

**THIS IS THE ANNEXURE MARKED “A” REFERRED TO IN THE
STATUTORY DECLARATION OF**

Name of Public Officer _____

Made on (Date) _____

Before Me _____

(SIGNATURE OF WITNESS ON STATUTORY DECLARATION)

**Constitution of
Judo Northern Territory**

CONTENTS

1.	NAME	4
2.	OBJECTS AND PURPOSES	4
3.	MINIMUM NUMBER OF MEMBERS	4
4.	DEFINITIONS AND INTERPRETATION	4
5.	POWERS OF JNT	5
6.	EFFECT OF CONSTITUTION	6
7.	INCONSISTENCIES:	6
8.	ALTERING THE CONSTITUTION	6
9.	CATEGORIES OF MEMBERS	6
10.	LIFE MEMBERS	6
11.	APPLICATION FOR MEMBERSHIP	6
12.	RENEWAL	6
13.	RE-AFFILIATION	7
14.	APPROVAL OF BOARD	7
15.	ANNUAL MEMBERSHIP FEES	7
16.	EFFECT OF MEMBERSHIP	7
17.	RIGHTS OF MEMBERS	8
18.	VOTING	8
19.	NOTICE OF MEETINGS AND SPECIAL RESOLUTIONS	8
20.	DISCONTINUANCE OF MEMBERSHIP	8
21.	APPEALS AGAINST SUSPENSION OR EXPULSION	9
22.	ROLE AND POWERS OF THE BOARD	9
23.	ELIGIBILITY OF DIRECTORS	10
24.	COMPOSITION OF BOARD	10
25.	BOARD TO APPOINT OFFICE BEARERS	10
26.	DELEGATION	10
27.	TERM OF OFFICE FOR DIRECTORS	10
28.	CASUAL VACANCIES	11
29.	NOMINATIONS FOR ELECTION TO BOARD	11
30.	ELECTION BY BALLOT	11
31.	VACATING OFFICE	12
32.	COLLECTIVE RESPONSIBILITY OF BOARD	12
33.	PRESIDENT AND VICE-PRESIDENT	12
34.	BOARD MEETINGS	12

35.	FREQUENCY AND CALLING OF MEETINGS	13
36.	VOTING AND DECISION MAKING	13
37.	BOARD MAY ACT	13
38.	PROCEDURE AND ORDER OF BUSINESS	13
39.	DISCLOSURE OF INTEREST	13
40.	CONVENING GENERAL MEETINGS	14
41.	SPECIAL GENERAL MEETINGS	14
42.	ANNUAL GENERAL MEETING	14
43.	SPECIAL RESOLUTIONS AND MOTIONS	14
44.	QUORUM AT GENERAL MEETINGS	15
45.	VOTING	15
46.	PROXIES	16
47.	FINANCIAL YEAR	16
48.	FUNDS AND ACCOUNTS	16
49.	ACCOUNTS AND AUDITS	16
50.	GRIEVANCE AND DISPUTES PROCEDURES	16
51.	BOARD TO FORMULATE REGULATIONS	17
52.	REGULATIONS BINDING	17
53.	REGULATIONS DEEMED APPLICABLE	17
54.	BULLETINS BINDING ON MEMBERS	17
55.	DISTRIBUTION OF SURPLUS ASSETS ON WINDING UP	18
56.	NOTICE	18

1. Name

The name of the incorporated association is Judo Northern Territory (**JNT**).

2. Objects and purposes

The objects and purposes of JNT are as follows:

- a) encourage, promote, advance and administer judo throughout the Northern Territory;
- b) act, at all times, on behalf of and in the interests of the Members and judo in the Northern Territory.
- c) arrange, conduct and regulate judo competitions;
- d) affiliate with Judo Australia (JA) and act as its Northern Territory affiliated member;
- e) advance the operations and activities of JNT in Northern Territory;
- f) maintain and enhance the reputation of judo and the standards of play and behaviour of Participants and;
- g) undertake and or do other things or activities which are necessary, incidental or conducive to the advancement of these Objects.
- h) have regard to the public interest in its operations.

3. Minimum number of Members

JNT must have at least 5 individual Members.

4. Definitions and Interpretation

4.1 Definitions

In this Constitution, unless the contrary intention appears –

“Act” means the Associations Act (NT) and regulations made under that Act;

“Affiliated Member” means a club formed to enable an active player to participate in the proceedings of JNT, that has a minimum of 5 JNT Members and 1 JA accredited coach and that meets the criteria for an Affiliated Member as set by the Board from time to time;

“Auditor” means the duly licensed and certified auditor appointed at the Annual General Meeting;

“Board” means the body managing JNT and consisting of the Directors;

“Constitution” means the Constitution of JNT;

“Director” means a Member of the Board and includes any person acting in that capacity from time to time appointed in accordance with this Constitution;

“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 this Constitution;

“Individual Member” means a person who has applied for Membership and has received the approval of JNT. An Individual Member must be a member of an Affiliated Member;

“Junior Member” means an Individual Member who is younger than 18 years of age as of 1 January of any year;

“Life Member” means an individual appointed as a Life Member of JNT under clause 17;

“Member” means a Member of JNT approved by the Board under clause 12;

“Participants” means persons who participate in JNT activities as players, coaches, umpires or other officials;

“Public Officer” means the person appointed to be the public officer of JNT under clause 26(e);

“Register of Members” means the register of JNT's Members established and maintained under section 34 of the Act;

“Regulations” means any regulations made by the Board in accordance with this Constitution; and

“Special Resolutions” means a resolution under clause 43.

4.2 Interpretation

- (a) In this Constitution: a reference to a function includes a reference to a power, authority and duty;
- (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power and the authority of the performance of the duty;
- (c) words importing the singular include the plural and vice versa;
- (d) words importing any gender include the other genders;
- (e) references to persons include corporations and bodies politic;
- (f) references to a person include the legal personal representatives, successors and permitted assigns of that person;
- (g) a reference to a statute, ordinance, code or other law includes Regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction); and
- (h) a reference to “writing” shall unless the contrary intention appears, be construed as including references to printing, lithography, photography and other modes of representing or reproducing words in a visible form, including messages sent by electronic mail.

5. Powers of JNT

For furthering the objects and purposes, JNT has:

- a) the specific rights, powers and privileges conferred on it by sections 11 and 13 of the Act; and
- b) in addition, all the powers it would have if it were a company incorporated under the Corporations Act 2001 (Cth).

6. Effect of Constitution

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

7. Inconsistencies:

If there is any inconsistency between:

- a) this Constitution and the Act, the Act prevails
- b) this Constitution and the JA Constitution, the JA Constitution prevails.
- c) the JA Constitution and the Act, the Act prevails

8. Altering the Constitution

JNT may alter this Constitution by Special Resolution but not otherwise.

9. Categories of Members

JNT will have the following categories of Members

- a) Individual Members
- b) Affiliated Members
- c) Life Members
- d) Junior Members
- e) Any other category has determined by the Board.

10. Life Members

- a) Any Member may recommend a person for Life Membership by notice in writing to the Board. A recommendation made under this clause must include a written report outlining the history of services of the nominee.
- b) A person may be appointed a Life Member only by Special Resolution put to an Annual General Meeting by the Board.

11. Application for Membership

- a) To apply to become an Individual Member or an Affiliated Member of JNT a written application must be submitted to the Board:
 - i) in a form approved by the Board; and
 - ii) be accompanied by any fees as set by JNT.
- b) An application for a Junior Member must be authorised by a parent or guardian of the Junior Member.

12. Renewal

Individual Members (other than Life Members) must renew their Membership annually in accordance with the procedures set down by the Board from time to time.

13. Re-Affiliation

- a) An Affiliated Member must re-affiliate annually with JNT in accordance with the procedures set down by JNT in regulations from time to time.
- b) Upon re-affiliation, an Affiliated Member must provide details of any change in its delegate, any other information reasonably required by JNT and pay any fees as set by JNT.

14. Approval of Board

- a) The Board may reject any application for Membership with JNT without assigning any reason for such refusal.
- b) If an application is rejected, the applicant may appeal against the decision by giving notice to JNT within 14 days of being advised of the rejection.
- c) If an applicant gives notice of an appeal against the rejection of his or her application, the Board must reconsider the application within 14 days of the appeal.
- d) If after reconsidering an application the Board reaffirms its decision to reject the application, the decision is final.
- e) Where JNT rejects an application, any fees forwarded with the application will be refunded and the application shall be deemed rejected.

15. Annual membership fees

- a) The annual membership fee payable by Individual and Affiliated Members is the amount determined from time to time by the Board.
- b) Each member must pay the annual membership fee to JNT by the date as determined by the Board.
- c) A member whose subscription is not paid within 3 months after the due date ceases to be a member unless the Board determines otherwise.

16. Effect of Membership

- a) Members acknowledge and agree that:
 - i. This Constitution is a contract between each member and JNT and that they are bound by this Constitution, any JNT regulations and JA's Constitutions and regulations.
 - ii. They shall comply with and observe this Constitution and the regulations and any determination, resolution or policy which may be made or passed by the Board or other entity with delegated authority.
 - iii. By submitting to this Constitution and regulations, they are subject to the jurisdiction of JNT and JA.
 - iv. The Constitution is necessary and reasonable for promoting the objects and particularly the advancement and protection of judo in the Northern Territory
 - v. They are entitled to all benefits, advantages, privileges and services of JNT Membership.

- b) No person shall enter or compete at any meeting or event sanctioned by JNT unless that person is a bona fide Member of JNT. This clause shall not apply to interstate or international Participants approved by the JA.

17. Rights of Members

- a) A Member may exercise the rights of Membership when his or her name is entered in the Register of Members.
- b) A right of Membership of JNT –
 - i. is not capable of being transferred or transmitted to another person; and
 - ii. terminates on the cessation of Membership whether by resignation, death, non-payment of fees, expulsion or otherwise.

18. Voting

- a) Each Individual Member who has paid the annual membership fee has the right to receive notice of General Meetings and will have 1 vote at General Meetings of JNT.
- b) Affiliated Members have the right to receive notice of General Meetings and to be present, debate and to vote at General Meetings.
- c) Life Members have the right to receive notice of General Meetings and to vote at General Meetings.
- d) A Junior Member will have a right to receive notice of General Meetings and the right to vote through the guardian or parent of the Junior Member.
- e) Any other category of member created by the Board under Clause 9 will have the right to receive notice of General Meetings and to have a delegate present and debate but not vote at General Meetings unless such right is conferred by the Board.

19. Notice of meetings and Special Resolutions

JNT must give all Members notice of General Meetings and Special Resolutions in the manner and time prescribed by this Constitution.

20. Discontinuance of Membership

20.1 Notice of Resignation

- (a) A Member who has paid all arrears of fees payable to JNT may resign or withdraw from Membership of JNT by giving notice in writing to JNT;
- (b) Once JNT receives a notice of resignation of Membership given under clause 20.1(a) it must make an entry in the Register of Members that records the date on which the Member ceased to be a Member.

20.2 Suspension or expulsion of Members

- a) If the Board considers that a Member should be suspended or expelled because his or her conduct is detrimental to the interests of JNT, the Board must give notice of the proposed suspension or expulsion to the Member.
- b) The Board may commence or cause to be commenced disciplinary proceedings against a Member who has allegedly:

- i. breached, failed, refused or neglected to comply with a provision of this Constitution, the regulations or any resolution or determination of the board or any duly authorised committee;
- ii. acted in a manner unbecoming of a Member, or prejudicial to the purposes and interests of JNT and/or the sport of judo; or
- iii. brought JNT, any other Member or sport of judo into disrepute.

That Member will be subject to and will submit unreservedly to the jurisdiction, procedures, penalties and the appeal mechanisms of JNT set out in the regulations.

- c) The notice must be in writing and include –
 - i. the time, date and place of the Board meeting at which the question of that suspension or expulsion will be decided; and
 - ii. the particulars of the conduct; and
 - iii. be given to the Member not less than 14 days before the date of the Board meeting referred to in paragraph 20.2 b(i).
- d) At the meeting, the Board must afford the Member a reasonable opportunity to be heard or to make representations in writing.
- e) The Board may suspend or expel or decline to suspend or expel the Member from JNT and must give written notice of the decision and the reason for it to the Member.
- f) The decision to suspend or expel a Member takes effect 14 days after the day on which notice of the decision is given to the Member and an entry will be made in the Register of Members that records the date the Members ceased to be a Member.

21. Appeals against suspension or expulsion

- a) A Member who is suspended or expelled may appeal against that suspension or expulsion by giving notice to JNT within 14 days after receipt of the Board's decision.
- b) The appeal must be considered at a General Meeting of JNT and the Member must be afforded a reasonable opportunity to be heard at the meeting or to make representations in writing prior to the meeting for circulation at the meeting.
- c) The Members present at the General Meeting must, by resolution, either confirm or set aside the decision of the Board to suspend or expel the member.
- d) The appealing Member is not suspended or does not cease to be a Member until the decision of the Board to suspend or expel him or her is confirmed by a resolution of the Members.
- e) The confirmation of the suspension or expulsion of the Member will be entered onto the Register of Members.

22. Role and Powers of the Board

- a) The business of JNT must be managed by or under the direction of a Board.
- b) The Board may exercise all the powers of JNT except those matters that the Act or this Constitution requires JNT to determine through a General Meeting of Members.
- c) The Board may appoint and remove staff.

- d) The Board may establish 1 or more sub-committees consisting of the Members of JNT that the Board considers appropriate. The sub-committees established by the Board need not consist of Members.

23. Eligibility of Directors

Directors must not hold any position on the Board or Committee of an Affiliated Member.

24. Composition of Board

- a) The Board shall comprise:
 - i. 5 Directors (who must be Individual Member) who shall be elected under Clause 31 (Election by Ballot)
 - ii. up to 2 appointed Directors who need not be Members and who may be appointed by the Board.
- b) The Board may allocate portfolios to Directors.

25. Board to Appoint Office Bearers

The Board shall appoint the following office bearers from amongst their numbers annually, and who hold the position at the will of the Board:

- a) President
- b) Vice-President
- c) Treasurer
- d) Secretary
- e) Public Officer
- f) Any other positions from amongst their number who shall hold office at the pleasure of the Board.

26. Delegation

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

27. Term of Office for Directors

- a) Elected Directors shall be elected for a term of 2 years. Subject to provisions in this Constitution relating to early retirement or removal of Directors, elected Directors shall remain in office from the conclusion of the AGM at which the election occurred until the conclusion of the second AGM following.

- b) Up to 3 of the elected Directors shall retire in each odd year and up to 3 of the elected Directors shall retire in each even year, until, after 2 years, the original elected Directors have retired. The process of replacing elected Directors shall be ongoing.
- c) Appointed Directors may be appointed to ensure rotational terms coincide with the elected Directors' rotational terms.
- d) No person who has served as a Director for a period of 2 consecutive full terms shall be eligible for election or appointment as an appointed Director until the next Annual General Meeting following the date of conclusion of their last term as an appointed Director.
- e) The sequence of retirements to ensure rotational terms shall be determined by the Board. If the Board cannot agree it will be determined by lot.

28. Casual Vacancies

Any casual vacancy in an elected Director role may be filled by Board appointment until the next AGM, at which time the Director filling the casual vacancy role may nominate for election subject to the rules of this Constitution.

29. Nominations for Election to Board

- a) The nomination must be –
 - i. signed by the nominator and a seconder who must be Members;
 - ii. signed by the nominee who must be a Member to signify his or her willingness to stand for election;
 - iii. include the skills and qualifications of the nominee;
 - iv. on the prescribed form (if any); and
 - v. delivered to JNT not less than 35 days before the date of the meeting scheduled for elections.
- b) A person who is eligible for election or re-election under this clause may –
 - i. propose or second himself or herself for election or re-election; and
 - ii. vote for himself or herself.

30. Election by ballot

- a) If the number of nominations received is equal to the number of vacancies to be filled or if there are insufficient nominations received to fill all vacancies on the Board, then those nominated shall be declared elected only if approved by the majority of Members entitled to vote.
- b) The ballots must be conducted in a manner determined from time to time by the Board.
- c) If there are insufficient nominations received to fill all vacancies on the Board, or if a person is not approved by the majority of Members present and by proxy the positions will be deemed casual vacancies under clause 29.
- d) Nominations will not be accepted from the floor.

31. Vacating office

In addition to the circumstances in which the office of a Director becomes vacant by virtue of the Act, the office of a Director becomes vacant if the Director:

- a) dies;
- b) becomes bankrupt or makes any arrangement or composition with his creditors generally;
- c) becomes of unsound mind or a person whose person or estate is liable to be dealt with in anyway under the law relating to mental health;
- d) resigns his or her office in writing to JNT;
- e) is absent without the consent of the Board from meetings of the Board held during a period of 6 months;
- f) is directly or indirectly interested in any contract or proposed contract with JNT and fails to declare the nature of his interest; or
- g) in the opinion of the Board (but subject always to this Constitution):
 - i. has acted in a manner unbecoming or prejudicial to the objects and interests of the JNT;
 - ii. has brought JNT into disrepute; or
 - iii. is removed by Special Resolution;
 - iv. would otherwise be prohibited from being a Director of a corporation under the Corporations Act, 2001 (Cth).

32. Collective Responsibility of Board

- a) As soon as practicable after being elected to the Board, each Director must become familiar with the Act and regulations made under the Act.
- b) The Board is collectively responsible for ensuring JNT complies with the Act and regulations made under the Act.

33. President and Vice-President

- a) Subject to sub-clauses (b) and (c), the President must preside at all General Meetings and Board meetings.
- b) If the President is absent from a meeting, the Vice-President must preside at the meeting.
- c) If the President and the Vice-President are both absent, the presiding Member for that meeting must be –
 - i. a Member elected by the other Members present if it is a General Meeting; or
 - ii. a Director elected by the other Directors present if it is a Board meeting.

34. Board Meetings

- a) A Board Meeting may be convened by electronic means through phone, video or email communication with each member of the Board acknowledging that this is a formal meeting of the Board in the minutes of such a meeting.

- b) The minimum number of Board members for a quorum is 3, or such other number as may be fixed by the Board from time to time, but which shall not be less than 3.

35. Frequency and Calling of Meetings

- a) The Board must meet as many times during the year as required for the conduct of business, but not less than 4 times per financial year.
- b) The President, or at least half the Board members, may at any time convene a special meeting of the Board.
- c) A special meeting may be convened to deal with an appeal.

36. Voting and Decision making

- a) Each Board member present at the meeting has a deliberative vote.
- b) A question arising at a Board meeting must be decided by a majority of votes.
- c) The President or presiding member does not have a casting vote.

37. Board May Act

If the number of Directors is not sufficient to constitute a quorum they may act only for the purpose of increasing the number of Directors to enable a quorum to be achieved.

38. Procedure and Order of Business

- a) The procedure to be followed at a Board meeting must be determined from time to time by the Board.
- b) The order of business may be determined by the Board members present at the meeting.
- c) Only the business for which the meeting is convened may be considered at a special meeting.

39. Disclosure of Interest

- a) A Director shall declare his or her interest in any contractual, selection, disciplinary or other financial matter in which a conflict of interest arises or may arise.
- b) A Director who declares a conflict of interest shall, unless otherwise determined by the Board, absent him/herself from discussions of such matter and shall not be entitled to vote in respect to these matters. If the Director casts a vote, the vote shall not be counted.
- c) In the event of any uncertainty as to whether it is necessary for a Director to absent him/herself from discussions and refrain from voting, the issue should be immediately determined by vote of the Board. If this is not possible, the matter shall be adjourned or deferred. The disclosure must be recorded in the minutes of the meeting.
- d) All disclosed interests must also be disclosed to each Annual General Meeting in accordance with the Act.

40. Convening General Meetings

JNT must hold all Annual General Meetings within 5 months after the end of each financial year.

41. Special General Meetings

- a) The Board may at any time convene a Special General Meeting;
- b) The Board will convene a Special General Meeting when thirty percent (and no less) of the voting Members submit a request in writing. The request must –
 - i. state the purpose of the Special General Meeting; and
 - ii. be signed by all the Members making the request.
- c) If the Board fails to convene a Special General Meeting within 28 days of the request, the Members who made the request may convene a Special General Meeting as if they were the Board to be held not later than 3 months after that date.
- d) If a Special General Meeting is convened, JNT must meet any reasonable expenses of convening and holding the Special General Meeting.
- e) JNT must give all Members not less than 28 days notice of a Special General Meeting.
- f) The notice must specify –
 - i. when and where the meeting is to be held; and
 - ii. the particulars of and the order in which business is to be transacted.
 - iii. No business other than that stated on the notice for a Special General Meeting shall be transacted at that meeting.

42. Annual General Meeting

- a) JNT must give all Members not less than 28 days notice of an Annual General Meeting.
- b) The notice must specify –
 - i. when and where the meeting is to be held; and
 - ii. the particulars of and the order in which business is to be transacted including any motions proposed.
- c) The order of business for each Annual General Meeting is as follows:
 - i. the consideration of the accounts and reports of the Board;
 - ii. the election of new Board Members as per this Constitution;
 - iii. the appointment of the Auditor;
 - iv. any other business requiring consideration by JNT at the meeting.
- d) No business other than that stated on the notice for the Annual General Meeting shall be transacted at that meeting.

43. Special resolutions and motions

- a) A Special Resolution may be moved at any General Meeting of JNT.

- b) JNT must give all Members not less than 28 days notice of the meeting at which a Special Resolution is to be proposed.
- c) The notice must include the resolution to be proposed and the intention to propose the resolution as a Special Resolution.
- d) All notices of motions for inclusion at a General Meeting must be submitted in writing to the Board not less than 14 days prior to the General Meeting
- e) A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having a similar effect be moved at a subsequent General Meeting for a period of 12 months.

44. Quorum at General Meetings

- a) 11 Members present constitutes a quorum at a General Meeting.
- b) If within 30 minutes after the time specified in the notice for the holding of a General Meeting a quorum is not present –
 - i. for an Annual General Meeting, or Special General Meeting convened under clause 42(a) – the meeting stands adjourned to the same time on the same day in the following week and to the same place;
 - ii. for a meeting convened under clause 42(b) – the meeting lapses.
- c) If within 30 minutes after the time appointed by sub-clause (1)(a) for the resumption of an adjourned General Meeting a quorum is not present, the Members who are present in person or by proxy may proceed with the business of that General Meeting as if a quorum were present.
- d) The President may, with the consent of a General Meeting at which a quorum is present, and must, if directed by a majority of the Members at the meeting, adjourn that General Meeting from time to time and from place to place.
- e) 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.
- f) If a General Meeting is adjourned for a period of 30 days or more, the Secretary must give notice of the adjourned General Meeting as if that General Meeting were a fresh General Meeting.

45. Voting

- a) Subject to clauses 14 and 18, each Member present in person or by proxy at a General Meeting is entitled to a deliberative vote.
- b) At a General Meeting –
 - i. an ordinary resolution put to the vote is decided by a majority of votes made in person or by proxy; and
 - ii. 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.

46. Proxies

A Member may appoint in writing another member to be the proxy of the appointing member to attend and vote on behalf of the appointing member at any General Meeting.

47. Financial year

The financial year of JNT is a period of 12 months commencing on 1 July and ending on 30 June each year;

48. Funds and accounts

- a) JNT must open an account with a Financial Institution from which all expenditure of JNT is made and into which all of JNT's revenue is deposited.
- b) Subject to any restrictions imposed by JNT at a General Meeting, the Board may approve expenditure on behalf of JNT within the limits of the budget.
- c) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 Board members.
- d) All funds of JNT must be deposited into the financial account of JNT no later than 5 working days after receipt or as soon as practicable after that day.
- e) With the approval of the Board, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

49. Accounts and audits

- a) The responsibility of the Board includes meeting the requirements of Part 5 of the Act and regulations made for that Part relating to –
 - i. the keeping of accounting records;
 - ii. the preparation and presentation of JNT's annual statement of accounts; and
 - iii. the auditing of JNT's accounts.
- b) The books and accounts of JNT shall be audited within 2 months of the end of the financial year by a duly licensed and certified Auditor appointed at the Annual General Meeting.
- c) The audit report shall be circulated by JNT to all Members.

50. Grievance and disputes procedures

- a) This clause applies to disputes between –
 - i. a Member and another Member; or
 - ii. a Member and the Board.
- b) 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.
- c) 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 after the meeting, hold another meeting in the presence of a mediator.
- d) The mediator must be –

- i. a person chosen by agreement between the parties; or
 - ii. in the absence of agreement –
 - iii. for a dispute between a Member and another Member – a person appointed by the Board, who may be a Member of JNT; or
 - iv. for a dispute between a Member and the Board – an independent person who is not a member of JNT
- e) The mediator cannot be a party to the dispute.
- f) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- g) The mediator, in conducting the mediation, must –
 - i. give the parties to the mediation process every opportunity to be heard;
 - ii. allow due consideration by all parties of any written statement submitted by any party; and
 - iii. ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- h) The mediator must not determine the dispute.
- i) 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.

51. Board to Formulate Regulations

The Board may develop, issue, adopt, interpret and amend such Regulations for the proper advancement, management and administration of JNT and the advancement of the purposes of JNT as it thinks necessary or desirable. Such Regulations must be consistent with the Constitution, the JA Constitution, any regulations made by JA and any policy directives of the Board.

52. Regulations Binding

All Regulations are binding on JNT and all Members.

53. Regulations Deemed Applicable

All clauses, rules, by-laws and regulations of JNT in force at the date of the approval of this Constitution (as long as such clauses, rules, by-laws and regulations are not inconsistent with, or have been replaced by, this Constitution) shall be deemed to be Regulations and shall continue to apply.

54. Bulletins Binding on Members

Amendments, alterations, interpretations or other changes to Regulations shall be advised to Members by means of bulletins approved by the Board. The matters in the bulletins are binding on all Members.

55. Distribution of surplus assets on winding up

- a) If on the winding up or dissolution of JNT, 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.
- b) The surplus assets must be given or transferred to another association incorporated under the Act that –
 - i. has similar objects or purposes;
 - ii. is not carried on for profit or gain to its Individual Members; and
 - iii. is determined by resolution of the Members.

56. Notice

- a) Notices may be given by JNT to any person entitled under this Constitution to receive any notice. The notice can be sent by pre-paid post or facsimile transmission or, where available, by electronic mail to the Member's registered address or facsimile number or electronic mail address.
- b) Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting the notice. Service of the notice is deemed to have been effected three days after posting.
- c) Where a notice is sent by facsimile transmission, service of the notice shall be deemed to be effected upon receipt of a confirmation report confirming the facsimile was sent to/or received at the facsimile number to which it was sent.
- d) Where a notice is sent by electronic mail, service of the notice shall be deemed to be effected the next business day after it was sent.