

HIV/AIDS LEGAL CENTRE INCORPORATED

RULES

PART 1: NAME AND OBJECTS

1. Name

1.1 The name of the Association shall be the HIV/AIDS Legal Centre Incorporated.

2. Statement of Objects

The objects of the Association are:

- (a) within the operational guidelines of the Association, to provide free legal advice, assistance and representation to anyone with an HIV related legal problem;
- (b) to operate as a not for profit community legal centre specialising in HIV related legal matters and (where resources allow) to carry out community education and law reform projects in areas relating to HIV/AIDS;
- (c) to provide legal training, education and experience to employees and volunteers;
- (d) building on the skills and expertise developed by the Association in relation to HIV related legal problems, to extend the operations of the Association into other specific, related areas such as Hepatitis C related legal problems;
- (e) to work with other appropriate organisations to achieve the above objectives.

PART 2: MEMBERSHIP

3. Membership Qualifications

3.1 A person is qualified to be a member of the Association if:

- (a) the person was a member of the Association immediately prior to the commencement of these rules and, at no subsequent time, has ceased to be a member of the Association; or
- (b) the person is a natural person who:
 - (i) has applied for membership of the Association as provided by rule 4; and
 - (ii) has been approved for membership of the Association by the Committee.

4. Application for Membership

4.1 An application for membership of the Association:

- (a) must be made by the person applying for membership in writing in the form set out in Appendix 1 to these rules (or in such other form as the Committee may determine); and
- (b) must be accompanied by any amounts payable under rule 9 which includes any entrance fee or annual subscription; and
- (c) must be lodged with the secretary.

4.2 As soon as practicable after receiving an application for membership, the secretary must refer the application to the Committee, which is to determine whether to approve or to reject the application.

- 4.3 If the Committee determines to approve an application for membership, the secretary must, as soon as practicable after that determination:
- (a) notify the applicant that his or her application has been approved; and
 - (b) enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the Association.
- 4.4 If the Committee determines to reject an application for membership, the secretary must, as soon as practicable after that determination:
- (a) notify the applicant that his or her application has been rejected; and
 - (b) return or refund to the applicant any amounts of money that accompanied the application.

5. Cessation of Membership

- 5.1 A person ceases to be a member of the Association if the person:
- (a) dies; or
 - (b) resigns their membership; or
 - (c) is expelled from the Association.

6. Membership Entitlements Not Transferable

- 6.1 A right, privilege or obligation which a person has by reason of being a member of the Association:
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates on cessation of the person's membership.

7. Resignation of Membership

- 7.1 A member may resign their membership of the Association by giving written notice to the secretary.
- 7.2 Where a member fails to pay any annual subscription and the annual subscription remains outstanding and unpaid for a period in excess of 3 months, then the member will be deemed to have resigned their membership of the Association.
- 7.3 If a member of the Association ceases to be a member under rule 7.1 or 7.2, and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

8. Register of Members

- 8.1 The secretary must establish and maintain a register of members of the Association specifying the name and address of each person who is a member of the Association together with the date on which the person became a member.
- 8.2 The register of members must be kept at the principal place of administration of the Association and must be open for inspection, free of charge, by any member of the Association at any reasonable hour.

9. Fees and Subscriptions

- 9.1 Subject to these rules, the Committee may determine the amount of and the manner in which any fees or subscriptions are to be paid.

10. Member's Liabilities

- 10.1 A member's liability to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to any amount unpaid by the member in respect of membership of the Association as required by rule 9.

11. Resolution of Internal Disputes

- 11.1 The mechanism for the resolution of disputes between members (in their capacity as members), and disputes between members and the Association shall be determined by the Committee.

12. Disciplining of Members

- 12.1 A member may lodge a complaint, in writing with the secretary, that some other member has:
- (a) persistently refused or neglected to comply with a provision or provisions of these rules: or
 - (b) persistently and wilfully acted in a manner prejudicial to the interests of the Association.

- 12.2 On receiving such a complaint, the Committee must:
- (a) cause notice of the complaint to be served on the member concerned; and
 - (b) give the member at least 14 days from the time the notice is served to make submissions to the Committee in connection with the complaint; and
 - (c) take into consideration any submissions made by the member in connection with the complaint.

- 12.3 The Committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

- 12.4 If the Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under rule 13.

- 12.5 The expulsion or suspension does not take effect:
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - (b) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under rule 13.4.

13. Right of Appeal of Disciplined Member

- 13.1 A member may appeal to a general meeting of the Association against a resolution of the Committee under rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 13.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 13.3 On receipt of a notice from a member under rule 13.1, the secretary must notify the Committee which is to convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.

- 13.4 At a general meeting of the Association convened under rule 13.3:
- (a) no business other than the question of the appeal is to be transacted; and
 - (b) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 13.5 If at the general meeting, the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3: THE COMMITTEE

14. Powers of the Committee

- 14.1 Subject to the Act, the Regulation, these rules and to any resolution passed by the Association in general meeting, the Committee:
- (a) is to control and manage the affairs of the Association; and
 - (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a general meeting of members; and
 - (c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

15. Constitution and Membership

- 15.1 The Committee is to consist of:
- (a) the elected members; and
 - (b) the members appointed to the Committee by operation of rule 15.6.
- 15.2 The elected members of the Committee are to be:
- (a) the office-bearers of the Association; and
 - (b) 3 ordinary members, each of whom is to be elected at the annual general meeting of the Association under rule 16.
- 15.3 The office-bearers of the Association are to be:
- (a) the president; and
 - (b) the treasurer; and
 - (c) the secretary.
- 15.4 Each elected member of the Committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's election but is eligible for re-election.
- 15.5 In the event of a casual vacancy occurring in the elected membership of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
- 15.6 The following persons are appointed, by the operation of these rules, as members of the Committee:
- (a) the person who is for the time being employed or appointed as the Principal Solicitor of the Association; and
 - (b) the person who is for the time being employed or appointed as the Coordinator of the Association; and

- (c) the person, who is invited by the Committee to become an appointed member of the Committee, to represent the interest of people living with HIV in New South Wales.
- 15.7 A person who is a member of the Committee by the operation of rule 15.6:
 - (a) should be (but does not have to be) a member of the Association; and
 - (b) is ineligible to be an elected member of the Committee.
- 16. Election of Office-Bearers and Ordinary Members of the Committee**
- 16.1 Nominations of candidates for election as office-bearers of the Association or as ordinary members of the Committee:
 - (a) must be made in writing and include the written consent of the candidate; and
 - (b) must be delivered to the secretary at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- 16.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations for the remaining vacant positions are to be received at the annual general meeting.
- 16.3 If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- 16.4 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 16.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 16.6 The ballot for the election of office-bearers and ordinary members of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
- 17. Secretary**
- 17.1 The secretary must, as soon as practicable after being appointed as secretary, notify the Association of his or her address.
- 17.2 It is the duty of the secretary to keep minutes of:
 - (a) all appointments of office-bearers and ordinary members of the Committee;
 - (b) the names of members of the Committee present at a Committee meeting or a general meeting; and
 - (c) all proceedings at Committee meetings and general meetings.
- 17.3 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- 18. Treasurer**
- 18.1 It is the duty of the treasurer to ensure:
 - (a) that all money due to the Association is collected and received and that all payments authorised by the Association are made; and
 - (b) that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.
- 19. Casual Vacancies**

- 19.1 For the purpose of these rules, a casual vacancy in the office of an elected member of the Committee occurs if the member:
- (a) dies; or
 - (b) ceases to be a member of the Association; or
 - (c) becomes an insolvent under administration within the meaning of the Corporations Law; or
 - (d) resigns office by notice in writing given to the secretary; or
 - (e) is removed from office under rule 20; or
 - (f) becomes a mentally incapacitated person; or
 - (g) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

20. Removal of Member

- 20.1 The Association in general meeting may by resolution remove from office any elected member of the Committee before the expiration of the elected member's term of office and may by resolution appoint another member of the Association to hold office until the expiration of the term of office of the elected member so removed.
- 20.2 If an elected member of the Committee to whom a proposed resolution referred to in rule 20.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the secretary or president may send a copy of the representations to each member of the Association or, if a copy of the representations is not so sent, the member is entitled to require that the representations be read out at the general meeting at which the resolution is considered.

21. Meeting and Quorum

- 21.1 The Committee must meet at least 3 times each year at such place and time as the Committee may determine.
- 21.2 Any member of the Committee may convene an additional meeting of the Committee.
- 21.3 Oral or written notice, or notice by electronic mail, of a meeting of the Committee must be given by the secretary (or any other member of the Committee) to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- 21.4 Notice of a meeting given under rule 21.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting agree to treat as urgent business.
- 21.5 Any 3 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 21.5A A committee meeting may be held at 2 or more venues using any technology that gives each of the committee members a reasonable opportunity to participate.
- 21.6 No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the commencement of the meeting, a quorum is not present, the meeting is to stand adjourned to the same time and place of the same day in the following week.
- 21.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the commencement of the meeting, the meeting is to be dissolved.

- 21.8 At a meeting of the Committee:
- (a) the president or, in the president's absence, the secretary is to preside; or
 - (b) if the president and the secretary are absent or unwilling to act, such one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.

22. Delegation by Committee to Sub-Committee

- 22.1 The Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
- (a) this power of delegation; and
 - (b) a function which is a duty imposed on the Committee by the Act or by any other law.
- 22.2 A function the exercise of which has been delegated to a sub-Committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-Committee in accordance with the terms of the delegation.
- 22.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- 22.4 Despite any delegation under this rule, the Committee may continue to exercise any function delegated.
- 22.5 Any act or thing done or suffered by a sub-Committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- 22.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 22.7 A sub-Committee may meet and adjourn as it thinks proper.

23. Voting and Decisions

- 23.1 Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee are to be determined by a majority of the votes of the Committee or sub-Committee present at the meeting.
- 23.2 Each member present at a meeting of the Committee or of any sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 23.3 Subject to rule 21.5, the Committee may act despite any vacancy on the Committee.
- 23.4 Any act or thing done or suffered, or purporting to have been done or suffered by the Committee or by a sub-Committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.

PART 4: GENERAL MEETINGS

24. Holding of Annual General Meeting

24.1 The Association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an annual general meeting of its members.

24.2 Rule 24.1 has effect subject to any extension or permission granted by the Commissioner under section 26(3) of the Act.

25. Calling of and Business at Annual General Meeting

25.1 The annual general meeting of the Association is, subject to Act and to rule 24, to be convened on such date and at such place and time as the Committee thinks fit.

25.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting; and
- (b) to receive from the Committee reports on the activities of the Association during the last preceding financial year; and
- (c) to elect office-bearers of the Association and ordinary members of the Committee; and
- (d) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.

25.3 An annual general meeting must be specified as such in the notice convening it.

26. Calling of Special General Meeting

26.1 The Committee may, whenever it thinks fit, convene a special general meeting of the Association.

26.2 The Committee must, on the requisition in writing of at least 5 members of the Association, convene a special general meeting of the Association.

26.3 A requisition of members for a special general meeting:

- (a) must state the purpose or purposes of the meeting; and
- (b) must be signed by the members making the requisition; and
- (c) must be lodged with the secretary; and
- (d) may consist of several documents in a similar form, each signed by one more of the members making the requisition.

26.4 If the Committee fails to convene a general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

26.5 A special general meeting convened by a member or members as referred to in rule 26.4 must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any member who consequently incurs any expenses is entitled to be reimbursed by the Association for the expenses so incurred.

27. Notice

27.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post or electronic mail to each member at the member's address appearing in the register of members, a notice specifying the

- place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 27.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 21 days before the date fixed for the holding of the meeting, cause notice to be sent to each member in the manner provided in rule 27.1 specifying, in addition to what is required under rule 27.1, the intention to propose the resolution as a special resolution.
- 27.3 No business other than that specified in the notice conveying a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under rule 25.2.
- 27.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

28. Procedure

- 28.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 28.2 Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 28.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved; and
 - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 28.4 If at the adjourned meeting a quorum is not present within half after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

29. Presiding Member

- 29.1 The president or, in the president's absence, the secretary, is to preside as chairperson at each general meeting of the Association.
- 29.2 If the president and the secretary are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

30. Adjournment

- 30.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 30.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- 30.3 Except as provided in rules 30.1 and 30.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

31. Making of Decisions

- 31.1 A question arising at a general meeting of the Association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or 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.
- 31.2 At a general meeting of the Association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- 31.3 If a poll is demanded at a general meeting, the poll must be taken:
- (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs,
- and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

32. Special Resolution

- 32.1 A resolution of the Association is a special resolution:
- (a) if it is passed by a majority which comprises at least three-quarters of such members of the Association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or
 - (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

33. Voting

- 33.1 On any question arising at a general meeting of the Association a member has one vote only.
- 33.2 All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- 33.3 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 33.4 A member or proxy is not entitled to vote at any general meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid (including the amount of the annual subscription payable in respect of the then current year).

34. Appointment of Proxies

- 34.1 Each member is to be entitled to appoint another member as 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.
- 34.2 The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules (or in such other form as the Committee may determine).

PART 5: MISCELLANEOUS

35. Insurance

- 35.1 The Association must effect and maintain insurance as required by section 44 of the Act.
- 35.2 In addition to the insurance required under rule 35.1, the Association may effect and maintain other insurance.

36. Funds - Source

- 36.1 The funds of the Association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- 36.2 All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- 36.3 The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

37. Funds - Management

- 45.1 The assets and income of the Association shall be applied solely in furtherance of its objects as stated in clause 2 of these rules and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- 45.2 Subject to these rules, the funds of the Association are to be applied solely in furtherance of its objects in such manner as the Committee determines.
- 37.3 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 members of the Committee authorised to do so by the Committee.
- 37.4 If the Association is wound up or dissolved, any surplus funds or assets that remain after the satisfaction of all debts and liabilities shall be transferred to an organisation:
- (a) which has similar objects to the Association; and
 - (b) has been approved by the Commissioner of Taxation as a public benevolent institution for the purposes of any Commonwealth Taxation Act.

38. Alteration of Objects and Rules

38.1 The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

39. Common Seal

39.1 The common seal of the Association must be kept in the custody of the public officer.

39.2 The common seal of the Association must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the public officer.

40. Custody of Books

40.1 Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

41. Inspection of Books

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

42. Service of Notices on Members

42.1 For the purpose of these rules, a notice may be served by or on behalf of the Association on any member either personally or by sending it by post to the member at the member's address shown in the register of members.

42.2 If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

43. Service of Notices on Secretary

43.1 Where these rules require or provide for the service of a notice or other document on the secretary, that notice or document will be deemed to be served on the secretary if it is delivered in person to, or is received by post, facsimile transmission or electronic mail at, the principal place of administration of the Association.

44. Definitions

44.1 In these rules:
"elected member" means an office-bearer of the Association as referred to in rule 15.3 or an ordinary member of the Committee;
"ordinary member" means a member of the Committee who is not:
(a) an office-bearer of the Association as referred to in rule 15.3; or
(b) a person who is a member of the Committee by the operation of rule 15.6;
"secretary" means:
(a) the person holding office under these rules as secretary of the Association; or
(b) if no such person holds that office, the public officer of the Association;

“**special general meeting**” means a general meeting of the Association other than an annual general meeting;

“**the Act**” means the Associations Incorporation Act 1984;

“**the Regulation**” means the Associations Incorporation Regulation 1994.

44.2 In these rules:

- (a) a reference to a function includes a reference to a power, authority and duty; and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

45.1 The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

45. GIFT FUND

45.1 The Association shall establish and maintain a Gift Fund in appropriate form.

45.2 The purpose of the Gift Fund shall be to support the purposes of the Association.

45.3 All gifts received by the Association and required by law to be paid into a gift fund shall be paid into the Gift Fund of the Association.

45.4 Subject to any relevant law and to these Rules, the Committee shall control the operation of the Gift Fund.

45.5 If the Gift Fund is wound up or if the endorsement of the Association as a deductible gift recipient is revoked, any surplus assets of the Gift Fund remaining after the payment of liabilities attributable to it shall be transferred to a fund, authority or institution to which income tax deductible gifts can be made and which satisfies the requirements of Rule 37.4.

APPENDIX 1

HIV/AIDS LEGAL CENTRE INCORPORATED

APPLICATION FOR MEMBERSHIP

Name:

Address:

Phone: (home)

Phone: (work)

Phone: (mobile)

E-mail address:

Occupation:

Relevant Experience or Skills:

Membership Fee: \$5

I apply to become a member of the HIV/AIDS Legal Centre Incorporated (HALC) and, should I be admitted as a member, I agree to be bound by the rules of HALC for the time being in force. I support the aims and objectives of HALC. I enclose \$5 for my membership fees for the current financial year (to 30 June). I understand that this amount will be refunded to me if my application to become a member of HALC is unsuccessful.

Signature of applicant:

Date:

APPENDIX 2

HIV/AIDS LEGAL CENTRE INCORPORATED

FORM OF APPOINTMENT OF PROXY

I,.....
(insert full name of member appointing proxy)

of.....
(address of member appointing proxy)

being a member of the HIV/AIDS Legal Centre Incorporated (HALC)
appoint:

.....
(full name of proxy)

of.....
(address of proxy)

also being a member of HALC, as my proxy to vote for me on my behalf at
the general meeting of HALC (annual general meeting or special general
meeting as the case may be) to be held on

theday of.....20..... and at any adjournment of
that meeting.

My proxy is to vote according to the following instructions or in the absence
of any instructions at his or her discretion:

.....
(signature of member appointing proxy)

.....
(date)

Note: A proxy vote may not be given to a person who is not a member of HALC.