTORY DECLARATION)



**CONSTITUTION OF
UNITED NATIONS
ASSOCIATION OF AUSTRALIA
NORTHERN TERRITORY (UNAANT) Inc.**

**RULES AND ARTICLES OF INCORPORATION ARE DETERMINED BY
The NORTHERN TERRITORY of Australia
Associations ACT (2003)**

PART 1

- 1. Name**
The name of the Incorporated Association shall be "United Nations Association of Australia NORTHERN TERRITORY" (UNAANT) Inc., hereafter called the Association."

DEFINITION

- 2.** In this Constitution, unless the contrary intention appears:
- (a) "Association" means the Association referred to under Clause 1;

"Auditor" means the person appointed as the auditor of the Association under Clause 29;

"Board of Management" means the Board of Management of the Association, established under Clause 19;

"Federal Council" means the Federal Council of the United Nations Association of Australia;

"Financial Year" means the year ending on 30 June of each calendar year;

"General Meeting" means a general meeting of members convened in accordance with Clause 20.

"Member" means a member of the Association;

"Other Member of the Board of Management " means a member of the Board of Management who is not an officer of the Association under Clause (19);

"Officers of the Association" refers to the holders from time to time of the Offices of President, Vice-President, Treasurer, Secretary, Public Officer, and Immediate Past President.

"Special general meeting" means a general meeting, called for a specific purpose, other than the annual general meeting;

"UN" means the United Nations;

"UNA" means the United Nations Association;

"UNAA" means the United Nations Association of Australia;

"UNAANT" means the United Nations Association of Australia NORTHERN TERRITORY (UNAANT) Inc,

"UNYA" means the United Nations Youth Association;

"WFUNA" means the World Federation of United Nations Associations.

- (b) Words or expressions contained in this Constitution shall be interpreted in accordance with the provisions of the Interpretation Act of the NORTHERN TERRITORY as in force from time to time.

Insofar as this Constitution is concerned, any reference to one gender is taken to include both.

The headings used in this Constitution are for ease of reference and are in no way to be used in interpreting the provisions herein.

PART 2

CONSTITUTION AND POWERS OF ASSOCIATION

3. Powers of Association

- (1) For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.
- (2) Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may –
 - (a) acquire, hold and dispose of real or personal property;
 - (b) open and operate accounts with financial institutions;

- (c) invest its money in any security in which trust monies may lawfully be invested;
- (d) raise and borrow money on the terms and in the manner it considers appropriate;
- (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- (f) appoint agents to transact business on its behalf; and
- (g) enter into any other contract it considers necessary or desirable.
- (h) This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.
- (i) If there is any inconsistency between this Constitution and the Act, the Act prevails.
 - a) The Association may alter this Constitution by special resolution but not otherwise.
 - b) If the Constitution is altered, the public officer must ensure compliance with section 23 of the Act.

OBJECTS

4. The objects for which the Association is established are:-

- (a) To consistently and effectively support the Charter of the United Nations in purposes, principles, and in actions, and:
 - (i) Support maintenance of International Peace and Security;
 - (ii) Promote friendly relations amongst different communities, between different communities and governments, and between nations;
 - (iii) Support international co-operation in promoting human rights, and in resolving international economic, social, cultural and humanitarian problems, and; in encouraging respect for all peoples.
- (b) To support the UNITED NATIONS ASSOCIATION OF AUSTRALIA NORTHERN TERRITORY (UNAANT) Inc. in establishing a cooperative relationship with the State Divisions to consciously further the aims and objects of the Association;
- (c) To promote, among the people of the NORTHERN TERRITORY, knowledge, understanding and support for the United Nations and an understanding of the rights, duties and responsibilities of Australia as a Member State of the United Nations;
- (d) To provide a means of consultation with the NORTHERN TERRITORY Government in all matters relating to the work of the United Nations and its Specialised Agencies;
- (e) To provide a means of co-operation among persons and organisations in the NORTHERN TERRITORY committed to assisting with humanitarian aid.
- (f) To raise money by public appeals and other methods of fund raising in furtherance of the above objects consistent with the principles and practices of the United Nations;

PURPOSE

5. The purpose for which the Association is established are as follows:
- (a) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the shape of donations, annual subscriptions or otherwise;
 - (b) To print and publish any newspapers, periodicals, books or leaflets that the Association, may think desirable for the promotion of its objects and purpose;
 - (c) To encourage donations for democratic, charitable and community purposes;
 - (d) To share and distribute information in cooperation with other United Nations (UN) centres whenever possible about the programs, functions and activities of the United Nations Association of Australia NORTHERN TERRITORY (UNAANT) Inc,
 - (e) To mobilise public support for and popular participation in those UN programs in which citizens are expected to play a role;
 - (f) To publicise the numerous UN success stories - giving evidence that we all ultimately benefit from such UN programs;
 - (g) To lobby government, political parties, corporations, associations, and civil and civic interest groups, in support of the UN Association;
 - (h) To work in cooperation with the NORTHERN TERRITORY Government and other relevant organisations and associations to develop educative programs to assist students and community members from all cultural backgrounds in the NORTHERN TERRITORY to appreciate, understand and adopt the principles of citizenship, cross-cultural harmony and rights that are subscribed to by their governments and official community leaders in agreement with those articulated in the Charter of the United Nations.
 - (i) To establish relationships with members of the media and act as a catalyst to stimulate public debate and to promote accurate coverage of the UN and its programs;
 - (j) To collaborate with other NORTHERN TERRITORY, national, and international voluntary organisations and civil society groups on projects related to the work of the UNAANT;
 - (k) To join with other UN Association's and UN Youth Association's in the framework of the World Federations of UN Associations to extend the impact of their programs to the local, national, regional, and global levels.

PART 3

MEMBERS

6. In accordance with the NORTHERN TERRITORY Associations Act (2003) the Association must have not less than five (5) members in order to qualify as The United Nations Association of Australia NORTHERN TERRITORY (UNAANT) Inc.

CLASS OF MEMBERSHIP

7. (1) The membership of the Association shall consist of the following classes:-
- (a) Ordinary Members. The number of ordinary members shall be unlimited and shall be open to any person who accepts the objects of the Association and who is

entitled, through the normal rules and regulations of Australian residency, to participate in activities granted to or recognized as rights to other people residing in the NORTHERN TERRITORY.

- (b) Student and Concession Members. The number of students shall be unlimited and shall be open to any bona fide student 18 years and over at any school, University, or similar educational institution and; any person entitled to concessions and who accepts the objects of the Association. If a student's age precludes her/him from joining, special non-voting limited membership status may, on the discretion of the Board of Management, be granted special temporary membership of the Association until such time as that person reaches the age of 18 years.
- (c) Corporate Members. The number of corporate members shall be unlimited and be open to :-
 - (i) any group or organisation;
 - (ii) any professional, commercial or industrial body;
 - (iii) any tertiary education body;
 - (iv) any school

All corporate members shall accept the objects of the Association.

MEMBERSHIP

- 8. (1) Every applicant for any class of membership of the Association shall be proposed by one member of the Association and seconded by another member. The application for membership shall be made in writing, signed by the applicant and the proposer and seconder, and shall be in such form as the Board of Management from time to time prescribes.
- (2) The Board of Management may establish Branches of the Association in any part of NORTHERN TERRITORY under such conditions as it sees fit. Members of a Branch shall be registered as members of the Association.

MEMBERSHIP FEES

- 9. The membership fees shall be payable in such an amount, at such a time and in such a manner as the Board of Management shall from time to time determine and as determined by Sections 11 (b) and 12 (1-3) of the Associations Act.

ADMISSION AND REJECTION OF MEMBERS

- 10. (1) At the next meeting of the Board of Management after the receipt of any application and agreement on the fee applicable for any class of membership, such application shall be considered by the Board of Management, who shall thereupon determine either the admission or rejection of the applicant.
- (2) Any applicant who receives a majority of the votes of the members of the Board of Management present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- (3) Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such an acceptance or rejection.
- (4) Should an application for membership be refused the Applicant shall, with as little delay as possible, receive written notification and a refund of the membership fee.

TERMINATION OF MEMBERSHIP

- 11.
- (1) A member may resign from the Association at any time by giving notice in writing to the Public Officer on instruction from and approved by the Secretary.
 - (2) Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
 - (3) Any such member shall remain liable for a membership fee and all arrears due and unpaid at the date when the membership ceases.
 - (4) Upon receipt of a notice under the Rules, the Secretary shall cause the Public Officer to remove the name of the member from the register of members, whereupon that member ceases to be a member of the Association.
 - (5) If a member –
 - (a) is convicted of an indictable offence; or
 - (b) fails to comply with any of the provisions of the Constitution; or
 - (c) has membership fees in arrears for a period of two months or more; or
 - (d) whose conduct is in a manner considered to be injurious or prejudicial to the character or interests of the Association,

The Board of Management shall consider whether the membership shall be terminated.

The member concerned shall be given a full and fair opportunity of presenting a case and if the Board of Management resolves to terminate the membership it shall instruct the Secretary to advise the member in writing accordingly.

- (6) The termination of membership pursuant to the Constitution does not take effect –
 - (a) until the expiration of one month after the receipt by the member of a notice under the Constitution; or
 - (b) If the member exercises the right of appeal under the Rule, until the conclusion of the special general meeting convened to hear the appeal whichever is the later date.
- (7) Where the Board of Management terminates a membership of the Association, the Secretary shall without undue delay, cause to be served, by certified mail, on a member a notice in writing –
 - (a) Stating that the Board of Management has terminated membership.
 - (b) specifying the grounds for the termination; and
 - (c) Informing the member of the right of an appeal within one month after the receipt of the notice against the termination as provided by the Rules.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 12.
- (1) A person whose application for membership has been rejected or whose membership has been terminated may, within one month of receiving written notification thereof, lodge with the Secretary written notice of the intention to appeal against the decision of the Board of Management.
 - (2) Upon receipt of a notification of intention to appeal against rejection or termination of Membership the Secretary shall convene, within three months of the date of receipt of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present a case and the Board of Management or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.

- (3) Where a person whose application is rejected does not appeal against the decision of the Board of Management within the time prescribed by the Constitution or so appeals, but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

REGISTER OF MEMBERS

13. (1) The Board of Management shall cause a Register to be kept in which shall be entered the names addresses of all persons admitted to membership of the Association and the dates of their admission.
- (2) Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the Board of Management or the members at any general meeting may require from time to time.

PART 4

MEMBERSHIP OF THE BOARD OF MANAGEMENT

14. (1) The Board of Management of the Association shall consist of 5 members: President, Vice-President, Secretary, Treasurer, and immediate Past President. The Board of Management also may appoint three other members who need not be elected to provide expert advice.

The Board of Management may also appoint the Chairperson of any Sub-Committee who is not otherwise a member of the Board of Management to be a member of the Board of Management but with no right to vote.

Unless elected directly as a separate office holder the Committee must appoint one Committee member to be the Association's Public Officer.

- (2) At the Annual General Meeting of the Association, all the members of the Board of Management for the time being shall retire from office, but shall be eligible upon nomination for re-election.
- (3) The President shall, upon nomination, be eligible to be elected each year and shall become the Immediate Past President for the term of office of the next elected President.
- (4) The election of the officers and other members of the Board of Management shall take place in the following manner-
 - (a) Any two members of the Association shall be at liberty to nominate any other member to serve as an officer or other member of the Board of Management;
 - (b) Each member present at the annual general meeting shall be entitled to vote for any numbers of such candidates not exceeding the number of vacancies;
 - (c) Nominations may be taken from the floor of the meeting;

VACANCY ON THE BOARD OF MANAGEMENT

15. (1) The Board of Management shall have the power at any time to appoint any member of the Association to fill any casual vacancy on the Board of Management, until the next Annual or special General Meeting.

- (2) The continuing members of the Board of Management may act notwithstanding any casual vacancy within the Board of Management, but if and so long as their number is reduced below the number fixed or pursuant to the Constitution as the necessary quorum of the Board of Management, the continuing member or members may act for the purpose of increasing the number of members of the Board of Management to that number or of summoning a general meeting of the Association, but for no other purpose.

16. A resolution in writing signed by all the members of the Board of Management for the time being entitled to receive notice of a meeting of the Board of Management shall be as valid and effectual as if it had been passed at a meeting of the Board of Management duly convened and held. Any such resolution may consist of several documents in the like form each signed by one or more members of the Board of Management.

FUNCTIONS OF THE BOARD OF MANAGEMENT

17. (1) Except as otherwise provided by the Constitution and subject to resolutions of the members of the Association carried at any General Meeting the Board of Management-
 - (a) shall have the general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) shall have the authority to interpret the meaning of this Constitution and any matter relating to the Association on which this Constitution is silent.
- (2) The Board of Management may exercise all the powers of the Association –
 - (a) to borrow or raise or secure the payment of money in such a manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase redeem pay off any such securities;
 - (b) to invest in such a manner as the members of the Association may from time to time determine.

MEETINGS OF BOARD OF MANAGEMENT

18. (1) The Board of Management shall meet regularly throughout the year at least once every two calendar months.
- (2) A special meeting of the Board of Management shall be convened by the Secretary on a requisition in writing signed by not less than one third of the members of the Board of Management which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
- (3) At a Board of Management meeting 3 Board of Management members constitutes a quorum.
- (4) Subject to the Rules, the Board of Management may meet together and regulate its proceedings as it thinks fit so long as those regulations are decided by a majority of votes. If there is an equality of votes the question shall be deemed to be decided in the negative.
- (5) A member of the Board of Management shall not vote in respect of any contract or proposed contract with the Association in which the member is interested or any matter arising thereout, and if the member does so vote, the vote shall not be counted.

- (6) Not less than fourteen days' notice shall be given by the Secretary to the members of the Board of Management of any Special Meetings of the Board of Management. Such notice shall clearly state the nature of the business to be discussed thereat.
- (7) The President shall preside as Chairman at every meeting of the Board of Management. If at any meeting the President is not present within ten minutes after the time appointed for holding the meeting, the Vice President shall be Chairman. If that Vice President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
- (8) If within half an hour of the time appointed for the commencement of a Board of Management meeting a quorum is not present, the meeting shall lapse. Another meeting will be decided at the discretion of the Board. If, at the adjourned meeting, a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

**ROLES AND POWERS:
SUB-COMMITTEES/STANDING COMMITTEES/AD-HOC COMMITTEES**

19. Delegation

- (1) The Board of Management may delegate to a subcommittee or staff any of its powers and functions other than -
 - (a) this power of delegation; or
 - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke wholly or in part the delegation.
- (4) Sub-committees may consist of any members of the Association that the elected members of the Board of Management thinks fit. Any sub-committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the elected members of the Board of Management.
- (5) The Chairman shall preside at the Sub-Committee meetings. If at any meeting the Chairman is not present within the ten minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be Chairman of the meeting.
- (6) Standing and ad hoc committees may be established on issues that are considered necessary to meet the principled objectives of the United Nations: anti-discrimination; human rights; governance; and including issue deemed to be significant for the political, economic, social and cultural benefit of all peoples within the outreach considered by the UNAANT.
- (7) A sub-committee may meet and adjourn as the chair and the members of that committee think proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and in the case of equality of votes the question shall be deemed in the negative.
- (8) The Board of Management may appoint such standing committees as it may deem necessary to further the objects of the Association and to facilitate its work. Such committees may include persons who are not members of the Association. The officers of the Association shall be ex- officio members of each such committee.

- (9) The Board of Management may call on a financial member or a representative of a financial corporate member to convene a Standing Committee on any matter in accord with the stated objects of the Association.
- (10) Since the Chairman of each Standing Committee is a member of the Board of Management that person must be a financial member of the Association or a representative of a financial Corporate Member of the Association.
- (11) All standing Committees shall be bound by the Rules of the Association and the declared policy and opinion of the Association.
- (12) Each Standing Committee may make recommendations to the Board of Management on questions on suggested policy within their terms of reference and shall be bound by the decision of the Board of Management on those recommendations.
- (13) Copies of the minutes of all meetings of all Standing Committees shall be tabled and form part of the record of business before the Board of Management.
- (14) Each Standing Committee shall report regularly to the Board of Management and through the Board of Management to the members of the Association
- (15) Before establishing Standing Committees the Board of Management shall commit to writing the terms of reference of the proposed Standing Committee which shall include, without limiting their content, the scope and the financial structure of the proposed Standing Committee.
- (16) Unless otherwise stated in the terms of reference the Standing Committee shall operate along similar procedural lines to those outlined herein relation to the Board of Management.
- (17) The Chairman of each Standing Committee shall be a member of the Board of Management and shall not be entitled to vote.

20. Removal of committee member

- (1) The Association, through a special general meeting of members, may remove any committee member before the member's term of office ends.
- (2) If a vacancy arises through removal under subclause (1), an election must be held to fill the vacancy.

PART 5

ANNUAL GENERAL MEETING OR SPECIAL GENERAL MEETING

21.

- (1) The Annual General Meeting shall be held within five months of the close of the financial year.
- (2) The business to be transacted at every Annual General Meeting shall be –
 - (a) the receiving of the Board of Management report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting property of the Association for the preceding financial year;
 - (b) the receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - (c) the election of members of the Board of Management; and
 - (d) the appointment of the auditor for the next year.

22. The Secretary shall convene a Special General Meeting-
- (a) when directed to do so by the Board of Management; or
 - (b) on a written requisition in writing by 3 members on condition that the number is equal to 10% of members. Such requisitions shall clearly state the reasons why such a special general meeting is being convened and the nature of the business to be transacted thereat; or
 - (c) on being given notice in writing of an intention to appeal against the decision of the Board of Management to reject an application for membership or to terminate the membership of any person.
23. (1) At any General Meeting 10% of members present in person constitutes a quorum.
- (2) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of the Rules a “member” includes a person attending as a proxy or as representing a corporation which is a member.
- (3) If within half an hour, from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Board of Management or the Association shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Board of Management may determine, and if at the adjourned meeting a quorum is not present, within half an hour from the time appointed for the meeting, the members present shall be quorum.
- (4) The Chairman may, with the consent of any meeting at which the quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting, other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of adjournment or of the business to be transacted at an adjourned meeting.

NOTICE OF MEETINGS AND SPECIAL RESOLUTIONS

24. (1) The Secretary shall convene all General Meetings, Annual General Meetings and Board of Management of the Association by giving not less than 14 days notice of such a meeting and not less than 21 days notice of a Special Meeting to the members of the Association
- (2) The notice must specify –
- (a) when and where the meeting is to be held; and
 - (b) the particulars of and the order in which business is to be transacted.
- (3) Notice of a General Meeting shall clearly state the nature of the business to be discussed.
- (4) The Secretary must give a notice under this Part by –
- (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members.
- (5) If a notice is sent by post under subclause (4)(b), sending of the notice is taken to have been properly effected if the notice is addressed and posted to the member by ordinary prepaid mail.

PART 6

GRIEVANCE AND DISPUTES

25. Grievance and disputes procedures

- (1) This clause applies to disputes between –
 - (a) a member and another member; or
 - (b) a member and the Committee.
- (2) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) for a dispute between a member and another member – a person appointed by the Committee; or
 - (ii) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 7

VOTING RIGHTS

26. Unless otherwise provided by the Constitution, at every general meeting –

- (1) The President shall preside as Chairman, or if there is no President, or if the President is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice President shall be Chairman or if that Vice President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting;
- (2) The Chairman shall maintain order and conduct the meeting in a proper and orderly manner;

- (3) Every question, matter or resolution shall be decided by a majority of votes of the members present;
- (4) Every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote at any General Meeting, provided that no member shall be entitled to vote at any General Meeting if their annual subscription is more than one month in arrears at the date of the meeting;
- (5) Voting shall be by show of hands or a division of members but a secret ballot may be held if demanded by not less than one fifth of the members present. The Chairman shall appoint two members to conduct the secret ballot in such a manner as the Chairman shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.
- (6) A member may vote in person or by proxy or by attorney. On a show of hands every person present who is a member or representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;
- (7) The instrument appointing a proxy shall be in writing in the common or usual form under the hand of the appointer or his/her attorney, duly authorised in writing or, if the appointer is a corporation, either under the seal or under the hand of an office or attorney duly authorised. A proxy must be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;
- (8) Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit;-

**“UNITED NATIONS ASSOCIATION OF AUSTRALIA NORTHERN TERRITORY
(UNAANT) Inc:**

I, _____ of _____
being a member of the above named Association, hereby appoint
_____ of _____
as my proxy to vote for me on my behalf at the (Annual) General Meeting of the Association
to be held on the _____ day of _____ 2_____
 day month year
and at any adjournment thereof.

Signed this _____ day of _____ 2 _____ Signature _____

This form is to be used *in favour of or * against the resolution

**Strike out what is not desired. (unless otherwise instructed the proxy may vote as they think fit)”;*

- (9) The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- (10) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board of Management meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial

member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes the minutes of every Board of Management meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Board of Management meeting verifying their accuracy. Similarly the minutes of every General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.

PART 8

FINANCIAL YEAR

27. The financial year of the Association is the period beginning on 1 July in each year and ending on 30 June the next following year.

FINANCIAL MANAGEMENT

28.

- (1) The funds of the Association shall be kept in the name of the Association in such a bank or other financial institution as the Board of Management may from time to time direct providing that the funds are kept in authorised trustee investments.
- (2) Records and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and the particulars according to the accounting standards demanded by the Associations Act .
- (3) All moneys shall be banked as soon as practicable after receipt thereof.
- (4) All amounts of twenty dollars or over shall be paid by cheque signed by any two of the President, Secretary, Treasurer or other person authorised from time to time by the Board of Management.
- (5) Cheques shall be crossed not “negotiable” except those in payment of wages, allowances or petty cash recoupmets which may be open.
- (6) The Board of Management shall determine the amount of petty cash which shall be kept on the imprest system.
- (7) All expenditure must be approved or ratified at a Board of Management meeting.
- (8) As soon as practicable after the end of the financial year the Treasurer shall prepare or arrange to prepare a statement containing particulars of –
 - (a) the income and expenditure for the financial year just ended; and
 - (b) the assets and liabilities and of all mortgages charges and securities affecting the property of the Association at the close of that year.

All such statements shall be examined by the Auditor who shall produce and present an audit report to the Secretary prior to the holding of the Annual General Meeting that follows the financial year in respect of which such audit was made.

- (9) Financial benefits derived from the income and property of the Association shall be used and applied solely in promoting the goals of the UNAANT consistent with the objects of the Association and in the exercise of its powers as set out herein. No portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association or to any other person. Any remuneration owing to any officers or members of the Association or to any other person in return for any services actually rendered to the Association or repayment

to any member for out of pocket expenses or for goods hired by the Association shall be referred to the Board of Management for approval.

PART 9

BY LAWS

29. The Board of Management may from time to time make, amend or repeal by-laws, not inconsistent with the Constitution, for the internal management of the Association and any by-laws may be set aside by a General Meeting of members.
30. By laws and regulations shall be determined by those detailed in the Associations Regulations.

ALTERATION OF RULES

31. Subject to the provisions of the Association Act, the Constitution may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting, Provided that no such amendment, rescission or addition runs contrary to the conditions established by the NORTHERN TERRITORY Associations Act.

DISSOLUTION

32. The Association shall be dissolved:-
- (a) if the membership is less than five persons; or
 - (b) if a resolution to that effect is carried by a vote of a three fourths majority of the financial members present at a Special General Meeting convened to consider the question.

The property and other assets of the Association remaining after the payment of all expenses and other liabilities shall be handed over to some other organisation or organisations (having similar objectives or in part similar objectives) gifts to which are allowable deductions under the provisions of the Section 78(1) (a) of the Income Tax Assessment Act as the majority of members present at such General Meeting by resolution shall decide.

PUBLIC LIABILITY

33. The UNAANT and all other State and Territory Branches shall be covered by the UNAA national framework insurance: 35 Barrallier Street, Griffith, ACT 2603 through GIO Business Insurance, policy number: SB22335048 issued on 12/05/2006

AUTHORITY TO USE THE NAME OF THE UNITED NATIONS ASSOCIATION OF AUSTRALIA \\ NORTHERN TERRITORY (UNAANT) Inc.

34. No member or employee or consultant or agent of the Association and no Standing Committee or employee or consultant or agent of a Standing Committee shall:-
- (i) use or purport to authorize the use of the name of the Association in making public statements without the authority of the Board of Management
 - (ii) use or purport to authorize the use of the name of the Association on any publication without the authority of the Board of Management
 - (iii) no member shall represent or purport to represent the Association without the authorisation of the Board of Management.

BRANCHES

35. Any number of individuals exceeding five (5) may apply to the Board of Management to form a Branch of the Association by submitting a completed application form giving the particulars required as are determined from time to time by the Board of Management. The Board of Management may refuse or approve the establishment of a Branch upon such terms and conditions as the Board of Management thinks fit. The Branch will be governed by the Rules of the Association.
36. Upon the formation of the Branch, the Branch shall be entitled to appoint one representative for each Branch to the Board of Management who shall not be entitled to vote.
37. The members of the Branch shall also be members of the Association.
38. The Branch Board of Management shall consist of persons all of whom shall be elected at the Branch Annual General Meeting.
39. The Board of Management of the Association may delegate to the Branch Board of Management specific powers to be exercised upon such terms and conditions as the Board of Management of the Association may in its resolution set out.
40. In the application of the Rules to the Branch the term "Association" shall mean "Branch" the term "Board of Management" shall mean Branch Board of Management, the terms President, Vice President, Immediate Past President Treasurer and Secretary" shall mean "Branch President, Branch Vice President, Branch Immediate Past President, Branch Treasurer and Branch Secretary" respectively and " Auditor" shall mean Branch Auditor.
41. All activities, functions, elections, administration, and financial management shall be bound by the Policy of the Association and by the conditions established by the NORTHERN TERRITORY of Australia Associations Act.

MISCELLANEOUS DOCUMENTS

42. The Board of Management shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

COMMON SEAL

43. The Board of Management shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Board of Management and every instrument to which the seal is affixed shall be signed by a member of the Board of Management and shall be countersigned by the Secretary or by a second member of the Board of Management or by some other person appointed by the Board of Management for the purpose.