

# Infection Control Practitioners Association Of Queensland Inc

## Rules of the Infection Control Practitioners Association of Queensland Inc

### ARTICLE I: NAME

The name of the Incorporated Association shall be the "INFECTION CONTROL PRACTITIONERS ASSOCIATION OF QUEENSLAND INC" hereafter referred to as the "ASSOCIATION".

### ARTICLE II: MISSION

#### Section I: Purpose

The general purpose of the Association is to improve health care by serving the needs and aims common to all Infection Control Practitioners and all other members of the Health Care Industry.

#### Section II: Objectives

1. To serve as a forum for sharing knowledge and experience in all aspects of Infection Control.
2. To promote education in Infection Control.
3. To initiate discussion, evaluation and implementation of updated and improved methods of Infection Control.
4. To promote safe practices with regard to the care of infected persons and other potential sources of infection.
5. To promote discussion of statistics regarding hospital and community acquired infections with respect to:
  - Recording
  - Monitoring
  - Evaluating - statistics relating to infection
  - Management.
6. To organise and conduct Symposia, given by persons who are specialists in significant aspects of Infection Control.
7. To ensure that guidelines used for practice in Infection Control are derived from current publications of recognised organisations such as:
  - The Centers for Disease Control and Prevention (USA)
  - The Association for Practitioners in Infection Control (USA)
  - The National Health and Medical Research Council (Australia)
  - The Hospital Infection Society (United Kingdom)
8. Reciprocal Membership.

### ARTICLE III: POWERS

The powers of the Association are:

1. To take over the funds and other assets and liabilities of the present unincorporated association known as the INFECTION CONTROL PRACTITIONERS ASSOCIATION OF QUEENSLAND.
2. To subscribe to become a member of and cooperate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the association shall not subscribe to or support with its funds any club, or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of ARTICLE XIV (10).
3. In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and sold, for the members of the Association or persons frequenting the Association's premises.
4. To purchase, take on lease or in exchange, hire and otherwise acquire any lands, building, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association: Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such a manner as is allowed by law having regard to such trusts.
5. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions, which the Association may think it desirable to obtain; and to carry out exercise and comply with any such arrangements, rights, privileges and concessions.

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6. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association.
7. To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association or promotion of the incorporated association or in the furtherance of its objects.
8. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may see calculated directly or indirectly to advance the Association's interests and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
9. To invest and deal with the money from the Association not immediately required in such manner as may from time to time be thought fit.
10. To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
11. In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate, to guarantee and give guarantees or indemnities for the payment of money or in the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
12. To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien and other security upon the whole or any part of the incorporated Association's property or assets present or future and to purchase, redeem or pay-off any such securities.
13. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
14. In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
15. To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.
16. To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Associations but subject always to the proviso in sub-rule (4).
17. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.
18. To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.
19. In the furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of article XIV (10).
20. In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.
21. In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
22. To make donations for patriotic, charitable or community purposes.
23. To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged.
24. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

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## ARTICLE IV: MEMBERSHIP

### 1. Membership Categories

- A. Full Membership:** Full Members shall be individuals occupationally or professionally employed in the practice, application, supervision or teaching of Infection Control. Such members may vote in elections, serve on committees. The number of members in this class is unlimited.
- B. Honorary Life Membership:**
- (i) Honorary Life Members shall be individuals elected to this category by vote of 80% of full members, in recognition of their contribution to the field of Infection Control or to the Association. Such members may serve the Association in any manner mutually agreeable to themselves and to the committee, and may vote and hold elected office.
  - (ii) Honorary Life Membership shall not be conferred upon more than five (5) individuals each year. The total number of honorary members at any one time shall be unlimited. ***Honorary members must have served as members of ICPAQ.***
- C. Associate Membership:** Associate members shall be others with an active interest in Infection Control and Trade personnel, who are able to contribute to the aims of the Association. Such members will not be eligible to vote or hold elected office. The number of members in this class is unlimited.

### 2. Membership Application

- A. Every person who at the date of incorporation of the Association was a member of the unincorporated association shall be admitted by the Management Committee to the same class of membership of the Association as that member held in the unincorporated association and shall not be required to pay any further subscription until the next due date for payment of that subscription.
- B. Every applicant for any class of membership of the Association (other than the members of the unincorporated Association referred to in sub-rule 2(A)) shall apply for membership in writing, to the Secretary.
- C. Every applicant for membership shall:
- 1. complete a membership application form; and
  - 2. submit the membership application and the membership fee to the Membership Secretary.

### 3. Admission and Rejection of Members

- A. At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- B. Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- C. Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

## ARTICLE V: MEMBERSHIP FEE

- 1. The annual membership fee for each class of membership shall be reviewed annually by the Management Committee.
- 2. This fee will include membership and subscription to the official journal of the Association. ***Refer to membership criteria.***
- 3. This membership fee will be changed by vote at the Annual General Meeting. The annual subscription shall become due on the 30th June each year and shall be paid within ***three months*** of that date.
- 4. Failure to comply with these conditions will automatically suspend membership.
- 5. Members joining after the 1<sup>st</sup> May will not be required to pay the annual renewal until the following year.

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## ARTICLE VI: REGISTER OF MEMBERS

1. The Management Committee shall cause a Register to be kept in which shall be entered the names and addresses of all persons admitted to membership of the Association and the dates of their admission.
2. Particulars shall also be entered into the Register of deaths, resignations, terminations and reinstatement of membership and any further particulars as the Management Committee or the members at any general meeting may require from time to time.
3. The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

## ARTICLE VII: MEMBERSHIP OF MANAGEMENT COMMITTEE

### Section I Office Bearers

The officers of the Association shall be elected annually at the Annual General Meeting and shall be as follows:

1. President
2. Secretary
3. Treasurer
4. Vice-President

These officers shall constitute the Management Committee.

The following positions should then be filled from the general membership as the need arises. These members shall be ex-officio members of the Management Committee:

1. Membership Secretary
2. Assistant Treasurer
3. Editor
4. Public Relations Officer
5. Conference Convenor
6. Education Coordinator

The Management Committee has the power to fill casual vacancies with financial members. Any positions filled between Annual General Meetings should be considered temporary and nominations called for two (2) months prior to the next Annual General Meeting. If the temporary officer is elected, the term of office is from the official election date.

The continuing Management Committee may act notwithstanding any casual vacancies as long as a quorum is present.

### Section II Term of Office of Management Committee

1. The term of office shall be for two (2) years.
2. An office bearer can serve for two (2) consecutive terms.
3. At the Annual General Meeting of the Association, all the members of the Management Committee who have completed a two (2) year term, for the time being shall retire from office, but shall be eligible upon nomination for re-election.
4. After four (4) years service on a committee, the member is not eligible for re-election to the same position for a period of one (1) year.

### Section III Elections

1. Elections shall be held at the Annual General Meeting.
2. Full and honorary life members may vote.
3. Associate members may not vote.
  1. Associate members shall not be entitled to vote at any meeting;
  2. On a show of hands every member present in person or by proxy or representative and entitled to vote shall have one (1) vote;
  3. On a poll each member shall be entitled to one (1) vote only;

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4. Any member or the duly accredited representative of any member shall have power to appoint any person (including another member) as proxy to vote in his absence or on his behalf at any meeting or any adjournment thereof. The instrument appointing a proxy must be in writing and must be handed to the Secretary before the commencement of the meeting in respect of which such proxy is given;
5. No member shall be entitled to be present or to vote at any general meeting whilst such member is in default in the payment of any monies owing by such member to the Association;
6. In the case of an equality of voting on a question, the Chairperson of the general meeting shall have the casting vote.
4. Voting shall be by written vote and secret ballot on special forms supplied by the Membership Secretary.
5. Nominations for office shall be eligible voting members of the Association. All nominations should be in writing with a proposer and seconder (who are members of the Association), and signature of approval of the nominee. Nominations should be received by the Secretary one (1) month prior to the Annual General Meeting.
6. If the nominating slate is not complete, nominations may be received from the floor.
7. Tellers - Scrutineers - shall
  - A. Be appointed by the President
  - B. Count ballots
  - C. If the elected candidates are not present, notify them of their position as soon as possible after the meeting.

## ARTICLE VIII

### Section I Annual General Meeting

1. An Annual General Meeting will be held once at least in every period of 12 months, and within 6 months after the close of the financial year, at a date to be decided by the Management Committee.
2. The business to be transacted at every Annual General Meeting shall be:
  - A. the receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
  - B. the receiving of the auditor's report upon the books and accounts for the preceding financial year;
  - C. the election of members of the Management Committee;
  - D. the appointment of the auditor;
  - E. confirmation of the Minutes of the previous Annual General Meeting and of any special meeting of the Association, not confirmed at any subsequent general meeting of members;
  - F. fixing of the annual subscription for the following year.
3. No business shall be conducted unless a quorum is present; a quorum shall consist of double the number of members on the Management Committee plus one.

### Section II General Meetings

1. The first general meeting shall be held at such time, not being less than one month nor more than three months after the incorporation of the Association, and at such place as the Management Committee may determine.
2. Subsequent meetings will be held four times per year.
3. The Secretary shall convene a special general meeting:
  - A. When directed to do so by the Management Committee; or
  - B. On the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat; or
  - C. On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.
4. A quorum of double the number of members currently on the Management Committee, plus one must be present, two (2) of which must be office bearers.
5. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of this rule "member" includes a person attending as a proxy.
6. If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.

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7. The Chairman may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting.  
Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
8. The Secretary shall convene all general meetings of the Association by giving not less than 7 days notice of any such meeting to the members of the Association.
9. The manner by which such notice shall be given shall be determined by the Management Committee: Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be given in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.
10. Unless otherwise provided by these Rules, at every general meeting:
  - A. The President shall preside as Chairman, or if not present, or is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the chairman or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chairman of the meeting.
  - B. The Chairman shall maintain order and conduct the meeting in a proper and orderly manner.
  - C. Every question, matter or resolution shall be decided by a majority of votes of the members present.
  - D. Every member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote: Provided that no member shall be entitled to vote at any general meeting if his annual subscription is more than one month in arrears at the date of the meeting.
  - E. Voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairman shall appoint two members to conduct the secret ballot in such manner as he/she shall determine and the result of the ballot as declared by the Chairman shall be deemed to be the resolution of the meeting at which the ballot was demanded.
  - F. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.
  - G. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot.
  - H. Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:

INFECTON CONTROL PRACTITIONERS ASSOCIATION OF QUEENSLAND INC	
I,	of
being a member of the abovenamed Association, hereby appoint	of
or failing him/her,	, as my proxy to vote for me on my behalf at the
(Annual) General Meeting of the Association, to be held on the	day of , 20 .
Signed this	day of , 20 .
Signature	
This form is to be used: *In favour of / *Against the resolution.	
*Strike out whichever is not desired.	
(Unless otherwise instructed, the proxy may vote as he thinks fit).	

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- I. The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote; and
- J. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting: Provided that the minutes of any Annual General Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or Annual General Meeting.

## **Section III Management Committee Meetings**

1. The Management Committee shall meet at least once every two calendar months to exercise its functions.
2. A special meeting of the Management Committee shall be convened by the Secretary on the requisition of not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.
3. At every meeting of the Management Committee a simple majority of a number equal to the number of members elected and/or appointed to the Management Committee as at the close of the last general meeting of the members shall constitute a quorum.
4. Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit: Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
5. A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which he/she is interested, or any matter arising thereout, and if he/she does so vote his/her vote shall not be counted.
6. Not less than seven days notice shall be given by the Secretary to members of the Management Committee of any special meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
7. The President shall preside as Chairman at every meeting of the Management Committee, or if there is not a President, or if at any meeting he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chairman or if the Vice-President is not present at the meeting then the members may choose one of their number to be Chairman of the meeting.
8. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.
9. Subcommittees
  - A. The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association as the Management Committee thinks fit. Any sub-committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
  - B. A sub-committee may elect a Chairman of its meetings. If no such Chairman is elected, or if at any meeting the Chairman is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their number to be Chairman at the meeting.
  - C. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.
10. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.
11. A resolution in writing signed by all the members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

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## ARTICLE IX: FUNCTIONS OF THE MANAGEMENT COMMITTEE

1. Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee:
  - A. Shall have the general control and management of the administration of the affairs, property and funds of the Association; and
  - B. Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these rules are silent.
2. The Management Committee may exercise all the powers of the Association:
  - A. To borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities.
  - B. To borrow money from members at a rate of interest not exceeding interest at the rate for the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and of mortgage or charge its property or any part thereof and issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
  - C. To invest in such manner as the members of the Association may from time to time determine.
3. The President or Vice-President shall be ex-officio members with voting rights on all sub-committees. The President or Vice-President will have a second or casting vote on any sub-committee if voting is deadlocked. Sub-committees shall not have authority to expend monies or commit the Association to the expenditure of monies unless specifically empowered to do so by the Management Committee.
4. The Management Committee shall carry out directives of the Annual General Meeting.
5. The Management Committee shall transact urgent business that pertains to the Association.
6. The Management Committee shall direct business concerning zone meetings.

## ARTICLE X: REJECTION, SUSPENSION OR RESIGNATION CLAUSE

1. A person whose application for membership has been rejected may within one month of receiving written notification thereof, lodge with the Secretary written notice of intention to appeal against the decision of the Management Committee. Upon receipt of a notification of intention to appeal against rejection of membership the Secretary shall convene, within three months of the date of receipt by applicant of such notice, a general meeting to determine the appeal. Where a person, whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.
2. Any member may be expelled, or suspended from membership or office for a period not exceeding twelve (12) months at the discretion of the Management Committee, provided that such a member shall have the right of appeal to a General Meeting. Voting on the issue shall both in Management Committee and in general meeting be by Secret Ballot and based on majority vote.
3. Members must be notified in writing of the Committee's intentions (and final decision if an appeal is heard). Members should notify the committee in writing if an appeal is requested.
4. Written resignation of members should be submitted to the Secretary fourteen (14) days in advance of general meetings.
5. Written resignations of Management Committee members should be submitted to the Secretary twenty-eight (28) days in advance of a Management Committee meeting. The resignations shall take effect at the time such notice is received by the Secretary unless a later date is specified.
6. A person shall cease to be a member of the Association:
  - A. If a member fails to pay the administrative levy within three (3) months of the due date for payment; or
  - B. If the Management Committee so resolves by an unanimous vote which is ratified by an ordinary resolution of members at the next general meeting of the Association; or
  - C. By ceasing to satisfy the requirements for membership of a particular class of membership; or
  - D. On death or resignation in writing provided all administrative levies and other monies due by the resigning member of the Association have been paid.

Default is defined as up to 3 months after 30 June unless payment made within that time.

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## ARTICLE XI: AMENDMENTS TO THE CONSTITUTION

Subject to the provisions of the *Associations Incorporation Act 1981*, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any general meeting: Provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Chief Executive of the Department administering the Act.

## ARTICLE XII: BY-LAWS

The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may set aside by a general meeting of members.

## ARTICLE XIII: COMMON SEAL

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

## ARTICLE XIV: FUNDS AND ACCOUNTS

1. The funds of the Association shall be deposited in the name of the Association in such Bank or permanent Building Society as the Management Committee may from time to time direct.
2. Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Association and particulars usually shown in books of a like nature.
3. All moneys shall be deposited as soon as practicable after receipt thereof.
4. All amounts of one hundred dollars or over shall be paid by cheque signed by any two (2) of the President, Secretary, Treasurer or other member authorised from time to time by the Management Committee.
5. Cheques shall be crossed "not-negotiable" except those in payment of wages, allowances or petty cash recoupment which may be open.
6. The Management Committee shall determine the amount of petty cash which shall be kept on the Imprest system.
7. All expenditure shall be approved or ratified at a Management Committee meeting.
8. As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing the particulars of:
  - A. The income and expenditure for the financial year just ended.
  - B. The assets and liabilities and of all mortgages, charges and securities affecting the property of the Association at the close of that year.
9. All such statements shall be examined by the auditor who shall present his/her report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.
10. The income and property of the Association whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advance by him to the Association or otherwise owing by the Association to him or of remuneration to any officers or servants of the Association or any services actually rendered to the Association provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any members of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised or let to the Association.

## ARTICLE XV: DOCUMENTS

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

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## **ARTICLE XVI: FINANCIAL YEAR**

The financial year of the Association shall close on 30 June in each year.

## **ARTICLE XVII: DISTRIBUTION OF SURPLUS ASSETS**

If the Association shall be wound up on accordance with the provisions of the *Associations Incorporation Act 1981*, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members or the Association, but shall be given or transferred to some other institutions having objects similar to the objects of the Association, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Association under or by virtue of Article XIV (10), such institution or institutions to be determined by the members of the Association.