

ASPIA
CONSTITUTION, RULES AND OBJECTIVES
OCTOBER 2008

ASPIA

AUSTRALIAN SALARY PACKAGING INDUSTRY ASSOCIATION

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1. Title

1.1 The Association shall be called the Australian Salary Packaging Industry Association (ASPIA), hereafter to be referred to as "the Association" and shall be affiliated to the National Governing Body.

2. Objects

2.1 The objects for which the Association is established are:

- 2.1.1 To effectively represent the professional industry of Salary Packaging in its broadest sense and to promote the development of the industry;
- 2.1.2 To take an active interest in all matters of the moment affecting the Salary Packaging industry with the view to improving , promoting and protecting the interests of its members;
- 2.1.3 To undertake an educative role to promote to members of the Association and the Industry, the need to strive for excellence in all commercial undertakings;
- 2.1.4 To keep members informed on important matters affecting our industry and to render a varied and comprehensive service to its members according to their requirements from time to time;
- 2.1.5 To consider and respond to and advocate the amendment of Commonwealth or state legislation, regulations and policies and the by-laws, regulations and policies of local government bodies and other corporations directly or indirectly affecting commercial interest and for such purposes to take all such steps or proceedings as may be expedient;
- 2.1.6 To establish and maintain relations with bodies having similar objects throughout the country;
- 2.1.7 To invest and deal with the moneys of the Association not immediately required in such manner as may from time to time be determined; and
- 2.1.8 To do all lawful things as are incidental or conducive to the attainment of these objects.

3. Membership

- 3.1. Applicants for membership must apply in writing in the manner that the Board prescribes from time to time.
Any reputable firm, company, corporation, authority or association of high ethical standards engaged in Salary Packaging is eligible as a candidate for Membership. Candidates for membership of the association become members of the association after election in the manner described in these rules and after payment of the entrance fee and subscription.
- 3.2. Every candidate for Membership must complete an application form and pay the appropriate fees. A properly constituted meeting of the Board will have the power to elect a Member by ballot of a majority of Members present at the meeting held subsequent to the receipt of the application.
- 3.3. All firms, companies, corporations, authorities or associations must submit in writing to the President, the name of the representatives or nominees who are to act on their behalf at meetings etc. of the Association. No firm, company, corporation, authority or association will be allowed to have more than 2 nominees of whom only 1 may vote.

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- 3.4. Representatives or nominees of firms, companies, corporations, authorities or associations must be employees of, or associates of, the nominating institutions, and must be approved by the Board.
- 3.5. There shall be 2 classes of membership available. These are:

Class of membership	
3.5.1	Founding Member (is also an Ordinary Member)
3.5.2	Ordinary Member

- 3.6. The number of ordinary members shall be unlimited.

4. Officers

- 4.1 The Officers of the Association shall be as follows:

President
 Vice President
 Secretary
 Treasurer
 Media Relations

5. Election of officers

- 5.1 All Officers shall be elected at the Annual General Meeting of the Association, from, and by, the Members of the Association.

5.2 All Officers are elected for a period of one year, but may be re-elected to the same office or another office the following year.

6. General Committee

6.1 The affairs of the Association shall be controlled by a General Committee comprising the Officers of the Association and minimum 2 other Members elected from, and by, the Ordinary Members of the Association. The maximum number of Members in the General Committee will be determined by the Officers of the Association. The General Committee shall meet at agreed intervals and not less than four times per year.

- 6.2 The duties of the General Committee shall be:

6.2.1 To control the affairs of the Association on behalf of the Members.

6.2.2 To keep accurate accounts of the finances of the Association through the Treasurer. These should be available for reasonable inspection by Members and should be audited before every Annual General Meeting. The Association shall maintain a bank current account and the following Officers shall be authorised to sign Association cheques: two from the President, Vice President, Treasurer and Secretary.

6.2.4 To make decisions on the basis of a simple majority vote. In the case of equal votes, the President shall be entitled to an additional casting vote.

7. General meetings

7.1 The Annual General Meeting shall be held not later than the end of February each year. 30 clear days' written notice shall be given to Members of the Annual General Meeting by circulating a copy of the notice to every member at their business address and posting the notice on the Association website. Members must advise the Secretary in writing of any business to be moved at the Annual General Meeting at least 21 days before a meeting. The Secretary shall circulate or give notice of the agenda for the meeting to Members not less than 7 days before the meeting.

7.2 The business of the Annual General Meeting shall be to:

7.2.1 Confirm the minutes of the previous Annual General Meeting and any General Meetings held since the last Annual General Meeting.

7.2.2 Receive the audited accounts for the year from the Treasurer.

7.2.3 Receive the annual report of the Committee from the Secretary.

7.2.4 Elect an auditor.

7.2.5 Elect the Officers of the Club ie President; Vice President, Secretary, Treasurer and other General Committee Members.

7.2.6 Review subscription rates and agree them for the forthcoming year.

7.2.7 Transact such other business received in writing by the Secretary from Members 21 days prior to the meeting and included on the agenda.

NOTE: The agenda could provide for "Any Other Business", but Members should be encouraged to refer other items to the General Committee and give the required notice for important Annual General Meeting business.

7.3 Special General Meetings may be convened by the General Committee or on receipt by the Secretary of a request in writing from not less than 12 Full Members of the Association. At least 21 days' notice of the meeting shall be given.

7.4 Nomination of candidates for election of Officers shall be made in writing to the Secretary at least 14 days in advance of the Annual General Meeting date. Nominations can only be made by Ordinary or Founding Members and must be seconded by another Ordinary or Founding Member.

7.5 At all General Meetings, the chair will be taken by the President or, in their absence, by the Vice President.

7.6 Decisions made at a General Meeting shall be by a simple majority of votes from those Ordinary Members attending the meeting. In the event of equal votes, the President shall be entitled to an additional casting vote.

7.7 A quorum for a General Meeting shall be 5 Ordinary Members and 1 Officer of the Association including 2 from the President, Vice President, Secretary and Treasurer.

7.8 Each Ordinary Member of the Association shall be entitled to one vote at General Meetings.

8. Alterations to the Constitutions

8.1 Any proposed alterations to the Association Constitution may only be considered at an Annual or Special General Meeting convened with the required written notice of the proposal. Any alteration or amendment must be proposed by a Ordinary Member of the Association and seconded by another Ordinary Member. Such alterations shall be passed if supported by not less than two-thirds of those Ordinary Members present at the meeting, assuming that a quorum has been achieved.

9. Dissolution

9.1 If, at any General Meeting of the Association, a resolution be passed calling for the dissolution of the Association, the Secretary shall immediately convene a Special General Meeting of the Association to be held not less than one month thereafter to discuss and vote on the resolution.

9.2 If, at that Special General Meeting, the resolution is carried by at least two-thirds of the Ordinary Members present at the meeting, the General Committee shall thereupon, or at such date as shall have been specified in the resolution, proceed to realise the assets of the Association and discharge all debts and liabilities of the Association.

9.3 After discharging all debts and liabilities of the Association, the remaining assets shall not be paid or distributed amongst the Full Members of the Association, but shall be given or transferred to some other voluntary Association having objects similar to those of the Association.