

**FEDERATION OF AUSTRALIAN HISTORICAL SOCIETIES (INC.)**

## **CONSTITUTION**

**Approved in accordance with the Associations Incorporation Act 1991 (ACT)**

**Date of adoption: 13 July 2020**

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## Part 1 Preliminary

### 1 Definitions

In these rules:

*Note* A definition applies except so far as the contrary intention appears (see *Legislation Act 2001*, s 155).

**Act** means the *Associations Incorporation Act 1991 (ACT)*.

**Australian historical societies** means the societies named in Rule 6 of this Constitution and any other historical societies admitted to full membership pursuant to that Rule.

**Associate member** means a member other than a Constituent approved by the Council as a non-voting member.

**Constituent** means an Australian historical society which is a member of the Federation in accordance with Rule 6 and which is not an Associate Member.

**Council** means the body described under Rule 16(1) of this Constitution.

**Delegate** means a representative of a Constituent appointed in accordance with Rule 24(1) of this Constitution.

**Executive** means the body constituted by Rule 15 of this Constitution.

**Federation** means the Federation of Australian Historical Societies.

**Financial year** means the year from 1 July to 30 June.

**Historical society** means an organization within an Australian State or Territory whose objects are broadly similar to those set out in Rule 2 of this Constitution.

**Meeting** means any annual general meeting, general meeting or Executive meeting convened in accordance with these rules, including a meeting by electronic means.

**Office bearers** shall mean the persons referred to in Rule 12.

**Ordinary Council member** means a member of the Council who is not an office-bearer of the Federation as mentioned in Rule 12.

**Regulation** means the *Associations Incorporation Regulation Act 1991 (ACT)*.

**Secretary** means the person holding office under these rules as secretary of the Federation or, if no such person holds that office, the public officer of the Federation.

**Special resolution** means a resolution that is passed by a majority of not less than three-fourths of the Constituents of the Federation who are entitled under the rules of the Federation to vote and vote in person or by proxy or postal vote or by email at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules, in particular Rules 27(2) and 37.

### 1A Application of *Legislation Act 2001*

The *Legislation Act 2001* applies to these rules in the same way as it would if they were an instrument made under the Act.

## Part 2                      The Federation

### 2            Objects of the Federation

The objects of the Federation shall be to attain the following objects on a not-for-profit basis:

- (1) to encourage the study of Australian history, the preservation and publication of historical material and, for those objects to encourage public access to historical material;
- (2) to promote communication and mutual assistance within the historical society movement;
- (3) to otherwise assist the work of Constituents;
- (4) to provide a forum for the exchange of ideas on historical matters throughout Australia;
- (5) to promote the views of Constituents and give a national focus to matters of general concern to Constituents especially with regard to major issues of Australian history and cultural heritage.

### 3.        Powers of the Federation

The Federation through its Council of delegates shall have the following powers: -

- (1) the purchase, taking on lease or in exchange, and the hire, acquisition or disposal of any real or personal property that may be deemed necessary or convenient for any of the objects of the Federation;
- (2) the buying, selling, supplying of and dealing in goods of all kinds;
- (3) the co-option or employment of persons to assist in the execution of the objects of the Federation;
- (4) the acceptance or refusal of any gift or grant whether subject to a special trust or not for any one or more of the objects of the Federation;
- (5) the publication of such newsletters, periodicals, books, leaflets or other documents, journals or literary productions as the Federation may think desirable for the promotion of its objects;
- (6) the organisation of and provision of support for seminars, conferences and study groups of persons concerned with the study of history on an Australia-wide basis;
- (7) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which the *Income Tax Assessment Act 1997* (Commonwealth) as amended relates;
- (8) the collaboration with other bodies both within Australia and abroad having similar objects;
- (9) the making of regulations for the general management of its business not inconsistent with this Constitution and the *Act* as amended and the amendment or repeal of regulations so made; and
- (10) the doing of all such other lawful things as are incidental or conducive to the attainment of the objects of the Federation or the exercise of the powers specified in the foregoing provisions of this article.

#### **4. Incorporation**

The Federation shall be incorporated in the Australian Capital Territory and the Executive shall appoint a Public Officer for that purpose from time to time.

#### **5 Location of Office**

The office of the Federation shall be at such place as may be determined from time to time by the Federation.

## **Part 3 Membership**

#### **6 Membership qualifications**

The members of the Federation shall be its Constituents, namely:

the Royal Australian Historical Society,  
 the Royal Historical Society of Victoria Inc,  
 the Royal Historical Society of Queensland Inc,  
 the Royal Western Australian Historical Society Inc, trading as History West  
 the Tasmanian Historical Research Association Inc,  
 the Canberra and District Historical Society Inc,  
 the Historical Society of the Northern Territory Inc and  
 the History Trust of South Australia.

#### **7 Membership entitlements not transferable**

Membership or associate membership of the Federation and any entitlements flowing from such membership shall not be transferable by the Australian historical society to which it has been granted by the Federation.

#### **8 Cessation or resignation of membership**

- (1) A Constituent is not entitled to resign from membership of the Federation except in accordance with this section.
- (2) A Constituent which has paid all amounts payable by the constituent to the Federation may resign from membership of the Federation by first giving notice (of not less than 1 month or, if the Council has determined a shorter period, that shorter period) in writing to the Secretary of the Constituent's intention to resign and, at the end of the period of notice, the Constituent ceases to be a member.
- (3) If a Constituent ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date the Constituent ceased to be a member.
- (4) In the event of the resignation or expulsion of a Constituent the Federation may admit as a Constituent such other historical society which it considers and approves as appropriate to fulfill the role of a Constituent in the circumstances pertaining to the State or Territory of Australia which the resigning or expelled Constituent represented.

## 9 Fee, subscriptions etc

- (1) The financial year of the Federation shall be from 1 July to 30 June.
- (2) Annual subscription rates determined at each annual general meeting by an affirmative vote of three-fourths of delegates present or by proxy in accordance with Rule 33 of this Constitution. Unless there is a resolution to change subscriptions rates, the existing rates remain in force.
- (3) The annual subscription determined at the annual general meeting in accordance with Rule 9(2) shall be payable immediately following that annual general meeting of the Federation.
- (4) Where a Constituent's subscription remains unpaid for six months or more after being determined by the annual general meeting, any delegate of that Constituent shall not have the power to vote at any subsequent general meeting until payment is made.
- (5) Where a Constituent's subscription remains unpaid for twelve months the Constituent shall cease to be a Constituent of the Federation with effect from the date of a resolution of the Federation so stating.

## 10 Constituents' liabilities

The liability of a Constituent to contribute towards the payment of the debts and liabilities of the Federation or the costs, charges and expenses of the winding up of the Federation is limited to the amount (if any) unpaid by the Constituent in relation to membership of the Federation as required by Rule 9(3).

## 11 Disciplining of Constituents and Associate Members

The Model Rules made under the *Act* are applicable to the discipline of Constituents and Associate Members if necessary.

# Part 4 Executive

## 12. Office bearers and their qualifications

- (1) The Executive of the Federation comprises—
  - (a) the President; and
  - (b) a Senior and Junior Vice-President; and
  - (c) the Honorary Secretary; and
  - (d) the Honorary Treasurer.
  - (e) the Immediate Past-President
- (2) The Executive, subject to the Act, the regulations, this Constitution and to any resolution passed the Federation in any general meeting or by the Council;
  - (a) Controls and manages the affairs of the Federation;

- (b) may exercise all functions that may be exercised by the Federation other than those functions that are required by this Constitution to be exercised by the Federation in general meeting or by the Council; and
  - (c) has power to perform all acts and do all things that appear to the Executive to be necessary or desirable for the proper management of the affairs of the Federation.
- (3) The office bearers referred to as (a) (b) (c) (d) in clause 12(1) shall be elected biennially at an annual general meeting of the Federation by delegates in person or by written proxy.
  - (4) Any person who is a delegate or a member of a Constituent shall be eligible for election as President or Honorary Secretary or Honorary Treasurer.
  - (5) Any delegate shall be eligible for election as Vice-President.
  - (6) No person shall be eligible to hold office as President for more than four consecutive years.

### **13 Secretary**

- (1) The Secretary of the Federation must, as soon as practicable after being appointed as Secretary, notify the Federation of his or her address.
- (2) The Secretary must keep minutes of—
  - (a) all elections and appointments of office-bearers and ordinary Council members; and
  - (b) the names of members of the Council present at a Council meeting or a general meeting; and
  - (c) all proceedings at Council meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

### **14 Treasurer**

- (1) The Treasurer of the Federation must—
  - (a) collect and receive all amounts owing to the Federation and make all payments authorised by the Federation; and
  - (b) keep correct accounts and books showing the financial affairs of the Federation with full details of all receipts and expenditure connected with the activities of the Federation.

### **15 Qualification and election of office bearers**

- (1) Nominations of candidates for election as office-bearers of the Federation—
  - (a) must be made in writing, signed by 2 members of the Federation and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
  - (b) must be given to the Secretary of the Federation not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all office bearer positions, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining in of office bearer positions are taken to be vacancies.



- (4) If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of office-bearers must be conducted at the annual general meeting in the way the Council may direct.
- (7) A person is not eligible to simultaneously hold more than one [1] office bearer position on the Council.

## **Part 5 Council**

### **16 Constitution and membership**

- (1) The Council consists of—
  - (a) the office-bearers of the Federation; and
  - (b) the delegates appointed under Rule 23(1)
- (2) Each office bearer holds office, subject to Rule 12(3), until the conclusion of the second annual general meeting following the date of the office bearer's election, but is eligible for re-election or appointment.

### **17 Powers of Council**

The Council, subject to the Act, the regulations, these rules, and to any resolution passed by the Federation in general meeting—

- (a) controls and manages the affairs of the Federation; and
- (b) may exercise all functions that may be exercised by the Federation other than those functions that are required by these rules to be exercised by the Federation in general meeting; and
- (c) has power to perform all acts and do all things that appear to the Council to be necessary or desirable for the proper management of the affairs of the Federation.

### **18 Vacancies in Council or its Executive**

- (1) For these rules, a vacancy in Council or Executive happens if the member—
  - (a) dies; or
  - (b) is a delegate of a Constituent which ceases to be a member of the Federation; or
  - (c) ceases to be a member of the Constituent which appointed the member as a delegate; or
  - (d) resigns the office; or
  - (e) is removed from office under Rule 19 (Removal of Council members); or
  - (a) is removed as a delegate by the Constituent body which appointed the member as a delegate.
  - (g) becomes bankrupt or personally insolvent; or
  - (h) suffers from mental or physical incapacity; or
  - (i) is disqualified from office under the Act, section 63 (1); or
  - (j) is subject to a disqualification order under the Act, section 63A; or
  - (k) is absent without leave of absence from all meetings of the Council held during a period of 6 months.

- (2) In the event of a vacancy occurring among Council delegates, the replacement shall be from the Constituent of the former delegate.
- (3) In the event of a vacancy occurring on the Executive the remaining office-bearers shall continue to act as the Executive of the Federation with power as such to fill any such vacancy from amongst the delegates or members of Constituents in accordance with Clause 20.
- (4) An office-bearer may be granted leave by the Executive.

## **19 Removal of Council members**

The Federation in general meeting may by resolution, subject to the [Act](#), s.50, remove any delegate from the office of member of the Council or any member of the Executive before the end of the member's term of office.

## **20 Council meetings and quorum**

- (1) The Council must meet at least 3 times in each calendar year at the place and time that the Council may decide.
- (2) Additional meetings of the Council may be called by any delegate to the Council.
- (3) Electronic or written notice of a meeting of the Council must be given by the Secretary to each delegate at least 48 hours (or any other period that may be unanimously agreed on by the Council) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under Rule 20(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the delegates present at the meeting unanimously agree to treat as urgent business.
- (5) Any five constituents represented in person constitute a quorum for the transaction of the business of a meeting of the Council.
- (6) No business may be transacted by the Council unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (8) At meetings of the Council—
  - (a) the President or, in the absence of the President, the Vice-President presides; or
  - (b) if the President and the Vice-President are absent—1 of the remaining delegates may be chosen by the delegates present to preside.

## **21 Delegation by Council to subcommittee**

- (1) The Council may, in writing, delegate to 1 or more subcommittees (consisting of such delegates and members of one or more Constituents as Council considers appropriate) the exercise of the functions of the Council that are specified in the instrument, other than—
  - (a) this power of delegation; and
  - (b) a function that is a function imposed on the Council by the Act, by any other Territory law, or by resolution of the Federation in general meeting.
- (2) A function, the exercise of which has been delegated to a subcommittee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the subcommittee in accordance with the terms of the delegation.

- (3) A delegation under this rule may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the Council may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a subcommittee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Council.
- (6) The Council may, in writing, revoke wholly or in part any delegation under this rule.
- (7) A subcommittee may meet and adjourn as it considers appropriate.

## **22 Voting and decisions**

- (1) Questions arising at a meeting of the Council or of any subcommittee appointed by the Council are decided by a majority of the votes of members of the Council or subcommittee present at the meeting.
- (2) Each delegate present at a meeting of the Council or of any subcommittee appointed by the Council (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

## **Part 6 General meetings**

### **23 Representation of Constituents at Federation general meetings**

- (1) Each Constituent shall be entitled to appoint up to two voting delegates to each annual general meeting and each general meeting of the Federation, and the appointment of any such delegate shall remain in place until it is withdrawn by the Constituent or until the person ceases to be a delegate under Rule 19.
- (2) Nomination of delegates is a matter entirely within the province of the Constituent.
- (3) The onus shall be on the Constituent to inform the Federation of the names of the delegates appointed by it and of any changes in delegates.
- (4) In the absence of such advice the Federation may refuse to grant voting rights to any delegate of whose name it shall not have been notified at least seven days prior to the meeting at which such purported delegate attends.
- (5) Any delegate may be represented at any meeting by a proxy, and all that delegate's powers may be exercised by proxy, provided notice is given in writing to the Honorary Secretary in accordance with Rule 33.

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

- (1) With the exception of the first annual general meeting of the Federation, the Federation must, at least once in each calendar year and within 5 months after the end of each financial year of the Federation, call an annual general meeting of its Constituents.
- (2) The Federation must hold its first annual general meeting—
  - (a) within 18 months after its incorporation under the Act; and

- (b) within 5 months after the end of the first financial year of the Federation.
- (3) Subrules (1) and (2) have effect subject to the powers of the registrar-general under the [Act](#), s.120 in relation to extensions of time.

**25 Annual general meetings—calling of and business at**

- (1) The annual general meeting of the Federation must, subject to the Act, be called on the date and at the place and time that the Council considers appropriate.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is—
  - (a) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
  - (b) to receive from the Council reports on the activities of the Federation during the last financial year; and
  - (c) to elect or appoint (as appropriate) office bearers; and
  - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to Constituents under the [Act](#), s.73 (1).
- (3) An annual general meeting must be specified as such in the notice calling it in accordance with Rule 27(Notice).
- (4) An annual general meeting must be conducted in accordance with the provisions of this part.

**26 General meetings—calling of**

- (1) The Council may, whenever it considers appropriate, call a general meeting of the Federation.
- (2) The Council must, on the requisition in writing by post or electronically of not less than 50% of the total number of Constituents, call a general meeting of the Federation.
- (3) A requisition by Constituents for a general meeting—
  - (a) must state the purpose or purposes of the meeting; and
  - (b) must be signed on behalf of the Constituents 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 1 or more of the Constituents making the requisition.
- (4) If the Council fails to call a general meeting within 1 month after the date when a requisition of Constituents for the meeting is lodged with the Secretary, any 1 or more of the Constituents who made the requisition may call a general meeting to be held not later than 3 months after that date.
- (5) A general meeting called by a Constituent or Constituents mentioned in Subrule (4) must be called as nearly as is practicable in the same way as general meetings are called by the Council and any delegate of a Constituent who thereby incurs expense is entitled to be reimbursed by the Federation for any reasonable expense so incurred.

**27 Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Federation, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, send by prepaid post or electronically to each

Constituent and each delegate of a Constituent at their postal address or email 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.

- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Federation, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, send notice to each Constituent and delegate in the way provided in sub-rule (1) specifying, in addition to the matter required under that subsection, the intention to proposed the resolution as a special resolution.
- (3) Business other than that specified in the notice calling a general meeting may be transacted at the meeting if the meeting so agrees.
- (4) A Constituent or delegate of a Constituent desiring to bring any business before a general meeting may give written notice 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 Constituent or delegate.

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

- (1) No item of business may be transacted at a general meeting unless a quorum of Constituents entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five constituents represented by delegates present in person or electronically (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of Constituents is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Constituents and delegates given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the Constituents present (being not less than 3) constitute a quorum.

## **29 Presiding member**

- (1) The President, or in the absence of the President, the Senior Vice-President, and failing that the Junior Vice-President presides at each general meeting of the Federation.
- (2) If the President and the Senior and Junior Vice-presidents are absent from a general meeting, the delegates present must elect 1 of their number to preside at the meeting.

## **30 Adjournment**

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of delegates present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the Secretary must give electronic, written or oral notice of the adjourned meeting to each Constituent and delegate stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- (3) Except as provided in subrules (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **31 Making of decisions**

- (1) A question arising at a general meeting of the Federation is to be decided 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 person presiding 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 Federation, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the Federation, a poll may be demanded by the person presiding or by not less than 3 Constituents represented in person or by proxy at the meeting.
- (3) If the poll is demanded at a general meeting, the poll must be taken—
- (a) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
  - (b) in any other case—in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

### **32 Voting**

- (1) Subject to subrule (3), on any question arising at a general meeting of the Federation a Constituent has 1 vote only for each of its delegates.
- (2) All votes must be given personally or by proxy but no delegate may hold more than 5 proxies.
- (3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (4) A Constituent or proxy is not entitled to vote at any general meeting of the Federation unless all money due and payable by the Constituent or proxy to the Federation has been paid, other than the amount of the annual subscription payable for the then current year.

### **33 Appointment of proxies**

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

## **Part 7 Electronic meetings**

### **34 Electronic meetings**

The President or Vice-President or other person authorised to act in place of the President may determine that it is appropriate to convene and conduct an annual general meeting, a general meeting, a Council meeting or an executive meeting by electronic means on a particular occasion or occasions.

## Part 8 Financial

### 35 Funds—source

- (1) The funds of the Federation must be derived from entrance fees and annual subscriptions of Constituents, donations and, subject to any resolution passed by the Federation in general meeting and subject to the [Act](#), s.114, any other sources that the Council decides.
- (2) All money received by the Federation must be deposited as soon as practicable and without deduction to the credit of the Federation's bank account.
- (3) The Federation must, as soon as practicable after receiving any money, issue an appropriate receipt.

### 36 Funds—management

- (1) Subject to any resolution passed by the Federation in general meeting, the funds of the Federation must be used for the objects of the Federation in the way that the Council decides.
- (2) All cheques and electronic payments must be signed by any 2 members of the Council or 1 member of Council and 1 employee of the Federation authorised to do so by the Council.
- (3) Any payments made by the Federation must be ratified by the Council.

### 37 Auditor

- (1) A suitably qualified person who is not a member of a Constituent shall be appointed as auditor at each annual general meeting.
- (2) An auditor shall hold office until the conclusion of the annual general meeting next after that at which he/she is appointed and shall be eligible for reappointment. If an appointment is not made at an annual general meeting or if a casual vacancy occurs in the office of auditor during his/her term of office the Executive shall appoint a person who is not a member of a Constituent as auditor and the person so appointed shall hold office until the conclusion of the next succeeding annual general meeting.

## Part 9 Public Fund

### 38 Establishment of a public fund

- (1) The Council of the Federation may establish and maintain a public fund.
- (2) Donations will be deposited into the public fund listed on the Register of Cultural Organisations. These monies will be kept separate from other funds of the Federation and will only be used to further the principal purpose of the Federation. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- (3) The public will be invited to contribute to the fund.
- (4) The fund will be administered by a management committee or a subcommittee of the management committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of the Federation.
- (5) No monies/assets in this fund will be distributed to Constituents or their delegates or office bearers of the Federation, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.
- (6) The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to

assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.

- (7) Receipts for gifts to the public fund must state:
- a. the name of the public fund and that the receipt is for a gift made to the public fund
  - b. the Australian Business Number of the Federation
  - c. the fact that the receipt is for a gift, and
  - d. any other matter required to be included on the receipt pursuant to the requirements of the *Income Tax Assessment Act 1997* (Cth).
- (8) The Federation will give to the Australian Taxation Office, at intervals of six months, statistical information about gifts made to the public fund during the prior six months.

### 39 Winding-up of public fund

If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, or its endorsement as a deductible gift recipient is revoked, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among its Constituents, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its Constituents or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the *Income Tax Assessment Act 1997* (Cth).

## Part 10 Miscellaneous

### 40 Alteration of objects and rules

Neither the objects of the Federation (Rule 2) may be altered except in accordance with the Act (s.29 & 30 Alteration of Objects)<sup>1</sup> nor these rules (s. 31 Alteration of Rules)<sup>2</sup>.

<sup>1</sup> **Act, s.30 Alteration of objects** (1) An incorporated association may, by special resolution, alter its objects. (2) An incorporated association must, not later than 1 month after a special resolution to alter the objects of the association has been passed by the association, lodge with the registrar-general a notice setting out the particulars of the alteration. Maximum penalty: 2 penalty units. Note If a form is approved under s 126 (Approved forms) for a notice, the form must be used. (3) A resolution to alter the objects of an incorporated association is of no effect until the notice has been lodged

<sup>2</sup> **Act, s.31 Rules** (1) The rules of an incorporated association are— (a) if the association, or a group of persons proposing to form the association, has adopted the model rules under section 16 (c) (i), 26 (1) (b) or 33 (1) (a)—those rules as in force from time to time; or (b) if the association, or group, has adopted rules other than the model rules under section 16 (c) (ii), 26 (1) (b) or 33 (1) (b)— those rules as altered from time to time in accordance with section 33. (2) If the model rules make provision in relation to any matter not provided for in the rules of an incorporated association, the rules of the association are taken to include the provision of the model rules in relation to that matter.

**Act s.33 Alteration of rules** (1) Subject to this Act, an incorporated association may, by special resolution, alter its rules in whole or in part and may, in particular— (a) adopt as its rules the model rules as in force from time to time instead of rules other than the model rules adopted under section 16 (c) (ii) or 26 (1) (b) or paragraph (b); or (b) adopt as its rules other rules that comply with section 32 instead of the model rules adopted under section 16 (c) (i) or 26 (1) (b) or paragraph (a). (2) If an incorporated association has resolved to alter its rules, the association must, not later than 1 month after the resolution was passed, lodge with the registrar-general a notice setting out the particulars of the alteration, and including a declaration by at least 2 members of the committee of the association to the effect that a special resolution referred to in subsection (1) was duly passed by the association. Maximum penalty: 2 penalty units. Note If a form is approved under s 126 (Approved forms) for a FAHS Constitution - 13 July 2020



**41 Common seal**

- (1) The common seal of the Federation must be kept in the custody of the Secretary.
- (2) The common seal must not be attached to any instrument except by the authority of the Council and the attaching of the common seal must be attested by the signatures either of 2 members of the Council or of 1 member of the Council and of the Secretary.

**42 Custody of books**

Subject to the Act, the regulation and these rules, the Secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the Federation.

**43 Inspection of books**

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

**44 Service of notice**

For this Constitution, including the calling of general, Council and Executive meetings the Federation may serve a notice on a delegate, office bearer or Constituent by sending it by post or email or any other electronic address to him or her at either his or her postal or email address shown in the register of delegates, office bearers and constituents.

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

**45 Surplus property**

- (1) The first general meeting of the Federation must pass a special resolution nominating—
  - (a) another association for the [Act](#), s.92 (1) (a); or
  - (b) a fund, authority or institution for the [Act](#), s.92 (1) (b);
 in which it is to vest its surplus property in the event of the dissolution or winding up of the Federation.
- (2) An association nominated under subsection (1) (a) must fulfil the requirements specified in the [Act](#), s.92 (2).

**46 Dissolution and disposal of assets**

- (1) If at any time a motion for dissolution shall be received by the Honorary Secretary submitted in writing and signed on behalf of one third of Constituents, the Honorary Secretary shall notify all Constituents of the motion and call a special general meeting with six weeks notice at least in accordance with Rule 8. A motion for dissolution can only be passed by a special resolution of s of all Constituents present or by proxy.
- (2) Upon the dissolution of the Federation, subject to the provisions of the *Associations Incorporation Act 1991* (ACT), any moneys granted to the Federation that have not been spent on the purposes for which they were granted shall be returned to the grantor. If there remains any property whatsoever after satisfaction of any debts and liabilities, including the costs of

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notice, the form must be used. (3) If a notice relating to the alteration of the rules of an association has been lodged under subsection (2), the registrar-general may give notice to the association that it is required to lodge a copy of its rules with the registrar-general. (4) If an incorporated association has been given notice by the registrar-general under subsection (3), the association must, not later than 1 month after the date of the notice, lodge with the registrar-general a printed copy, in consolidated form, of the association's rules as altered and in force at that date. Maximum penalty: 2 penalty units. (5) A resolution to alter the rules of an incorporated association is of no effect until a notice has been lodged by the association under subsection (2).

dissolution, apart from property specified under s.33(3) of the Act, the same shall not be paid to or distributed among Constituents, but shall be vested in another association or associations having similar objects to the Federation, being not carried on for the purpose of trading or obtaining pecuniary gain for its or their Constituents and having a similar provision in its or their rules for the disposal of surplus property upon dissolution

- (3) Upon the dissolution of the Federation, any moneys held by the Federation as a result of tax deductible donations under Section 78(l)(a) of the *Income Tax Assessment Act 1936* (Cth) shall be vested in another association or associations having similar objects to the Federation, being eligible for tax deductible donations under Section 78(l)(a) of the *Income Tax Assessment Act* and listed on the Register of Cultural Organisations maintained pursuant to such Act.

#### **47 Transition**

The Constitution adopted on 25 November 2013 is hereby repealed. Any appointment made or resolution passed under the Constitution hereby repealed, if in force at the date of the adoption of this Constitution, shall continue in force as far as practicable as if it were made or passed under this Constitution

## Appendix

### Federation of Australian Historical Societies (Inc.)

#### Form of appointment of proxy

I,  
(full name)

..... of

.....  
(address)

a member of .....  
(name of Constituent)

appoint

.....  
(full name of proxy)

of ..... (address)

a member of that Constituent, as my proxy to vote for me on my behalf at the general meeting of the Federation  
(annual general meeting or other general meeting, as the case may be)  
to be held on

.....and

at any adjournment of that meeting.

\*My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).

.....

(Signature of member appointing proxy)

(\*To be inserted if desired.)

Date .....

*Note: A proxy vote may only be given to a person who is a member of the same Constituent as the person giving the proxy.*