



CONSTITUTION OF VICTIMS OF CRIME NT INCORPORATED

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PART 1 - PRELIMINARY

1. NAME

The name of the association shall be Victims of Crime NT Incorporated, hereinafter called VoCNT.

2. VISION, MISSION AND VALUES

Vision:

To reduce the adverse impact of crime; building resilient individuals and communities with a strong sense of safety, security and connectedness

Mission Statement:

Committed to assisting those in the community who have been, or may be, affected by crime by providing them with support, advocacy and prevention strategies.

Values:

Respect

Through our interactions we demonstrate respect for the dignity and inherent value of all people, particularly victims of crime.

Integrity

We undertake our work with openness, honesty, transparency and authenticity

Commitment

We provide an accountable, reliable and proactive service to victims of crime and the community.

Equality

We treat all victims of crime and others impacted by crime based on their specific needs in a non-discriminatory manner.

Professionalism

We ensure that our staff and volunteers have the skills and knowledge to deliver the services and support required by victims and other clients in a professional and accountable manner.

3. OBJECTIVES

The objectives shall be:

- 3.1 to help and support individual persons and their families who are victims of crime (hereinafter referred to as victims) by responding to need;
- 3.2 to offer support to victims during court and/or other related processes;
- 3.3 to promote public awareness of the impact of crime on victims, the rights and expectations of victims and the services available to victims;
- 3.4 to collaborate with those agencies and stakeholders working in the criminal justice system to ensure the best outcomes for victims of crime are delivered;
- 3.5 to build knowledge about the immediate and long-term effects of crime on victims;
- 3.6 to sponsor, participate, and/or conduct such conferences, seminars, forums and media campaigns as will raise awareness of the existence of VoCNT and advance the interests of victims;
- 3.7 to advocate on behalf of victims and victims' issues;
- 3.8 to assist individuals, organisations and communities to take steps to reduce their risks of becoming victims of crime and the likelihood of re-victimisation.

4. MINIMUM NUMBER OF MEMBERS

The Association must have at least 12 members, a minimum of 6 and a maximum of 8 of who are members of the Board.

5. DEFINITIONS

In this Constitution, unless the contrary intention appears -

“Act” means the NT *Associations Act* and regulations made under the Act;

“Board” means the committee for the association as defined in section 4 of the NT *Associations Act*;

“financial institution” means an authorised deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* of the Commonwealth;

“general meeting” means a general meeting of members convened in accordance with clause 44;

“member” means a member of the Association;

“register of members” means the register of the Association’s members established and maintained under section 34 of the Act;

“special resolution” means a resolution notice of which is given under clause 47 and passed in accordance with section 36 of the Act.

“victim” means a victim of a crime;

PART 2 - CONSTITUTION AND POWERS OF ASSOCIATION

6. POWERS

6.1 For achieving its objectives, the Association has the powers conferred by sections 11 and 13 of the Act.

6.2 Subject to the Act, the Association may do all things necessary or convenient for carrying out its purposes or objects, and in particular, may -

- a) Open and operate accounts with financial institutions
- b) Invest its money in any security in which trust monies may lawfully be invested
- c) Raise and borrow money on the terms and in the manner it considers appropriate
- d) Secure the repayment of money raised or borrowed, or the payment of debt or liability
- e) Act independently or in co-operation with other persons or bodies where appropriate in support of the objects of VoCNT;
- f) Apply for and enter into arrangements and conclude agreements in relation to grants of any public or private monies to assist VoCNT in the furtherance of its objects;
- g) Raise, receive, have, hold, invest, administer and dispose of monies in the form of subscriptions, donations, legacies, bequests or as a consequence of fundraising activities of all types otherwise received from any source whatsoever;
- h) Employ, instruct and dismiss staff as required;
- i) Purchase, rent, have on lease or in exchange, hire or otherwise acquire, construct, provide, make, hold, improve and maintain real and personal property of every description for the purpose of VoCNT or any of them or for the proper conduct and management of the affairs of VoCNT;
- j) Sell, assign, transfer, exchange, mortgage, lease or grant options in respect of let, hire, dispose of or turn to account all or any part of the real or personal property of VoCNT or any estate interest or therein upon such conditions in all respects as may seem expedient;
- k) Do all such acts and things as may be incidental, subsidiary or conducive to any of the above powers.

7. EFFECT OF CONSTITUTION

This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed the Constitution and agreed to be bound by it.

8. INCONSISTENCY BETWEEN CONSTITUTION AND ACT

If there is any inconsistency between this Constitution and the Act, the Act prevails

9. ALTERING THE CONSTITUTION

9.1 The Association may alter this Constitution by special resolution but not otherwise.

9.2 If the Constitution is altered, the public officer must ensure compliance with Section 23 of the Act.

PART 3 - MEMBERS

DIVISION 1 - MEMBERSHIP

10. APPLICATION FOR MEMBERSHIP

10.1 To apply to become a member of the Association a person must submit a written and signed application for membership to the Board in a form approved by the Board. Applications may be received at any time of the year.

10.2 Acceptance of membership binds the member to subscribe to the vision, mission, values, objects and By-Laws of the Association and not to act in a manner prejudicial to the interests of the Association.

10.3 The Board may determine from time to time the various forms of membership and determine the conditions applicable to such membership. Membership types are defined in the By-Laws

11. APPROVAL OF BOARD

11.1 The Board must consider any application made under clause 10 at the next available Board meeting and must accept or reject the application at that meeting or the next Board meeting.

11.2 If an application is rejected, the applicant may appeal against the decision by giving notice to the Secretary within 14 days after being advised of the rejection.

11.3 If the applicant gives notice of an appeal against the rejection, the Board must reconsider the application at the next Board meeting after the receipt of notice of appeal.

11.4 If after reconsidering an application the Board reaffirms its decision to reject the application, the decision is final. The Board is not required to provide reasons to the applicant for the rejection of the membership application.

12. ANNUAL MEMBERSHIP FEE

12.1 If an application for membership is approved by the Board, the applicant becomes a member of the Association upon payment of the membership fee.

- 12.2 The annual membership fee is the amount determined from time to time by resolution at a general meeting and as documented in the minutes of the general meeting.
- 12.3 Each member must pay the annual membership fee to the Treasurer by the first day of each financial year or another date as determined by the Board from time to time.
- 12.4 A member whose subscription is not paid within 3 months after the due date ceases to be a member unless the Board determines otherwise.

DIVISION 2 - RIGHTS OF MEMBERS

13 GENERAL

- 13.1 A member may exercise the rights of membership when he or she is entered in the register of members.
- 13.2 A right of membership of the Association -
- a) is not capable of being transferred or transmitted to another person; and
 - b) terminates on the cessation of membership whether by death, resignation or otherwise.

14 VOTING

Each member has one vote at annual general meetings of the Association.

15 NOTICE OF MEETINGS AND SPECIAL RESOLUTIONS

The secretary must give all members notice of general meetings and special resolutions in the manner and time prescribed by this Constitution.

16 ACCESS TO INFORMATION ON ASSOCIATION

The following must be available for inspection by members:

- (a) a copy of this Constitution
- (b) By-Laws of the Association
- (c) minutes of general meetings
- (d) annual reports and annual financial reports

17 RAISING GRIEVANCES AND COMPLAINTS

- 17.1 A member may raise a grievance or complaint about a Board member, the Board or another member of the Association.
- 17.2 The grievance or complaint must be dealt with by the procedures set out in Part 8 of this Constitution.

18 ASSOCIATE MEMBERS

An associate member must not vote but may have other rights as determined by the Board or by resolution at a general meeting.

DIVISION 3 - TERMINATION, DEATH, SUSPENSION AND EXPULSION

19 TERMINATION OF MEMBERSHIP

Membership of the Association may be terminated by -

- (a) a notice of resignation addressed and posted or hand delivered to the Association's CEO or a member of the Board;
- (b) non-payment of the annual membership fee within the time allowed under clause 12.3; or
- (c) expulsion in accordance with this Division.

20 DEATH OF MEMBER OR WHEREABOUTS UNKNOWN

If a member dies or the whereabouts of a member is unknown, the Board must cancel the member's membership.

21 SUSPENSION OR EXPULSION OF MEMBERS

- 21.1 If the Board considers that a member should be suspended or expelled because his or her conduct is detrimental to the interests of the Association, the Board must give notice of the proposed suspension or expulsion to the member.
- 21.2 The notice must be in writing and include:
 - a) the time, date and place of the Board meeting at which the question of that suspension or expulsion will be decided; and
 - b) the particulars of the conduct.
- 21.3 The notice must be given to the member not less than 30 days before the date of the Board meeting referred to in 20.2(a).
- 21.4 At the meeting, the Board must afford the member a reasonable opportunity to be heard or to make representations in writing.
- 21.5 The Board may suspend or expel or decline to suspend or expel a member from the Association and must give written notice of the decision and the reason for it to the member.
- 21.6 Subject to clause 21, the decision to suspend or expel a member takes effect 14 days after the day on which the notice of decision is given to the member.

22 APPEALS AGAINST SUSPENSION OR EXPULSION

- 22.1 A member who is suspended or expelled under clause 20 may appeal by giving notice to the Board within 14 days after receipt of the Board's decision.

- 22.2 The appeal must be considered at a special general meeting of the Association and the member must be afforded a reasonable opportunity to be heard at the meeting or make representations in writing prior to the meeting for circulation at the meeting.
- 22.3 The members present at the special general meeting shall vote by secret ballot, to either confirm or set aside the decision of the Board to suspend or expel the member.
- 22.4 The member is not suspended or does not cease to be a member until the decision of the Board is confirmed by resolution of the members.

PART 4 – BOARD

DIVISION 1 - GENERAL

23 ROLE AND POWERS

- 23.1 The business of the Association must be managed by or under the direction of a Board
- 23.2 The Board may exercise all the powers of the Association except those matters that the Act or this Constitution requires the Association to determine through a general meeting of members.
- 23.3 The Board may appoint and remove staff.
- 23.4 The Board may establish one or more subcommittees consisting of the members of the Association as the Board considers appropriate.
- 23.5 The Board may establish, amend and repeal such By Laws as may be necessary to attain the objects of the organisation. No such By Law shall be inconsistent with this Constitution and to the extent of any such inconsistency the By Law shall be invalid and of no effect

24 COMPOSITION OF BOARD

- 24.1 The Board consists of –
- a) A Chairperson;
 - b) A Deputy Chairperson;
 - c) A Secretary;
 - d) A Treasurer; and
 - e) A minimum of two general Board members
 - f) The CEO as an ex-officio officer
- 24.2 Unless elected directly as a separate office holder, the Board may appoint one Board member to be the Association's public officer.

25 DELEGATION

- 25.1 The Board may delegate to a subcommittee or staff any of its powers and functions other than –
- a) this power of delegation; or
 - b) a duty imposed on the Board by the Act or any other law.
- 25.2 The delegation must be in writing and may be subject to the conditions and limitations the Board considers appropriate.
- 25.3 The Board may, in writing, revoke wholly or in part the delegation.

DIVISION 2 – TENURE OF OFFICE

26 ELIGIBILITY OF BOARD MEMBERS

- 26.1 A Board member must be a member who is 18 years or over.
- 26.2 Board members must be elected to the Board at an annual general meeting or appointed under clause 32.

26 NOMINATIONS FOR ELECTION TO BOARD

- 26.1 A member is not eligible for election to the Board unless the Secretary receives a written nomination on behalf of the Board for that member by another member not less than 7 days before the date of the next annual general meeting.
- 26.2 The nomination must be signed by –
- a) the nominator and a seconder; and
 - b) the nominee to signify their willingness to stand for election.
- 26.3 A person who is eligible for election or re-election under this clause may –
- a) propose or second themselves for election or re-election; and
 - b) vote for themselves.

27 RETIREMENT OF BOARD MEMBERS

- 27.1 A Board member holds office until the next annual general meeting unless the member vacates the office under clause 30 or is removed under Clause 31.
- 27.2 Subject to subclause 27.3, at an annual general meeting the office of outgoing Board members becomes vacant and elections for new officers must be held.
- 27.3 An Independent Chairperson may preside at the annual general meeting.
- 27.4 Members of the Board may serve consecutive terms on the Board unless otherwise provided in the By-Laws.

28 ELECTION BY DEFAULT

- 28.1 If the number of persons nominated for election to the Board under clause 26 does not exceed the number of vacancies to be filled, the Chairperson must declare the persons to be duly elected as members of the Board at the annual general meeting.
- 28.2 If vacancies remain on the Board after the declaration under subclause 28.1, additional nominations of ~~Board members~~ may be accepted from the floor of the annual general meeting.
- 28.3 If the nominations from the floor do not exceed the number of remaining vacancies, the Chairperson must declare those persons to be duly elected as members of the Board
- 28.4 If the nominations from the floor are less than the number of remaining vacancies, the unfilled vacancies are taken to be casual vacancies and must be filled by the new Board in accordance with clause 32.

29 ELECTION BY BALLOT

- 29.1 If the number of nominations exceeds the number of vacancies on the Board, a secret ballot for those positions must be conducted.
- 29.2 The members chosen by ballot must be declared by the Chairperson to be duly elected as members of the Board.

30 VACATING OFFICE

The office of a Board member becomes vacant if –

- 30.1 the member -
- a) is disqualified from being a Board member under section 30 or 40 of the Act;
 - b) resigns by giving written notice to the Board;
 - c) dies or is rendered permanently incapable of performing the duties of the office by mental or physical ill-health;
 - d) ceases to be a resident of the Territory; or
 - e) ceases to be a member of the Association
- 30.2 the Board member is absent from more than -
- a) 3 consecutive Board meetings; or
 - c) 3 consecutive meetings in the same financial year without tendering an apology to the Chairperson;
- of which meetings the member received notice and the Board has resolved to declare the office vacant; or
- 30.3 in any of the circumstances provided for by the By-Laws.

31 REMOVAL OF BOARD MEMBER

- 31.1 The Association, through a special general meeting of members may remove any Board member before the member's term of office ends.
- 31.2 If a vacancy arises through removal under subclause 31.1, an election must be held to fill the vacancy.

32 FILLING CASUAL VACANCY ON BOARD

- 32.1 If a vacancy remains on the Board after the application of clause 28 or if the office of a Board member becomes vacant under clause 30, the Board may appoint any member of the Association to fill that vacancy.
- 32.2 Casual vacancy holders shall hold office until the next Annual General Meeting when their position shall again become vacant and open to election.
- 32.3 However, if the office of public officer becomes vacant, a person must be appointed under section 27(6) of the Act to fill the vacancy.

DIVISION 3 – DUTIES OF BOARD MEMBERS

33 COLLECTIVE RESPONSIBILITY OF THE BOARD

- 33.1 As soon as practicable after being elected to the Board, each Board member must become familiar with the Act and regulations made under the Act.
- 33.2 The Board is collectively responsible for ensuring the Association complies with the Act and regulations made under the Act.

34 CHAIRPERSON AND DEPUTY CHAIRPERSON

- 34.1 Subject to subclauses 34.2 and 34.3, the Chairperson must preside at all general meetings and Board meetings.
- 34.2 If the Chairperson is absent from a meeting, the Deputy Chairperson must preside at the meeting.
- 34.3 If the Chairperson and Deputy Chairperson are both absent, the presiding member for that meeting must be –
 - a) a member elected by the other members present if it is a general meeting; or
 - b) a Board member elected by the other Board members present if it is a Board meeting.

35 SECRETARY

The role of secretary may be conducted by the paid employee or by a member of the Board. Within this role they must –

- a) coordinate the correspondence of the Association;
- b) ensure minutes of all proceedings of general meetings and of Board meetings are kept in accordance with section 38 of the Act;
- c) maintain the register of members in accordance with section 34 of the Act;
- d) unless the members resolve otherwise at a general meeting – have custody of all books, documents, records and registers of the Association, other than those documents required by clause 36.5 to be in the custody of the Treasurer; and
- e) perform any other duties imposed by this Constitution on the Secretary.

36 TREASURER

36.1 The Treasurer must –

- a) be responsible for accepting monies received and make payments of monies owing through delegating paid employees of the Association to conduct such work; and
- b) ensure cheques or electronic transfers are signed by any two persons authorised by the Board, made up of one Board member and the CEO, or two Board members.

36.2 The Treasurer must ensure the accounting records of the Association are kept in accordance with section 41 of the Act.

36.3 The Treasurer must coordinate the preparation of the Association’s annual statement of accounts.

36.4 The Treasurer must submit to the Board a financial income and expenditure report at each Board meeting.

36.5 The Treasurer has custody of all securities, books and documents relating to the current financial year, submitting custody of past years to the security of the Association’s office location.

36.5 The Treasurer must present a budget to the Board for discussion and approval by May each year

36.6 The Treasurer must perform any other duties imposed by this Constitution on the Treasurer.

37 PUBLIC OFFICER

37.1 The Public Officer must ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with sections 23, 28, and 45 of the Act.

37.2 The Public Officer must keep a current copy of the Constitution of the Association.

37.3 The Public Officer must keep a current copy of the Association’s Act and Regulations.

PART 5 – MEETINGS OF THE BOARD

38 FREQUENCY AND CALLING OF MEETINGS

- 38.1 The Board must meet together a minimum of 10 times per year for the conduct of business.
- 38.2 The Chairperson, or at least half the Board members, may at any time convene a special meeting of the Board.
- 38.3 A special meeting may be convened to deal with an appeal under clause 21.
- 38.4 Members of the Board may use electronic mediums to participate in the meeting.

39 VOTING AND DECISION MAKING

- 39.1 Each Board member present at the meeting has a deliberate vote including the Chairperson.
- 39.2 A question arising at a Board meeting must be decided by a majority of votes.
- 39.3 If there is no majority, the person presiding at the meeting has a casting vote in addition to a deliberate vote.

40 QUORUM

For a Board meeting, half the number of Board members constitutes a quorum.

41 PROCEDURES AND ORDER OF BUSINESS

- 41.1 The procedures to be followed at a Board meeting must be determined from time to time by the Board.
- 41.2 The order of business may be determined by the members present at the meeting.
- 41.3 Only the business for which the meeting is convened may be considered at a special meeting.

42 DISCLOSURE OF INTEREST

- 42.1 A Board member who has a direct or indirect pecuniary interest in a contract, or proposed contract, with the Association must disclose the nature and extent of the interest to the Board in accordance with section 31 of the Act.
- 42.2 The Secretary must record the disclosure in the minutes of the meeting.
- 42.3 The Chairperson must ensure a Board member who has a direct or indirect pecuniary interest in a contract, or proposed contract, complies with section 32 of the Act.

PART 6 – GENERAL MEETINGS

43 CONVENING GENERAL MEETINGS

- 43.1 The Association must hold its first general meeting within 18 months after its incorporation.
- 43.2 The Association must hold annual general meetings within 4 months after the end of the Association's financial year.

43.3 The Board –

- a) may at any time convene a special meeting;
- b) must, within 30 days after the Board (through the CEO) receives a notice under clause 21.1, convene a special general meeting to deal with the appeal to which the notice relates; and
- c) must, within 30 days after it receives a request under clause 45.1, convene a special general meeting for the purpose specified in that request.

44 SPECIAL GENERAL MEETINGS

44.1 Half the number of members constituting a quorum for a special general meeting may make a written request to the Board for a special general meeting unless otherwise provided in the schedule.

44.2 The request must –

- a) state the purpose of the special general meeting; and
- b) be signed by the members making the request.

44.3 If the Board fails to convene a special general meeting within the time allowed –

- a) for clause 44.3 (b) – the appeal against the decision of the Board is upheld; and
- b) for clause 44.3 c) – the members who made the request may convene a special general meeting as if they were the Board.

44.4 If a special general meeting is convened under subclause 45.3 (b), the Association must meet any reasonable expenses of convening and holding the special general meeting.

44.5 The Board must give to all members not less than 21 days notice of a special general meeting.

44.6 The notice must specify –

- a) when and where the meeting is to be held;
- b) the particulars of and the order in which business is to be transacted.

45 ANNUAL GENERAL MEETING

45.1 The Board must give to all members not less than 30 days notice of an annual general meeting.

45.2 The notice must specify –

- a) when and where the meeting is to be held; and
- b) the particulars of and the order in which business is to be transacted.

45.3 The order of business for each annual general meeting is as follows –

- a) first – the consideration of reports from the Board, financial accounts, and the auditor reaffirmation or nomination for a replacement auditor appointment;
- b) second – the election of new Board members

46 SPECIAL RESOLUTIONS

46.1 A special resolution may be moved at any general meeting of the Association.

46.2 The Secretary must give all members not less than 21 days notice of the meeting at which a special resolution is to be proposed unless otherwise provided in the schedule.

46.3 The notice must include the resolution to be proposed and the intention to propose the resolution as a special resolution.

47 NOTICE OF MEETINGS

47.1 The Board must give notice under this Part by serving it on members –

- a) personally; or
- b) by sending the notice by post to a member at the address of the member appearing in the register of members; or
- c) by sending it by email to a member at the email address of the member in the register of members if delegated as their preferred communication.

47.2 If the notice is sent by post under subclause 47.1 (b), sending of the notice is taken to have been properly effected if the notice is addressed and posted to the member by ordinary prepaid mail.

49 QUORUM AT GENERAL MEETINGS

At a general meeting, a quorum constitutes half of the number of registered members eligible to vote, with the minimum being 6 as 12 is specified to be the minimum number of members the Association must have.

50 LACK OF QUORUM

50.1 If within 15 minutes after the time specified in the notice for holding a general meeting a quorum is not present –

- a) for an annual general meeting or special general meeting convened under clause 44.3 (a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
- b) for a meeting convened under clause 44.3 (b) – the members who are present in person or by proxy may proceed with the hearing the appeal for which the meeting is convened; or

- c) for a meeting convened under clause 44.3 (c) – the meeting lapses.
- 50.2 If within 15 minutes after the time appointed by subclause 50.1 (a) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person proceed with the business of the general meeting as if a quorum were present.
- 50.3 The Chairperson may, with the consent of the general meeting at which a quorum is present, and must, if directed by the members at the meeting, adjourn that meeting from time to time and from place to place.
- 50.4 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.
- 50.5 If a general meeting is adjourned for a period of 30 days or more, the Board must give notice of the adjourned general meeting as if that general meeting were a fresh general meeting.

51 VOTING

- 51.1 At a general meeting –
 - a) an ordinary resolution put to the vote is decided by a majority of votes in person or by proxy; and
 - b) a special resolution put to the vote is passed if three-quarters of the members who are present in person or by proxy vote in favour of the resolution.
- 51.2 A poll may be demanded by the Chairperson or by 3 or more members present in person or by proxy.
- 51.3 If demanded, a poll must be taken immediately and in the manner the Chairperson directs.

PART 7 – FINANCIAL MANAGEMENT

52 FINANCIAL YEAR

The financial year period of the Association is 1 July through 30 June.

53 FUNDS AND ACCOUNTS

- 53.1 The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- 53.2 Subject to any restrictions imposed by the Association at a general meeting, the Board may approve expenditure on behalf of the Association within the limits of the budget.
- 53.3 Cheques or electronic transfers are signed by any two persons authorised by the Board, made up of one Board member and the CEO, or two Board members.
- 53.4 The maintenance of a cash float is the responsibility of the CEO, and is to be overseen monthly by the Treasurer, who has responsibility for transaction accuracy as in clause 55 (a).

53.5 The Treasurer must present a budget each year for approval before the end of May.

53.6 Monthly profit and loss statements must be presented to the Board at each meeting.

54 ACCOUNTS AND AUDITS

The responsibility of the Board under clause 33.2 for ensuring compliance with the Act includes meeting the requirements of Part 5 of the Act and regulations made for the Part relating to –

- a) the keeping of accounting records;
- b) the preparation and presentation of the Association's annual statement of accounts; and
- c) the auditing of the Association's accounts.

PART 8 – GRIEVANCE AND DISPUTES

55 GRIEVANCE AND DISPUTE PROCEDURES

55.1 This clause applies to disputes between –

- a) a member and another member; or
- b) a member and the Board.

55.2 Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and if possible, resolve the dispute.

55.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend the meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.

55.4 The mediator must be –

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement –
 - i) for a dispute between a member and another member – a person appointed by the Board; or
 - ii) for a dispute between a member and the Board – a person who is a mediator appointed or employed by the department administering the Act.

55.5 A member of the Association can be a mediator.

55.6 The mediator cannot be party to the dispute.

- 55.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 55.8 The mediator, in conducting the mediation, must –
- a) give the parties to the mediation process every opportunity to be heard;
 - b) allow due consideration by all parties of any written statement submitted by any party;
and
 - c) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- 55.9 The mediator must not determine the dispute.
- 55.10 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.

PART 9 – MISCELLANEOUS

56 COMMON SEAL

- 56.1 The common seal of the Association must not be used without the express authority of the Board and every use of that common seal must be recorded by the Secretary.
- 56.2 The affixing of the common seal of the Association must be witnessed by any 2 of the following:
- a) The Chairperson;
 - b) the Deputy Chairperson;
 - c) the Treasurer;
 - d) the Secretary.
- 56.3 The common seal of the Association must be kept in the custody of the Secretary or another person the Board from time to time decides.

57 DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP.

- 57.1 VocNT may be dissolved or wound up at a general meeting of members by not less than two thirds majority of members present and voting.
- 57.2 If on the winding up or dissolution of the Association, and after satisfaction of all its debts and liabilities, there remains any assets, the assets must not be distributed to the members or former members.
- 57.3 The surplus assets must be given or transferred to another association incorporated under the Act that –
- a) has similar objects or purposes;

- b) is not carried on for profit or gain to its individual members; and
 - c) is determined by resolution of the members.
-