

INTERNATIONAL ETHELLS CLASS ASSOCIATION OF AUSTRALIA

CONSTITUTION

Under the Associations Incorporation Act 2009 (NSW)

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Part 1 Preliminary

1 Definitions

The full title of the Association shall be the “International Etchells Class Association of Australia” (IECAA).

The IECA Constitution applies, including the definitions in that document.

The following additional terms and definitions are used in this Constitution.

Constitution - this document

Executive – the office-bearers of the IECAA; namely the President, Vice President, Treasurer, Secretary and Assistant Secretary.

Fleet – a Fleet in Australia as defined by the IECA Constitution, represented at an Australian national level and on the Governance Committee by an elected Fleet Captain.

Fleet Captain member – the representative for the fleet at a national level and on the Committee, who is an Owner member of the IECAA, elected by the Individual Members belonging to that fleet.

IECA – International Etchells Class Association

IECAA – International Etchells Class Association of Australia

International Governor – an elected, appointed or co-opted member of the IGC

Committee – the governance committee of the IECAA consisting of the IECAA Executive, Australian Fleet Captains and Australian Governors.

IGC – International Governing Committee

Individual Member - a person who is a member of the IECA via the IECAA and nominated Fleet being an Owner Member, a Non-Owner Member or a Life Member as defined by the IECA Constitution.

Office Bearer – a member of the IECAA Executive, elected by the IECAA Governance Committee

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2010*.

2 Objectives

The principal objectives of the International Etchells Class Association of Australia (IECAA) are to;

- (1) Promote racing of International Etchells class yachts in Australia
- (2) Support the development of Fleets within Australia
- (3) Foster an inclusive environment that welcomes all members and newcomers to the class
- (4) Co-ordinate and promote a calendar of Sanctioned Events
- (5) Encourage Fleets to bid for and host World Championships
- (6) Ensure the integrity of the one design nature of the class through the training of Measurers; and information & education as it relates the Class Rules and the ODTC

- (7) Maintain affiliation with national and international associations and represent the interests of the IECAA
- (8) Ensure the administrative affairs of the class in Australia is properly managed, including but not limited to:
 - (a) The setting and collection of fees
 - (b) Maintaining a register of Members
 - (c) Ensure the maintenance of a register of International Etchells class yachts
 - (d) Ensure certificates are issued for new Etchells built in Australia and transfer of ownership
 - (e) Nominate and appoint representatives to the IGC as specified by the IECA Constitution

Part 2 Membership

3 Membership

- (1) This Constitution, as well as the IECA Constitution, is binding on all Individual Members, and they must comply with it.
- (2) Each Individual Member is a member of the IECAA via a nominated Fleet.
- (3) Each Fleet is a member of the IECAA Committee and is represented by the Fleet Captain.
- (4) Each Fleet Captain must be an Owner Member of the IECAA, elected at an annual general meeting of the respective Fleet and notified to the Secretary within 14 days of the election.
- (5) Individual Members are represented at annual general meetings and IECAA Committee Meetings by their Fleet Captains, Office Bearers and Australian Governors as set out in clause 19.
- (5) Individual Members may request a special general meeting in accordance with Clause 26.
- (6) A ballot of Owner and Members may be undertaken in accordance with Clause 35.

4 Application for membership

- (1) An application by a person for Individual Membership of the IECAA:
 - (a) must be in the form determined by the IECAA Governance Committee, and
 - (b) must be lodged with the Secretary of the IECAA.
- (2) The secretary must, on payment by the applicant of the amounts referred to in Clause 7 within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the IECAA.

5 Cessation of membership

- (1) A person ceases to be a member of the IECAA if the person:
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the IECAA, or
 - (d) fails to pay the annual membership fee under clause 7.

6 Register of members

- (1) The secretary must establish and maintain a register of Individual Members of the IECAA (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is an Individual Member of the IECAA together with the date on which the person became an Individual Member.
- (2) A person must not use information about a person obtained from the register to contact or send material to the person, other than for the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the IECAA or other material relating to the IECAA.

7 Fees and subscriptions

- (1) An Individual Member of the IECAA must pay to the IECAA an annual membership fee. This annual membership fee is a single fee comprised of three components.
 - (a) The fee determined by the IECA, which is paid to the IECA by the IECAA in accordance with the IECA Constitution.
 - (b) The fee determined by the IECAA Committee, which is retained by the IECAA.
 - (c) The Fleet fee determined by the Fleet Captains, which is paid to the Fleet.

8 Members' liabilities

- (1) The liability of an Individual Member or a Fleet of the IECAA to contribute towards the payment of the debts and liabilities of the IECAA or the costs, charges and expenses of the winding up of the IECAA is limited to the amount, if any, unpaid by the Individual Member or Fleet in respect of membership of the IECAA as required by clause 7.

9 Resolution of disputes

- (1) A dispute between an Individual Member and another Individual Member (in their capacity as Individual Members) of the IECAA, or a dispute between an Individual Member or Members and the IECAA, is to be referred to Sports Integrity Australia if it is within scope of the Australian Sailing National Integrity Framework.
- (2) If the matter is not within scope of the Australian Sailing National Integrity Framework it is to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.

- (3) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- (5) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

10 Disciplining of members

- (1) A complaint may be made to the IECAA Committee by any person that an Individual Member of the IECAA:
 - (a) has refused or neglected to comply with a provision or provisions of this Constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of the IECAA.
- (2) The IECAA Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the IECAA Committee decides to deal with the complaint, the IECAA Committee:
 - (a) must cause notice of the complaint to be served on the Individual Member concerned, and
 - (b) must give the Individual Member at least 14 days from the time the notice is served within which to make submissions to the IECAA Committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the Individual Member in connection with the complaint.
- (4) The IECAA Committee may, by resolution, expel the Individual Member from IECAA if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the IECAA Committee expels or suspends an Individual Member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the Individual Member of the action taken, of the reasons given by the IECAA Committee for having taken that action and of the Individual Member's right of appeal under clause 11.
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the Individual Member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the Individual Member exercises the right of appeal, unless and until the IECAA confirms the resolution under clause 11, whichever is the later.

11 Right of appeal of disciplined member

- (1) An Individual Member may appeal to the IECAA Committee meeting a resolution of the IECAA Committee under clause 10, within 7 days after notice of the resolution is served on the Individual Member, by lodging with the Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the Individual Member intends to rely for the purposes of the appeal.

- (3) On receipt of a notice from an Individual Member under subclause (1), the Secretary must notify the Committee, which is to convene a Special General Meeting of the IECAA to be held within 28 days after the date on which the Secretary received the notice.
- (4) At a Special General meeting of the IECAA convened under subclause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the IECAA Committee and the individual Member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the Individual Members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by Owner and Life Members of the IECAA, subject to Clause 33.

Part 3 The Committee

12 Powers of the Committee

- (1) Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting, the Committee:
 - (a) is to make decisions regarding the schedule of Etchells National Championships (with respect to the host fleet) and State Championships (with respect to the host State) within Australia.
 - (b) is to vote on items brought to the annual general meeting including the election of Office Bearers.
 - (c) can create and amend bylaws for the constitution
 - (d) is to advise the Executive regarding issues concerning the Individual Members they represent.

13 Composition and membership of committee

- (1) The committee is to consist of:
 - (a) the Executive office-bearers of the IECAA, each of whom is to be elected at the annual general meeting of the IECAA under clause 24.
 - (b) Fleet Captains
 - (c) Australian Governors of the IECAA.
- (2) The Executive consists of office-bearers of the IECAA, each of whom is to be elected at the annual general meeting of the IECAA under Clause 23. Office bearers are as follows:
 - (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary,
 - (c) the assistant secretary

- (3) The term of each office bearer of the IECAA is two (2) years.
- (4) An office bearer may not hold office for more than six (6) consecutive years. If there is no candidate for the office bearer position after six years, the incumbent may be considered “acting” until the position can be filled.
- (5) Each member of the Executive is, subject to this constitution, to hold office until immediately before the election of the Executive at the annual general meeting next following the date of the Office Bearer’s election and is eligible for re-election.

14 Election of office-bearers

- (1) Nominations of candidates for election as office-bearers of the IECAA:
 - (a) must be made in writing, signed by 2 Individual Members of the IECAA and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the Secretary of the IECAA at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill an office-bearer vacancy, further nominations are to be received at the annual general meeting.
- (3) If no nominations are received for a vacant position, the position will be taken to be a casual vacancy.
- (4) If there is one nomination for a vacancy, the persons nominated is taken to be elected.
- (5) If there is more than one nomination for a vacancy to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers is to be conducted before or during the annual general meeting in any usual and proper manner that the Executive directs.
- (7) A person nominated as a candidate for election as an office-bearer must be an Owner member of the IECAA.

15 Role of the Executive

- (1) The Office-Bearers of the IECAA ensure appropriate governance of the Association in line with this Constitution.
- (2) The Executive is responsible for managing the financial affairs of the IECAA including authorising expenditure and management of assets, and sets fleet fees in consultation with the Fleet Captains.
- (3) The President chairs the Executive and Committee Meetings and AGM’s.

16 Secretary

- (1) The secretary of the IECAA must, as soon as practicable after being appointed as secretary, lodge notice with the IECAA of their address.
- (2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) all appointments of office-bearers and members of the committee, and

- (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be endorsed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The endorsement of the chairperson may be transmitted by electronic means for the purposes of subclause (3).

17 Treasurer

- (1) It is the duty of the treasurer of the IECAA to ensure:
- (a) that all money due to the IECAA is collected and received and that all payments authorised by the IECAA are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the IECAA, including full details of all receipts and expenditure connected with the activities of the IECAA, and
 - (c) maintain insurances.

18 Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the Executive, the Executive may appoint a member of the IECAA to fill the vacancy and the member so appointed is to hold office, subject to this Constitution, until the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the Executive occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of the IECAA, or
 - (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 18, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

19 Removal of Executive members

- (1) The IECAA in a Committee meeting may by resolution remove any Individual Member of the Executive from office before the expiration of the

Individual Member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the Individual Member so removed.

- (2) If an Individual Member of the Executive to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the Individual Members of the IECAA, the Secretary or the President may send a copy of the representations to each Individual Member of the IECAA or, if the representations are not so sent, the Individual Member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20 Committee meetings and quorum

- (1) The Committee must meet at least 3 times in each period of 12 months at the place and time that the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the President or by any member of the Committee.
- (3) Any 7 members of the Committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (4) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (5) At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.
- (6) Committee members who are not able to attend a Committee meeting may give their proxy to another Committee member of their choosing, provided that Committee member agrees to accept the absent member's proxy.
- (7) Fleet Captains who are not able to attend a Committee meeting may delegate attendance to another member of their fleet or may give their proxy to another Fleet Captain of their choosing, provided that member agrees to accept the Fleet Captain's proxy.

21 Use of technology at committee meetings

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

22 Voting and decisions

- (1) Questions arising at a meeting of Committee are to be determined by a majority of the votes of members of the committee.
- (2) Each member present at a meeting is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) The Committee may act despite any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee.

Part 4 General meetings

23 Annual general meetings - holding of

- (1) The IECAA must hold its annual general meetings within 6 months after the close of the IECAA's financial year.
- (2) All members of the Committee are voting members at the annual general meeting
- (3) All Life Members and Owner Members are invited as guests to the annual general meeting.

24 Annual general meetings - calling of and business at

- (1) The annual general meeting of the IECAA is to be convened on the date and at the place and time that the Executive thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the IECAA during the last preceding financial year,
 - (c) to receive and consider any financial statement or report required to be submitted to members under the Act.
 - (d) to elect office bearers of the IECAA.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

25 Voting, decisions and quorum at annual general meetings

- (1) Questions arising at a meeting of the annual general meeting are to be determined by a majority of the votes of the Committee.

- (2) Each member present at the meeting is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Any 7 members eligible voting members of the annual general meeting constitute a quorum for the transaction of the business at the meeting.
- (4) A question arising at a general meeting of the IECAA is to be determined by:
 - (a) a show of hands or, if the meeting is one to which clause 36 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a secret ballot.
- (5) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (6) If the question is to be determined by a secret ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

26 Proxy votes for annual general meetings

- (1) Committee members who are not able to attend annual general meetings may give their proxy to another Committee member of their choosing, provided that Committee member agrees to accept the absent member's proxy.
- (2) Fleet Captains who are not able to attend an annual general meeting may delegate attendance to another member of their fleet or may give their proxy to another Fleet Captain of their choosing, provided that member agrees to accept the Fleet Captain's proxy.
- (3) Proxies shall be notified by email at least 24 hours prior to the annual general meeting to the Class Secretary who will keep a record of them.

27 Special general meetings - calling of

- (1) The Executive may, whenever it thinks fit, convene a special general meeting or conduct an electronic ballot of all Owner Members and Life Members of the IECAA.
- (2) The Executive must, on the requisition of at least 5% of the total number of Owner and Life Members, convene a special general meeting of the IECAA.
- (3) A requisition of Owner and/ or Life Members for a special general meeting:
 - (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

- (4) If the Executive fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by an Owner or Life Member referred to in subclause (4) must be convened as nearly as is practicable in the same manner as special general meetings are convened by the Executive.
- (6) For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

28 Notice for special general meetings

- (1) Except if the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of the IECAA, the secretary must, at least 14 days before the date fixed for the holding of the meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of the IECAA, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a special general meeting is to be transacted at the meeting.
- (4) A member desiring to bring any business before a special general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

29 Quorum for special general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Twenty members present constitute a quorum for the transaction 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, the meeting:
 - (a) if convened on the requisition of members—is to be dissolved, and
 - (b) in any other case—is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

30 Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each meeting of the IECAA.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

31 Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the IECAA stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a special general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

32 Making of decisions at special general meetings

- (1) A question arising at a general meeting of the IECAA is to be determined by:
 - (a) a show of hands or, if the meeting is one to which clause 36 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a secret ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a secret ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

33 Special resolutions

- (1) A special resolution may only be passed by the IECAA in accordance with section 39 of the Act.
- (2) Any proposed change to this Constitution is to be treated as a special resolution.

34 Voting at special general meetings

- (1) Each Owner Member (subject to the limitation in (2) below) and Life Member shall be entitled to cast one vote, and only one vote, on any matter voted upon at a special general meeting of the IECAA, or via an electronic ballot.
- (2) The Joint Owners of an International Etchells are together entitled to cast only one vote on any matter. In the absence of agreement between the joint owners, the person listed first on the boat's Measurement Certificate shall have the right to vote.
- (3) Non-Owner Members shall have no right to vote.
- (4) In the case of an equality of votes on a question at a meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (5) A member is not entitled to vote at any meeting of the IECAA unless all money due and payable by the member to the IECAA has been paid.
- (6) A member is not entitled to vote at any general meeting of the IECAA if the member is under 18 years of age.

35 Proxy votes for special general meetings

- (1) Owner and Life Members who are not able to attend a special general meeting may give their proxy to another Owner or Life Member of their choosing, provided that member agrees to accept the absent member's proxy.
- (2) Proxies shall be notified by email at least 24 hours prior to the special general meeting to the Class Secretary who will keep a record of them.

36 Postal or electronic ballots

- (1) The IECAA may hold a postal or electronic ballot (as the committee determines) to determine any issue or proposal including a special resolution (other than an appeal under clause 11).

37 Use of technology at special general meetings

- (1) A special general meeting may be held at 2 or more venues using any technology approved by the Committee that gives each of the IECAA's members a reasonable opportunity to participate.
- (2) A member of the IECAA who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 Miscellaneous

38 Insurance

- (1) The IECAA may affect and maintain insurance.

39 Funds - source

- (1) The funds of the IECAA are to be derived annual subscriptions of members, donations and, subject to any resolution passed by the IECAA Executive, any other sources that the IECAA Executive determines.
- (2) All money received by the IECAA must be deposited as soon as practicable and without deduction to the credit of the IECAA's bank or other authorised deposit-taking institution account.

40 Funds - management

- (1) Subject to any resolution passed by the IECAA Governance Committee, the funds of the IECAA are to be used solely in pursuance of the objects of the IECAA in the manner that the IECAA Executive determines.

41 IECAA is non-profit

- (1) Subject to the Act and the Regulation, the IECAA must apply its funds and assets solely in pursuance of the objects of the IECAA and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

42 Distribution of property on winding up of IECAA

- (1) Subject to the Act and the Regulations, in a winding up of the IECAA, any surplus property of the IECAA is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of the IECAA is a reference to that property of the IECAA remaining after satisfaction of the debts and liabilities of the IECAA and the costs, charges and expenses of the winding up of the IECAA.

43 Change of name, objectives and constitution

- (1) An application for registration of a change in the IECAA's name, objectives or constitution in accordance with section 10 of the Act is to be made by the secretary or an Executive member.

44 Custody of books etc

- (1) Except as otherwise provided by this constitution, all records, books and other documents relating to the IECAA must be kept in New South Wales in the custody of the secretary.

45 Inspection of books etc

- (1) The following documents (which may be electronic copies) must be open to inspection, free of charge, by a member of the IECAA within 7 days of the request:
 - (a) financial records of the IECAA,
 - (b) this Constitution,

(c) resolutions of the IECAA as minuted.

46 Financial year

- (1) The financial year of the IECAA is:
 - (a) the period of time commencing on the date of incorporation of the IECAA and ending on the following 30 June, and
 - (b) each period of 12 months after the expiration of the previous financial year of the IECAA, commencing on 1 July and ending on the following 30 June.