

**ACCOUNTING ASSOCIATION OF AUSTRALIA
AND NEW ZEALAND**
ACN 091 255 908

1. MEMBERSHIP OF THE AAANZ

1.1 Ordinary Membership

- (a) The following persons may apply for ordinary membership of the AAANZ.
 - (i) persons who are full-time, part-time and academic staff teaching accounting, finance and related disciplines, in universities and tertiary degree-granting colleges;
 - (ii) persons who are full-time or part-time post graduate research students in accounting, finance and related disciplines, in universities and tertiary degree-granting colleges;
 - (iii) such other persons as may in the opinion of the Council from time to time have a substantial interest in the advancement of teaching, research and practice in those disciplines.
- (b) An applicant for ordinary membership shall complete the form of application provided by the AAANZ and lodge it with the Council for approval.
- (c) If the application is approved by the Council, and the annual subscription and any other fee or charge has been paid by the applicant, that person shall become a member of the AAANZ.
- (d) Membership shall be retained by payment of the annual subscription and any other fee or charge and shall be deemed to have lapsed if the subscription or any other fee or charge is not paid pursuant to Clause 15.6 of the Constitution.

2. INSTITUTIONAL MEMBERSHIP

The following entities may apply for Institutional Membership of the AAANZ.

- (a) such entities as may in the opinion of the Council from time to time have a substantial interest in the advancement of teaching research and practice in those disciplines referred to in By-Law 1.1(a) or in furthering the objects of the AAANZ.
- (b) An applicant for Institutional membership shall complete the form of application provided by the AAANZ and lodge it with the Council for approval.
- (c) If the application is approved by the Council and the annual subscription and any other fee or charge has been paid by the applicant that applicant shall become a member of the AAANZ.

- (d) Membership shall be retained by payment of the annual subscription and any other fee or charge and shall be deemed to have lapsed if the subscription or any other fee or charge is not paid pursuant to Clause 15.6 of the Constitution.

3. OTHER CONDITIONS

- (a) Council may in its discretion set such other conditions for membership of the AAANZ as it deems appropriate including qualification, and experience.

4. PROXY FORM

For the purposes of Clause 32.2 of the Constitution the form of the proxy is:-

**ACCOUNTING ASSOCIATION OF AUSTRALIA
AND NEW ZEALAND LTD
ACN 091 255 968
PROXY**

I/We _____ of _____

hereby appoint

(or failing him the Chairman of the Meeting) as my proxy to vote for me and on my behalf at the General Meeting of the Corporation to be held on _____ at _____ am/pm at _____ and at any adjournment thereof.

[Please tick one box only for each resolution. Unless otherwise instructed, the proxy may vote as he or she thinks fit]

Ordinary resolutions to be put to the General Meeting				
1.	<u>FOR</u>	<input type="checkbox"/>	<u>AGAINST</u>	<input type="checkbox"/>
2.	<u>FOR</u>	<input type="checkbox"/>	<u>AGAINST</u>	<input type="checkbox"/>
Special resolution to be put to the General Meeting				
3.	<u>FOR</u>	<input type="checkbox"/>	<u>AGAINST</u>	<input type="checkbox"/>
Dated this _____ day of _____		Signed _____		
Membership Number _____		Status _____		

Certificate of National Secretary or Director

I hereby certify that the appointer named above is a member qualified to vote, in accordance with the Constitution of the Corporation, at the meeting to be held on the date set out herein.

Company Secretary _____

Dated this _____ day of _____ 2

**PROXY
DIRECTIONS**

1. No member shall be entitled to vote either personally or by proxy if their subscription is overdue for three months or if they are an honorary members, or if their name, address or class of membership is not entered on the register.
2. The above instrument appointing a proxy must be submitted to the Secretary of the Corporation, who shall endorse on the instrument a certificate that the appointer is a member qualified to vote at the meetings to which such instrument relates.
3. The above instrument appointing a proxy, duly completed with the certificate of the Secretary must be deposited at the Corporation's office at
not less than 24 hours before the time of the holding of the meeting at which the persons named in such instrument proposed to vote.
4. The proxy may be lodged at the Corporation's office by personal delivery, mail, facsimile or electronically at the address specified for at purpose in the notice of meeting.

5. SCRUTINEERS

- (i) Where Council determines to appoint scrutineers in respect to a vote of member pursuant to Clause 36 of the Constitution, no Institutional Member or its authorized representative or Honorary Member or member whose subscription is overdue for three (3) months or more may act as a scrutineer;
- (ii) Scrutineers are entitled to vote on any question to be determined by postal ballot under Clause 36 of the Constitution.

6. DELEGATIONS

- (i) Where Council determines pursuant to Clause 45.1 of the Constitution to delegate any of its powers the content of such resolution shall include but not be limited to the following:-
 - (a) the duration of the period of delegation;
 - (b) the method and timing of reporting to Council relative to the exercise of the powers delegated and the continuing competency of the proposed delegate to act in exercise of the power;
 - (c) the limits upon the delegates power to bind Council;
 - (d) the determination after proper inquiry that the proposed delegate is reliable and competent to exercise the power so delegated; and
 - (e) any sub-delegation pursuant to Clause 45.5 of the Constitution.

7. COMMITTEES

- (i) Council may pursuant to Clause 45.3 of the constitution determine from time to time the:-
 - (a) composition and number of Committee members which may include persons who are not members of the Corporation;
 - (b) the duration of appointment of members;
 - (c) appoint the Chairman of such committee
 - (d) appoint from amongst its own number a member of such committee;
 - (e) the reporting duties of the committee
 - (f) the representation duties of the committee; and
 - (g) the dissolution or combination of committees.
- (ii) Each committee so appointed shall meet at least two times each year, but may determine to meet on more occasions if necessary.
- (iii) Meetings of a committee may be called by the agreement of all members or by the agreement of the Chairman and two other members.
- (iv) All meetings of a committee must be upon at least 14 days notice to members or such other period as may be agreed between the members of a committee.
- (v) A quorum for a meeting of a Committee shall be three.
- (vi) The Committee shall keep minutes of its meetings and shall report at least annually to Council.
- (vii) Meetings may be held by way of the means referred to in Clause 40.4 of the Constitution.
- (viii) Subject to the Constitution and these by laws a Committee may meet adjourn and otherwise regulate its meetings as it deems appropriate.
- (ix) Decisions of a Committee do not bind the Council or the corporation.
- (x) Committees of the former unincorporated association shall be deemed to continue after incorporation on the same terms and conditions until Council makes a determination to change or dissolve such committee pursuant to its powers under the Constitution or these by laws.
- (xi) A chairman of a Committee shall have a casting vote in respect to any business of the committee.

8. ELECTION OF OFFICE BEARERS

- (i) Nominations of candidates for election as Presidents-Elect of the AAANZ pursuant to Clause 37.2(h) of the Constitution shall be signed by a member of Council as nominator and countersigned by the candidate.
- (ii) If only one candidate is nominated for election to an office referred to in By-Law 8(i) the Chairman of the meeting shall declare the candidate as nominated to be elected to the appropriate office.

- (iii) If more than one candidate is nominated for election to any office then a ballot shall be conducted at the meeting amongst the members present at such meeting and such ballot shall be conducted in accordance with the following provisions and otherwise as Council from time to time determines.
- (iv) A member voting shall mark his or her ballot paper by placing the number 1 in the square opposite the name of the candidate for whom he or she votes as his or her first preference, and shall give contingent votes for all the remaining candidates by placing the numbers 2, 3, 4, (and so on, as the case requires) in the squares opposite their names so as to indicate the order of his or her preference for them.
- (v) The Secretary or his or her appointee shall conduct the ballot for election.
- (vi) The ballot shall be conducted as a secret ballot and votes shall be counted as provided in this By-Law.
- (vii) The Secretary shall count the first preference votes given for each candidate and the candidate who has received the largest number of first preference votes shall, if that number constitutes an absolute majority of votes, be elected.
- (viii) If no candidate has received an absolute majority of first preference votes then:
 - (a) the candidate who has received the fewest first preference votes shall be excluded, and each ballot-paper counted to him shall be counted to the candidate next in the order of the voter's preference;
 - (b) if no candidate then has an absolute majority of votes, the process of excluding the candidate who has the fewest votes, and counting each of his ballot-papers to the unexcluded candidate next in the order of the voter's preference, shall be repeated until one candidate has received an absolute majority of votes.
- (ix) If on any count two or more candidates have an equal number of votes, and one of them has to be excluded, the Chairman of the meeting shall decide which shall be excluded; and if in the final count two candidates have an equal number of votes the Chairman shall have a casting vote, in deciding who shall be elected. In By-Law 8(viii) an absolute majority of votes means a greater number than one-half of the whole number of ballot-papers. The casting vote of the Chairman given pursuant to this By-Law shall be included in reckoning an absolute majority of votes.