



CONSTITUTION AND RULES

OF

AUSTRALIAN PROFESSIONAL THERMOGRAPHY

ASSOCIATION INC

(AUSPTA)

2022

ABN 30 152 579 238

ARBN / ACN 152 579 238

Incorporated in Victoria, Australia 7th Jul 2011

**This document meets the requirements of the Associations Incorporation Reform
Act 2012**

This Constitution and its Rules are to used for the Governance and Management of the Australian Professional Thermography Association Inc (AUSPTA)

No changes may be made to this document without a majority vote by financial members at an Annual General Meeting, or a Special Meeting in accordance with the rules contained herein.

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i. Statement of Purpose

- To provide an Independent and Professional body to enhance and promote the Thermography Industry in Australia.
- To lobby Government and Regulatory Authorities for the inclusion of Thermography in future Government schemes, standards, grants and incentives.
- To promote the use of Thermography in all Industry segments within Australia including (but not limited to) the Electrical, Marine, Aviation, Research and Development, Mining, Engineering, Automotive, Surveillance, Medical and Veterinary, Agriculture, Emergency Services, Transport, the Built Environment, Civil and Government, Insurance and Risk Management Industries.
- To promote the use of performance based criteria and measurement in the ongoing use and calculations of Energy Efficiency Rating Schemes and other regulatory requirements in the building industry.
- To endorse, conduct and/or support Industry based training in all facets of Thermography and the Certification and Registration of Professional Thermographers within Australia.
- To develop and implement Continuing Professional Development initiatives for all members of the Association.

1 Name

The name of the incorporated association is Australian Professional Thermography Association Inc (AUSPTA).

2 Definitions

(1) In these Rules, unless the contrary intention appears

Executive Committee comprises of the President, the Vice President, the Secretary, the Treasurer OR a combined Honorary Secretary / Treasurer

Committee means the committee of management of the Association;

financial year means the year ending on 31st December;

General Meeting means a general meeting of members convened in accordance with rule 12;

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 21;

Regulations means regulations under the Act;

relevant documents has the same meaning as in the Act;

the Act means the **Associations Incorporation Reform Act 2012**.

(2) In these Rules, a reference to the Secretary is a reference —

(a) to the person holding office under these Rules as Secretary or Honorary Secretary Treasurer; and

(b) in any other case, to the public officer of the Association.

3 Alteration of the rules

This Constitution and Rules and the Statement of Purpose of the Association may not be altered except in accordance with the Act and as detailed on page two of this document.

4 Membership, entry fees and subscription

- (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 payment of the entrance fee and annual subscription payable under these Rules.

4 Membership, entry fees and subscription (cont...)

- (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) must not be admitted to membership unless—
 - (a) he or she applies for membership 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 must—
 - (a) be made in writing using the form made available by AUSPTA; and
 - (b) be lodged with the Secretary of the Association; and
 - (c) be signed by the applicant and be accompanied by the joining fees.
- (4) As soon as practicable after the receipt of an application, the Secretary must refer the application to the Committee for consideration.
- (5) The Committee must determine whether to approve or reject the application.
- (6) If the committee approves an application for membership, the Secretary must, as soon as practicable—
 - (a) notify the applicant in writing of the approval for membership.
- (7) The Secretary must, within 28 days after receipt of the amounts referred to in subrule (3c), 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 when his or her name is entered in the register of members.
- (9) If the committee rejects an application, the Committee must, as soon as practicable, notify the applicant in writing the application has been rejected and return all monies received with the application for membership.
- (10) 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.

4 Membership, entry fees and subscription (cont...)

- (11) The entrance fee is the relevant amount as advertised.
- (12) The annual subscription is the relevant amount as advertised and is payable in advance.

5 Register of members

- (1) The Secretary must keep and maintain a register of members containing—
 - (a) the name and address of each member
 - (b) the last address given by the member
 - (c) the date on which each member's name was entered in the register
 - (d) the date of cessation of membership for former members.
- (2) The register is available for inspection free of charge by any financial member upon request.
- (3) A member may inspect the register free of charge.
- (4) The Association must have a minimum of five (5) members.

6 Resignations

- (1) A member may resign their membership of the Association at any time. A resignation must be given in writing and verified by the Committee before the Secretary removes the members details from the Association Register
- (2) Any resignation received by the Secretary is to be acknowledged in writing and forwarded to the last known address of the member
- (3) A register is to be maintained listing all current details of the resigned member including date of resignation;
- (4) subject to committee consideration, a member who has resigned and wishes to rejoin may be reinstated, providing all membership fees in arrears and any administrative charges are met by that person, or a lesser sum as directed by the Executive Committee

7 Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the Committee is of the opinion a member has refused or neglected to comply with these Rules, or has been guilty of a breach of the AUSPTA **Code of Conduct** or of behaviour prejudicial to the interests of the Association, the Committee may by resolution:

7 Discipline, suspension and expulsion of members (cont...)

- (a) suspend that member from membership of the Association for a specified period;
or
 - (b) expel that member from the Association; or
 - (c) fine that member an amount not exceeding \$500
- (2) A resolution of the committee under subrule (1) does not take effect unless—
 - (a) at a meeting held in accordance with subrule (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 subrule (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 subrule (4).
 - (4) For the purposes of giving notice in accordance with subrule (3), the Secretary must, 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 his or her 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 he or she 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; and

- (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

7 Discipline, suspension and expulsion of members (cont...)

- (5) At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must—
 - (a) give the member, or his or her 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 to 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 the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (7) If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must 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 subrule (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 the passing of the resolution; and
 - (c) the member, or his or her 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.

8 Disputes, Mediation and Appeal

(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.

8 Disputes, Mediation and Appeal (cont...)

(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 of the 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, in 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 or otherwise at law.

8 Disputes, Mediation and Appeal (cont...)

- (11) A person whose membership rights have been suspended may give notice he or she wishes to appeal against the suspension.
- (12) The notice must be in writing and be given to the Secretary not later than 48 hours after the suspension takes effect.
- (13) If notice is received the appeal meeting must take place not later than 21 days from receipt of the notice of appeal.
- (14) Notice of the appeal meeting must be given to all members of the Association who are entitled to vote.
- (15) The notice must specify the time, date and location of the meeting and state the name of the member who is involved, the reasons the suspension was enforced and that all present at the meeting must vote on whether to suspend or expel the person should the appeal fail.

9 Annual General Meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Association. The meeting must be held within five (5) months after the end of each financial year.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting. Members shall be given no less than fourteen (14) days notice of this meeting.
- (3) 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 the Act.

(4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

10 Special General Meetings

(1) In addition to the Annual General Meeting and General Meetings other special general meetings may be held in the same year.

(2) All meetings other than the Annual General Meetings and general meetings are special general meetings.

(3) The committee may, whenever it thinks fit, convene a special general meeting of the Association. No business other than that set out in the notice may be conducted at the meeting.

(4) If, but for this subrule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.

(5) The Committee must, if requested in writing by members representing not less than ten (10) per cent of the total number of financial members, convene a special general meeting of the Association.

(6) The request for a special general meeting must—

(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 Honorary Secretary/Treasurer, 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 must 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 must be refunded by the Association to the persons incurring the expenses.

(9) Notice for and procedure of special general meetings to be in accordance with para

12-18 inclusive of this document.

11 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 business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

12 Notice of General meetings

- (1) The Honorary Secretary/Treasurer 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, must 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 prepaid post to the address appearing in the register of members; or
 - (b) by facsimile transmission 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 Honorary Secretary/Treasurer of that business, who must include that business in the notice calling the next general meeting.
- (5) At least 2 General Meetings must be conducted per calendar year. There must be a minimum interval of 4 months between General Meetings.

13 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 considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a general meeting) or ten (10) per cent of members constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed 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

13 Quorum at general meetings (cont...)

- (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 a quorum.

14 Presiding at general meetings

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

15 Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12.
- (4) Except as provided in subrule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

16 Voting at general meetings

- (1) Upon any question arising at a general meeting of the Association, a financial member has one vote only.
- (2) All votes must be given personally or by proxy.

16 Voting at general meetings (cont...)

- (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.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

17 Polling at General Meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a 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 must 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.

18 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 minutes of the Association—

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

19 Proxies

- (1) Each financial member is entitled to appoint another financial member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of who is appointing who as a proxy.
- (2) The notice appointing a proxy for a meeting of the Association must be submitted on the form made available on request from the Secretary.

20 Committee of management

- (1) The affairs of the Association shall be managed by the committee.
- (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, the Committee 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 the Act, the committee shall consist of—
 - (a) the Officers of the Association (elected every 3 years); and
 - (b) six (6) ordinary financial members each of whom shall be elected at the Annual General Meeting of the Association each year.

21 Office holders

- (1) The officers of the Association shall be—
 - (a) a President;

- (b) a Vice-President;
- (c) a Treasurer
- (d) a Secretary; or
- (e) a combined Honorary Secretary/Treasurer

21 Office holders (cont...)

- (2) The provisions of rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in subrule (1).
- (3) Each officer of the Association shall hold office following their election for a tenure of three calendar years. After this time they are eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in subrule (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 the appointment.

22 Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting 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 the appointment.

23 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—

- (a) made in writing, signed by two financial members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
- (b) delivered to the Secretary of the Association not less than 30 days before the date fixed for the holding of the annual general meeting.

23 Election of officers and ordinary committee members (cont...)

- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- (3) 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.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

24 Vacancies

The position of an officer of the Association, or of an 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 Act; or
- (c) resigns from office by notice in writing given to the Secretary.

25 Meetings of the committee

- (1) The committee must 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.

26 Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must 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.

27 Quorum for committee meetings

- (1) Any 4 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.

28 Presiding at committee meetings

At meetings of the committee—

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

29 Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any subcommittee 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 subcommittee 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.

30 Removal of 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 his or her 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 subrule (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.

31 Minutes of meetings

The Secretary of the Association must record and maintain minutes of the resolutions and proceedings of every general meeting, committee meeting, special general meeting and Annual General Meetings. In addition, a record of the names of all persons present at the meetings is to be maintained.

32 Funds

- (1) The Association is to conduct itself as a Not for Profit (NFP) Organisation. Any profits received are to be used for the development of the various Association User group training programs, professional development of members and development of the Association as deemed by the Executive and Committee members.

- (2) A financial Reserve Fund is to be maintained to provide for the ongoing operation of the Association and to meet its financial commitments. The level of the fund is to be reviewed annually prior to the Associations Annual General Meeting.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the executive or the committee.
- (4) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines.

33 Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the Executive Committee. When used it must be attested to by the signatures of two members of the Executive committee.

34 Notice to members

Except for the requirement in rule 12, 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 prepaid 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 him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

35 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 provisions of the Act.

36 Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her 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) Any financial member may view any accounts, books, securities and any other relevant documents of the Association providing such action does not contravene Association Rules or Regulations, current privacy legislation or current legislative acts.

36 Custody and inspection of books and records (cont...)

- (4) *Relevant documents* means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following:-
 - (a) membership records
 - (b) financial statements
 - (c) financial records
 - (d) documents relating to transactions, dealings, business or property of the Association.

37 Committee Structure

To achieve the objectives of the Association as outlined in the Statement of Purpose the committee shall comprise of:-

- (1) an **Executive committee** consisting of the following:
 - (a) President
 - (b) Vice President (ex officio)
 - (c) Secretary
 - (d) Treasurer
 - (e) **OR** a combined Honorary Secretary/Treasurer

All positions within the Executive committee shall, on election, be for the tenure of three (3) calendar years. All positions shall be eligible for re-election.

(2) a **Committee** consisting of six (6) financial members to be elected annually

The duties of the President are detailed in Appendix 4.

The duties of the Vice President are detailed in Appendix 5.

The duties of the Secretary are detailed in Appendix 6.

The duties of the Treasurer are detailed in Appendix 7.

The duties of the Honorary Secretary/Treasurer are detailed in Appendix 8.

38 Election of Association Committee

Committee members shall be elected from the Association roll of financial members.

- (1) Nominations for the committee are to be forwarded to the Honorary/Secretary Treasurer no later than 30 days prior to the Annual General Meeting. The nomination is to be signed by 2 financial members of the Association (proposer and seconder).
- (2) If there are more than one nomination for any position the chair shall take a vote either by show of hands or ballot.
- (3) Proxy votes may be accepted from members who indicate to the Honorary Secretary/Treasurer they are unable to attend the Annual General Meeting.
- (4) If a committee position is unable to be filled regardless of reason, the executive committee may fill that position at an unspecified time during the current calendar year.

39 Membership Classification

(1) Member

This membership classification is available to any person with evidence of Training or Certification from a reputable third party or second party training provider. Members have full voting rights and can stand for committee and executive nomination.

(2) Affiliate

This membership classification is available to any person without any evidence of any Training or Certification. This is a non-voting membership classification. Affiliate members cannot stand for committee or executive nomination.

(3) Corporate Sponsorship

Corporate Sponsorship is available to Organisations who have an interest in manufacture, supply, distribution and/or selling of thermal imaging equipment. Each Corporate Sponsor may nominate one (1) of their employees to be a member and nominate three (3) additional employees for affiliate membership of AUSPTA. Sponsorship is an annual subscription and is the relevant amount as advertised and is payable in advance under these Rules.

(4) Retired Member

This membership classification is available to any member with evidence of previous experience or training from a reputable third party or second party training provider and is no longer a practitioner or working in Industry. This membership grade retains all rights and privileges associated with “(1) Member”. Normal membership fees apply to this grade.

(5) Life Member

This membership classification is available to any person and can be conferred by the Executive and Committee of AUSPTA upon any Member who holds current Training / Qualification and Certification and is nominated by another Member of the Association. There will be no membership fees associated with “Life Member” as it is intended to recognise outstanding service to the association. This membership grade retains all rights and privileges associated with “(1) Member”.

(6) Honorary Life Member

Life Membership shall become Honorary Life Membership when a Life Member voluntarily ceases to renew their Qualifications and Certification or retires.

Honorary Life Membership can be conferred by the Executive and Committee of AUSPTA upon any Member who ceases to hold current Training / Qualification and Certification and is nominated by another Member of the Association, and is no longer a practitioner or working in Industry. There will be no membership fees associated with "Honorary Life Member" as it is intended to recognise outstanding service to the association. This membership grade retains all rights and privileges associated with "(1) Member".

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CODE OF CONDUCT

Guiding Principles of the Code:

Members to uphold and advance the integrity and credibility of the thermography Profession by:

- I. Using their knowledge and skill for the betterment of the broader community;
- II. Being honest, impartial, and reliably serving their clients, their employers and the public;
and
- III. Striving to improve the quality and increase the competence of the thermography Profession.

The Basis of Conduct:

1. Members shall hold paramount the safety, health and welfare of the public in the performance of their professional duties.
2. Members shall perform services only in the areas of their competence; they shall build their professional reputation on the merit of their services and shall not compete unfairly with members.
3. Members shall continue their professional development throughout their careers and shall provide opportunities for the professional and ethical development of those Thermographers under their supervision.
4. Members shall act in professional matters for each employer or client as faithful agents or trustees, and shall avoid conflicts of interest or the appearance of conflicts of interest.
5. Members shall respect the proprietary information and intellectual property rights of others, including other Professional Associations in the thermography industry.
6. Members shall only associate with reputable persons or organisations.
7. Members shall issue public statements only in an objective and truthful manner and shall avoid any conduct which brings discredit upon the Profession.
8. Member shall consider environmental impact and sustainable development in the performance of their professional duties.
9. Members shall not seek ethical sanction against another Members unless there is good reason to do so under relevant codes, policies and procedures governing that members ethical conduct.

Members of AUSPTA shall endeavour to abide by the Constitution, By-Laws and Policies of AUSPTA, and they shall disclose knowledge of any matter involving another member's alleged violation of this Code of Conduct in a prompt, complete and truthful manner to the AUSPTA President and Executive.

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**AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)**

Duties of the President

The President shall preside as the chairperson. In the absence of the President and the Vice President a committee member nominated to the Honorary Secretary/Treasurer by the President shall preside.

The President may, if required nominate any member of the committee to chair a meeting to;

- (1) Table a signed and dated financial statement from the President detailing the financial position of the Association.
- (2) Table a signed Profit and Loss report detailing the Associations income, expenditure, current and non-current assets, current and non-current liabilities.
- (3) Convene at least 3 committee meetings of the Association in a financial year. Including setting the date, time and venue for such meetings.

The President shall periodically audit the Associations financial records and documentation.

**AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)**

Duties of the Vice President (Ex Officio)

As detailed in Paragraph 28 and Appendix 4 of this document, in the absence of the President and pending availability, the Vice President shall preside at meetings.

In addition to the duties listed in Paragraph 28 and Appendix 4 of this document, the Vice President is to provide support to the Executive Committee for the operation and functioning of the Association.

AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)

Duties of the Secretary

The Secretary is the Public Officer of the Association

1. Maintain a Register of all members. The Register shall include:-
 - (a) Name
 - (b) Mailing address
 - (c) Qualifications
 - (d) Date of Birth
 - (e) Contact phone numbers
 - (f) Email address
 - (g) Date Membership granted
 - (h) Financial status
 - (i) Any other pertinent Association information
2. The Secretary shall notify the relevant Government institutions (including the Australian Taxation Office) of any changes of the Associations Executive Members within 30 working days of any change.
3. Receive and action membership application forms.
4. Receive nomination forms for Association Committee positions.
5. Notify members in accordance with the rules enclosed in this document of Annual General Meetings, General Meetings and Special General Meetings.
6. Notify Committee members of Committee meetings.
7. Receive and record motions for Annual General Meetings and Special General Meetings.
8. Receive and record postal/proxy votes.
9. Record, produce and distribute minutes of all meetings held.
10. Organise venues for meetings.
11. Maintain a Correspondence Register.
12. Liaise and communicate with the Association Treasurer weekly.
14. Maintain a register of Association Documents.

**AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)**

Duties of the Treasurer

1. Maintain a Register of all members. The Register shall include:-
 - a. Name
 - b. Mailing address
 - c. Contact phone numbers
 - d. Email address
 - e. Date Membership granted
 - f. Financial status
2. Control payment of services or goods received by the Association on receipt of tax invoice with an ABN/ARBN.
3. Maintain a register for payment of invoices that do not display an ABN/ARBN.
4. Maintain a cash payments and cash receipts register.
5. Receive and account for membership fees and other monies received by the Association.
6. Maintain financial documents (either manually or electronically) for the Association including:-
 - a. Cash payments register
 - b. Cash receipts register
 - c. Deposit books
 - d. Cheque book
 - e. Association bank statements
7. Reconcile all financial records quarterly.
8. Liaise and communicate weekly with the Association Secretary

AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)

Duties of the Honorary Secretary / Treasurer

The Secretary is the Public Officer of the Association

1. Maintain a Register of all members. The Register shall include:-
 - a. Name
 - b. Mailing address
 - c. Qualifications
 - d. Date of Birth
 - e. Contact phone numbers
 - f. Email address
 - g. Date Membership granted
 - h. Financial status
 - i. Any other pertinent Association information
2. The Honorary Secretary/Treasurer shall notify the relevant Government institutions (including the Australian Taxation Office) of any changes of the Associations Executive within 30 working days of any change.
3. Control payment of services or goods received by the Association on receipt of tax invoice with an ABN/ARBN.
4. Maintain a register for payment of invoices that do not display an ABN/ARBN.
5. Maintain a cash payments and cash receipts register.
6. Receive and account for membership fees and other monies received by the Association.
7. Receive and action membership application forms.
8. Receive nomination forms for Association committee positions.
9. Notify members in accordance with the rules enclosed in this document of Annual General Meetings, General Meetings and Special General Meetings.
10. Notify committee members of committee meetings.
11. Receive and record motions for Annual General Meetings and special general meetings.
12. Receive and record postal/proxy votes.
13. Record, produce and distribute minutes of all meetings held.
14. Organise venues for meetings.
15. Maintain financial documents (either manually or electronically) for the Association including:-
 - a. Cash payments register
 - b. Cash receipts register
 - c. Deposit books
 - d. Cheque book
 - e. Association bank statements
16. Reconcile all financial records quarterly.
17. Maintain a correspondence register.
18. Maintain a register of Association Documents.

**AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)**

Duties of the Honorary Auditor

The Honorary Auditor is to :-

1. Take a random sample of the Associations financial documents prior to submission of the annual financial statement at the Associations Annual General Meeting (AGM).
2. Ensure all monies have been accurately receipted and all known debts of the Association are able to be paid prior to the AGM.

Documents to be audited (but not limited to) include:-

1. Cash receipts register
2. Deposit books
3. Accounts payable register
4. Cheque book
5. Bank statements

The Honorary Auditor may, if required or if directed by the President conduct a 100% audit of all financial documents relating to the Association.

The Honorary Auditor, on completion of the audit, is to issue an independent Auditors Statement. The statement is to address the scope of the audit and the opinion of the Honorary Auditor regarding the financial status of the Association.

MEETING GUIDELINES - Annual General Meeting

1. The Annual General Meeting shall be held during the month of March (or as close as possible) on a date, time and venue determined by the Executive Committee.
2. Members shall be given no less than fourteen (14) days notice of this meeting.
3. The notice of meeting shall include, the date, time, venue, agenda and any other relevant information for the meeting.
4. Accidental omission to provide notice to a member or the non receipt of notice by a member shall not invalidate such meeting.
5. A quorum at an Annual General Meeting shall be 5% of financial members or ten financial members which ever is least. If a quorum is not present within fifteen minutes of the stated starting time of the meeting the chair person, after a show of hands may deem those members present to be a quorum and the meeting may proceed.
6. The President will preside as the chair person. In the absence of the President, the Vice President or a Committee member nominated to the Honorary Secretary/Treasurer by the President shall preside.
7. Any notice of motion for the meeting is to be forwarded in writing to the Honorary Secretary/Treasurer no less then 28 days prior to the meeting.
8. Voting at the meeting may be either by show of hands or written ballot.
9. Each financial member is entitled to one (1) vote. Unfinancial members may attend the Annual General Meeting but do not have voting rights.
10. Postal/Proxy votes may be used to vote on motions listed for action at the AGM at the discretion of the Executive Committee.
11. The Honorary Secretary/Treasurer shall arrange for minutes of the meeting to be recorded.

Included in the minutes will be:-

- .1 Names of those members present at the meeting
- .2 Record names of apologies
- .3 Recording of correspondence in, correspondence out
- .4 Recording of the Annual Balance Sheet
- .5 Recording of the Presidents Report
- .6 Recording of the Honorary Auditors Report
- .7 Recording of all committee appointments
- .8 Recording of all resolutions and proceedings of the meeting

MEETING GUIDELINES - Annual General Meeting (cont...)

12. The order of business for the meeting shall be:
 - .1 Apologies
 - .2 Confirmation of the minutes of the previous Annual General Meeting
 - .3 Business arising
 - .4 Tabling of Presidents Report
 - .5 Tabling of Honorary Secretarys Report
 - .6 Tabling of Honorary Treasurers Report
 - .7 Tabling of the Honorary Auditors Report
 - .8 Tabling of Sub Committee Reports
 - .9 Election of President (required every 3 years)
 - .10 Election of Honorary Secretary/Treasurer (required every 3 years)
 - .11 Election of Committee members six (6) (required annually)
 - .12 Deal with business of which notice has been received IAW the Associations Rules and Constitution
 - .13 Deal with any business arising of which notice has not been received, providing members present approve such business
 - .14 Set a time, date and venue for the next Annual General Meeting
 - .15 Close meeting

MEETING GUIDELINES - Committee Meetings

Committee meetings shall be held at the discretion of the President and at a venue agreed upon by the Executive Committee. These meetings are for the administrative management of the Association and its sub committees. Notice for such meetings shall be forwarded to Committee members no less than 2 business days in advance.

The President is to convene at least 3 committee meetings each calendar year.

The Honorary Secretary/Treasurer shall arrange for minutes of the meeting to be recorded.

Included in the minutes will be:-

- .1 Names of those Committee members present at the meeting
- .2 Apologies
- .3 Tabling of pertinent correspondence in, correspondence out.
- .4 Records of any Reports presented.
- .5 Records of proceedings and resolutions at the meeting.

Special General Meetings

All Association meetings other than Annual General Meetings, General Meetings and Committee Meetings shall be known as Special General Meetings. The date, time and venue of all such meetings shall be determined by the Executive Committee. The notice for such meetings is to be made to all financial members no less then 14 days in advance.

A Special General Meeting is only to be called to examine and vote on important issues affecting the objectives of the Association.

The Honorary Secretary/Treasurer shall arrange for minutes of the meeting to be recorded. Included in the minutes will be:-

- .1 Names of those members present at the meeting
 - .2 Apologies
 - .3 Tabling of pertinent correspondence in, correspondence out
 - .4 Tabling of any reports
 - .5 Recording of proceedings and resolutions at the meeting
 - .6 Close meeting
13. The order of business for the meeting shall be:
- .1 Apologies
 - .2 Confirmation of the minutes of the previous Special General Meeting
 - .3 Business arising
 - .4 Deal with business of which notice has been received IAW the Associations Rules and Constitution
 - .5 Deal with any business arising of which notice has not been received, providing members present approve such business
 - .6 Close meeting

**AUSTRALIAN PROFESSIONAL THERMOGRAPHY ASSOCIATION INC
(AUSPTA)**

REFERENCES TO THIS DOCUMENT

1. Consumer Affairs Victoria Association Incorporation Reform Act 2012
2. AS ISO 9712
3. AS 4635 / ISO 20807
4. AS ISO 18436-7
5. AS ISO 18434-1
5. AUSPTA Document Register (Current copy available on request from AUSPTA Admin)