

THE NATIONAL PILOT VEHICLE DRIVER'S ASSOCIATION INCORPORATED CONSTITUTION

1. NAME

- 1.1 The name of the association is, **THE NATIONAL PILOT VEHICLE DRIVER'S ASSOCIATION INCORPORATED.**

2. STATEMENT OF PURPOSES

- 2.1 To promote Pilot Vehicle Drivers as a professional group of drivers.
2.2 To establish Pilot Vehicle Drivers as a recognised part of the Transport Industry.
2.3 To promote standardisation, on a National basis, of Rules and Regulations concerning operation of Pilot Vehicles.
2.4 To promote safety in the movement of Overdimension Loaded Vehicles by full Co-operation with National and State Authorities, the Transport Industry, State motoring Organisations and the Motoring Public.
2.5 To establish a Training Scheme for persons seeking employment as a Pilot Vehicle Driver.
2.6 To protest and promote the professional interests of its members.

3. DEFINITIONS

- 3.1 **Act** - Associations Incorporation Act or equivalent, in the jurisdiction where incorporated
3.2 **Regulations** - the Regulations made under the Act.
3.3 **Constitution** - the provisions made to require compliance with the Act and to empower the membership in making rules for the proper operation of the association.
3.4 **Rules** - provisions made for the running of the associations as allowed or required under the constitution.
3.5 **Determination** - a resolution, made under section 6, to govern the proper operation of the association and recorded as a Rule
3.6 **Member** - a person approved and registered by the Association.
3.7 **Association** - the total of members or the group of members at a properly constituted meeting.
3.8 **may** - the power conferred may be exercised, or not, at discretion.
3.9 **shall** - the power conferred must be exercised.
3.10 **gender** - unless the contrary intention appears, male or female references do not specify either gender.
3.11 **number** - unless the contrary intention appears, singular or plural references do not specify either quantity.
3.12 **interpretations** - rules and determinations are interpreted subject to the Interpretation of Legislation Act.

4. RESPONSIBILITIES

- 4.1 The Association,
(1) shall appoint a Public Officer, subject to the provisions of the Act,
(2) shall apply for, and fulfill all requirements for incorporation,
(3) shall be responsible for the management of its affairs, and ,
(4) may do all those things necessary to fulfil its objectives, subject to the Rules, the Constitution, the Act and the Regulations.

5. RULES AND PROVISIONS

- 5.1 The Association, subject to the Rules, the Act and the Regulations,
(1) shall determine provisions for all matters required by the Act,
(2) may determine provisions for any other matter.
5.2 The Association shall not deal with a matter unless provision for that matter has been made, subject to the Constitution and the Rules.

6. DETERMINATIONS

- 6.1 The Association may make Determinations to define, restrict or amplify provisions for matters in the Rules or Constitution.
6.2 The Association may rescind Determinations, subject to the Rules.
6.3 The Association may make provision for any matter not provided for in the Rules, subject to the Rules.
6.4 A motion for a Determination,
(1) shall not be contrary to,
i) the Constitution, or,
ii) the Rules, and,
(2) shall be notified,

- i) to all Members entitled to vote,
- ii) to allow all entitled Members the opportunity to vote, and,
- (3) to be carried, shall receive at least 2/3 of the votes cast.

6.5 A Determination made under this section shall be recorded in a Determinations Register, listing,

- (1) the exact wording of the Determination,
- (2) the date on which the votes were cast,
- (3) the date on which the Determination takes effect,
- (4) a cross reference to relevant Rules or Determinations.

6.6 A Determination,

- (1) made under the Constitution, and,
- (2) recorded as a Rule,

is a subsidiary document to the Constitution.

END

THE NATIONAL PILOT VEHICLE DRIVER'S ASSOCIATION INCORPORATED.

Rules under the Constitution

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RULES

1. POWERS

1.1 The Association may do all those things which may be done, subject to Law, the Act, Regulations and these rules, to further the Purpose of the Association

2. NON PROFIT ORGANISATION

2.1 The income and property of the Association, whensoever derived, shall be applied solely towards the promotion of the Purpose of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Association or to any member of the Association or reasonable and proper rent for premises let by any member of the Association.

3. MEMBERSHIP

3.1 Membership of the Association is open to persons, having been properly nominated, who have an interest in the Pilot industry and hold a Drivers Licence and who have paid the prevailing Joining fee and Annual Membership subscription.

3.2 Membership of the Association will be terminated if payment of the Annual Membership subscription is not made within ONE (1) CALENDAR MONTH of the due date for such payment.

3.3 The Association shall establish and maintain a Register of membership specifying Name, Address and Date of membership for each person joining the Association and the date that person ceases to be a member of the Association.

4. FEES AND SUBSCRIPTIONS

4.1 The Association may determine a Joining Fee but such a fee may only be varied at an Annual General Meeting.

4.2 The Annual Membership Subscription shall be determined by the Association but may be varied annually by the elected management committee.

5. MANAGEMENT

5.1 The Association shall be managed by a Committee of SEVEN (7), (National Executive) which shall be elected at an Annual General Meeting.

5.2 The National Executive shall consist of FOUR (4) Office Bearers being, President, Vice President, Secretary and Treasurer, known as the Executive and THREE (3) ordinary members.

5.3 The Term of Office for the elected Committee shall be for a period of TWELVE (12) MONTHS.

5.4 The National Executive may approve, and delegate powers to subcommittees.

6. ELECTION OF MANAGEMENT COMMITTEE

- 6.1** Nominations for all SEVEN (7) Committee positions shall be lodged, in writing, with the Secretary NO LATER than FORTY TWO (42) DAYS prior to the date of the Annual General Meeting.
- 6.2** Nomination shall be signed by TWO (2) members and be accompanied by a written consent of the candidate.
- 6.3** In the event insufficient nominations being received by the Secretary to fill all positions on the National Executive further nominations may be taken at the Annual General Meeting.
- 6.4** The election of Office Bearers and ordinary National Executive members shall be conducted by a Returning Officer who shall be appointed by the retiring Committee. The Returning Officer cannot be a candidate for election nor shall have any voting rights
- 6.5** In the event of TWO (2) or more nominations being accepted for any position the result shall be decided by secret postal ballot.
- 6.6** A member unable to attend the Annual General Meeting may appoint a proxy by lodging, with the Secretary, a correctly completed Proxy Form NO LATER than SEVEN (7) DAYS prior to the date of the Annual General Meeting.
- 6.7** No member of the National Executive may hold more than ONE (1) Office at any one time. The National Executive may appoint one of its members to act in the position of an Office Bearer which has become vacant until that position is filled at an Annual General Meeting or a Special General Meeting convened for that purpose.
- 6.8** A position on the National Executive shall declared vacant if the holder of that Position absents themselves from THREE (3) consecutive Meetings without an acceptable apology or without obtaining special leave of absence from the National Executive or they cease to be a member of the Association. Should a vacancy occur on the National Executive that vacancy shall be filled at the discretion of the National Executive.
- 6.9** Financial members of the Association only shall be eligible for election to the National Executive and to vote at meeting.
- 6.10** A candidate may be nominated for more than one vacant position.

7. DUTIES OF OFFICE BEARERS

7.1 PRESIDENT

The President shall preside at all Meetings and shall be an ex-officio member of all sub-committees. The President shall maintain order and decorum throughout all Meetings and in the event of a tied vote be empowered to exercise a Casting Vote

7.2 VICE PRESIDENT

The Vice President shall perform the duties of the President in his / her absence and in that role is empowered to exercise a Casting Vote.

7.3 SECRETARY

The Secretary shall be responsible for the recording of Minutes of all Meetings and the attendance to all Association correspondence.

The Secretary shall unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c) but other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer

The Secretary shall promptly carry out the directions of the National Executive.

7.4 TREASURER

The Treasurer shall receive all monies and issue receipts bearing the Association name and will ensure that all monies received are properly accounted for and banked without delay. The Treasurer will ensure that all authorised payments from the Association funds are properly paid by Cheque and to submit a statement showing cash and bank balances of the Association at each Meeting .The Treasurer shall submit a duly audited Income and Expenditure Statement and Balance Sheet for the period under review to the Annual General Meeting.

7.5 ORDINARY NATIONAL EXECUTIVE MEMBERS

The Ordinary National Executive Members shall actively participate in the management of the Association by serving on various sub-committees and carrying out any task allotted.

8. ACCOUNTING

8.1 The Financial Year of the Association shall be from the 1st July to 30th June.

8.2 The Association Banker shall be the nominated by the committee.

8.3 The President, Secretary & Treasure shall be the signatories to the Association Bank Account and all cheques issued by the Treasurer must bear any TWO (2) of the three. The signatories must also initial the Cheque Butt.

9. MEETINGS

- 9.1** The Annual General Meeting and any Ordinary General Meeting shall be held at such times and a place as determined by the National Executive, providing the Annual General Meeting is held within 4 months of the end of the financial year.
- 9.2** Special General Meetings may be convened by the President or on petition by at least FIFTEEN (15) financial members.
- 9.3** National Executive Meeting shall be at least THREE (3) times in each twelve-month period as determined by the National Executive or as convened by the President.
- 9.4** Each Committee member has a deliberative vote.
- 9.5** Dress standard at all Meeting to be neat and tidy and no person will be admitted to any Meeting whilst under the influence of alcohol and / or drugs.
- 9.6** The **Committee** may at any time convene a special general meeting
- 9.7** A quorum for any General Meeting shall be TWENTY (20) PERCENT of financial membership.
- 9.8** A quorum for a National Executive Meeting shall comprise of TWO (2) Executive and TWO (2) Ordinary National Executive Members.

Quorum and proceedings at general meetings

- 9.9** (1) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 16 (5) or (6)-
- (a) as a result of a request or notice referred to in rule 16 (1) (c) or as a result of action taken under rule 16 (3) a quorum is not present, the general meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- (2) If within 30 minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
- (3) The Chairperson 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.
- (4) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- (5) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 16 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- (6) At a general meeting-
- (a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and
 - (b) a special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).
- (7) A declaration by the Chairperson of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).
- (8) At a general meeting, a poll may be demanded by the Chairperson or by three or more members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.
- 9.9. Notice of meetings other than AGM or special GM will be placed / published on the website, not less than 21 days prior to said meeting. Minutes of such meetings will be posted on the website not more than 21 days after the said meeting. Publication of these meetings and minutes of said meetings on the website will be deemed to have been made available to all members.
- (10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.
- (11) A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

10. VOTING

- 10.1** Financial members at a Meeting shall be entitled to exercise ONE (1) VOTE on any Motion or proposition or Election being placed before the Meeting, The President, or in his / her absence, the Chairperson of the Meeting, shall not be entitled to vote save insofar as to exercise a Casting Vote which is to be exercised in accordance with Clause 10.3 hereof. No other person shall be entitled to vote at any Association Meeting.

10.2 Voting shall be a show of hands, unless expressed otherwise herein, or by Proxy and shall be decided by simple majority. No member may hold more than FIVE (5) PROXIES.

10.3 In case of equality of votes on any Motion or proposition before the Meeting the President, or in his / her absence, the Chairperson of the Meeting, is entitled to exercise a Casting Vote. This vote shall only be used to maintain the "Status Quo". In the case of equality of votes for an Election position then that vote shall be re-submitted to the Meeting, until a decision is reached.

10.4 The Chairperson of the Meeting, if other than the President or Vice President, is empowered to exercise a casting vote.

11. ALTERATION TO CONSTITUTION

11.1 The Constitution and Rules may be amended, altered, enlarged or repealed from time to time by a Special Resolution passed at an Annual General Meeting or Special General Meeting convened for that purpose.

12. INTERPRETATION OF CONSTITUTION

12.1 Interpretation of this Constitution and Rules shall be determined by the Association.

13. CANCELLATION OF MEMBERSHIP

13.1 Any member of the Association who has operated in a manner, which is considered by the National Executive to disregard the Constitution and Rules or by their actions have brought the Association into disrepute, may have their membership suspended. This suspension shall remain in effect until the said member appears before the National Executive. The National Executive has the power to cancel a person's membership.

13.2 Any member so penalised may appeal to a Special General Meeting convened for that purpose. Such Meeting shall be convened within TWENTY (21) DAYS of a member lodging the Appeal, in writing, with the Secretary.

13.3 There shall be no subscription refunds for any period of suspension or membership cancellation.

14. RESIGNATION

14.1 Any member who tenders their resignation from the Association shall have their resignation accepted but there shall be no refund of any part of their Joining Fee and / or their Annual Membership subscription.

15. STANDING ORDERS AND RULES OF DEBATE

15.1 The Standing Orders and Rules of Debate for the Association shall be established from time to time by the Association and shall be observed at all Meetings held by the Association.

16. PUBLIC OFFICER

16.1 The Association shall appoint a Public Officer. The Public Officer need not be a member of the National Executive or of the Association.

16.2 The Public Officer, in conjunction with the National Executive, is responsible to notify the appropriate State Authorities of any changes in the Association and its financial position.

17. COMMON SEAL

17.1 The Common Seal of the Association shall be kept in the custody of the Public Officer.

17.2 The Common Seal shall not be affixed to any instrument except by the Authority of the National Executive and the affixing of the Common Seal shall be attested by the signatures of TWO (2) members of the National Executive or of ONE (1) member of the National Executive and the Public Officer.

18. DISSOLUTION

18.1 The Association may only be dissolved at a Special General Meeting convened for that purpose and where all financial have been notified in writing no later than TWENTY EIGHT (28) DAYS prior to the scheduled date for such meeting.

18.2 A resolution to dissolve the Association must be carried by a majority of a least three quarters (3/4) of the members present at the meeting.

18.3 The Liability of a member of the Association to contribute towards the payment of debts and liabilities or costs, charges and expenses of the Winding up of the Association is limited to the amount, if any, unpaid by the member in respect to Membership Subscription due to the Association.

18.4 In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

19. INSPECTION OF RECORDS

19.1 A member may at any reasonable time inspect, without charge, the books, documents, records and securities of the Association at the location that they are normally held.

END