

Section 5(b)

STATEMENT OF PURPOSES

1 The name of the proposed incorporated association is LIFT ENGINEERING SOCIETY OF AUSTRALIA Incorporated.

2. The purposes for which the proposed incorporated association is established are:—

- (a) To foster safety in design, installation and use of lifts, escalators, moving walkways and like equipment.
(b) To encourage the acquisition and interchange of technical knowledge freely given.
(c) To co-operate with others having similar aims and objectives.
(d) To promote correct selection, specification of equipment, operating standard and performance in the design of premises.
(e) To assess proposed and existing Government Regulations and provide "feedback" as considered appropriate.
(f) To receive papers prepared by members and guest speakers.
(g) To meet at regular intervals for the purpose of achieving its aims and objectives.
(h) To encourage technological development of lifts, escalators, moving walkways and like equipment.
(i) To comment on matters affecting public interest where the Society considers this appropriate.

Note: The purposes should be set out in paragraphs which are designated by letters in alphabetical order or are numbered consecutively.

This is the annexure of 1 page(s) marked "A" referred to in the declaration of ROSS DE LA RUE MANFRED STEIDLE made this 3rd day of JULY 1991

Before me

Handwritten signatures and names: [Signature], FRANK E. DAVIS, Gordon [Signature]

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LIFT ENGINEERING SOCIETY OF AUSTRALIA

PASSED CONSTITUTION & RULES : 23RD MAR , 1988

1 TITLE

The title of the Society shall be "Lift Engineering Society of Australia" hereinafter referred to as "the Society".

2. OBJECTIVES

- a) To foster safety in design, installation and use of lifts, escalators, moving walkways and like equipment.
- b) To encourage the acquisition and interchange of technical knowledge freely given.
- c) To co-operate with others having similar aims and objectives.
- d) To promote correct selection, specification of equipment, operating standard and performance in the design of premises.
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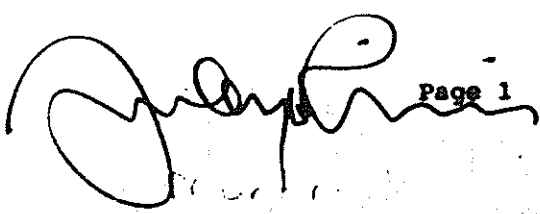
3. RULES

- a) No person shall use their membership of the society with a view to individual commercial or corporate advantage, whether measured by monetary or other means.
- b) The Society shall be entirely self supporting but shall not seek monetary gain for any advice given.

4. MEMBERSHIP

There shall be three (3) grades of membership to the Society:

- i) Member
- ii) Associate Member
- iii) Life Member



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4.1 Classification of Membership

a) Members

Any person of good standing who has been engaged full time in Lift Engineering for a minimum of five (5) consecutive years or whose part time duties relate to Lift Engineering and has been engaged in that capacity for a minimum of seven (7) consecutive years. During this time the person should have been regularly engaged in or responsible for either the selection, specification, design, engineering inspection or supervision of installation and or maintenance of lifts, escalators, moving walkways or other like equipment.

Members receive a Certificate of Membership from the Society and are entitled to use the letters M.L.E.S. (Aust).

b) Associate Member

Any person who has a responsible position in an organisation directly or indirectly associated with Lift Engineering, or any person of standing in the community who desires to co-operate with the Society in their aims and objectives.

An Associate Member shall not be eligible to vote on any matters relating to the Constitution or Rules of the Society.

An Associate member shall not be eligible to vote or stand for the position of President or Secretary of the Society or membership of the Executive Council.

An Associate Member may, from time to time, be co-opted to a Divisional Council but in any case this period shall not exceed 12 consecutive months.

An Associate Member may apply to become a Member after ten years or be invited to apply prior to expiration of the full period.

c) Life Member

A Divisional Council shall have the power to recommend to the National Executive Council life membership for any member.

The granting of life membership shall be resolved by a ballot of the Councillors of the National Executive, and shall require a two thirds majority.

d) Conditions of Membership

i) No Member shall promote any point of view or practise for political purposes.

ii) No Member shall use the Society or its forum to lobby for any other organization or group.

iii) Members shall abide by the Rules and Principles of the Society.

e) Application for Membership

Any person seeking admission to Membership of the Society shall lodge with the Divisional Council Honorary Secretary or Secretary a written application on such form as the National Executive Council may from time to time prescribe and shall furnish such evidence or qualifications as the Council may require. Each application must be signed and supported by a financial member. The Divisional Councils shall submit applications to the National Executive Council may in its absolute discretion grant or refuse such application without assigning any reason.

f) Suspension or Cancellation of Membership

The National Executive Council may, at its absolute discretion, suspend the membership of any person for conduct prejudicial to the objectives and rules of the Society for such period as it deems fit.

Members whose subscriptions are six months overdue shall be placed on the suspended list for three months, but may resign in good standing or continue their membership by payment of dues.

If, at the expiration of this period, the subscriptions are still unpaid such Members shall be removed from the register, proper notice of the impending action having been given to the member concerned.

During the period of suspension Members shall forfeit all privileges.

5. COUNCILS (NATIONAL EXECUTIVE & DIVISIONAL)

5.1 National Executive Council

The affairs of the Society shall be directed by an Executive Council consisting of members appointed by the Divisional Councils and it shall consist of one (1) Executive member for up to 20 members in a Division or two (2) Executive members for 21 members or more in a Division.

In July each year, after the initial year of the Executive Council formation, 50% of the members shall be appointed on an on-going basis thereafter, each for a 2 year term.

A President, Honorary Secretary and Honorary Treasurer shall be elected from within and by the appointed Divisional Councilors, at the National Executive Annual General Meeting.

In the event an executive member is not able to fulfill his duties then the Divisional Councils shall appoint a nominee for the remainder of such person's term of office.

Where a member of the Executive is unable to attend a National Executive meeting, the member may appoint a nominee for that meeting. Such nominee shall be approved by the respective Divisional Council.

The maximum number of nominees from a Division eligible to attend a National Executive Council meeting shall be one (1). The nominee may be a member of any Division.

Any nominee shall be a Member of the Society.

A quorum shall exist when 4 members or 75% of the Executive members is present, whichever is the lesser.

The National Executive shall meet at least twice per annum.

5.2 Divisional Councils

a) Divisional Council

Each Division shall elect a council consisting of a President, Honorary Secretary, Treasurer and three other members. The immediate Past President shall be a member of the Divisional Council ex-officio, for only the year immediately following his retirement from the Presidency but, thereafter, will be eligible for nomination and election to the Council.

A Secretary can be elected in lieu of an Honorary Secretary, but would not be a member of the Divisional Council.

The affairs of the Division shall be directed by the Divisional Council within the rules of this constitution.

The panel of members eligible for election to the Divisional Councils shall be drawn up in each division with a view of securing so far as is practicable, equal representation of the various interests of the Society.

A Divisional Council shall have the power to co-opt up to three additional Members for such periods within its own term as it deems fit, and co-opted Members shall have the same rights as Elected Members.

Any Member of a Divisional Council absenting himself from the regular meetings of the Council for a period of three consecutive meetings without special leave of absence from such Council, shall cease to be a member of the Council.

b) Divisional Council Meetings

A meeting of a Divisional Council shall be held at least two weeks prior to the General Meetings but, subject to the aforesaid, the members of the Divisional Council may meet for discharge of business, adjourn, and otherwise regulate their meetings as they think fit.

c) Divisional Council Special Meetings

A Divisional President may at any time, and an Honorary Secretary or Secretary shall, whenever so directed by the President or any other two Members of the Divisional Council, convene a Meeting of such Council.

d) Quorum

At any Divisional Council Meeting four (4) members shall form a Quorum.

e) Election of a Divisional Council & Officers

Only financial persons of the grade "Member" shall be eligible for election to a Divisional Council. All members of the Council shall retire at the Division Annual General Meeting.

Members of the Council shall hold office until their successors have been elected for a further term.

Nominations shall be received one month before the Division Annual General Meeting.

Nomination forms are to be appended to the notice of meeting.

Absent members may be nominated and elected only if they have notified the Honorary Secretary or Secretary in writing of their availability.

Vacancies occurring before the Divisional Annual General Election may be filled for the remainder of the term at the discretion of the Council.

The President, Honorary Secretary, Treasurer, and the other Council Members shall be elected by the secret ballot at the Divisional Annual General Meeting. Two scrutineers of known integrity, not necessarily Members, shall be appointed to distribute and collect ballot papers, to count the votes, and to present the results to the President.

Only financial members of the grade "Member" shall be eligible to nominate, to second, and to vote.

A Vice-President and/or a Assistant Secretary may be elected annually by the Council from their own number.

6. MEETINGS

a) National Executive Annual General Meeting

An Annual General meeting shall be held in July in every year.

b) Special National Executive Meetings

A National Executive at any time, shall on the requisition of any Divisional Council call a special meeting of the Executive.

Any such requisition shall give written notice of the object of the meeting, and such Special General Meeting shall be held within 60 days after such requisition shall have been lodge with the Honorary Secretary or Secretary.

The business of a Special General Meeting shall be restricted to the subject matter listed on the notice paper.

c) **Divisional Annual General Meeting**

A Divisional Annual General meeting shall be held in February in every year and shall be for the purpose of electing Office Bearers.

d) **Divisional General Meetings**

The Divisional Councils shall arrange a programme of Meetings to be held at least four times per year between February and November. The Meetings may be in the form of lectures from Members and invited guests, panel discussions, introduction of new equipment or any other forum of benefit to the society.

e) **Special Divisional General Meetings**

The Divisional Council may at any time, and shall on the requisition of any ten Members eligible to vote, call a Special General Meeting of the Division.

Any such requisition shall give written notice of the object of the meeting, and such Special General Meeting shall be held within 28 days after such requisition shall have been lodged with the Honorary Secretary or Secretary.

The business of a Special General Meeting shall be restricted to the subject matter listed on the notice paper.

f) **Notice of Meetings**

fi) **National Executive Council**

An agenda or notice of a meeting shall be forwarded to each Executive Council Member sixty (60) days prior to every meeting.

fii) **Divisional Meetings**

An Agenda or notice of a meeting shall be forwarded to each Divisional member, no less than seven (7) days prior to every meeting.

g) **Quorum**

At a Divisional General Meeting 20% of Members eligible to vote or twelve such Members, whichever is the greater shall form a quorum.

h) **Voting**

Only financial Members of grade "Member" and "Life Member" shall be eligible to vote. All matters shall be decided by a simple majority of eligible voting Members at the meeting except constitutional changes.

i) **Constitutional Changes**

and statement of purpose
All Constitutional changes will be conducted by postal ballot of all eligible members and any change will be decided by ~~two-thirds~~ majority of votes received subject to minimum return of 20% of the eligible members.

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Any proposed changes to the Constitution & Rules can only be submitted by a Divisional Council and the proposed changes will be forwarded to each member of the Lift Engineering Society of Australia 30 days prior to the closing date for voting.

7. FINANCIAL

a) Subscriptions & Fees

Subscriptions rates and joining fees shall be determined by the National Executive Council.

Any change of rates, fees or levies shall be published in a notice paper to all members.

A Joining Fee shall be payable for all grades of membership.

Annual Subscriptions shall be paid by all members except Life Members and shall become due for payment on 1st January in each year. An account for Annual Subscriptions shall be sent to every member by their respective Division.

From time to time a Divisional Council may levy other fees upon its members.

New Members shall upon application for membership (except Life Membership) pay a Joining Fee, and when accepted as a member, pay one year's Annual Subscription. Where an application for membership is made after 30th September in any year, the applicant shall upon payment of that year's Annual Subscription, be considered financial for the remainder of that year and for the whole of the ensuing year.

b) Duties of an Honorary Secretary or Secretary

bi) National Executive

Keep a true record of the Minutes of National Executive Meetings.

Receive and issue all communications on behalf of the National Executive.

Receive copies of all Divisional Council Meeting minutes and correspondence and report to the National Executive all details of such meetings and correspondence.

The secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

Occupy a conspicuous position at all National Executive Meetings.

bii) Divisional Council

Keep a true record of the Minutes of Divisional Council meetings.

Receive and issue all communications on behalf of the Divisional Council.

Receive copies of National Executive Meeting minutes and correspondence and report to the Divisional Council all details of such meetings and correspondence.

Occupy a conspicuous position at all Divisional Council Meetings, and general meetings.

Provide copies of Divisional correspondence, notices and minutes to the National Executive at regular intervals.

c) Duties of a Treasurer

ci) National Executive

Receive all monies on behalf of the National Executive.

Receive copies of all Divisional Council financial activities and report to the National Executive on all such matters.

Prepare a Balance sheet duly audited for submission to the National Executive with the Annual report prior to distribution to all members.

Deliver on demand by Auditors or National Executive Council all monies, books, documents or communications held.

Issue receipts for all monies received.

Pay all lawful accounts passed for payment by the National Executive.

cii) Divisional Council

Receive all monies on behalf of the Divisional Council.

Receive copies of National Executive financial activities and report to the Divisional Council on all such matters.

Prepare a Balance sheet, duly audited for submission to the Divisional Council prior to distribution to Divisional members.

Deliver on demand by Auditors, Divisional Council or National Executive all monies, books, documents or communications held.

Issue receipts for all monies received.

Pay all lawful accounts passed for payment by the Divisional Council.

Prepare a balance sheet duly audited for submission to the National Executive by June each year.

d) Banking

Cheques and other documents used for the withdrawal or transfer of money or property for the National Executive Council or Divisional Councils shall bear the signatures of any two of the following - President, Honorary Secretary or Secretary, Treasurer of the respective Council.

e) Financial Year

The financial year shall be from the 1st day of July to the 30th day of June, both inclusive.

8. WINDING UP OR CANCELLATION

In the event of the winding up or the disbandment of the Society the assets of the Society shall be disposed to the Australian Red Cross Society in accordance with provisions of the Act at that time.

9. There shall be voting by proxy & the form of such proxy shall be that of the model rules.

10. The funds of the Association shall be derived ~~by~~ from entrance fees, annual subscriptions, donations, & such other sources as the Committee determines.

11. (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 & 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.

12. Except as otherwise provided in these Rules, the secretary shall keep in his custody or under his control all books, documents & securities of the Association.

13. For the purposes of these Rules, 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;
- (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code or;
- (c) resigns his office by notice in writing given to the secretary.