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FORM 1

~~A 1002262E~~  
A 1002262E  
1917158  
\$15 paid

ASSOCIATIONS INCORPORATION ACT 1987 (SECTION 5 (1))

APPLICATION FOR INCORPORATION OF ASSOCIATION A 1002262E

To the Commissioner for Corporate Affairs:

1. I, .....  
(Full Name)

of .....  
(Full Address & Occupation)

being duly authorized by the Association, apply for incorporation of the Association under the name—

Australian Workers' Union - Workplace Reform Association  
(Insert Name of Association)

2. The Association is formed for the purpose of—

DEVELOPMENT OF CHANGES TO WORK TO ACHIEVE SAFE  
WORKPLACES.  
(Insert Main Purpose)

and is considered eligible to be incorporated as an Association within the meaning of the Act by virtue of—

Section 4(1)(c) of the Act  
(Insert Provision of Section 4 (1) applicable to this Association)

3. The Association is not formed for the purpose of trading or securing a pecuniary profit to the members from the transactions of the Association.

4. The rules of the Association marked with the letter "A" annexed to my certificate as to the matters required by Section 5 (2) (b) of the Act conform to the requirements of the Act.

5. The prescribed fee is tendered herewith.

Dated the 20th day of April 1992

Signed, .....

Print full name in block letter .....

LODGED BY:

LODGED WITH THE  
COMMISSION ON

NAME:

ADDRESS:

TELEPHONE:

NOTE: REGULATION 13 SETS OUT THE REQUIREMENTS AS TO ANNEXURES.

60000/100-00-0000

Lodged in the Office of the  
Commissioner for Corporate  
Affairs on the  
23 April  
Commissioner for Corporate Affairs

DRAFT CERTIFICATE

~~A1002262E~~

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ASSOCIATIONS INCORPORATION ACT, 1987

~~A1002262E~~

SECTION 5(2)(B)

A1002262E

APPLICANT'S CERTIFICATE TO ACCOMPANY  
APPLICATION FOR INCORPORATION

I ..... of  
(full name)

.....  
(full address and occupation)

hereby-

- i) certify that I am the person authorized to apply for the incorporation of an Association under the name  
*Australian Workers' Union - Workplace Reform Association*
- ii) verify that the particulars set out in the accompanying Application for Incorporation of the abovenamed Association are true;
- iii) confirm that the requirements of Section 6 of the Act relating to advertisement of the application have been complied with;  
*Advertised on 6<sup>th</sup> March 92 (insert date)*  
*In THE NEW AUSTRALIAN (insert name of Publication)*
- iv) verify that the copy of the rules of the abovenamed Association annexed hereto and marked with the letter "A" numbering ..*NINE*..... pages is a true copy and that these rules include provisions as to the matters set out in Schedule 1 of the Act; and
- v) verify that the Association has more than 5 members.

DATED THE *22<sup>nd</sup>* DAY OF *April* 19*92*

SIGNED: .....

PRINT FULL NAME IN BLOCK LETTERS

LODGED WITH THE COMMISSION ON

LODGED BY:

Lodged in the Office of the  
Commissioner for Corporate  
Affairs on the

NAME:  
ADDRESS:

25 APRIL

TELEPHONE

Commissioner for Corporate Affairs

CG270/71-100-L/5451

~~ATTACHED~~~~A1002203E~~

A1002262E

RULES**Name of the Association**

1. The name of the Association is the "Australian Workers' Union - Workplace Reform Association Inc."

**Definitions**

2. In these Rules, unless the contrary intention appears:

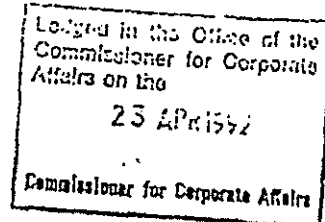
"the Act" means the Associations Incorporation Act 1987;  
 "the Association" means the Association referred to in Rule 1;  
 "associate member" means a member as defined in sub-Rule 5(2);  
 "full member" means a member as defined in sub-Rule 5(1);  
 "financial member" means a member who is not unfinancial as defined in sub-Rule 14(4);  
 "members" includes full members and associate members whether financial or not;  
 "financial year" means a calendar year as defined in Rule 27;  
 "general meeting" includes annual general meetings and special general meetings;  
 "ordinary resolution" means a resolution other than a special resolution;  
 "special resolution" has the meaning given by Section 24 of the Act;  
 "officers" means the President, Vice President, Secretary and Treasurer as elected or appointed pursuant to Rule 15; and  
 "Committee" means the committee of management of the Association as defined in Rule 15.

**Objects of the Association**

3. (1) The objects of the Association are -
- (a) To contribute to the development of changes to work in order to achieve democratic, safe workplaces;
  - (b) To contribute to the implementation of a more equitable distribution of wealth between employers and workers;
  - (c) To contribute to the implementation of appropriate skills training for workers;
  - (d) To promote and contribute to the development of unions and unionism and in particular to promote The Australian Workers' Union;
  - (e) To promote within unions the adoption of the aims of the Association and its policies;
  - (f) To support and assist union officials and union members who are contributing to the adoption of the aims of the Association and its policies;
  - (g) To consult with union officials, union members, employers, industrial organizations, academics and others as necessary to further objects (a) to (f) herein; and
  - (h) To publish and distribute publications as necessary to further objects (a) to (f) herein.
- (2) The property and income of the Association must be applied solely in accordance with the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

**Powers of the Association**

4. The Association has the powers conferred on an Association by Section 13 of the Act without exclusion or modification.

**Membership of the Association**

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5. Categories of Membership

- (1) (a) A full member of the Association is a natural person admitted to such in accordance with these Rules.
- (b) A full member is entitled to all the rights, privileges and benefits conferred by these Rules.
- (2) (a) An associate member of the Association is a natural person admitted to such in accordance with these Rules.
- (b) An associate member is entitled to receive all of the publications of the Association and be advised of and attend its general meetings but is not entitled to vote at such general meetings or at the Association's elections.

6. Eligibility

- (1) A natural person who subscribes to the objects of the Association and who applies and is approved for full membership is eligible to be a full member of the Association on payment of the full member's annual subscription.
- (2) A natural person who applies and is approved for associate membership is eligible to be an associate member of the Association on payment of the associate member's annual subscription.

7. Application

- (1) Applications for full or associate membership:
  - (a) must be made in writing and include the applicant's full name and residential or postal address and must indicate whether the applicant wishes to be a full member or an associate member; and
  - (b) must be lodged with the Secretary.
- (2) The Secretary must refer the application to the Committee within a reasonable time after its receipt.
- (3) The Committee must determine whether to approve, to defer or to reject the application.

8. Approval

- (1) Upon an application being approved, the Secretary must, with as little delay as possible, notify the applicant in writing that the application has been approved and request payment of the appropriate annual subscription.
- (2) The Secretary must, upon payment of the annual subscription, enter the applicant's name and address in the section of the register of members for full members or associate members as appropriate and, upon the name being so entered, the applicant becomes a full member or an associate member as the case may be.

9. Deferral

An application which is deferred may subsequently be approved or rejected.

10. Rejection

- (1) Upon an application being rejected, the Secretary must, with as little delay as possible, notify the applicant in writing that the application has been rejected.

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- (2) There is be no right of appeal from a determination rejecting an application and no reasons need be given.

#### 11. Resignation

- (1) A member may resign by first giving one month's notice in writing to the Secretary of his/her intention to resign and upon the expiration of that period, the member ceases to be a member.
- (2) A member is deemed to have resigned and ceases to be a member on the date on which their annual subscription becomes more than one year in arrears.
- (3) Upon a member ceasing to be a member in accordance with this Rule the Secretary must delete the member's name from the register of members.

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#### 12. Expulsion

- (1) The Committee may expel a member for conduct prejudicial to the interests of the Association in accordance with the procedures set out in this Rule.
- (2) The Committee must resolve to give notice to the member of a motion of expulsion.
- (3) Such notice must:
- state the time, date and place of the meeting where the motion of expulsion will be moved;
  - set out brief details of the alleged prejudicial conduct; and
  - be given to the member at least fourteen (14) days before that meeting.
- (4) The member is entitled to address the meeting and to circulate a written statement.
- (5) If the motion of expulsion is carried the member ceases to be a member and the Secretary must delete the member's name from the register of members.
- (6) Such resolution may only be overturned by a general meeting.

#### Register of Members

13. (1) The Secretary must keep and maintain a register of members in accordance with Section 27 of the Act and that register must be kept and maintained at the Secretary's place of residence.
- (2) The Secretary must cause the name of a person who dies or who ceases to be a member under Rules 11 and 12 to be deleted from the register of members.
- (3) Upon notification by a member of their change of address the Secretary must amend the register of members accordingly.

#### Annual Subscription

14. (1) The members must from time to time at a general meeting determine the amount of the subscription to be paid by each full member and associate member.

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- (2) Each member must pay to the Treasurer the annual subscription in advance on or before the anniversary of the member's membership.
- (3) No entrance fee is payable by an applicant for membership.
- (4) A member is unfinancial if he or she fails to pay the relevant annual subscription on or before the anniversary of the member's membership.

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#### Role and Composition of the Committee of Management

15. (1) The affairs of the Association are to be managed exclusively by a Committee of Management consisting of -
- (a) a President;
  - (b) a Vice-President;
  - (c) a Secretary; and
  - (d) a Treasurer;
- who are the officers of the Association.
- (2) The officers of the Association hold office from the declaration of their election at an annual general meeting or the date of their appointment under sub-Rule (8) until the declaration of the election conducted at the next annual general meeting.
- (3) To be eligible for election as an officer of the Association, a person must be a full member and must nominate in writing to the Returning Officer appointed by the Committee prior to the close of nominations.
- (4) The Returning Officer must open nominations for the elections for officers of the Association by notice in writing distributed to each full member of the Association at least seven days prior to the date of the annual general meeting and must close nominations an hour prior to the time fixed for the annual general meeting.
- (5) If only one person nominates for an officer position, then the Returning Officer must declare that person duly elected at the annual general meeting.
- (6) If more than one person nominates for an officer position, then the Returning Officer must conduct an election at the annual general meeting by secret ballot in accordance with the first-past-the-post voting system.
- (7) A casual vacancy occurs in an officer position and that office becomes vacant if the officer:
- (a) dies;
  - (b) resigns by notice in writing delivered to the Secretary, or if the officer is the Secretary, to the President;
  - (c) is convicted of an offence under the Act;
  - (d) is permanently incapacitated by mental or physical ill-health;
  - (e) is absent from more than three consecutive meetings of the Committee without apology; or
  - (f) ceases to be a member of the Association.
- (8) Where a casual vacancy occurs the Committee may appoint a member to fill that vacancy.

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**President**

16. The President must act as the chairperson of all general meetings and all meetings of the Committee.

**Vice-President**

17. The Vice-President must act as the chairperson of any general meetings or any meeting of the Committee at which the President is unable or unwilling to act and in respect of any general meeting or any Committee meeting at which the Vice-President acts as chairperson, the Vice-President has all of the powers and duties of the President specified in these Rules.

**Secretary**

18. The Secretary must:

- (1) co-ordinate the correspondence of the Association;
- (2) keep full and correct minutes of the proceedings of the Committee;
- (3) comply on behalf of the Association with:
  - (i) Section 27 of the Act in respect of the register of members of the Association;
  - (ii) Section 28 of the Act in respect of the rules of the Association; and
  - (iii) Section 29 of the Act in respect of the record of the officers of the Association;
- (4) have custody of all books, documents, records and registers of the Association, including those referred to in this Rule other than those required by Rule 19 to be kept and maintained by, or in the custody of the Treasurer;
- (5) be the Public Officer of the Association; and
- (6) perform such other duties as are imposed by these Rules on the Secretary.

**Treasurer**

19. The Treasurer must:

- (1) be responsible for the receipt of all moneys paid to or received by, or by him/her on behalf of the Association and must issue receipts for those moneys in the name of the Association;
- (2) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (3) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by the Secretary as well as himself/herself;
- (4) comply on behalf of the Association with Sections 25 and 26 of the Act in respect of the accounting records of the Association;

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- (5) whenever directed to do so by the President submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (6) have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in sub-Rules (4) and (5); and
- (7) perform such other duties as are imposed by these Rules on the Treasurer.

#### Proceedings of the Committee

- 20. (1) The Committee must meet together for the dispatch of business not less than once in each quarter and the President may at any time convene a meeting of the Committee.
- (2) Each Committee member has a deliberative vote.
- (3) A question arising at a Committee meeting must be decided by a majority of votes and if there is an equality of votes, the question put must be deemed lost.
- (4) The quorum for a meeting of the Committee is three (3) Committee members present in person.
- (5) Subject to these Rules, the procedure and order of business to be followed at a Committee meeting is to be determined by the Committee members present at the Committee meeting.
- (6) A Committee member having any direct or indirect pecuniary interest referred to in Section 21 or 22 of the Act must comply with that Section.

#### General Meetings

- 21. (1) The Committee:
  - (a) may at any time convene a special general meeting;
  - (b) must convene annual general meetings within the time limits provided for the holding of annual general meetings by Section 23 of the Act; and
  - (c) must convene a special general meeting within thirty (30) days of receiving a written request for such a meeting signed by the majority of full members of the Association and stating the purpose for which the special general meeting is to be held.
- (2) The Secretary must give all members not less than twenty-eight (28) days notice in writing of a general meeting and such notice must specify the business to be transacted at the general meeting including any special resolutions to be dealt with at the general meeting.
- (3) In the case of an annual general meeting, the order in which business is to be transacted is:
  - (a) first, the consideration of the accounts and reports of the Committee;
  - (b) second, the election of officers; and

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- (c). third, any other business requiring consideration by the Association in a general meeting.
- (4) A quorum for a general meeting is the majority of full members of the Association present in person.
- (5) No proxies are to be accepted at general meetings.
- (6) (a) If quorum is not present within thirty minutes of the time specified for the commencement of the general meeting then:
- (i) if the meeting has been convened pursuant to paragraph (c) of sub-Rule (1), then the general meeting lapses; and
  - (ii) in any other case the general meeting stands adjourned to the same time on the same day in the following week at the same venue.
- (b) If quorum is not present within thirty minutes of the time for the commencement of the adjourned general meeting pursuant to sub-paragraph (a)(ii), then the number of full members present will constitute a quorum.
- (7) Each financial full member present in person at a general meeting is entitled to exercise a deliberative vote.
- (8) (a) The President may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- (b) No business other than the business left unfinished on the agenda at the time the meeting was adjourned may be transacted at the adjourned general meeting.
- (c) Where a general meeting is adjourned for a period of thirty (30) days or more, the Secretary must give notice under sub-Rule (2) as if that general meeting were a fresh general meeting.
- (9) (a) At a general meeting:
- (i) an ordinary resolution put to the vote must be decided by a majority of votes cast on a show of hands; and
  - (ii) a special resolution put to the vote must be decided in accordance with Section 24 of the Act.
- (b) A declaration by the President at a general meeting that a resolution has been passed as an ordinary resolution is evidence of that fact unless, during the general meeting at which the resolution is submitted a poll is demanded.
- (c) A poll may be demanded by the President at the general meeting or by 3 or more full members and if so demanded must be taken forthwith in such manner as the President directs.
- (d) If a poll is demanded and taken in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

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**Minutes of meetings of Association**

22. (1) The Secretary must cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered in the minute book kept for that purpose within thirty (30) days after the holding of each general meeting or Committee meeting.
- (2) The President must sign as correct the minutes taken of a general meeting or Committee meeting.
- (3) Where minutes have been entered and signed as correct under this Rule, they will, until the contrary is proved, be evidence that:
- (a) the general meeting or Committee meeting to which they relate was duly convened and held;
  - (b) all proceedings recorded as having taken place in fact did take place; and
  - (c) all appointments or elections purporting to have been made have been validly made.

**Notices**

23. (1) The Secretary may give a notice required under these Rules by:
- (a) serving it on a member personally; or
  - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under Section 27 of the Act.
- (2) When a notice is sent by post under sub-Rule (1), sending of the notice is deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

**Rules of Association**

24. (1) The Association may alter or rescind these Rules, or make Rules additional to these Rules, in accordance with the procedure set out in Section 17, 18 and 19 of the Act.
- (2) These Rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these Rules and agreed to be bound by all their provisions.

**Common Seal of Association**

25. (1) The Association must have a common seal on which its corporate name must appear in legible characters.
- (2) The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in Rule 22.
- (3) The affixing of the common seal of the Association must be witnessed by the Secretary and the Treasurer.
- (4) The common seal of the Association must be kept in the custody of the Treasurer.

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**Inspection of records, etc. of Association**

26. A financial member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

**Financial Year**

27. The financial year for the purposes of maintaining the Association's financial records and accounts is a calendar year.

**Distribution of surplus property on winding up of Association**

28. If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property must be distributed:

- (a) to another incorporated association having objects similar to those of the Association; or
- (b) for charitable or benevolent purposes;

which incorporated association or purposes, as the case requires must be determined by resolution of the members when authorising and directing the Committee under Section 33(3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.

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This is the annexure marked IC 4  
referred to in the affidavit of  
sworn the 19 day of Sept 1996

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