

**AMENDED RULES**  
**THE ROSE SOCIETY OF VICTORIA INCORPORATED**  
***Associations Incorporation Act 1981***

1. **Name**  
The incorporated association is **The Rose Society of Victoria Incorporated** [in these rules called “the Association”].
2. **Definitions**
  - 1) In these rules, unless the contrary intention appears –
    - “**Act**” means the Associations Incorporation Act 1981;
    - “**Committee**” means the committee of management of the Association;
    - “**financial**” means that a Member has paid all joining fees, registrations, fees and other charges required to be paid to the Association from time to time in respect to membership.
    - “**financial year**” means the year ending 30 April;
    - “**general meeting**” shall mean the Annual General Meeting and any Special General Meeting called or convened in accordance with these Rules;
    - “**member**” means a member of the Association;
    - “**ordinary member of the committee**” means a member of the committee who is not an officer of the Association under Rule 26;
    - “**regulations**” means regulations under the Act;
  - 2) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the *Acts Interpretation Act 1958* and the Act as in force from time to time.

3. **Object of the Association**

To promote the rose.

4. **Powers of the Association**

The Association subject to the Act and these Rules shall have the following powers:

- (a) to conduct postal ballots, as determined by the committee of the Association, in relation to any matter, motion or business, without foregoing the proxy opportunities of members under clause 24;
- (b) to invest any monies of the Association not immediately required for operating purposes in bank or term deposits or other capital stable investments as may from time to time be determined by the Association;
- (c) to make, vary or discharge any contract;
- (d) to effect insurance of any type;
- (e) to appoint or remove bankers, solicitors and auditors for the Association;
- (f) to impose upon and collect joining fees, subscriptions, fees and other charges from Members as required.
- (g) to raise money upon such terms and in such manner as it thinks fit;
- (h) to accept and hold upon trust real and personal property;
- (i) to dispose of trust property;
- (j) to borrow money with the approval of members at a Special Meeting called for that purpose.

5. **Classes of Membership**

The Association shall consist of the following classes of members:

**“Member”** being a person over the age of 18, accepted by the Committee, is financial.

**“Dual Members”** being two persons over the age of 18, residing at the same address, both of whom accepted by the Committee and are financial.

**“Corporate Member”** being a gardening club, horticultural nursery, or other organisation, accepted by the Committee, and is financial.

**“Junior Member”** being a person under the aged of 18, accepted by the Committee, and is financial.

**“Life Member”** being a person granted Life Membership prior to 9 November 2004.

**“Honorary Life Member”** being a person who in the opinion of the committee has rendered exceptional services to the Association or conferred on it some special benefit and upon the recommendation of the committee has been elected as Honorary Life Member of the Association by a majority of the members present, at a General Meeting of the Association. There shall not at any time be more than 15 Honorary Life Members. Not more than 2 Honorary Life Members shall be elected in any one year.

6. **“Secretary of the Association”** is a reference –

- a) If a person holds office under these rules as Secretary of the Association – to that person; and
- b) In any other case, to the Public Officer of the Association.

7. **Alteration of the rules**

These rules and the statement of purpose of the Association must not be altered except in accordance with the Act.

8. **Membership, joining fees and subscriptions**

- 1) A person who applies and is approved for membership as provided in these rules is eligible to be a member of the Association on the payment of the joining fee and annual subscription payable under these rules.
- 2) A person who is not a member of the Association at the time of the incorporation of the Association [or who was a member at that time but has ceased to be a member] shall not be admitted to membership unless;
  - (a) Membership is applied for in accordance with sub-rule (3); and
  - (b) The admission as a member is approved by the committee
- 3) An application of a person for membership of the Association shall -
  - (a) be made in writing by way of Membership Form, in a format in place at the time of application, and
  - (b) be lodged with the Secretary of the Association.
- 4) As soon as practicable after the receipt of an application, the Secretary shall refer the application to the committee.
- 5) The committee shall determine whether to approve or reject the application.
- 6) If the committee approves an application for membership, the Secretary shall, as soon as practicable –
  - (a) Notify the applicant in writing of the approval for membership and;
  - (b) Request payment within 28 days after receipt of the notification of the sum payable under these rules as the joining fee and the first years' annual subscription.
- 7) The Secretary must, within 28 days after the receipt of the amounts referred to in sub-rule (6), enter the applicant's name in the register of members.
- 8) An applicant for membership becomes a member and is entitled to exercise the rights of membership once their name is entered in the register of members.
- 9) If the committee rejects an application, the committee shall, as soon as practicable, notify the applicant in writing that the application has been rejected.  
A right, privilege, or obligation of a person by reason of membership of the Association –
  - (a) Is not capable of being transferred or transmitted to another person; and
  - (b) Terminates upon the cessation of membership whether by death or resignation or otherwise.
- 10) The joining fee is the relevant amount set out on the Application for Membership Form.
- 11) The annual subscription is the relevant amount set by the Committee of Management and is payable in advance on or before 30 June in each year.

9. **Rights of Members**

- 1) Each person in a class of membership stated in rule five (5) with the exception of Corporate Member and Junior Member is entitled to vote in all ballots conducted in the Association, and may attend and vote at meetings of the Association, and be candidates for office.
- 2) The Nominee of the Corporate Member notified in the Application for Membership under Rule 8 3) is the person entitled to vote in all ballots conducted in the Association, and may attend and vote at meetings of the Association and be a candidate for Office.
- 3) A person, other than the nominee, who is a person within the Corporate Member may attend meetings of the Association but has no voting rights, cannot be a candidate for office, and may not exercise any other incidental rights contained within the Rules of the Association.
- 4) A person who is Junior Member may attend meetings of the Association but has no voting rights and cannot be a candidate for office.

10. **Register of members**

- 1) The Secretary shall keep and maintain a register of members containing-
  - (a) The name and address of each member, including any electronic address and;
  - (b) The date on which each member's name was entered in the register.
- 2) The register is available for inspection free of charge by any member upon request.
- 3) A member may make a copy of entries in the register.

11. **Ceasing membership**

- 1)
  - (a) A member of the Association who has paid all monies due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of their intention to resign.
  - (b) A member, who does not return a completed *Membership Renewal Form* together with monies due and payable by 30 June, will be deemed to have ceased membership after the expiration of five [5] months from 30 June in that year.
- 2) Following resignation or failure to renew as required under sub-rule 1)-
  - (a) The member ceases to be a member and;
  - (b) The Secretary shall record in the register of members the date on which the member ceased to be a member.

12. **Discipline, suspension and expulsion of members**

- 1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –
  - (a) fine that member an amount not exceeding \$500 or;
  - (b) suspend that member from membership of the Association for a specified period or;
  - (c) expel that member from the Association.
- 2) A resolution of the committee under sub-rule (1) does not take effect unless –
  - (a) At a meeting held in accordance with sub-rule (3), the committee confirms the resolution and ;
  - (b) If the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- 3) A meeting of the committee to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days after notice has been given to the member in accordance with sub-rule (4).
- 4) For the purposes of giving notice in accordance with sub-rule (3), the Secretary shall, as soon as practicable, cause to be given to the member a written notice –
  - (a) setting out the resolution of the committee and the grounds on which it is based and;
  - (b) stating that the member, (or representative), may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member and;
  - (c) stating the date, place and time of that meeting and;
  - (d) informing the member that the member may do one or both of the following -
    - I. attend that meeting;
    - II. give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;
  - (e) informing the member that, if at that meeting, the committee confirms the resolution, the member may not later than 48 hours after that meeting, give to the Secretary a notice to the effect that the member wishes to appeal to the Association in a general meeting against the resolution.
- 5) At a meeting of the committee to confirm or revoke a resolution passed under sub-rule(1), the committee shall –

- (a) give the member, (or representative), an opportunity to be heard; and
  - (b) give due consideration to any written statement submitted by the member; and
  - (c) determine by resolution whether to confirm or revoke the resolution.
- 6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give to the Secretary a notice to the effect that the member wishes to appeal to the Association in a general meeting against the resolution
  - 7) Where the Secretary receives a notice under sub-rule (6), the Secretary shall notify the committee and the committee shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
  - 8) At a general meeting of the Association convened under sub-rule (7) –
    - (a) No business other than the question of the appeal may be conducted and;
    - (b) The committee may place before the meeting details of the grounds for the resolution and the reasons for passing of the resolution and;
    - (c) The member or representative must be given an opportunity to be heard and;
    - (d) The members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
  - 9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

13. **Disputes and mediation**

- 1) The grievance procedure set out in this rule applies to disputes under these rules between –
  - (a) A member and another member or;
  - (b) A member and the Association.
- 2) The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all parties.
- 3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- 4) The mediator must be -
  - (a) A person chosen by agreement between the parties or;
  - (b) In the absence of agreement –
    - I. In the case of a dispute between a member and another member, a person appointed by the committee of the Association or;
    - II. In the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- 5) A member of the Association can be a mediator.
- 6) The mediator cannot be a member who is a party to the dispute.
- 7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8) The mediator conducting the mediation must –
  - (a) give the parties to the mediation process every opportunity to be heard and;
  - (b) allow due consideration by all parties of any written statement submitted by any party and;
  - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 9) The mediator must not determine the dispute.
- 10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

14. **Annual general meetings**

- 1) The Association shall in each calendar year convene an annual general meeting of its members.
- 2) The committee may determine the date, time and place of the annual general meeting of the Association.

- 3) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 4) The ordinary business of the annual general meeting shall be -
  - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting and ;
  - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year and;
  - (c) to elect officers of the Association and the ordinary members of the committee and;
  - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- 5) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

15. **Special general meetings**

- 1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- 2) All general meetings other than the annual general meeting are special general meetings.
- 3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 4) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee shall convene a special general meeting before the expiration of that period.
- 5) The committee shall, on the request in writing of members representing not less than 5 per cent of the total numbers of members, convene a special general meeting of the Association.
- 6) The request for a special general meeting shall
  - (a) state the objects of the meeting and;
  - (b) be signed by the members requesting the meeting and;
  - (c) be sent to the address of the Secretary.
- 7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- 8) If a special general meeting is convened by members in accordance with this rule, it shall be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting shall be refunded by the Association to the persons incurring the expenses.

16. **Special business**

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for the business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

17. **Notice of general meetings**

- 1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, shall cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- 2) Notice may be sent –
  - (a) by post to the address appearing in the register of members or;
  - (b) if the member requests, by facsimile or electronic transmission.
- 3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.

- 4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business; and the Secretary shall include that business in the notice calling the next meeting.

18. **Quorum at general meetings**

- 1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considered that item.
- 2) Twenty-two [22] members personally present [being members entitled under these Rules to vote at a general meeting] constitute a quorum for the conduct of the business of a general meeting.
- 3) If, within half an hour after the appointment time for the commencement of a general meeting, a quorum is not present –
  - I. In the case of a meeting convened upon the request of members – the meeting must be dissolved and;
  - II. In any other case, the meeting shall stand adjourned to the same day in the next week at the same time and [unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned] at the same place.
- 4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present [being not less than 3] shall be the quorum.

19. **Presiding at general meetings**

- 1) The President, or in the President's absence, a Vice-President, shall preside as Chairperson at each general meeting of the Association.
- 2) If the President and the Vice-Presidents are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

20. **Voting at general meetings**

- 1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- 2) All votes must be given personally or by proxy [as per Associations Incorporation Act 1981].
- 3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

21. **Postal Ballot**

A postal ballot of all members of the Association will be conducted for the election of officers and ordinary committee members.

22. **Poll at general meetings**

- 1) If at a meeting a poll on any question is demanded by not less than 3 members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be the resolution of the meeting on that question.
- 2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

23. **Manner of determining whether resolution carried**

If a question arising at a general meeting of the Association is determined on a show of hands –

- (a) a declaration by the Chairperson that a resolution has been –

- I. carried or;
  - II. carried unanimously or;
  - III. carried by a particular majority or;
  - IV. lost and;
- (b) an entry to that effect in the minute book of the Association is evidence in fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

24. **Proxies**

- 1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 2) The notice appointing the proxy must be –
  - (a) for a meeting of the Association convened under Rule 12(7), on the form set out in Appendix 1 or;
  - (b) on any other case, in the form set out in Appendix 2.
- 3) A proxy may not be appointed where a postal ballot is undertaken Under Rule 21.

25. **Committee of Management**

- 1) The committee of management shall manage the affairs of the Association.
- 2) The committee –
  - (a) shall control and manage the business and affairs of the Association and;
  - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association and;
  - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- 3) Subject to section 23 of the Act, the committee shall consist of –
  - (a) the officers of the Association and;
  - (b) nine [9] ordinary members – each of whom shall be elected at the annual general meeting of the Association in each year.

26. **Office holders**

- 1) The officers of the Association shall be –
  - (a) A President;
  - (b) Four [4] Vice-Presidents;
  - (c) the immediate Past President;
  - (d) a Treasurer and;
  - (e) a Secretary
- 2) The provisions of rule 28, so far as they are applicable and with the necessary modification, apply to and in relation to the election of persons to any other offices referred to in sub-rule (1).
- 3) Each officer of the Association shall hold office until the annual general meeting next after the date of their election but is eligible for re-election.
- 4) In the event of a casual vacancy in any office referred to in sub-rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of appointment.

27. **Ordinary members of the committee**

- 1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- 2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy



and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of appointment.

28. **Election of officers and ordinary committee members**

- 1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate [which may be endorsed on the form of nomination] and delivered to the Secretary of the Association.
- 2) The Secretary of the Association shall announce by notice in the *'Victorian Rose News'* the date for closure of nominations for officers and ordinary committee members taking into account that any required voting shall be conducted by postal ballot under Rules 21 and 29.
- 3) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- 4) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- 5) If the number of nominations received is equal to the number of vacancies to be filled, the person nominated shall be deemed to be elected.
- 6) If the number of nominations exceeds the number of vacancies to be filled, a postal ballot shall be held.

29. **Postal Ballot for elections**

- 1) Upon the closure of nominations for officers and ordinary committee members, and where under Rule 28, paragraph 6 a postal ballot is to be held, the Secretary shall have printed the ballot papers listing the candidates in alphabetical order of surname and marking the incumbent officer or ordinary committee member by asterisk.
- 2) The Secretary will forward with the *'Victorian Rose News'* to all members –
  - a) a ballot paper or papers containing the nominated candidates as will enable a vote to be clearly recorded both for the office holders and ordinary members of the committee, and,
  - b) such other information and material as the Secretary may consider appropriate including the time and date of closure of the Ballot, and instructions for recording the vote by the member.
- 3) Votes received by the Secretary after the closure of the ballot will be declared invalid, but, in any event, the closure must be within seven days of the Annual General Meeting.
- 4) Where there are more vacancies than one to be filled, a member will not vote preferentially but place a cross in the square opposite the names of the candidates for whom the members desires to vote.
- 5) Upon the closure of the ballot, the Secretary will forward within four days of the Annual General Meeting all the ballot papers to the three scrutineers appointed by the Committee of the Association for counting.
- 6) Upon the completion of the count, the scrutineers will certify the results in writing to the Secretary and return all ballot papers to the Secretary within three days.
- 7) The Secretary will notify the Committee of the Association of the result of the election, and the President will announce the results at the Annual General Meeting and also inform by post all candidates of the result.
- 8) Where there has been insufficient nominations to fill all vacancies under Rule 28, paragraph 4, the President at the Annual General Meeting will take further nominations at the Annual General Meeting and a poll for those vacancies will there and then be taken only by members present and voting.
- 9) Completed ballot papers in the postal ballot will be kept in custody by the Secretary for three months from the date of the Annual General Meeting.

30. **Vacancies**

The office of an officer of the Association, or of any ordinary member of the committee, becomes vacant if the officer or member -

- (a) ceases to be a member of the Association or;
- (b) becomes an insolvent under administration within the meaning of the Corporations Law or;
- (c) resigns from office by notice in writing given to the Secretary.

31. **Meetings of the committee**

- 1) The committee shall meet at least 3 times in each year at such place and such times as the committee may determine.
- 2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

32. **Notice of committee meetings**

- 1) Written notice of each committee meeting shall be given to each member of the committee at least 2 business days before the date of the meeting.
- 2) Written notice shall be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

33. **Quorum for committee meetings**

- 1) Any 7 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- 2) No business may be conducted unless a quorum is present.
- 3) If within half an hour of the time appointed for the meeting a quorum is not present –
  - I. In the case of a special meeting – the meeting lapses;
  - II. In any other case – the meeting shall stand adjourned to the same place and the same time and day in the following week.
- 4) The committee may act notwithstanding any vacancy on the committee.

34. **Presiding at committee meetings**

At meetings of the committee –

- (a) The President or, in the President's absence, a Vice-President presides or;
- (b) If the President and the Vice-Presidents are absent, or unable to preside, the members present must choose one of their number to preside.

35. **Voting at committee meetings**

- 1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- 2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee [including the person presiding at the meeting], is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

36. **Removal of a committee member**

- 1) The Association in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in their place to hold office until the expiration of the term of the first-mentioned member.
- 2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association [not exceeding a reasonable length] and may request that the representations be provided to the members of the Association.

- 3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

37. **Minutes of meetings**

The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

38. **Funds**

- 1) The Treasurer of the Association must –
  - (a) collect and receive all monies due to the Association and make all payments authorized by the Association and;
  - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- 3) The funds of the Association shall be derived from joining fees, annual subscriptions, donations and such other sources as the committee determines.

39. **Seal**

- 1) The common seal of the Association shall be kept in the custody of the Secretary.
- 2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Association.

40. **Notice to members**

Except for the requirement in rule 17, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by –

- (a) delivering the notice to the member personally or;
- (b) sending it by post addressed to the member at that member's address shown in the register of members or;
- (c) facsimile transmission, if the member has requested that the notice be given to them in this manner or;
- (d) electronic transmission, if the member has requested that the notice be given to them in this manner.
- (e) in the manner herein prescribed for the conducting of postal ballots.

41. **Winding up**

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 provision of the Act.

42. **Custody and inspection of books and records**

- 1) Except as other wise provided in these Rules, the Secretary must keep in their custody or under their control all books, documents and securities of the Association.
- 2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- 3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

FORM OF APPOINTMENT OF PROXY FOR MEETING OF  
THE ROSE SOCIETY OF VICTORIA INCORPORATED  
CONVENED UNDER RULE 12 (7)

I, .....  
(name)

of.....  
(address)

being a member of The Rose Society of Victoria (hereinafter called the Association)

appoint.....  
(name of proxy holder)

of.....  
(address of proxy holder)

being a member of the Association, as my proxy to vote for me on my behalf at the appeal to the general meeting of the Association convened under rule 12 (7), to be held on-

.....  
(date of meeting)

and any adjournment of that meeting.

\* I authorise my proxy to vote on my behalf at their discretion in respect of the following resolution (insert details of resolution passed under rule 12 (1).

.....  
(Signed)

.....  
(Date)

**FORM OF APPOINTMENT OF PROXY**

I, .....  
(name)

of.....  
(address)

being a member of The Rose Society of Victoria (hereinafter called the Association)

appoint.....  
(name of proxy holder)

of.....  
(address of proxy holder)

being a member of the Association, as my proxy to vote for me on my behalf at the annual/special\* general meeting of the Association to be held on

.....  
(date of meeting)

and any adjournment of that meeting.

My proxy is authorised to vote in favour of/against\* the following resolution (insert details of resolution)

.....  
(Signed)

.....  
(Date)

\* Cross out if not applicable