



**RULES FOR
NATIONAL DEFENCE ACADEMY
ALUMNI ASSOCIATION**

(AUSTRALIA CHAPTER) Approved by founding members on 17/11/2018

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Registered as an incorporated association
under the
Associations Incorporation Reform Act 2012
(Victoria)
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National Defence Academy Alumni Association (Australia Chapter)

Preamble

The establishment of the National Defence Academy Alumni Association (NDAAA) has further resulted in the formation of city-based alumni Chapters across India. This presents an opportunity to the NDA alumni settled overseas to similarly form their own Chapters. The alumni based in Australia are establishing what will be NDAAA's first overseas Chapter and, in the spirit of the NDA moto "seva parmo dharm," they are expected to contribute in whatever way they can to ensure the Chapter's growth and longevity.

Definitions

In these Rules—

Act means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

absolute majority, of the Committee, means a majority of the committee members currently holding office (i.e., the officeholders) and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting). No casting vote by the President may be exercised to determine absolute majority.

alumni means a person who passed out from NDA and went on to become a commissioned officer and did not get cashiered/discharged from service on disciplinary grounds;

associate member means a member referred to in Rule 6;

Association means the National Defence Academy Alumni Association (Australia Chapter);

Chairperson, of a general meeting or committee meeting, means the person chairing the meeting as required under Rule 26;

Committee means the Committee having management of the business of the Association;

general meeting means a general meeting of the members of the Association convened in accordance with Part 6 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

member means a member of the Association;

Officeholders are the President, Vice President, Secretary, and Treasurer of the Committee;

special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting to vote in favour of the resolution;

the Registrar means the Registrar of Incorporated Associations.



1. Name

The name of the incorporated association is "National Defence Academy Alumni Association (Australia Chapter) Incorporated."

(Note

The association's name, "NDA Alumni Association (Australia Chapter)" and registration number must appear on all its official documents).

2. Purposes

The purposes of the Association are to:

- a) Support members by creating avenues for professional and social networking and continued bonding.
- b) Provide re-settlement related assistance to members.
- c) Provide help to members and/or wards of Associate members facing an emergency when possible.
- d) Take initiatives to enhance the quality of social life of its members.
- e) Assist and advise NDA alumni migrating to Australia.
- f) Strengthen ties with the alma mater (i.e., National Defence Academy, Khadakwasla, India) and its alumni settled across the globe.
- g) Extend financial or other forms of support to those connected with the alma mater who may need such support.

PART1 -- MEMBERSHIP

3. Membership Eligibility

- a) Membership is restricted to NDA alumni settled in Australia as permanent residents or citizens and those on a bridging visa (TR) in Australia awaiting a decision on their substantive visa application to migrate to Australia.
- b) Members will be required to pledge support to the purposes of the Association and agree to abide by these rules.
- c) Members will become entitled to exercise their rights from the date their membership is approved.



- d) Membership benefits (but not voting rights) may be granted to NDA alumni visiting Australia or to those who may have family members or other self-declared interests in Australia.
- e) Membership benefits (but not voting rights) may also be extended to non-NDA officers who may have been posted at the NDA. Such an officer may be deemed as a 'Friend of the NDA.' Ex-NDA cadets who withdrew from the NDA or other officer training academies on any grounds (except on disciplinary grounds) and a civilian academic who taught at the NDA may also be deemed a 'Friend of the NDA.'
- f) To be deemed as a 'Friend of the NDA,' the person must have spent at least one year in training or an official capacity at the NDA. A 'Friend of the NDA' must be nominated by at least three permanent members who are not officeholders and the nomination must be accepted by an absolute majority at a Committee meeting. A 'Friend of the NDA' for all intent and purposes is to be treated as an Associate member but is exempt from paying any membership fee.
- g) The criteria to qualify as 'Friend of the NDA' as mentioned in Rule 2(e) above is not meant to be exhaustive. The Association empowers the Committee to temporarily deem a person as 'Friend of the NDA' based on other appropriate criteria for a period of no more than 12 months. For the 'Friend of the NDA' status to become permanent, the other criteria applied by the Committee should be approved at a General meeting.

4. Membership Application and Annual Fees

- a) Prospective members will be required to apply online or submit a membership form (see Appendix A for a suggested format) to the Secretary.
- b) The Secretary/Treasurer will liaise with the applicant for membership fee and any other fee as stipulated from time to time.
- c) At each annual general meeting, the NDAAA(AC) will determine the amount of annual subscription for the following financial year.
- d) The members will pay their annual fees with effect from 01 Jul each year.
- e) Members who join in the second half of the year will pay 50 percent of the stipulated fee.
- f) The amount of membership fee, including any clause under Rule 4, may be changed only at the annual general meeting.



- g) The Secretary will confirm the membership of a member by emailing or informing digitally on chat applications to the applicant. If an applicant is found ineligible for any reason, all monies received must be returned to the applicant.
- h) Members above 70 years of age will not pay any membership fee. However, the Association may accept voluntary donations from such members.

5. General Rights of Members

- a) A member of the Association who is entitled to vote has the right to:
 - (i) receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (ii) submit items of business for consideration at a general meeting; and
 - (iii) attend and be heard at general meetings; and
 - (iv) vote at a general meeting; and
 - (v) to have access to the minutes of general meetings and other documents of the Association as provided under Rule 47; and
 - (vi) to inspect the register of members.
- b) A member is entitled to vote if:
 - (i) the member is a member other than an associate member or a 'Friend of the NDA'; and
 - (ii) the member's membership rights are not suspended for any reason.

6. Associate members

- a) Associate members of the Association include:
 - (i) Widows of members of the Association or of any NDA alumni who will have otherwise qualified to be a member.
 - (ii) NDA alumni temporarily visiting Australia or those NDA alumni who declare that they have family ties/connections/other interests in Australia and are planning to either visit or apply to immigrate to Australia.
- b) Associate members will not enjoy voting rights.
- c) Associate members categorised under Rule 6(a)(i) are exempt from paying membership fees and will be deemed Associate members for life.



7. Transferability of Membership Rights

The rights of a member are not transferable and end when membership ceases. However if the cessation occurs owing to death of a member, the member's spouse or partner, as per Rule 6, will be deemed to be an Associate Member for life and exempt from paying any membership fee.

8. Ceasing membership

The membership of a person ceases on resignation, expulsion or death. If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members. The annual membership fees will be refunded as follows:

- a) 50% of annual membership if a member resigns within the first six months of joining; no refund thereafter.
- b) Only the annual membership fee may be refunded. Members forfeit the right to claim refund on any donations or other financial contribution that they may have made to the Association.

9. Resigning as a member

- a) A member may resign by notice in writing (this includes emailing/informing through digital chat applications) given to the Association.
- b) A member is taken to have resigned if the member's annual subscription is more than 24 months in arrears.
- c) The Secretary will obtain approval from the Committee before confirming the membership of those members who re-apply within six months of having resigned from the Association.
- d) A member or an Associate member who resigns may not use the mailing lists of the Association for any purpose including to mass mail/spam existing members. Doing so will be deemed as improper use of information obtained from the register of members.

10. Register of members

- a) The Secretary must keep and maintain a register of members that includes for each current member:
 - (i) the member's name;
 - (ii) the date of becoming a member;
 - (iii) if the member is an associate member, a note to that effect;



- (iv) any other information determined by the Committee such as email id or physical address or information about arms/service/branch/regiment the officer might have served in.
- b) For each former member, the Secretary must maintain the date of membership cessation.
- c) Any member may, at a reasonable time and free of charge, inspect the register of members.

Note

Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

PART 2 -- DISCIPLINARY ACTION

11. Grounds for Disciplinary action

- a) The Association may take disciplinary action against a member if it is determined that the member:
 - (i) has failed to comply with these Rules; or
 - (ii) refuses to support the purposes of the Association; or
 - (iii) has engaged in conduct prejudicial to the Association (this also includes conduct prior to becoming a member that would be deemed un-officer like conduct and which could potentially prove prejudicial to the reputation and image of the Association).

12. Disciplinary subcommittee

- a) The Committee must make all efforts to obtain as much information as possible about the act in question before making a decision to form a disciplinary subcommittee. If, by absolute majority, the Committee is satisfied that there may be sufficient grounds for taking disciplinary action against a member, the Committee must appoint a five-member disciplinary subcommittee to hear and investigate the matter and determine what action, if any, to take against the member.
- b) The members of the disciplinary subcommittee:
 - (i) may be Committee members, members of the Association; but
 - (ii) must not be biased against, or in favour of, the member concerned or in any way be a person directly affected by the act under investigation.
 - (iii) Will have at least one member nominated by the member against whom the disciplinary action is proposed.



- c) In the case of actions of a member related to Rule 11(a) (i) and Rule 11(a) (ii), the disciplinary subcommittee must present its findings to the Committee within 45 days of the action(s) under scrutiny having occurred.
- d) In the case of actions of a member related to Rule 11(a) (iii) the disciplinary subcommittee must present its findings within 90 days of the decision to form a disciplinary subcommittee.

13. Notice to member

- a) Before disciplinary action is taken against a member, the Secretary must give written notice to the member:
 - (i) stating that the Association proposes to take disciplinary action against the member; and
 - (ii) stating the grounds for the proposed disciplinary action; and
 - (iii) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
 - (iv) advising the member that he or she may do one or both of the following:
 - (aa) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ab) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - (v) setting out the member's appeal rights under Rule 15.
- b) The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

Note

In case the Secretary's actions are under investigation, the written notice under Rule 13(a) will be issued by the Vice President.

14. Decision of subcommittee

- a) At the disciplinary meeting, the disciplinary subcommittee must:
 - (i) give the member an opportunity to be heard; and
 - (ii) consider any written statement submitted by the member.
- b) After complying with Subrule 14 (a), the disciplinary subcommittee may: take no further action against the member; or subject to Subrule 14 (c)



- (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Association.
- c) The disciplinary subcommittee may not fine the member.
- d) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

15. Appeal rights

- a) A person whose membership rights have been suspended or who has been expelled from the Association under Rule 14 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- b) The notice must be in writing and given:
- (i) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
 - (ii) to the Secretary not later than 48 hours after the vote.
- c) If a person has given notice under Subrule 15(b), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- d) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must:
- (i) specify the date, time and place of the meeting;
 - (ii) mention the name of the person against whom the disciplinary action has been taken; and
 - (iii) state the grounds for taking that action; and
 - (iv) mention that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

16. Conduct of disciplinary appeal meeting

- a) At a disciplinary appeal meeting:
- (i) no business other than the question of the appeal may be conducted; and
 - (ii) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and



- (iii) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- b) After complying with Subrule 16 (a), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- c) A member may not vote by proxy at the meeting.
- d) The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

PART 3 -- GRIEVANCE PROCEDURE

17. Application

- a) The grievance procedure set out in this Division applies to disputes under these Rules between—
 - (i) a member and another member;
 - (ii) a member and the Committee;
 - (iii) a member and the Association.
- b) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed. A disciplinary procedure will be deemed to be in process from the date the decision to form a disciplinary subcommittee is made until the date the decision of the disciplinary subcommittee is conveyed to the member.

18. Mutual dispute resolution

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party. The Secretary or a Committee member may be present to facilitate the mutual dispute resolution meeting if both the parties agree but they are not permitted to mediate in such meetings.

19. Appointment of mediator

- a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 18, the parties must within 10 days:
 - (i) notify the Committee of the dispute; and



- (ii) agree to or request the appointment of a mediator; and
 - (iii) attempt in good faith to settle the dispute by mediation.
- b) The mediator must be a person (i.e., any member of the Association) chosen by agreement between the parties; or in the absence of agreement:
- (i) if the dispute is between a member and another member, a person appointed by the Committee; or
 - (ii) if the dispute is between a member and the Committee or the Association, a person appointed or employed by the Dispute Settlement Centre of Victoria.
- c) A mediator appointed by the Committee will be a member of the Association but in any case must not be a person who:
- (i) has a personal interest in the dispute; or
 - (ii) is biased in favour of or against any party.

20. Mediation process

- a) The mediator to the dispute, in conducting the mediation, must:
- (i) give each party every opportunity to be heard; and
 - (ii) allow due consideration by all parties of any written statement submitted by any party; and
 - (iii) ensure that natural justice is accorded to the parties throughout the mediation process.
- b) The mediator must not determine the dispute.

21. Failure to resolve dispute by mediation

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4 -- COMMITTEE

22. Role and powers

- a) The business of the Association must be managed by or under the direction of a Committee.



- b) The Committee may exercise all the powers of the Association except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Association.
- c) The Committee may:
 - (i) appoint and remove staff by absolute majority;
 - (ii) establish subcommittees consisting of members with terms of reference it considers appropriate.

23. Delegation

- a) The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than:
 - (i) this power of delegation; or
 - (ii) a duty imposed on the Committee by the Act or any other law.
- b) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- c) The Committee may, in writing, revoke a delegation wholly or in part.

24. Composition of Committee

- a) The Committee will consist of:
 - (i) a President; and
 - (ii) a Vice-President; and
 - (iii) a Secretary; and
 - (iv) a Treasurer; and
 - (v) Regional members (if any) elected under Rule 31; and
 - (vi) Editor (the Committee may nominate a member as Editor should a decision be made to issue a Newsletter).
- b) Keeping in mind the geographical spread of NDA alumni in Australia, informal subchapters may be formed to cover all states/cities/regions in Australia. The subchapters may be conferred the right to nominate regional members to the Committee subject to approval at a General meeting.

Note

Every effort should be made to ensure that officeholders come from at least three different informal Regional sub-chapters.



25. General Duties

- a) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- b) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- c) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- d) Committee members must exercise their powers and discharge their duties:
 - (i) in good faith in the best interests of the Association; and
 - (ii) for a proper purpose.
- e) Committee members and former committee members must not make improper use of their position; or information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note

See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

- f) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

26. President and Vice-President

- a) Subject to Subrule 26 (b), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- b) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be:
 - (i) in the case of a general meeting — a member elected by the other members present;
or
 - (ii) in the case of a committee meeting — a committee member elected by the other committee members present.



27. Secretary

- a) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

Example

Under the Act, the secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

- b) The Secretary must:
- (i) maintain the register of members in accordance with Rule 10; and
 - (ii) keep custody all books, documents and securities of the Association in accordance with Rule 47; (except for the financial records referred to in Subrule 45(c); and
 - (iii) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (iv) perform any other duty or function imposed on the Secretary by these Rules.
- c) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

28. Treasurer

- a) The Treasurer must:
- (i) receive all monies paid to or received by the Association and issue receipts for those monies in the name of the Association; and
 - (ii) ensure that all monies received are paid into the account of the Association within five working days after receipt; and
 - (iii) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
 - (iv) ensure cheques are signed by at least two committee members.
- b) The Treasurer must:
- (i) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (ii) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.



- c) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

29. Who is eligible to be a Committee member

A member is eligible to be elected or appointed as a committee member if the member is entitled to vote at a general meeting. Members may propose their own names to become Committee members. All nominations should be forwarded to the Secretary at least five days before the General Meeting.

30. Election of Officeholders

- a) At the annual general meeting, separate elections must be held for each of the officeholders, namely:
 - (i) President;
 - (ii) Vice-President;
 - (iii) Secretary; and
 - (iv) Treasurer.
- b) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- c) If more than one member is nominated, a ballot must be held.
- d) Upon getting elected, the new President may take over as Chairperson of the meeting.

31. Election of Regional members

- a) The annual general meeting must by resolution decide the number of regional members of the Committee (if any) it wishes to hold office for the next year.
- b) A single election may be held to fill all of those positions.
- c) If the number of members nominated for the position of regional members of the Committee is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- d) If the number of regional members nominated exceeds the number to be elected, a ballot must be held.



32. Term of office

- a) Subject to Subrule 32(d) (i) and Rule 33, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- b) A committee member may be re-elected as an officeholder for no more than two years. The two years will be counted from the date the Chapter was established.
- c) In case there are no nominees, Subrule 32(b) will not apply and a committee member may be re-elected as an officeholder.
- d) A general meeting of the Association may:
 - (i) by special resolution remove a committee member from office; and
 - (ii) elect an eligible member of the Association to fill the vacant position, including electing a member who may have been in the Committee as an officeholder previously for more than two years provided there is no alternative nominee for the vacant position.

33. Vacation of office

- a) A committee member may resign from the Committee by written notice (including electronically or by informing through digital chat applications) addressed to the Committee.
- b) A person ceases to be a committee member if he or she:
 - (i) ceases to be a member of the Association; or
 - (ii) fails to attend three consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 43; or
 - (iii) otherwise ceases to be a committee member by operation of section 78 of the Act.

Note

A Committee member may not hold the office of secretary if they do not reside in Australia.

34. Filling casual vacancies

- a) The Committee may appoint an eligible member of the Association to fill a position on the Committee that has become vacant under Rule 33 by undertaking the following process:
 - (i) In the case of an officeholder's position becoming vacant all members who are entitled to vote should be informed within 48 hours, nominations invited, and a ballot conducted electronically within 10 days of the position becoming vacant in case two or more members nominate for a position.



- (ii) In the case of a vacancy in the post of a regional member of the Committee, the informal subchapters may propose a name to the Secretary at any time.
- b) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- c) Rule 32 applies to any committee member appointed by the Committee under Rule 34(a)(i) or 34(b).
- d) The Committee may continue to act despite any vacancy in its membership.

PART 5 -- COMMITTEE MEETINGS

35. Type and Frequency of Meetings

- a) The Committee must meet at least four times in each year (preferably once every quarter) at the dates, times and places determined by the Committee. The meetings may be held virtually on video and/or audio-conferencing platforms.
- b) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.
- c) Special committee meetings may be convened by the President or by any two officeholders of the Committee at any time and the only business that may be conducted at the meeting is the business for which the meeting is convened.

36. Notice of meetings

- a) Notice of each committee meeting (including special committee meetings) must be given to each committee member no later than seven days before the date of the meeting.
- b) Notice may be given of more than one committee meeting at the same time.
- c) The notice must state the date, time and place of the meeting.
- d) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.



37. Urgent meetings

- a) In cases of urgency, a special committee meeting can be held without notice being given in accordance with Rule 36 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- b) Any resolution made at the meeting must be passed by an absolute majority of the Committee.

38. Use of technology

- a) A committee meeting may be held virtually on a digital platform.
- b) In case of a conventional physical meeting, a committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- c) For the purposes of this Part, a committee member participating in a committee meeting as permitted under Subrule 38(a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

39. Quorum

- a) No business may be conducted at a Committee meeting unless a quorum is present.
- b) The quorum for a committee meeting is the presence (in person or as allowed under Rule 38) of a majority of the officeholders.
- c) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting:
 - (i) in the case of a special meeting — the meeting lapses;
 - (ii) in any other case — the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with Rule 36.

40. Voting

- a) On any question arising at a committee meeting, each committee member present at the meeting has one vote.



- b) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.
- c) Subrule 40 (b) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- d) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote. Subrule 40(d) does not apply to resolutions passed in Special Meetings and any resolution that can only be passed by absolute majority.
- e) Voting by proxy is not permitted.

41. Conflict of interest

- a) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- b) The member:
 - (i) must not be present while the matter is being considered at the meeting; and
 - (ii) must not vote on the matter.

Note

Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

- c) This rule does not apply to a material personal interest:
 - (i) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
 - (ii) that the member has in common with all, or a substantial proportion of, the members of the Association.

42. Minutes of meeting

- a) The Committee must ensure that minutes are taken and kept of each committee meeting.
- b) The minutes must record the following:
 - (i) the names of the members in attendance at the meeting;
 - (ii) the business considered at the meeting;
 - (iii) any resolution on which a vote is taken and the result of the vote;
 - (iv) any material personal interest disclosed under Rule 41.



43. Leave of absence

- a) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding six months.
- b) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

PART 6 -- GENERAL MEETINGS OF THE ASSOCIATION

44. Annual general meetings

- a) The Committee must convene an annual general meeting of the Association to be held within six months after the end of each financial year.
- b) Despite Subrule 44(a), the Association may hold its first annual general meeting at any time within 18 months after its incorporation.
- c) The Committee may determine the date, time and place of the annual general meeting.
- d) The ordinary business of the annual general meeting is as follows:
 - (i) to confirm the minutes of the previous annual general meeting and of any general meeting held since then;
 - (ii) to receive and consider the annual report of the Committee on the activities of the Association during the preceding financial year; and the financial statements of the Association for the preceding financial year
 - (iii) to elect the members of the Committee;
 - (iv) to confirm or vary the amounts (if any) of the annual subscription and any other fee that the Association may wish to introduce.
- e) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

45. Notice of general meetings

- a) A general meeting may be convened at any time by the Committee as per the resolution adopted at a Committee meeting, including at special and urgent meetings. In the case of a resolution passed at urgent meetings, Subrule 37(b) will apply.
- b) The Secretary must give to each member of the Association:



- (i) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - (ii) at least 14 days' notice of a general meeting in any other case.
- c) The notice must:
- (i) specify the date, time and place of the meeting; and
 - (ii) indicate the general nature of each item of business to be considered at the meeting; and
 - (iii) if a special resolution is to be proposed:
 - (aa) state in full the proposed resolution; and
 - (ab) state the intention to propose the resolution as a special resolution; and
- d) This rule does not apply to a disciplinary appeal meeting.

Note

Rule 13 sets out the requirements for notice of a disciplinary appeal meeting.

46. Proxies

The Association has no provision for voting through a proxy for any of its meetings including the annual general meeting.

47. Use of technology

- a) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- b) For the purposes of this Part, a member participating in a general meeting as permitted under Subrule 47(a) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.
- c) All general meetings, including the Annual General Meeting may be held virtually on digital platforms.

48. Quorum at general meetings

- a) No business may be conducted at a general meeting unless a quorum of members is present.



- b) The quorum for a general meeting is the presence (physically or as allowed under Rule 47) of 25% of the members entitled to vote.
- c) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting, the Chairperson will adjourn the meeting to a date not more than 21 days after the adjournment.
- d) Notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the adjourned meeting.
- e) If a quorum is not present within 30 minutes after the time to which a general meeting had been adjourned under Subrule 48(c), the members present at the meeting (if not fewer than three) may proceed with the business of the meeting as if a quorum were present.

49. Voting at general meeting

- a) On any question arising at a general meeting—
 - (i) subject to Subrule 49(c), each member who is entitled to vote has one vote; and
 - (ii) members may vote personally; and
 - (iii) except in the case of a special resolution, the question must be decided on a majority of votes.
- b) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- c) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- d) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

50. Special resolutions

A special resolution is passed if not less than three quarters of the members voting at a general meeting vote in favour of the resolution.

Note

In addition to certain matters specified in the Act, a special resolution is required to remove a committee member from office; and to alter these Rules, including changing the name or any of the purposes of the Association.



51. Determining whether resolution carried

- a) Subject to Subrule 51(b) the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been:
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost:and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- b) If a poll (where votes are cast in writing) is demanded by three or more members on any question:
 - (i) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
 - (ii) the Chairperson must declare the result of the resolution on the basis of the poll.
- c) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- d) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

52. Minutes of general meetings

- a) The Committee must ensure that minutes are taken and kept of each general meeting.
- b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- c) In addition, the minutes of each annual general meeting must include—
 - (i) the names of the members attending the meeting; and
 - (ii) the financial statements submitted to the members in accordance with Rule 44(d)(ii);
and
 - (iii) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
 - (iv) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.



53. Hosting Inter-state members during general meetings

If possible, local members should try to host interstate members during an annual general meeting.

PART 7 -- SOCIAL MEETINGS

54. Social networking and outings

- a) Informal subchapters may convene social meetings as per their convenience.
- b) Special social meetings for all local members may be organised in honour of an official visit to Australia by NDA alumni or high ranking dignitaries (e.g., Services Chiefs who may not be ex-NDA or the Defence Secretary) and services delegation on temporary duty, training or official visits to Australia.
- c) Excursions/Tours within Australia or overseas, including trips to the alma mater, may be planned.
- d) Friends of NDA are eligible to attend all social events.
- e) Members may be permitted to invite their personal guests as determined by the informal local subchapters.
- f) The Committee may allocate funds to subsidise social meetings and outings and for purchase of mementos/souvenirs/bouquets for visiting alumni/dignitaries/services delegation.

PART 8 -- FINANCIAL MATTERS

55. Source of funds

The funds of the Association may be derived from annual membership and other fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee such as merchandising NDA-related goods and memorabilia.

56. Management of funds

- a) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- b) Subject to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.



- c) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- d) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two committee members.
- e) All funds of the Association must be deposited into the financial account of the Association no later than ten working days after receipt.
- f) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.
- g) The treasurer is authorised to do online transactions and maintain records of such transactions.

57. Financial records

- a) The Association must keep financial records that—
 - (i) correctly record and explain its transactions, financial position and performance; and
 - (ii) enable financial statements to be prepared as required by the Act.
- b) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- c) The Treasurer must keep in his or her custody, or under his or her control—
 - (i) the financial records for the current financial year; and
 - (ii) any other financial records as authorised by the Committee.

58. Financial statements

- a) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- b) Without limiting Subrule 58 (a), those requirements include:
 - (i) the preparation of the financial statements;
 - (ii) if required, the review or auditing of the financial statements;
 - (iii) the certification of the financial statements by the Committee;
 - (iv) the submission of the financial statements to the annual general meeting of the Association;



- (v) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

PART 9 -- OTHER MATTERS

59. Custody and inspection of books and records

- a) Members may on request inspect free of charge:
 - (i) the register of members;
 - (ii) the minutes of general meetings;
 - (iii) subject to Subrule 59(b), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.

Note

See note following rule 18 for details of access to the register of members.

- b) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- c) The Committee must on request make copies of these rules available to members and applicants for membership free of charge.
- d) Subject to Subrule 59(b), a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- e) For purposes of this rule **relevant documents** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following:
 - (i) its membership records;
 - (ii) its financial statements;
 - (iii) its financial records;
 - (iv) records and documents relating to transactions, dealings, business or property of the Association.

60. Winding up and cancellation

- a) The Association may be wound up voluntarily by special resolution.



- b) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- c) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.
- d) The body to which the surplus assets are to be given must be decided by special resolution.

61. Alteration of Rules

These Rules, except for Rule 32, may only be altered by special resolution of a general meeting of the Association. Rule 32 may not be altered given that the NDA Alumni Association (Central) has stipulated a maximum tenure of two years for officeholders.

Note

An alteration of these Rules does not take effect unless or until it is approved by the Registrar.



Appendix A (Subrule 4(a) refers)

MEMBERSHIP ELIGIBILITY CRITERIA

For Membership with voting rights: NDA alumni settled in Australia as permanent residents or citizens and those on a bridging visa in Australia awaiting a decision on their substantive visa application to migrate to Australia.

Associate membership: NDA alumni temporarily visiting Australia or having family ties/connections/other interests in Australia and planning to either visit or apply to immigrate to Australia.

ARE YOU A 'FRIEND OF THE NDA' SETTLED IN AUSTRALIA?

In case you are not an ex-NDA but were posted at the NDA for at least one year in any capacity or you are a civilian instructor/lecturer/professor who taught the cadets, please contact the Secretary on secretary@ndaaaac.org.au

**ANNUAL MEMBERSHIP FEE
(Payable every year on 01 July)**

Member: \$20 per year
Associate member: \$10 per year

1. I have read the above eligibility criteria and wish to apply for:

Membership with voting rights

Associate Membership

2. First name Middle Name Surname

3. NDA Course

4. NDA Sqn

5. IC No

6. Rank

7. Service: Army Navy Air Force

8. Corps/Regiment/Branch

9. Email id:

10. Mobile Number: +

11. Country of residence: City of residence: Postal code:

12. Name of sponsor (must be a voting member of NDAAA(AC):

DECLARATION

- The details provided by me are correct as on date
- I understand that my application will be accepted after I make the payment and furnish documents as requested (the Secretary will provide additional information).
- I authorise NDA AA (AC) to contact NDA AA (Central) if required.
- I have read the NDA AA (AC) Rules and undertake to abide by the rules and support the purposes of the NDA AA (AC).
- I confirm that I was neither cashiered nor dismissed on disciplinary grounds from the Indian armed forces

Additional Declaration for Associate members only:

- I have family ties/connections/other interests in Australia and plan to either visit or apply to immigrate to Australia