

# Bus Preservation Association of South Australia

## CONSTITUTION

### 1. NAME

The name of the incorporated Association is Bus Preservation Association of South Australia referred to herein as “the Association”.

The Association is bound by the Associations Incorporation Act 1985.

The rules of the Association shall be referred to herein as “the Constitution”.

### 2. DEFINITIONS

- 2.1 “public transport” means public and commercial urban travel and logistics.
- 2.2 “commercial vehicles” means any vehicle used for the purpose of non-private travel.
- 2.3 “the Act” refers to the Associations Incorporation Act 1985, as amended.
- 2.4 “the Committee” refers to the elected Committee of the Bus Preservation Association of South Australia.
- 2.5 “General Meeting” shall be any regular meeting of the Association officially scheduled to occur in the current financial year.
- 2.6 “Annual General Meeting” shall be a meeting of Members held annually for the purposes of receiving and considering the Association’s financial statements and reports required by the Act, the election of Office Bearers and ordinary Committee members, and dealing with any other business of which notice has been given.
- 2.7 “AGM” refers to the Annual General Meeting of the Bus Preservation Association of South Australia.
- 2.8 “Special General Meeting” shall be a meeting called specifically for all Members to attend and deal with a particular matter.
- 2.9 Subject to the Act, a “Member” is a natural person who has paid the subscription for membership of the Association for the current financial year.
- 2.10 “Office Bearer” refers to each Committee Member responsible for specific tasks on behalf of the Association.
- 2.11 A “quorum” shall be defined as twenty-five percent (25%) plus one (1) of paid-up Members for General Meetings, Special General Meetings and Annual General Meetings.
- 2.12 “communicated in writing” shall mean either by post or by email to the relevant address of the Member.

### **3. OBJECTIVES**

The objectives of the Association are:

- 3.1 to promote the preservation of public transport and commercial vehicles and associated artefacts and records that are relevant to South Australia;
- 3.2 to conduct events for enthusiasts and Members that celebrate public transport;
- 3.3 to develop and grow the Association and the preservation movement in South Australia by any means appropriate.

### **4. POWERS**

- 4.1 The Association shall have all the powers conferred by section 25 of the Act, including the power to
  - 4.1.1 arrange for and maintain insurance that covers all assets held by the Association and Members' private assets when being used for the purposes of the Association;
  - 4.1.2 do such other acts as are, or may appear to the Association to be, incidental or conducive to the attainment of the above aims and objectives, or any aims and objectives of like or similar nature; and
  - 4.1.3 acquire or purchase assets or receive assets by donation, manage such assets, including disposal when necessary, under the supervision of the Treasurer.

### **5. MEMBERSHIP**

- 5.1 Membership of the Association is subject to the rights and liabilities of members as specified in section 21 of the Act.
- 5.2 Any person who supports the objectives of the Association and who applies for membership of the Association shall be proposed by one Member and seconded by another Member at a General Meeting. The application for membership shall be made using a membership form, signed by the applicant, the proposer and the seconder. Upon acceptance by the Committee and upon payment of the first annual subscription or pro rata thereof, the applicant shall become a Member of the Association.
- 5.3 Subscriptions
  - 5.3.1 The subscription fee for membership shall be such sum (if any) as the Members shall determine from time to time at an Annual General Meeting.
  - 5.3.2 The subscription fees shall be payable annually on the first of July of each new financial year or at a time that the Committee determines.

5.3.3 Any member whose subscription is outstanding for more than three (3) months after the due date for payment shall cease to be a Member of the Association, provided always that the Committee may reinstate such a person's membership on such terms as it thinks fit.

#### 5.4 Resignations

A Member may resign from membership of the Association by giving written notice to the Secretary or Public Officer of the Association. Any resigning Member shall be liable for any outstanding subscriptions which may be recovered as a debt due to the Association.

#### 5.5 Expulsion of a Member

5.5.1 Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member upon a charge of misconduct detrimental to the interests of the Association, and/or a charge of an offence against the Act (section 58A).

5.5.2 Particulars of the charge shall be communicated in writing by the Secretary on behalf of the Committee to the Member at least one calendar (1) month prior to the Committee Meeting at which the matter will be determined. The Member will be invited to attend that Committee meeting or provide a written explanation, whichever suits the Member.

5.5.3 The determination, with reasons, reached at that Committee Meeting shall be communicated to the Member in writing within seven (7) days.

(a) If the charges were not proven the matter will be considered closed.

(b) In the event of an adverse determination the Member shall, subject to 5.5.4 below, cease to be a Member fourteen (14) days after the Committee has communicated its determination to the Member.

5.5.4 It shall be open to the Member to appeal the expulsion to the Association. The intention to appeal shall be communicated in writing by the Member to the Secretary or Public Officer of the Association within fourteen (14) days after the determination of the Committee has been communicated to the Member. The appeal shall be presented to the next General Meeting.

5.5.5 In the event of an appeal under 5.5.4 above,

(a) the appellant's Membership of the Association shall not be terminated unless the determination of the Committee to expel the Member is upheld by the Members of the Association in General Meeting after the appellant has been heard by the Members of the Association, and, in such event,

Membership will be terminated at the date of the General Meeting at which the determination of the Committee is upheld.

- (b) If the Committee's determination to expel is not upheld at the General Meeting, the charge will be withdrawn and the matter will be considered at an end.

#### 5.6 Register of Members

A register of Members of the Association must be kept and maintained by the Secretary. It shall include:

- 5.6.1 a permanent Member Number assigned to each Member,
- 5.6.2 the name, address, email address and contact telephone number of each Member;
- 5.6.3 the date on which each Member was admitted to the Association,
- 5.6.4 the date of and reason(s) for termination of membership, if applicable.

### 6. COMMITTEE

Pursuant to section 29 of the Act, the persons who have power to administer the affairs of the Association shall constitute the Committee of the Association.

#### 6.1 Appointment

6.1.1 The Committee shall comprise the following Members:

- President
- Vice-President
- Treasurer/Asset Manager
- Secretary
- Public Officer
- General Committee Member
- General Committee Member
- General Committee Member

6.1.2 Where section 30 of the Act applies to a Member, that person shall not be eligible to be appointed to the Committee.

6.1.3 To not have a Public Officer for more than one (1) month is a breach of the Act. It is the responsibility of the Association to ensure it is compliant with the Act or it will incur penalties.

6.1.4 The first Committee of the Association shall be appointed from the organisers of the Association, or be comprised of such persons as hold office prior to incorporation. The first Committee shall hold office until the first AGM after incorporation at which an election shall be held to determine the new Committee.

6.1.5 All Committee positions shall be subject to re-election at each AGM.

- 6.1.6 A retiring Committee Member shall be eligible to stand for re-election without nomination.
- 6.1.7 To be eligible to stand for election to the following year's Committee a person (other than those referred to in 6.1.2, 6.1.6 and 6.1.9) must be a current Member and has to be nominated by another Member. Such nomination will be made in writing and signed by the proposer and by the nominee, and delivered to the Secretary at least fourteen (14) days prior to the AGM.
- 6.1.8 A Notice listing all Members seeking election or re-election to the Committee shall be given to all Members of the Association by the Secretary at the same time as the Notice calling the meeting at which the election is to take place.
- 6.1.9 In the event there are no Members, retiring or proposed, standing for a particular position as described in 6.1.7 above, at the AGM, there shall be an invitation issued to those Members present, to stand, subject to their meeting the Act's regulations.
- 6.1.10 The Committee may appoint a Member to fill a casual vacancy, and such a Committee Member shall hold office until the next AGM and shall be eligible for election to the Committee without nomination.
- 6.2 Powers and Duties of the Committee
- 6.2.1 The undertakings of the Association shall be managed and controlled by the Committee which, in addition to any powers and authorities conferred by the Act or this Constitution, may exercise all such powers and do all such things as are within the objectives of the Association.  
These undertakings are not required to be done by the Association in General Meeting.
- 6.2.2 The President, on behalf of the Association, has
- (a) the management and control of the Association, including
  - (b) the calling of and running of all Meetings, and
  - (c) representing the Association at public events.
- 6.2.3 The Vice-President, on behalf of the Association, shall
- (a) assist the President where and when necessary, and
  - (b) assume the duties and responsibilities of the President when that person is not available.
- 6.2.4 While the Association's financial affairs are the responsibility of all Committee Members, the Treasurer shall, on behalf of the Association and the Committee

- (a) manage and control the financial affairs of the Association including its funds and all property;
  - (b) referring to 4.1.3 above, supervise the acquisition, purchase, and receipt of assets, including disposal when necessary; and
  - (c) report on the financial affairs, funds and property of the Association to the Members at General Meetings and Annual General Meetings, in accordance with the Act.
- 6.2.5 The Secretary, on behalf of the Association, shall perform the following management and control functions
- (a) the issue of all notices to Members, including those regarding General Meetings, Special Meetings, Committee Meetings, and Annual General Meetings;
  - (b) the maintenance of all records of the Association, including the Register of Members;
  - (c) the Seal;
  - (d) all general correspondence;
  - (e) all Minutes of General Meetings, Special Meetings, Committee Meetings, and Annual General Meetings; and
  - (f) any other matters relating to the business of the Committee.
  - (g) Report on the secretarial matters of the Association to General Meetings and Annual General meetings, as appropriate.
  - (h) Keep minutes of meetings in written or electronic form. If records and minutes are kept in electronic form, they must be able to be converted to paper copy.
  - (i) If a person is entitled to inspect the records and documents of the Association, a paper copy of the records and documents must be made available within a reasonable time.
- 6.2.6 The Committee shall appoint a Public Officer as required by the Act. The Public Officer shall
- (a) be over 18 years old and be a resident of South Australia;
  - (b) be the central contact person for the general public and Consumer and Business Services (CBS) of the Government of South Australia;
  - (c) be responsible for the lodgement of all documents on behalf of the Association with CBS; and
  - (d) register his or her residential address and postal address with the CBS, and any future changes of such residential or postal address.

- 6.2.7 While the three General Committee Members do not hold special positions, they shall
- (a) assist the office bearers of the Committee where and when necessary, and
  - (b) when requested by an office bearer, assume the duties of an office bearer while that person is not available.

6.2.8 The Committee shall have authority to interpret the meaning of the Act and this Constitution and any other matter relating to the matters of the Association on which this Constitution does not specify.

### 6.3 Proceedings of Committee

- 6.3.1 The quorum for a meeting of the Committee shall be one (1) half of the Members of the Committee plus one (1).
- 6.3.2 The Committee shall meet together for the dispatch of business at least once every three (3) months.
- 6.3.3 Matters requiring a decision arising at any meeting of the Committee shall be decided by a majority of votes and, in the event of a hung vote, the Chair shall have the casting vote.
- 6.3.4 A Member of the Committee having a direct or indirect financial interest in a contract or proposed contract with the Association must disclose the nature and extent of that interest to the Committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The Member of the Committee must disclose the nature and extent of his or her interest in the contract at the next Annual General Meeting of the Association.

### 6.4 Disqualification of Committee Members

The office of a Committee Member shall become vacant if a Committee Member is:

- 6.4.1 disqualified from being a Committee Member by the Act;
- 6.4.2 expelled as a Member under this Constitution;
- 6.4.3 permanently incapacitated by ill health; or
- 6.4.4 absent without apology from more than four (4) meetings in a financial year.

### 6.5 Appointment of Proxies

- 6.5.1 As required by the Act, the instrument appointing a proxy shall be in a form as agreed upon by the Committee.
- 6.5.2 The instrument appointing a proxy shall be in writing under the hand of the appointer.

- 6.5.3 The proxy must be a Member of the Association.
- 6.5.4 The completed instrument appointing a proxy shall be handed to the Secretary before the time appointed for the holding of a meeting at which the person named in the proxy proposes to vote.

## **7. THE SEAL**

- 7.1 The Common Seal shall be held by the Secretary.
- 7.2 The Common Seal shall not be used without the express authorisation of the Committee.
- 7.3 Every use of the Common Seal shall be witnessed by the President and the Secretary.

## **8. MEETINGS**

- 8.1 Annual General Meetings
  - 8.1.1 The Committee shall call an Annual General Meeting (“AGM”) in accordance with section 39 of the Act and this Constitution.
  - 8.1.2 The first AGM shall be held within eighteen (18) months after incorporation of the Association, and thereafter within five (5) months after the end of each financial year.
  - 8.1.3 Notice of an Annual General Meeting shall be given to Members at least twenty-one (21) days prior to the date of the meeting.
  - 8.1.4 No Annual General Meeting shall commence until a quorum of Members is present and either the President or Vice-President is present and able to be Chair.
  - 8.1.5 If within thirty (30) minutes after the time appointed for the Annual General Meeting a quorum of Members is not present, the Meeting shall stand adjourned to a date and time to be fixed by the Committee. This date shall be not more than one (1) month hence from the date of the adjourned Meeting and, to comply with the Act, within five (5) months after the end of the relevant financial year.
  - 8.1.6 Subject to 8.1.7 below, the President shall preside as Chair at an Annual General Meeting of the Association.
  - 8.1.7 If the President is not present within five (5) minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the Chair, the Vice-President shall preside over the Annual General Meeting. In the event neither person is available, the Meeting shall stand adjourned pursuant to 8.1.5 above.



## 8.2 Proceedings at Annual General Meetings

- 8.2.1 The Chair shall call the AGM to order and invite the Secretary to read out the Minutes of the previous AGM and all other Special General Meetings held since the previous AGM, for approval by the Members present to confirm them as a true record.
- 8.2.2 The Chair shall read out the President's Annual Report for the past year, for confirmation thereof by all Members present as a true record.
- 8.2.3 The Treasurer shall submit and explain a report of the accounts for the current financial year in accordance with the Act, for confirmation thereof by all Members present as a true record.
- 8.2.4 The Secretary shall read out the Secretary's Annual Report for the past year, for confirmation thereof by all Members present as a true record.
- 8.2.5 The Public Officer shall read out the Public Officer's Annual Report for the past year, for confirmation thereof by all Members present as a true record.
- 8.2.6 The Chair shall then declare all Committee positions open, and call upon a non-Committee Member to take control of the election process for the position of President of the Association for the forthcoming year.
- 8.2.7 Once elected, the newly-appointed President shall preside over the election process for the rest of the Committee Members for the forthcoming year.
- 8.2.8 The Chair shall open discussion on whether to confirm or vary annual subscriptions.
- 8.2.9 Any Other Business requiring consideration by the Association in the AGM.

## 8.3 Voting at Annual General Meetings

- 8.3.1 Each member of the Association has only one (1) vote at an Annual General Meeting.
- 8.3.2 Members may not vote by proxy at Annual General Meetings.
- 8.3.3 If the result of a vote is disputed, a poll may be demanded by Members to resolve the dispute. The poll shall be conducted in accordance with this Constitution.

- 8.3.4 In such cases, a poll will be required if demanded by at least five (5) Members present at the Meeting.

#### 8.4 Special General Meetings

- 8.4.1 The Committee may call a Special General Meeting of the Association at any time.
- 8.4.2 Upon a requisition in writing by not less than 5% of Members of the Association, the Committee shall, within one (1) month of the receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.
- 8.4.3 Every requisition for a Special General Meeting shall be signed by the relevant Members and shall state the purpose of the meeting.
- 8.4.4 If a Special General Meeting is not convened within one (1) month, as required by 8.4.2 above, the requisitionists, or at least 50% of their number, may convene a Special General Meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitionists are supplied free of charge with particulars of the Members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association.
- 8.4.5 Notice of a Special General Meeting shall be given at least twenty-one (21) days prior to the date of the meeting.
- 8.4.6 No Special General Meeting shall commence until a quorum of Members is present and either the President or Vice-President is present and able to be Chair.
- 8.4.7 If within thirty (30) minutes after the time appointed for the Special General Meeting a quorum of Members is not present, a meeting convened upon the requisition of Members shall lapse.
- 8.4.8 If, for any Special General Meeting convened other than upon the requisition of Members, within thirty (30) minutes after the time appointed for the Special General Meeting a quorum of Members is not present, the Meeting shall stand adjourned to a date and time to be fixed by the Committee. This date shall be not more than one (1) month hence from the date of the adjourned Meeting.
- 8.4.9 Subject to 8.4.10 below, the President shall preside as Chair at a Special General Meeting of the Association.
- 8.4.10 If the President is not present within five (5) minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the Chair, the Vice-President shall preside over the Special General Meeting. In the event neither person is available, the Meeting shall stand adjourned to a date

not more than one (1) month hence from the date of the adjourned Meeting.

#### 8.5 Proceedings at Special General Meetings

- 8.5.1 The Chair shall call the Special General Meeting to order and explain the purpose of the Meeting.
- 8.5.2 The resolutions(s) will be put to the Meeting and opened for general discussion.
- 8.5.3 Motions(s) will be dealt with according to accepted normal meetings procedures.

#### 8.6 Voting at Special General Meetings

- 8.6.1 Special resolutions are required to be passed by at least three-quarters (75%) majority of the valid votes cast at the meeting.
- 8.6.2 Each member of the Association has only one (1) vote at a Special General Meeting.
- 8.6.3 Members may not vote by proxy at Special General Meetings.
- 8.6.4 If the result of a vote is disputed, a poll may be demanded by Members to resolve the dispute. The poll shall be conducted in accordance with this Constitution.
- 8.6.5 In such cases, a poll will be required if demanded by at least five (5) Members present at the Meeting.

#### 8.7 General Meetings

- 8.7.1 General Meetings shall be held within one (1) month after each Committee Meeting.
- 8.7.2 Subject to 8.7.3 below, at least fourteen (14) days' notice of any General Meeting shall be given to Members. The notice shall set out where and when the meeting will be held, and include the Agenda.
- 8.7.3 Notice of a General Meeting at which a special resolution is to be proposed shall be given at least twenty-one (21) days prior to the date of the meeting. The notice shall set out where and when the meeting will be held, and include the Agenda.
- 8.7.4 No General Meeting shall commence until a quorum of Members is present and either the President or Vice-President is present and able to be Chair.
- 8.7.5 If within thirty (30) minutes after the time appointed for the General Meeting a quorum of Members is not present, the Meeting shall stand adjourned to a date and time to be fixed by the Committee. This date shall be not more than one (1) month hence from the date of the adjourned Meeting.

- 8.7.6 Subject to 8.7.7 below, the President shall preside as Chair at a Special General Meeting of the Association.
- 8.7.7 If the President is not present within five (5) minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the Chair, the Vice-President shall preside over the General Meeting. If the Vice-President is unavailable, the meeting shall stand adjourned pursuant to 8.7.5 above.

## 8.8 Proceedings at General Meetings

- 8.8.1 The Chair shall call the General Meeting to order and invite the Secretary to read out the Minutes of the previous General Meeting.
- 8.8.2 The Secretary shall read out the Minutes of the previous General Meeting for approval by the Members present to confirm them as a true record.
- 8.8.3 The Chair shall read out the President's Report.
- 8.8.4 the Treasurer shall submit a report of the accounts for the current period for confirmation by all Members present as a true record.
- 8.8.5 All Agenda items will then be dealt with, followed by
- 8.8.6 Any Other Business requiring consideration.

## 8.9 Voting at General Meetings

- 8.9.1 Each member of the Association has only one (1) vote at a General Meeting.
- 8.9.2 Members may vote by proxy at General Meetings.
- 8.9.3 Where there are proxy votes for a motion, that motion will be decided by a poll of Members present and proxies. The poll shall be conducted in accordance with this Constitution.
- 8.9.4 Motions are required to be passed by a majority of Members who vote in person and Members who vote by proxy.
- 8.9.5 If the result of a vote is disputed, a poll may be demanded by those Members present to resolve the dispute.
- 8.9.6 In such cases, a poll will be required if demanded by at least five (5) Members present at the Meeting. The poll shall be conducted in accordance with section 8.11 of this Constitution.
- 8.9.7 In the case of an equal number of votes, the Chair shall have the casting vote.

## 8.10 Notices for all Meetings

8.10.1 A notice of a meeting shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.

8.10.2 A notice may be given by the Committee to any Member by serving the Member with a notice personally, or by sending it by post or email to the relevant address appearing in the Register of Members.

8.10.3 Where a Notice is sent by post or email:

- (a) The service is effected by properly addressing, prepaying and posting a letter or packet containing the notice, and
- (b) unless the contrary is proved, service will be taken to have been effected at the time at which the letter or packet would be delivered in the ordinary course of post, or
- (c) where the notice is sent by email, service will be taken to have been effected at the time of transmission.

## 8.11 Polls at Meetings

8.11.1 If the result of a vote on a motion is disputed, a poll may be demanded by Members to resolve the dispute.

8.11.2 In such cases, a poll will be required if demanded by at least five (5) Members present at the meeting.

8.11.3 A poll will be conducted by Members individually recording their votes in writing.

8.11.4 A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

8.11.5 The Chair will appoint one Member, not being a Committee Member, (as the Vote Counter), to collect and count the votes and another non-Committee Member (as the Scrutineer), to scrutinise the collection and counting of the votes.

8.11.6 The result of the poll will be declared to the meeting when the Vote Counter and the Scrutineer have agreed on the result.

8.11.7 In the event of the Vote Counter and the Scrutineer being unable to reach agreement, the voting papers will be destroyed and a new poll taken.

## 8.12 Special and Ordinary Resolutions

8.12.1 A special resolution as defined in section 3 of the Act.

8.12.2 An ordinary resolution is a resolution passed by a simple majority at a General Meeting.

### 8.13 Proxies

A Member shall be able to appoint in writing a natural person who is also a Member of the Association to be their proxy, and attend and vote at any General Meeting of the Association.

## 9. MINUTES

- 9.1 Written, accurate minutes of all proceedings of General Meetings of the Association and of meetings of the Committee, shall be entered within one (1) month after the relevant meeting in minute books kept for the purpose.
- 9.2 The minutes kept pursuant to this Constitution must be confirmed by the Members of the Association or the Members of the Committee (as relevant) at a subsequent meeting.
- 9.3 The minutes kept pursuant to this Constitution shall be signed by the Chair of the meeting at which the proceedings took place or by the Chair of the next succeeding meeting at which the minutes are confirmed.
- 9.4 Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

## 10. DISPUTES

Pursuant to section 40 of the Act, the rules of natural justice shall be applied in relation to adjudication by the Committee of any dispute between the Association's Members or between the Committee and the Association's Members.

## 11. FINANCIAL REPORTING

### 11.1 Financial Year

The financial year for the Association will run from the 1<sup>st</sup> July to the 30<sup>th</sup> June each year.

### 11.2 Accounts to be kept by the Treasurer

The Association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association in accordance with the Act.

### 11.3 Transparency to Members

All accounts should be made available to the Membership prior to the AGM.

## **12. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS**

The income and capital of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to Members or their associates except as bona fide remuneration of a Member for services rendered or expenses incurred on behalf of the Association.

## **13. WINDING UP**

This Association may be wound up in the manner provided for in the Act.

## **14. APPLICATION OF SURPLUS ASSETS**

- 14.1 If after winding up the Association there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objectives and has rules which prohibit the distribution of its assets and income to its members. The Association may determine to distribute surplus assets to nominated charities.
- 14.2 In the event that any endorsement of the Association as a deductible gift recipient from the ATO is revoked, any assets attributable to gifts received under the endorsement as a deductible gift recipient after payment of any liabilities attributable to it, shall be distributed to an organisation as described in 14.1 above
- 14.3 Such organisation or organisations shall be able to accept income tax-deductible gifts and shall be identified and determined by a resolution of Members at General Meeting.

## **15. CONSTITUTION**

This Constitution may be altered (including an alteration to the Association's name) by special resolution of the Members of the Association. This includes rescission or replacement by a substitute Constitution. The alteration shall be registered with Consumer and Business Services, Corporate Affairs Commission, as required by the Act.

The registered Constitution shall bind the Association and every Member to the same extent as if they have respectively signed and sealed them and agreed to be bound by all of the provisions thereof.

**Joseph Brettig**  
**Public Officer**

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