CONSTITUTION

ASSOCIATIONS INCORPORATION ACT 1981: RULES FOR THE AUSTRALASIAN SOCIETY OF CLINICAL IMMUNOLOGY AND ALLERGY (ASCIA) INCORPORATED

NAME

1. The name of the incorporated association is the Australasian Society of Clinical Immunology and Allergy Incorporated (in these rules called “the Society”).

INTERPRETATION

2. (1) In these rules, unless the contrary intention appears:

"Council" means the Council of the Society.
"Financial year" means the year ending on 30th June.
"General Meeting" means a general meeting of members convened in accordance with Rule 12.
"Member" means a member of the Society.
"Ordinary Member of the Council" means a member of the Council who is not an officer of the Society under Rule 27.
"The Act" means the Associations Incorporation Act 1981.
"The regulations" means regulations under the Act.

(2) In these Rules, a reference to the secretary of a Society is a reference:

(a) where a person holds office under these Rules as secretary of the Society - to that person; and
(b) in any other case, to the public officer of the Society.

(3) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

OBJECTS OF THE SOCIETY

3. The overall object of the Society is the advancement of the science and practice of Clinical Immunology and Allergy in relation to Medicine and Pathology.

4. The specific objects and purposes for which the Society is established are:

(1) To create a Society of Medical Practitioners and Scientists for the purpose of promoting and advancing the study and knowledge of immunological, allergic and related diseases.
(2) To advance and maintain the highest standards among those engaged in the practice of clinical immunology and allergy.

(3) To perpetuate the highest traditions of medicine and medical ethics.

POWERS OF THE SOCIETY

5. (1) To provide advice on all aspects of Clinical Immunology and Allergy to Commonwealth and State Government authorities, specialist colleges, international organisations and other relevant bodies and committees.

(2) To provide representatives in Clinical Immunology and Allergy to the bodies mentioned in 5(1).

(3) To liaise closely with The Royal Australasian College of Physicians (RACP) and The Royal College of Pathologists of Australasia (RCPA) in developing and co-ordinating training programmes in Clinical Immunology and Allergy.

(4) To develop quality control programmes for diagnostic procedures in Clinical Immunology and Allergy in order to maintain the highest possible standards of performance.

(5) To prepare and maintain a schedule of work value units for diagnostic procedures in Clinical Immunology and Allergy, and to liaise with relevant bodies on remuneration for procedures of interest to its members.

(6) To liaise closely with relevant bodies on the procedures in Clinical Immunology and Allergy itemised in the Commonwealth Benefits Schedule.

(7) To promote clinical trials in immunological and allergic diseases.

(8) To institute and provide lectures, seminars, symposia and demonstrations upon sciences pertinent to the practice of Clinical Immunology and Allergy for the benefit of members of the Society and to invite and to admit to such lectures, seminars, symposia and demonstrations persons who are not members of the Society on such occasions and on such conditions as shall be deemed expedient by the Society.

(9) To confer, co-operate, or amalgamate with any associations, societies, institutions or bodies whether incorporated or not, formed for purposes similar to the purposes of the Society or with whom amalgamation, co-operation or affiliation may assist to further the objects or purposes of the Society.

(10) To establish and maintain a close affiliation with the Australian Society for Immunology Incorporated in promoting all aspects of immunology and allergy. The closeness of the association shall be reflected in the following ways:
(a) Members of the Society shall also be considered either full or associate members of the Australian Society for Immunology Incorporated.

(b) The Presidents of the Society and the Australian Society for Immunology Incorporated (or their nominees) shall be ex officio members of the Council of the corresponding other body.

(11) To acquire, establish, print, publish, issue and circulate such journals, magazines, periodicals, circulars, calendars or other literary or scientific works as may seem conducive to the promotion of these objects or in any way beneficial to the Society.

(12) To accept any gift, endowment, or bequest made to the Society generally or for the purpose of any specific object and to carry out any trust attached to any such gift, endowment, or bequest.

(13) To delegate all or any of its powers to the Council of the Society.

(14) State representatives arrange state based meetings for ASCIA members and shall submit a report for the Annual Meeting of the Society.

(15) To manage and deal with all or any part of the property and rights of the Society.

(16) To undertake and execute any trust the undertaking whereof may be necessary or convenient for the carrying out of the objects of the Society.

(17) To purchase take on lease or in exchange hire or otherwise acquire any real and personal property wheresoever situated and any rights or privileges which the Society may think necessary or convenient for the purposes for which it is established and in particular any lands, buildings, erections, plant and equipment.

(18) To construct maintain and alter any buildings or works necessary or convenient for the purposes of the Society upon land held in fee simple or under lease from the Crown or any corporation or person or upon any other tenure as to the Society may seem fit.

(19) To sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Society.

(20) To raise or borrow money on such terms and in such manner as the Council of the Society thinks fit.

(21) To secure the repayment of money so raised or borrowed or the payment of a debt or liability of the Society by giving mortgages, charges or securities upon or over all or any of the real or personal property of the Society.

(22) To invest and deal with the monies of the Society not immediately required in such manner as may from time to time be determined.
(23) To draw make accept endorse discount execute and issue promissory notes bills of exchanges warrants debentures and other negotiable or transferable instruments.

(24) From time to time make, rescind or alter such by-laws not being inconsistent with any Statute or with the Rules of the Society for the time being in force for the regulation of any of the affairs of the Society as may be deemed necessary or convenient.

LIABILITY

6. Members of the Society shall not be liable to contribute towards the payment of the debts and liabilities of the Society or the costs, charges and expenses of a winding up of the Society.

MEMBERSHIP

7. (1) To be eligible Members shall

(a) normally be actively involved in the practice/teaching/research of clinical/ diagnostic immunology/allergy.

(b) have made significant contributions to the field.

(c) not be engaged (either personally or on behalf of another person or organisation) in commercial activity involving the sale or marketing of allergy and clinical immunology related products (except as an incidental or minor subsidiary activity to clinical practice, teaching or research activities).

(2) There shall be three grades of membership

(a) Ordinary membership

Ordinary members shall be either

(i) Fellows of the Royal Australasian College of Physicians and/or Royal College of Pathologists of Australasia, or have equivalent qualifications,

or

(ii) non-medical graduates with a post-graduate doctoral research degree, and at least ten years post graduate experience in clinical immunology and/or allergy.

The relevance of the related discipline and the degree of active involvement in clinical immunology and allergy shall be assessed by the Council at the time of application for ordinary membership. The Council shall not be required to give any reason for the acceptance of non-acceptance of any person as a member. All Ordinary Members shall have full voting power.

(b) Honorary membership
Honorary members shall be elected by invitation of the Council only and may be eminent members of the Medical Profession or distinguished Scientists or other distinguished persons. Honorary Members shall be exempt from payment of fees to the Society and shall have no right of voting at General Meetings of the Society. At the discretion of the Council, Honorary membership may be conferred for a period or for life.

(c) Associate membership

Associate Members shall be medical practitioners or allied health professionals (nurses, scientists, pharmacists or dietitians) Persons wishing to become Associates of the Society shall make application on the form approved for the purpose by the Council. The Council shall not be required to give any reason for the acceptance or non-acceptance of any person as an Associate. An Associate may attend Scientific Meetings and social functions of the Society. An Associate shall have no right to vote at meetings of the Society nor to use the name of the Society in connection with their name in any way.

Associate Members will be approved for membership of one of 3 categories:

1. Associate (Medical) – Medical Practitioners
2. Associate (Other health professionals) – Nurses, Scientists, Pharmacists and Dietitians
3. Associate (Trainee) – Advanced Trainees in Clinical Immunology and Allergy

APPLICATION FOR MEMBERSHIP

8. (1) A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Society on payment of the annual subscription payable under these rules.

(2) A person who is not a member of the Society at the time of the incorporation of the Society (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership:

(a) unless he or she is nominated as provided in sub-clause 8.(3); and

(b) his or her admission as a member is approved by the Council.

(3) A nomination of a person for membership of the Society:

(a) shall be made out in writing in the form prescribed by Council; and

(b) shall be lodged with the Secretary of the Society.

(4) As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Council.
(5) Upon a nomination being referred to the Council, the Council shall determine whether to approve or to reject the nomination.

(6) Upon a nomination being approved by the Council, the Secretary shall, with as little delay as possible, notify the nominee in writing that he or she is approved for membership of the Society and request payment within the period of 28 days after receipt of the notification of the sum payable under these rules as the first year's annual subscription.

(7) The Secretary shall, upon payment of the amounts referred to in sub-clause (6) within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by him or her and, upon the name being so entered, the nominee becomes a member of the Society.

(8) A right, privilege, or obligation of a person by reason of his or her membership of the Society:

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon the cessation of his or her membership whether by death or resignation or otherwise.

ANNUAL SUBSCRIPTION

9. (1) The annual subscriptions for the various categories of Membership shall be decided upon from time to time at the Annual General Meeting and shall be payable in advance on or before the 1st day of July in each year.

(2) Honorary Members shall not be required to pay any subscription to the Society.

REGISTER OF MEMBERS

10. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members upon reasonable notice being given to the Secretary.

REMOVAL FROM MEMBERSHIP

11. (1) A Member or Associate shall cease to be a member of the Society in any of the following circumstances:

(a) He/she resigns his/her membership by notice in writing, providing that such resignation shall not have effect until the expiration of six calendar months from receipt of such notice by the Society or the earlier acceptance by the Council of the resignation.

(b) If by resolution of the Council passed by a majority of at least two-thirds of the whole number of members of the Council it is declared that his/her conduct has been prejudicial to the interest
of the Society or that he/she is guilty of unprofessional or unethical conduct and it is resolved that his/her membership be determined PROVIDED that twenty-eight days notice of such meeting of Council and its purpose shall have been sent to such member and that he/she shall be given the opportunity of stating his/her case to the Council and PROVIDED further that if a resolution is passed by the Council pursuant to this rule then such a member shall be entitled to plead his/her case before a General Meeting of the Society if he/she so desires and the Council shall have a right of reply thereto. If a majority of two-thirds of those voting at such General meeting so resolve the decision of the Council shall be annulled.

(c) If any annual subscription or the amount of any levy payable by a Member or Associate remains unpaid for three months after it has become due and the Secretary has sent to such Member or Associate by email or mail, a letter requiring payment thereof within one month after the date of such letter and stating that if such payment be not so made, the Council shall be entitled to terminate his/her membership and the Council after the said period of one month passes a resolution terminating the membership of such Member or Associate.

(2) Any Member or Associate who shall cease to be a Member pursuant to the provisions of this Rule shall forfeit all rights and privileges which as a Member he/she does or may enjoy and shall have no right to claim upon the Society, its property or funds.

ANNUAL MEETINGS

12. (1) An Annual Conference of the Society shall be held at least once in every calendar year

(2) The Society shall in each calendar year convene an Annual General Meeting of its Members.

(3) The Annual General Meeting shall be held on such day as the Council determines.

(4) The Annual General Meeting shall be specified as such in the notice convening it.

(5) The ordinary business of the Annual General Meeting shall be:

(a) to confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting;

(b) to receive from the Council reports upon the transactions of the Society during the last preceding financial year;

(c) to elect officers of the Society and the ordinary members of the Council at the completion of their term of office;

(d) to receive and consider the statement submitted by the Society in accordance with section 30 (3) of the Act;

(e) to receive and consider the audited financial statements of the Society for adoption; and
(f) to appoint an Auditor for the ensuing year.

(6) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

(7) The Annual General Meeting shall be in addition to any other general meetings that may be held in the same year.

SPECIAL GENERAL MEETING

13. (1) All general meetings other than the Annual General Meeting shall be called special general meetings.

(a) The Council may, whenever it thinks fit, convene a special general meeting of the Society and, where, but for this sub-clause, more than 15 months would lapse between Annual General Meetings, shall convene a special general meeting before the expiration of that period.

(b) The Council shall, on the requisition in writing of members representing not less than 10% of the total number of members, convene a special general meeting of the Society.

(c) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

(d) If the Council does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

(e) A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which a special general meeting is convened by the Council and all reasonable expenses incurred in convening the meeting shall be refunded by the Society to the persons incurring the expenses.

NOTICE OF MEETING

14. (1) The Secretary of the Society shall, at least one month before the date fixed for holding a General Meeting of the Society, cause to be sent to each member of the Society at his or her email or mail address appearing in the register of members, a notice stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(2) A member desiring to bring any business before a meeting may give notice of that business at least 24 hours prior to the Annual General Meeting in writing to the Secretary, who shall include that business in the meeting.
15. (1) All business that is transacted at a special general meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.

(2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

(3) One fifth of the members of the Society personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(4) If within half an hour after the appointed time for the commencement of a meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 20) shall be a quorum.

16. (1) The President, or in his or her absence, the President-Elect, shall preside as Chairman at each general meeting of the Society.

(2) If the President and the President-Elect are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

17. (1) The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be conducted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.

(3) Except as provided in sub-clauses (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

18. A question arising at a general meeting of the Society shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the
Society is evidence of the fact, without proof of the number or proportion of votes recorded in favour of, or against, that resolution.

19. (1) Upon any question arising at a general meeting of the Society, a member has one vote only.

(2) In the case of any equality of voting on questions, the Chairman of the meeting is entitled to exercise a second or casting vote.

(3) All votes shall be given personally or by proxy.

20. (1) If at a meeting a poll on any questions is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

(2) A poll that is demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

21. A postal vote shall be provided by the Secretary on written application and shall not be valid unless received prior to the meeting. Upon any question arising at a general meeting a postal vote may be called for, providing that the motion to conduct a postal vote is called for and carried by a majority of members present and is called for and carried prior to the motion in question being voted on at the meeting. A postal vote form shall be circulated to all members at the registered membership address within a time frame decided by the executive and there shall be at least one month between the distribution of these forms and the requested return date.

22. A member is not entitled to vote at any general meeting unless all moneys due and payable by him or her to the Society have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

23. (1) Each member shall be entitled to appoint another member as proxy by notice given to the Secretary before the time of the meeting in respect of which the proxy is appointed.

(2) The notice appointing the proxy shall be in the form set out by Council.

SPECIAL RESOLUTION

24. (1) A Resolution shall be a Special Resolution when it has been passed by a majority of not less than three-fourths of such members as vote in person, by post or by proxy at a general meeting of which not less than one month notice specifying the intention to propose the resolution has been duly given.

(2) Any Member desiring to move a Special Resolution shall give notice thereof to the Honorary Secretary not less than three months prior to the meeting at which the resolution is to be proposed. The Honorary Secretary shall give notice of the intention to propose the Special Resolution to all Members not less than one month prior to such meeting.
25. Postal and proxy votes shall be provided by the Honorary Secretary on written application and shall not be valid unless received in the case of postal votes prior to the meeting and in the case of proxy forms prior to or at the meeting and unless the by-laws presented for the purpose by the Council are duly complied with.

COUNCIL

26. (1) The affairs of the Society shall be managed by a Council constituted as provided in Rule 27.

(2) The Council:

(a) shall control and manage the business and affairs of the Society;

(b) may, subject to these rules and the regulations and the Act, exercise all such powers and functions as may be exercised by the Society other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Society; and

(c) subject to these rules and regulations and the Act, has power to perform all such acts and things as appear to the Council to be essential for the proper management of the business and affairs of the Society.

27. (1) The Council shall consist of:

(a) the officers of the Society comprising President, President-Elect, Honorary Secretary and Honorary Treasurer;

(b) ordinary members of Council comprising at least one Representative from each Australian State, Territory and New Zealand, or other geographic zone designated by Council, where that area has at least three members of the Society, and one representative for Associate members;

(c) All the above Council members will have full voting rights, except for the Associate representative

(d) President of the Australian Society for Immunology Incorporated or his/her nominee to be an ex officio member;

(e) Chairpersons of the Anaphylaxis committee, Education committee, Laboratory Practice committee, Paediatric committee, Immunodeficiency committee, General Practitioner representative, Immediate Past President and Advanced Trainee representative; and

(f) Coordinator of Advanced Training of the Australian RACP/RCPA Immunology and Allergy Joint Specialist Advisory Committee as an ex officio member.

(2) The provisions of Rule 28 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in Clause 27(1).
(3) In the event of a casual vacancy in any office referred to in sub-clause (1), the Council may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his or her appointment.

**ELECTION OF OFFICERS AND VACANCY**

28. (1) The election of officers and members of Council shall occur as hereinafter set forth.

(2) Nominations of candidates for election to Council shall be made in writing and accompanied by the written consent of the candidate. Nominations shall be delivered to the Secretary of the Society not less than 30 days before the date fixed for the holding of the Annual General Meeting.

(3)

(a) Officers

Candidates for President-Elect, Honorary Secretary and Honorary Treasurer, shall be nominated by two financial members. The election shall be conducted amongst all voting members of the Society.

(b) Area Representatives

A nominee for Council to represent a designated area shall reside in that area and shall be nominated by two members from that area. The election shall be conducted amongst all voting members of the Society who reside in that area.

(c) Associate Representative

A nominee for Council to represent Associate members shall be nominated by two Associate members. The election shall be conducted amongst Associate Members.

(4) If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

(5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(6) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held among all voting members.

(7) Members who desire to vote shall complete the ballot paper or papers by writing, opposite the names of the candidates for each office, numbers indicating the order of preference of the
nominees for the office. Ballot papers shall be valid if correctly completed and received by the Secretary not later than twenty-four hours prior to the meeting.

(8) The candidates for a Council office who shall receive most first preference votes shall be declared elected provided that if three persons all resident in a single State, Territory or geographic zone have already taken office then the first preference votes cast in favour of any other candidate for any office who is resident in the State shall be deemed to be invalid and second or subsequent preference votes shall apply.

(9) The result of the election shall be declared at the Annual General Meeting.

(10) Councillors shall hold office for a two year term only. Elected Councillors shall be eligible for re-election up to a maximum of two further consecutive terms.

(11) On completion of the term of office of the President, the President-Elect shall assume the office of President.

(12) The Council shall appoint a sub-committee to organise each Scientific Meeting in conjunction with the ASCIA Executive Officer at a venue to be decided upon by the Council. This sub-committee shall be responsible for both the scientific and financial aspects of the meeting, and answerable to Council for both. Any monies raised by the meeting shall accrue to the general funds of the Society.

(13) The Council may form affiliations with groups of like interest for the benefit of both parties. Such an affiliation must necessarily be confirmed either by:

(a) an extra-ordinary meeting of members called for that purpose; or

(b) a postal vote of members; or

(c) the Annual General Meeting of the Society.

EXECUTIVE

29. (1) The Executive of the Society shall be composed of the office-bearers of the Society who shall be the President, the President-Elect, the Honorary Secretary and the Honorary Treasurer. A quorum for the Executive shall consist of the President and the Secretary plus one other member of the Executive.

(2) The Executive of the Society shall normally conduct the day to day business of the Society. The Executive shall be answerable to Council and shall report to Council as required by Council. Notwithstanding the foregoing, the Council may put budgetary limits on expenditure by the Executive and before making major expenditures by the Executive must obtain Council approval.
(3) The advice of Council shall be sought at the earliest possible opportunity concerning all proposed decisions significantly affecting the Society.

SECRETARY

30. (1) The Honorary Secretary shall be responsible for recording and keeping of all the Minutes of meetings of the Society and of the Council, the conduct and filing of all correspondence, the issue of all notices required to be issued from time to time under these Rules and the maintenance of a Register of names and addresses of Honorary Members, Members and Associates of the Society.

(2) With the consent of Council, the Honorary Secretary may by instrument in writing appoint the Executive Officer of the Society (or such other person approved by the Council) to perform any or all of the functions of the Secretary under these Rules. The Honorary Secretary may, and must at the direction of Council, revoke such an appointment at any time.

TREASURER

31. (1) The Treasurer of the Society (through the Executive Officer):

(a) Shall collect and receive all monies due to the Society; and

(b) Shall keep correct accounts and books showing the financial affairs of the Society with full details of all receipts and expenditure connected with the activities of the Society.

(2) The accounts and books referred to in sub-clause (1) shall be available for inspection by members.

(3) The Council may invest any monies of the Society in such manner as it may from time to time determine expedient.

PROCEEDINGS OF COUNCIL

32. (1) The Council shall meet at least twice each year at such place and such times as the Council may determine.

(2) Special meetings of the Council may be convened by the President or by any four of the members of the Council.

(3) Notice shall be given to members of the Council of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

(4) At least 50% of the Council constitute a quorum for the transaction of the business of a meeting of the Council.
(5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week, or some other mutually agreed time, unless the meeting was a special meeting, in which case it shall lapse.

(6) At meetings of the Council:

(a) The President, or in his or her absence the President-Elect, shall preside; or

(b) If the President and the President-Elect are absent, such one of the remaining members of the Council as may be chosen by the members present shall preside.

(7) Questions arising at a meeting of the Council or of any sub-committee appointed by the Council shall be determined on a show of hands, or if demanded by a member, a poll taken in such manner as the person presiding at the meeting may determine.

(8) Each voting member present at a meeting of the Council or of any sub-committee appointed by the Council (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding at the meeting may determine.

(9) Written notice of each Council meeting shall be served on each member of the Council by sending it to him or her at a reasonable time before the meeting by email or mail at least two business days before the date of meeting.

(10) The Council may delegate any of its powers to committees, sub-committees or working parties consisting of members of its body and/or such persons as it deems fit. The Executive shall define the terms of reference of any committee, sub-committee or working party so formed. It shall conform to any regulations that may be imposed on it by the Council.

(11) The Council shall call for nominations from the ASCIA membership when it receives requests for ASCIA representation on external organisations. If there are two or more nominations for each role a confidential ballot amongst the Executive or Council shall be conducted by the Executive Officer.

VACANCIES ON THE COUNCIL

33. (1) For the purposes of these rules, the office of an officer of the Society or of an ordinary member of the Council becomes vacant if the officer of member:

(a) ceases to be a member of the Society

(b) resigns his or her Office by notice in writing given to the Secretary

(c) is removed from office by the Society pursuant to these rules.
(2) The Council shall have power at any time and from time to time if any office other than that of President-Elect shall be or become vacant to appoint any person to fill such vacancy. Any person so appointed shall hold office only until the next election of office-bearers and shall then be eligible for re-election.

(3) In the event of any casual vacancy occurring in the office of President-Elect, then the Secretary shall within six months from the date of such vacancy occurring call for nominations for the office by giving written notice (by email or mail) to all members. Nominations must be received by the Secretary within four weeks of the date of this calling for nominations and ballot papers shall be posted by the Secretary to all Members within two weeks of the close of nominations. The elections shall be held at the expiration of two weeks from the posting of ballot papers. All ballot papers delivered or posted to the Secretary prior to the date of election shall if properly completed be valid. A President-Elect elected pursuant to this Rule shall assume office immediately upon the declaration of the election and upon the next election of Council he/she shall assume the office of President.

(4) The continuing members of the Council may act notwithstanding that there is a vacancy in any office.

(5) Co-opted Members. Council shall have power from time to time for any special purpose to co-opt additional Members of the Society to be non-voting members of the Council. Council shall appoint a co-opted member for a period not exceeding the terms of that Council. Such a member shall be eligible for reappointment by subsequent Councils for up to two additional periods for that special purpose. The appointment of a co-opted Member of the Council may be determined at any time by resolution of a majority of the Council.

(6) A member of the Council shall vacate his/her office as such if:

(a) he/she ceases to be a Member of the Society

(b) by notice in writing to the Secretary of the Society he/she resigns his/her office

(c) he/she becomes bankrupt or makes any arrangement or composition with his/her creditors or is convicted of a felony

(d) he/she becomes of unsound mind

(e) he/she ceases to work in and/or reside in the State which he/she represents.

REMOVAL OF MEMBER OF COUNCIL

34. (1) The Society in general may remove any member of the Council before the expiration of his or her term of office and appoint another member to hold that office until the expiration of the term of the first-mentioned member.
(2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representation in writing to the Secretary or President of the Society (not exceeding a reasonable length) and requests that they be notified to the members of the Society, the Secretary or the President may send a copy of the representations to each member of the Society or, if they are not so sent, the member may require that they be read out at the meeting.

**BANKERS AND BANKING**

35. The bankers of the Society shall be determined by the Council. The Council may authorise any one or more of their number or any other person or persons to draw, endorse, accept or make cheques, bills of exchange and promissory notes or other negotiable instruments in the name of or on account of the Society. These processes will require two signatures from the Executive members, ordinarily one being the Honorary Treasurer.

**COMMON SEAL**

36. (1) The Common Seal of the Society shall be kept in the custody of the Secretary.

(2) The Common Seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the Common Seal shall be attested by the signatures either of two members of the Council or of one member of the Council and of the Public Officer of the Society.

**ALTERATION OF RULES AND STATEMENT OF PURPOSES**

37. These rules and the statement of purposes of the Society shall not be altered except in accordance with the Act. They may be amended as follows:

By a special resolution passed in accordance with Rules 24 and 25.

**NOTICES**

38. (1) A notice may be served by or on behalf of the Society upon any member either personally or by sending it by email or mail to the member at his or her address shown in the Register of Members.

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

**CUSTODY OF RECORDS**

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

40. The funds of the Society shall be derived from annual subscriptions, donations and such other sources as the Council determines.

INDEMNITY

41. Every member of the Council and every other officer for the time being of the Society shall be indemnified out of the assets of the Society against any liability incurred by him whilst acting for or on behalf of the Society in defending any proceedings whether civil or criminal in which judgement is given in his favour or in which he is acquitted.

42. All costs, losses and expenses including travelling expenses which any officer of the Society may incur or become liable for or by reason of any contract entered into or deed or act done in the proper course of his duty as such officer or in the discharge of his duties shall be paid out of the funds of the Society.

WINDING UP OR CANCELLATION

43. The Society continues until a special resolution for its dissolution is passed at a General Meeting convened for the purpose. If upon the winding-up or dissolution of the Society there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among members of the Society but shall be distributed to other body or bodies having similar objects or to such charitable body or bodies and which shall prohibit the distribution of income and property to members.

NON PROFIT

44. The income and property of the Society shall be applied solely towards the promotion of the objects of the Society and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, howsoever by way of profit to the members or relatives of members of the Society, provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Society or to any member of the Society in return for any service actually rendered to the Society or reasonable and proper rental for premises let by any member to the Society.

PUBLIC OFFICER

45. The First Public Officer of the Society under these Rules shall be the person upon whose application the association is incorporated. If the Office of Public Officer of the Society at any time becomes vacant, the Council shall within fourteen days after it becomes vacant appoint a person resident in Victoria to fill that vacancy.

46. Any notice, demand, summons, writ or other document or process may be served on the Society by serving it personally on the Public Officer of the Society or by sending it by post to him at his last known address.
47. The Public Officer of the Society may hold any other office in the Society.

48. A Public Officer of the Society shall within fourteen days after his appointment give notice in writing to the Registrar of his appointment and of his full name and address. If the Public Officer changes his/her address he/she shall within fourteen days after the change give notice in writing to the Registrar of the Change.

GRIEVANCE PROCEDURE

49. (1) The Grievance Procedure set out in this rule applies to disputes under these rules between -

(a) a member and another member; or

(b) a member and the Association.

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

(3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

(4) The mediator must be -

(a) a person chosen by agreement between the parties; or

(b) in the absence of agreement -

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

(ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

(5) A member of the Association can be a mediator.

(6) The mediator cannot be a member who is a party to the dispute.

(7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(8) The mediator, in conducting the mediation, must -

(a) give the parties to the mediation process every opportunity to be heard; and

(b) allow due consideration by all parties of any written statement submitted by any party; and
(c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator may during, and must at the end of, the hearing attempt to resolve the dispute by agreement between the parties.

(10) If the mediator is unable to resolve the dispute by agreement between the parties, the mediator must determine the respective rights and obligations under this constitution of the parties and any other members of the Association.

(11) A determination of a mediator under subclause (10) is binding on the parties and all members of the Association.

(12) Under section 14B(2) of the Act, a party may appoint another person to act on its behalf in the grievance procedure.

DECLARATION

I hereby certify that the foregoing Rules 1 to 48 (both inclusive) are the rules of the Australasian Society of Clinical Immunology and Allergy Incorporated adopted at an Annual General Meeting (AGM) of the Society held on the 29th day of April, 1990.

DATED this 29th day of April, 1990

Professor H. K. Muller
Dr. D. Hill
Dr. Daniel Czarny

REVISED 1 January 2003, including amendments voted for at the ASCIA AGM, 28 September 2002.

REVISED September 2006, including an amendment voted for at the ASCIA AGM, 9 September 2006.

REVISED November 2008, including amendments voted for at the ASCIA AGM, 12 November 2008.

REVISED September 2009, including an amendment to rule 27 1(e) voted for at the ASCIA AGM, 16 September 2009.

REVISED September 2013, including an amendment to rule 27 1(e) voted for at the ASCIA AGM, 14 September 2013

Correspondence:
ASCIA Executive Officer, PO Box 450 Balgowlah NSW 2093
Email: education@allergy.org.au