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DEFINITIONS

IN THESE RULES, UNLESS THE CONTRARY INTENTION APPEARS –

"ACT" MEANS THE ASSOCIATIONS INCORPORATION ACT 1981

"BOARD" MEANS THE BOARD OF DIRECTORS OF THE ASSOCIATION

"FINANCIAL YEAR" MEANS THE YEAR ENDING ON 30TH JUNE.

"GENERAL MEETING" MEANS A GENERAL MEETING OF MEMBERS CONVENED IN ACCORDANCE WITH RULE X.

"MEMBER" MEANS A MEMBER OF THE ASSOCIATION.

"ORDINARY MEMBER OF THE BOARD OF DIRECTORS" MEANS A MEMBER OF THE BOARD WHO IS NOT AN OFFICER OF THE ASSOCIATION.

"REGULATIONS" MEANS REGULATIONS UNDER THE ACT.

"RELEVANT DOCUMENTS" HAS THE SAME MEANING AS IN THE ACT.

IN THESE RULES, A REFERENCE TO THE SECRETARY OF THE ASSOCIATION IS A REFERENCE –

- a) IF A PERSON HOLDS OFFICE UNDER THESE RULES AS SECRETARY OF THE ASSOCIATION - TO THAT PERSON; AND
- b) IN ANY OTHER CASE, TO THE PUBLIC OFFICERS OF THE ASSOCIATION.

CONSTITUTION OF I.C.O.R.E. AUSTRALIA (International Confederation of Revolver Enthusiasts)

I NAME

- a) THE NAME OF THE ORGANISATION SHALL BE - THE INTERNATIONAL CONFEDERATION OF REVOLVER ENTHUSIASTS AUSTRALIA. HERE AFTER REFERRED TO AS I.C.O.R.E. AUSTRALIA.
- b) THE NAME OF THE FOUNDATION CLUB SHALL BE THE 'BENDIGO WHEELBURNERS'.
- c) THE NAME OF AN INDIVIDUAL CLUB SHALL BE (INSERT NAME)

II. OBJECT

THE OBJECT OF THIS ORGANISATION SHALL BE THE PROMOTION OF ORGANISED REVOLVER SHOOTING, WITH AN EMPHASIS TOWARD BETTER KNOWLEDGE OF SAFE HANDLING AND PROPER CARE OF FIREARMS AS WELL AS IMPROVED MARKSMANSHIP. IT SHALL BE OUR FURTHER OBJECTIVE AND PURPOSE TO DEVELOP CHARACTERISTICS OF HONESTY, GOOD FELLOWSHIP, SELF-DISCIPLINE, TEAM PLAY, AND SELF-RELIANCE, WHICH ARE THE ESSENTIALS OF GOOD SPORTSMANSHIP.

III. MEMBERSHIP & FEES

- A. MEMBERSHIP IS OPEN TO ALL AFFILIATED MEMBERS OF STATE & COMMONWEALTH ACCREDITED PISTOL CLUBS THROUGHOUT AUSTRALIA.
- B. INDIVIDUAL MEMBERSHIPS WILL BE AVAILABLE FOR YEARLY PERIODS, ON THE PAYMENT OF THE ANNUAL FEE AS DETERMINED BY THE BOARD OF DIRECTORS. LIFE MEMBERSHIPS IS AVAILABLE FOR 10 YEARLY FEES. I.C.O.R.E. CLUBS MUST PAY A YEARLY FEE IN ORDER TO MAINTAIN THEIR CHARTER. THE ENTRANCE FEE IS THE RELEVANT AMOUNT SET OUT ON THE APPLICATION FORM, AND PAYABLE BEFORE ACCEPTANCE AS A MEMBER. THE ANNUAL SUBSCRIPTION IS THE RELEVANT AMOUNT SET OUT ON THE APPLICATION FORM, AND PAYABLE BEFORE ACCEPTANCE AS A MEMBER. A LEVY MAY BE CHARGED ON THE GENERAL MEMBERSHIP, NOT EXCEEDING AN AMOUNT OF 1-YEAR MEMBERSHIP FEES.

IV. REGISTER OF MEMBERS

- 1. THE SECRETARY MUST KEEP AND MAINTAIN A REGISTER OF MEMBERS CONTAINING:
 - a) THE NAME AND ADDRESS OF EACH MEMBER; AND
 - b) THE DATE ON WHICH EACH MEMBER'S NAME WAS ENTERED IN THE REGISTER.
- 2. THE REGISTER IS AVAILABLE FOR INSPECTION FREE OF CHARGE BY ANY MEMBER UPON REQUEST. A COPY OF THE MEMBERS REGISTER IS AVAILABLE ON WRITTEN APPLICATION TO THE BOARD STATING THE RELEVANT REASONS.
- 3. A MEMBER MAY MAKE A COPY OF ENTRIES IN THE REGISTER.

V. OFFICERS & BOARD APPOINTEES

- 1. OFFICERS AND BOARD MEMBERS SHALL HAVE GENERAL SUPERVISION OF ALL ACTIVITIES, FINANCES, AND PROPERTY OF I.C.O.R.E.
- 2. ALL OFFICERS AND BOARD MEMBERS MUST BE CURRENT MEMBERS OF I.C.O.R.E.
- 3. ELECTED OFFICERS AND APPOINTED BOARD MEMBERS SHALL HAVE ONE VOTE EACH WHEN VOTING ON ITEMS ASSOCIATED WITH I.C.O.R.E. BUSINESS. THIS WILL BE TRUE EVEN IF AN OFFICER HOLDS MORE THAN ONE POSITION. IF THERE IS A DEADLOCK WHEN VOTING THE CHAIRMAN SHALL HAVE DECIDING VOTE.
- 4. OFFICERS AND BOARD APPOINTEES WILL CONSTITUTE WHAT WILL BE REFERRED TO AS THE BOARD OF DIRECTORS OR 'THE BOARD'.
- 5. OFFICERS WILL BE ELECTED BY THE GENERAL MEMBERSHIP FOR A ONE -YEAR TERM. THE BOARD FOR UP TO A ONE-YEAR PERIOD MAY APPOINT BOARD APPOINTEES.

VI. ELECTION OF OFFICERS AND ORDINARY BOARD MEMBERS

THE BOARD OF DIRECTORS SHALL CONSIST OF AN EXECUTIVE AND AN ELECTED DELEGATE FROM EACH CLUB. THE EXECUTIVE MEMBERS BEING- CHAIRMAN, CO-CHAIRMAN, SECRETARY & TREASURER (11) VOTING MEMBERS.

QUALIFICATIONS FOR PERSONS TO SIT ON THE BOARD OF DIRECTORS. SHALL BE A FINANCIAL MEMBER OF I.C.O.R.E AUSTRALIA. THE ELECTED OFFICERS POSITIONS ARE AS FOLLOWS AND ARE FOR A PERIOD OF ONE YEAR:

1. CHAIRMAN - PERSON
2. CO- CHAIRMAN - PERSON
3. SECRETARY
4. TREASURER
5. EXECUTIVE BOARD OF DIRECTORS.

NOMINATIONS OF CANDIDATES FOR ELECTION OF EXECUTIVE OF THE BOARD OF DIRECTORS MUST BE –

- a) MADE IN WRITING, SIGNED BY TWO MEMBERS OF THE ASSOCIATION AND ACCOMPANIED BY THE WRITTEN CONSENT OF THE CANDIDATE (WHICH MAY BE ENDORSED ON THE FORM OF NOMINATION) AND
 - b) DELIVERED TO THE SECRETARY OF THE ASSOCIATION NOT LESS THAN 7 DAYS BEFORE THE DATE FIXED FOR THE HOLDING OF THE ANNUAL GENERAL MEETING.
 - c) EACH OFFICER OF THE ASSOCIATION SHALL HOLD OFFICE (FOR A PERIOD OF ONE YEAR).
6. IN THE EVENT OF A CASUAL VACANCY IN ANY OFFICE REFERRED TO, THE BOARD MAY APPOINT ANY FINANCIAL I.C.O.R.E MEMBER TO THE VACANT OFFICE AND THE MEMBER APPOINTED MAY CONTINUE IN OFFICE UP TO AND INCLUDING THE CONCLUSION OF THE ANNUAL GENERAL MEETING NEXT FOLLOWING THE DATE OF THE APPOINTMENT.

VII. DUTIES OF OFFICERS

1. THE **CHAIRMAN** SHALL HAVE GENERAL SUPERVISION OF ALL ACTIVITIES CONCERNING I.C.O.R.E., AS WELL AS OVERSEEING THE JOB FUNCTIONS OF OTHER OFFICERS. IF AN OFFICER POSITION IS OPEN, THE CHAIRMAN MAY APPOINT SOMEONE TO FILL THE POSITION. IN CASE OF A DEADLOCK WHEN VOTING ON A SUBJECT AT AN I.C.O.R.E. MEETING THE CHAIRMAN WILL HAVE DECIDING VOTE IN ORDER TO BREAK THE DEADLOCK.
2. THE **CO-CHAIRMAN** SHALL PERFORM ALL DUTIES OF THE CHAIRMAN IN THE CHAIRMAN'S ABSENCE, OR AT THE CHAIRMAN'S REQUEST, AND HAVE DUTIES AS MATTERS OF IMPORTANCE MAY BE REQUIRED.
3. THE **SECRETARY** SHALL TAKE MINUTES OF I.C.O.R.E. MEETINGS OR DESIGNATE SOMEONE TO DO SO IN HIS OR HER ABSENCE. THEY SHALL MAKE AVAILABLE THOSE MINUTES TO ALL OFFICERS AND BOARD APPOINTEES. OTHER SECRETARIAL DUTIES MAY BE ADDED ON AN ITEM BY ITEM BASIS.
4. THE **TREASURER** SHALL HAVE CHARGE OF ALL FUNDS OF I.C.O.R.E. AND SHALL PLACE THESE FUNDS IN A BANK FOR THE USE AND MAINTENANCE OF I.C.O.R.E. THE TREASURER SHALL KEEP AN ACCURATE ACCOUNT OF ALL TRANSACTIONS AND RENDER A REPORT WHEN REQUESTED BY THE I.C.O.R.E. BOARD. THE TREASURER SHALL RECEIVE, RECORD, AND DISPERSE MONEY AS NEEDED. ALL CHEQUES, DRAFTS, BILLS OF EXCHANGE, PROMISSORY NOTES AND OTHER NEGOTIABLE INSTRUMENTS MUST BE SIGNED BY ANY TWO OF –

- a) CHAIRMAN
- b) SECRETARY
- c) TREASURER

THE FUNDS OF THE ASSOCIATION SHALL BE DERIVED FROM ENTRANCE FEES, ANNUAL SUBSCRIPTIONS, DONATIONS AND SUCH OTHER SOURCES AS THE BOARD DETERMINES.

5. OTHER POSITIONS ARE AS FOLLOWS AND ARE NOMINATED FROM BY BOARD AS REQUIRED
- a) **RANGE OFFICER CO-ORDINATOR** – TO MAINTAIN A NATIONAL REGISTER OF RANGE OFFICERS AND CO-ORDINATE RANGE OFFICERS EXAMINATION WITH CLUB DELEGATES.
 - b) **THE COMPETITION CONTROLLER** SHALL MAINTAIN THE REGIONAL CLASSIFICATION AND PROVIDE ASSISTANCE TO CLUB DELEGATES ON CLASSIFIERS.
 - c) **THE WEBMASTER** SHALL BE IN CHARGE OF MAINTAINING THE WEB SITE ENSURING RESULTS AND MEMBER INFORMATION IS PUBLISHED. NOTE: WEBMASTER IS A POSITION NOMINATED BY THE BOARD OF DIRECTORS.

VIII. VACANCIES

THE OFFICE OF AN OFFICER OF THE ASSOCIATION, OR OF AN ORDINARY MEMBER OF THE BOARD OF DIRECTORS, BECOMES VACANT IF THE OFFICER OR MEMBER –

- a) CEASES TO BE A MEMBER OF THE ASSOCIATION; OR
- b) BECOMES AN INSOLVENT UNDER ADMINISTRATION WITHIN THE MEANING OF THE CORPORATIONS LAW; OR
- c) RESIGNS FROM OFFICE BY NOTICE IN WRITING GIVEN TO THE SECRETARY

IX. AMENDMENTS TO CONSTITUTION & STATEMENT OF PURPOSE

1. THE BOARD SHALL VOTE ANY PROPOSED AMENDMENT, TO THIS CONSTITUTION AND THE STATEMENT OF PURPOSES OF THE ASSOCIATION MUST NOT BE ALTERED EXCEPT IN ACCORDANCE WITH THE ACT.
2. A COPY OF THE PROPOSED AMENDMENT SHALL BE SENT TO ALL BOARD MEMBERS (OFFICERS AND BOARD APPOINTEES) NO LESS THAN TWENTY-ONE (21) DAYS BEFORE THE VOTE FOR REVIEW.
3. A QUORUM OF OVER SEVENTY FIVE PERCENT (75%) OF THE TOTAL BOARD MEMBERS SHALL BE NEEDED TO VOTE ON AMENDMENTS. THE PURPOSED AMENDMENT WILL PASS WITH A MAJORITY VOTE OF THE QUORUM.

X. QUORUM AT ANNUAL GENERAL MEETINGS

TEN MEMBERS PERSONALLY PRESENT (BEING MEMBERS ENTITLED UNDER THESE RULES TO VOTE AT A GENERAL MEETING) CONSTITUTE A QUORUM FOR THE CONDUCT OF THE BUSINESS OF A GENERAL MEETING.

EACH MEMBER IS ENTITLED TO APPOINT ANOTHER MEMBER AS A 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.

**XI.
NOTICE OF GENERAL MEETINGS**

THE SECRETARY OF THE ASSOCIATION AT LEAST 14 DAYS, OR IF A SPECIAL RESOLUTION HAS BEEN PROPOSED AT LEAST 21 DAYS, BEFORE THE DATE FIXED FOR HOLDING A GENERAL MEETING OF THE ASSOCIATION, MUST CAUSE TO BE SENT TO EACH MEMBER OF THE ASSOCIATION A NOTICE STATING THE PLACE, DATE AND TIME OF THE MEETING AND THE NATURE OF THE BUSINESS TO BE CONDUCTED AT THE MEETING.

GENERAL MEETINGS CANNOT BE CALLED UNLESS ADVISED IN WRITING AT LEAST 14 DAYS PRIOR BY THE SECRETARY.

THERE MUST BE MORE THAN FIFTY PERCENT (50%) OF THE MEMBERS IN ATTENDANCE AND VOTING IS TAKEN BY A SHOW OF HANDS, WITH THE MAJORITY CARRYING THE MOTION.

AS EACH I.C.O.R.E AUSTRALIA CLUB IS FORMED, THE I.C.O.R.E. CLUB WILL BECOME INDEPENDENT IN THEIR DAILY AFFAIRS FROM THE HOST CLUB.

**XII.
QUORUM FOR BOARD MEETINGS**

ANY 5 MEMBERS OF THE BOARD CONSTITUTE A QUORUM FOR THE CONDUCT OF THE BUSINESS OF A MEETING OF THE BOARD. BOARD MEETING ARE PERMITTED TO BE CONDUCTED BY PHONE CONFERENCE AND EMAIL TO ALLOW MEMBERS FROM AROUND AUSTRALIA TO PARTICIPATE.

**XIII.
NOTICE OF BOARD MEETINGS**

1. NOTICE BY EMAIL OF EACH BOARD MEETING MUST BE GIVEN TO EACH MEMBER OF THE BOARD OF DIRECTORS AT LEAST 2 WEEKS BEFORE THE DATE OF THE MEETING.
2. EMAIL NOTICE OF 1 WEEK MUST BE GIVEN TO MEMBERS OF THE BOARD OF ANY SPECIAL MEETING SPECIFYING THE GENERAL NATURE OF THE BUSINESS TO BE CONDUCTED AND NO OTHER BUSINESS MAY BE CONDUCTED AT SUCH A MEETING.

**XIV.
ANNUAL GENERAL MEETING**

1. THE BOARD MAY DETERMINE THE DATE, TIME AND PLACE OF THE ANNUAL GENERAL MEETING OF THE ASSOCIATION.
2. THE NOTICE CONVENING THE ANNUAL GENERAL MEETING MUST SPECIFY THAT THE MEETING IS AN ANNUAL GENERAL MEETING.
3. THE ORDINARY BUSINESS OF THE ANNUAL GENERAL MEETING SHALL BE –
 - a) TO CONFIRM THE MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING AND OF ANY GENERAL MEETING HELD SINCE THAT MEETING; AND
 - b) TO RECEIVE FROM THE COMMITTEE REPORTS UPON THE TRANSACTIONS OF THE ASSOCIATION DURING THE LAST PRECEDING FINANCIAL YEAR; AND
 - c) TO ELECT OFFICERS OF THE ASSOCIATION AS INDICATED PREVIOUSLY
 - d) TO RECEIVE AND CONSIDER THE STATEMENT SUBMITTED BY THE ASSOCIATION IN ACCORDANCE WITH SECTION 30(3) OF THE ACT.
4. THE ANNUAL GENERAL MEETING MAY CONDUCT ANY SPECIAL BUSINESS OF WHICH NOTICE HAS BEEN GIVEN IN ACCORDANCE WITH THESE RULES.

**XV.
ELECTION OF THE EXECUTIVE**

1. NOMINATIONS OF CANDIDATES FOR ELECTION OF THE EXECUTIVE OF THE ASSOCIATION OF THE BOARD MUST BE-
 - a) MADE IN WRITING, SIGNED BY TWO MEMBERS OF THE ASSOCIATION AND ACCOMPANIED BY THE WRITTEN CONSENT OF THE CANDIDATE (WHICH MAY BE ENDORSED ON THE FORM OF NOMINATION); AND
 - b) DELIVERED TO THE SECRETARY OF THE ASSOCIATION NOT LESS THAN 7 DAYS BEFORE THE DATE FIXED FOR THE HOLDING OF THE ANNUAL GENERAL MEETING.
2. A CANDIDATE MAY ONLY BE NOMINATED FOR ONE OFFICE, OR AS AN ORDINARY MEMBER OF THE BOARD, PRIOR TO THE ANNUAL GENERAL MEETING.
3. IF INSUFFICIENT NOMINATIONS ARE RECEIVED TO FILL ALL VACANCIES ON THE BOARD, THE CANDIDATES NOMINATED SHALL BE DEEMED TO BE ELECTED AND FURTHER NOMINATIONS MAY BE RECEIVED AT THE ANNUAL GENERAL MEETING.
4. 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.
5. IF THE NUMBER OF NOMINATIONS EXCEEDS THE NUMBER OF VACANCIES TO BE FILLED, A BALLOT MUST BE HELD.
6. THE BALLOT FOR THE ELECTION OF OFFICERS AND ORDINARY MEMBERS OF THE BOARD MUST BE CONDUCTED AT THE ANNUAL GENERAL MEETING IN SUCH MANNER AS THE COMMITTEE MAY DIRECT. MEMBERS WHO CAN NOT ATTEND THE ANNUAL GENERAL MEETING MAY APPOINT ANOTHER MEMBER TO VOTE ON THEIR BEHALF BY PROXY.
7. NOTICE OF PROXY VOTES MUST BE DELIVERED TO THE SECRETARY OF THE ASSOCIATION NOT LESS THAN 7 DAYS BEFORE THE DATE FIXED FOR THE HOLDING OF THE ANNUAL GENERAL MEETING.

**XVI.
EXECUTIVE ACTION**

IF A SITUATION ARISES WHERE AS I.C.O.R.E. BUSINESS CAN NOT BE CONDUCTED IN A TIMELY MANNER, OR WE REACH A TOTAL DEADLOCK ON AN ISSUE, THE CHAIRMAN MAY TAKE APPROPRIATE ACTION, OR DECIDE THE ISSUE. THIS DECISION MAY BE REVIEWED AT THE NEXT BOARD MEETING.

**XVII.
DISPUTES AND MEDIATION**

- 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
 - (1) IN THE CASE OF A DISPUTE BETWEEN A MEMBER AND ANOTHER MEMBER, A PERSON APPOINTED BY THE BOARD OF THE ASSOCIATION; OR
 - (2) 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 MUST NOT DETERMINE THE DISPUTE..
- 10) IF THE MEDIATION PROCESS DOES NOT RESULT IN THE DISPUTE BEING RESOLVED, THE PARTIES MAY SEEK TO RESOLVE THE DISPUTE IN ACCORDANCE WITH THE ACT OTHERWISE AT LAW.

XVIII. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

1. SUBJECT TO THESE RULES, IF THE BOARD IS OF THE OPINION THAT A MEMBER HAS REFUSED OR NEGLECTED TO COMPLY WITH THESE RULES, OR HAS BEEN GUILTY OF CONDUCT UNBECOMING A MEMBER OR PREJUDICIAL TO THE INTEREST OF THE ASSOCIATION. THE BOARD OF DIRECTORS MAY BY RESOLUTION –
 - a) FINE THAT MEMBER AN AMOUNT NOT EXCEEDING \$500.00; or
 - b) SUSPEND THAT MEMBER FROM MEMBERSHIP OF THE ASSOCIATION FOR A SPECIFIED PERIOD; OR
 - c) EXPEL THAT MEMBER FROM THE ASSOCIATION.
2. A RESOLUTION OF THE BOARD UNDER SUB-RULE (1) DOES NOT TAKE EFFECT UNLESS –
 - a) AT A MEETING HELD IN ACCORDANCE WITH SUB-RULE (3),
 - b) THE BOARD CONFIRMS THE RESOLUTION; AND
 - c) IF THE MEMBER EXERCISES A RIGHT OF APPEAL TO THE ASSOCIATION UNDER THIS RULE, THE ASSOCIATION CONFIRMS THE RESOLUTION IN ACCORDANCE WITH THIS RULE.
3. A MEMBER OF THE BOARD TO CONFIRM OR REVOKE A RESOLUTION PASSED UNDER SUB-RULE (1) MUST BE HELD NOT EARLIER THAT 14 DAYS, AND NOT LATER THAN 28 DAYS, AFTER NOTICE HAS BEEN GIVEN TO THE MEMBER IN ACCORDANCE WITH SUB-RULE (4)
4. FOR THE PURPOSES OF GIVING NOTICE IN ACCORDANCE WITH SUB-RULE (3), THE SECRETARY MUST, AS SOON AS PRACTICABLE, CAUSE TO BE GIVEN TO THE MEMBER A WRITTEN NOTICE –
 - a) SETTING OUT THE RESOLUTION OF THE BOARD OF DIRECTORS AND THE GROUNDS ON WHICH IT IS BASED; AND
 - b) STATING THAT THE MEMBER, OR HIS OR HER REPRESENTATIVE, MAY ADDRESS THE BOARD AT A MEETING TO BE HELD NOT EARLIER THAN 14 DAYS AND NOT LATER THAN 28 DAYS AFTER THE NOTICE HAS BEEN GIVEN TO THAT MEMBER; AND
 - c) STATING THE DATE, PLACE AND TIME OF THAT MEETING; AND
 - d) INFORMING THE MEMBER THAT HE OR SHE MAY DO ONE OR BOTH OF THE FOLLOWING-
 - (i) ATTENDING THAT MEETING;
 - (ii) GIVE TO THE BOARD OF DIRECTORS BEFORE THE DATE OF THAT MEETING A WRITTEN STATEMENT SEEKING THE REVOCATION OF THE RESOLUTION;
 - e) INFORMING THE MEMBER THAT, IF AT THAT MEETING, THE BOARD CONFIRMS THE RESOLUTION, HE OR SHE MAY NOT LATER THAN 48 HOURS AFTER THAT MEETING, GIVE THE SECRETARY A NOTICE TO THE EFFECT THAT HE OR SHE WISHES TO APPEAL TO THE ASSOCIATION IN GENERAL MEETING AGAINST THE RESOLUTION.

5. AT A MEETING OF THE BOARD TO CONFIRM OR REVOKE A RESOLUTION PASSED UNDER SUB-RULE (1), THE BOARD OF DIRECTORS MUST –
 - a) GIVE THE MEMBER, OR HIS OR HER REPRESENTATIVE, AN OPPORTUNITY TO BE HEARD; AND
 - b) GIVE DUE CONSIDERATION TO ANY WRITTEN STATEMENT SUBMITTED BY THE MEMBER; AND
 - c) DETERMINE BY RESOLUTION WHETHER TO CONFIRM OR TO REVOKE THE RESOLUTION.

IF AT THE MEETING OF THE BOARD OF DIRECTORS, THE BOARD OF DIRECTORS CONFIRMS THE RESOLUTION, THE MEMBER MAY, NOT LATER THAN 48 HOURS AFTER THAT MEETING, GIVE THE SECRETARY A NOTICE TO THE EFFECT THAT HE OR SHE WISHES TO APPEAL TO THE ASSOCIATION IN GENERAL MEETING AGAINST THE RESOLUTION.

6. IF THE SECRETARY RECEIVES A NOTICE UNDER SUB-RULE (6), HE OR SHE MUST NOTIFY THE BOARD AND THE BOARD MUST CONVENE A GENERAL MEETING OF THE ASSOCIATION TO BE HELD WITHIN 21DAYS AFTER THE DATE ON WHICH THE SECRETARY RECEIVED THE NOTICE.
7. AT A GENERAL MEETING OF THE ASSOCIATION CONVENED UNDER SUB-RULE (7) -
 - a) NO BUSINESS OTHER THAN THE QUESTION OF THE APPEAL MAY BE CONDUCTED; AND
 - b) THE BOARD MAY PLACE BEFORE THE MEETING DETAILS OF THE GROUNDS FOR THE RESOLUTION AND THE REASONS FOR THE PASSING OF THE RESOLUTION; AND
 - c) THE MEMBER, OR HIS OR HER REPRESENTATIVE, MUST BE GIVEN AN OPPORTUNITY TO BE HEARD; AND
 - d) THE MEMBERS PRESENT MUST VOTE BY SECRET BALLOT ON THE QUESTION WHETHER THE RESOLUTION SHOULD BE CONFIRMED OR REVOKED.
8. A RESOLUTION IS CONFIRMED IF, AT THE GENERAL MEETING, NOT LESS THAN TWO-THIRDS OF THE MEMBERS VOTE IN PERSON, OR BY PROXY, IN FAVOUR OF THE RESOLUTION. IN ANY OTHER CASE, THE RESOLUTION IS REVOKED.

XIX.

CUSTODY AND INSPECTION OF BOOKS AND RECORDS

1. EXCEPT AS OTHERWISE PROVIDED IN THESE RULES, THE SECRETARY MUST KEEP IN HIS OR HER CUSTODY OR UNDER HIS OR HER CONTROL ALL BOOKS, DOCUMENTS AND SECURITIES OF THE ASSOCIATION.
2. ALL ACCOUNTS, BOOKS, SECURITIES AND ANY OTHER RELEVANT DOCUMENTS OF THE ASSOCIATION MUST BE AVAILABLE FOR INSPECTION FREE OF CHARGE BY ANY I.C.O.R.E MEMBER AT A CONVENIENT TIME.
3. A MEMBER MAY MAKE A COPY OF ANY ACCOUNTS, BOOKS, SECURITIES AND ANY OTHER RELEVANT DOCUMENTS OF THE ASSOCIATION. A FEE MAY BE CHARGED FOR PHOTOCOPYING ETC.

**XX.
SEAL**

1. THE COMMON SEAL OF THE ASSOCIATION MUST BE KEPT IN THE CUSTODY OF THE SECRETARY.
2. THE COMMON SEAL MUST NOT BE AFFIXED TO ANY INSTRUMENT EXCEPT BY THE AUTHORITY OF THE BOARD .AND THE AFFIXING OF THE COMMON SEAL MUST BE ATTESTED BY THE SIGNATURES EITHER OF TWO MEMBERS OF THE BOARD OR, OF ONE MEMBER OF THE BOARD AND OF THE PUBLIC OFFICER OF THE ASSOCIATION.

**XXI.
WINDING UP**

IN THE EVENT OF THE WINDING UP OR THE CANCELLATION OF THE INCORPORATION OF THE ASSOCIATION, THE ASSETS OF THE ASSOCIATION MUST BE DISPOSED OF IN ACCORDANCE WITH THE PROVISIONS OF THE ACT.