



RULES

of

Plumbing Products Industry Group Inc

11 August 2020

Contents

1. NAME	3
2. DEFINITIONS	3
3. ALTERATION OF THE RULES	3
4. STATEMENT OF PURPOSES	3
5. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION.....	4
6. REGISTER OF MEMBERS	6
7. CEASING MEMBERSHIP	6
8. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS	6
9. DISPUTES AND MEDIATION	7
10. ANNUAL GENERAL MEETINGS.....	8
11. SPECIAL GENERAL MEETINGS.....	9
12. MEMBER MEETINGS	9
13. SPECIAL INTEREST GROUP (SIG) MEETINGS.....	9
14. SPECIAL BUSINESS	10
15. NOTICE OF SPECIAL GENERAL MEETINGS	10
16. QUORUM AT SPECIAL GENERAL MEETINGS.....	10
17. PRESIDING AT SPECIAL GENERAL MEETINGS.....	10
18. ADJOURNMENT OF MEETINGS.....	11
19. VOTING AT SPECIAL GENERAL MEETINGS.....	11
20. POLL AT GENERAL MEETINGS.....	11
21. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED	11
22. PROXIES	11
23. Board OF MANAGEMENT	12
24. OFFICE HOLDERS	12
25. ORDINARY MEMBERS OF THE BOARD	13
26. ELECTION OF OFFICERS AND ORDINARY BOARD MEMBERS	13
27. VACANCIES.....	13
28. MEETINGS OF THE BOARD	14
29. NOTICE OF BOARD MEETINGS	14
30. QUORUM FOR BOARD MEETINGS	14

31. PRESIDING AT BOARD MEETINGS	14
32. VOTING AT BOARD MEETINGS	14
33. REMOVAL OF A BOARD MEMBER	14
34. MINUTES OF MEETINGS	15
35. FUNDS.....	15
36. SEAL	15
37. NOTICE TO MEMBERS	15
38. WINDING UP.....	15
39. CUSTODY AND INSPECTION OF BOOKS AND RECORDS.....	16
40. APPENDIX 1	17
41. APPENDIX 2	18
43. APPENDIX 3	19

1. NAME

The name of the incorporated association is Plumbing Products Industry Group (in these Rules called "the Association").

2. DEFINITIONS

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

"Act" means the **Associations Incorporation Reform Act 2012**;

"Board" means the Board of Management of the Association;

"financial year" means the year ending on 30 June;

"general meeting" means a general meeting of members convened in accordance with rule 13.

"member" means a member of the Association and references to a member in these rules infers an individual or entity as defined within membership which nominates an individual to represent its interests;

"member meeting" means a meeting of all members

"membership" shall consist of an unlimited number of individuals, firms, partnerships, companies, corporations and unincorporated bodies engaged in manufacturing or importing plumbing products within the Commonwealth of Australia, its Territories and New Zealand in the Plumbing Products Industry

"ordinary member of the Board" means a member of the committee who is not an officer of the Association under Rule 22;

"Regulations" means regulations under the Act;

"relevant documents" has the same meaning as in the Act.

"special interest group" (SIG) refers to special interest groups as defined by the **Board** from time to time

(2) In these Rules, a reference to the Secretary of an Association is a reference:

(a) if a person holds office under these Rules as Secretary of the Association - to that person; and

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

3. ALTERATION OF THE RULES

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. STATEMENT OF PURPOSES

(1) To promote, encourage, foster and develop Plumbing Products Industry Group Inc, the Australian & New Zealand Plumbing Products Industry Association in the interests of its members.

(2) To promote the establishment and maintenance of high standards of quality, service and ethics throughout the industry.

(3) To place before Industry, Government, Statutory Authorities and others in Australia and New Zealand, and elsewhere, the policies and views of the Association.

(4) To take a pro-active and interactive role in matters connected with regulators, Standards Australia/Standards New Zealand, Water Authorities and like

national or state bodies and authorities in Australia, New Zealand and elsewhere.

- (5) To foster a cooperative and mutually supportive effort in improving the export potential of the members of the Association.
- (6) To collect, collate and disseminate statistical and other information relating to the Australian and New Zealand plumbing industry and/or the use of products associated with that industry.
- (7) To promote and encourage a method of accreditation and or certification for products manufactured, imported or distributed by members of the Association and which is recognised by and acceptable to Regulatory bodies and organisations in Australia and elsewhere.
- (8) To liaise and co-operate with other organisations having interests in common with the Association so as to facilitate exchange of information and joint promotion of beneficial legislation and of industry standards generally.
- (9) To represent the members of the Association in any negotiations or other matters affecting the industry and to secure representation on any Government, local or other council, committee, board or any other body now in existence or established hereafter concerned with matters relating to the industry.
- (10) To provide a forum where matters of common interest to industry participants can be brought forward, discussed, acted upon and resolved.
- (11) To maintain a suitable national secretariat and technical resource to cater for the changing needs of the Association.

5. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION

- (1) The Association shall consist of an unlimited number of individuals, firms, partnerships, companies, corporations, and unincorporated bodies engaged in and with the Plumbing Products Industry. Membership shall consist of two categories;
 - a) A Member shall be engaged in the manufacture and/or distribution of plumbing products in Australia and New Zealand. A Member shall have full voting rights, along with other rights and benefits of membership.
 - b) An Associate Member may be any other category of membership as determined by special resolution at a General Meeting of the Association. Associate Members will have no voting rights but may have other benefits as determined by the **Board of Management**. Associate Membership may consist of the following groups;
 - Suppliers who provide raw materials and/or subcontractor to plumbing product manufacturers and distributors.
 - Certification Assessment Bodies (CABs), including testing laboratories, which are accredited and qualified to certify/test product to plumbing codes, and Australian/New Zealand plumbing and gas standards.
 - Plumbing Industry organisations and institutions of contractors, consultants, educators and employees.

- (2) A person or company who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these Rules.
 - (a) a company which becomes a member will nominate an individual who will represent the rights of membership on behalf of the company/corporation.
- (3) A person or company who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless:
 - (a) he/she or the company applies for membership in accordance with sub-rule (3); and
 - (b) the admission as a member is approved by the **Board**.
- (4) An application for membership of the Association must:
 - (a) be made in writing; and
 - (b) be lodged with the Secretary of the Association.
- (5) As soon as practicable after the receipt of an application, the Secretary must refer the application to the **Board**.
- (6) The **Board of Management** must determine whether to approve or reject the application.
- (7) If the **Board** approves an application for membership, the Secretary must, as soon as practicable:
 - (a) notify the applicant in writing of the approval for membership; and
 - (b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.
- (8) The Secretary must, within 28 days after receipt of the amounts referred to in sub-rule (6), enter the applicant's name in the register of members.
- (9) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his/her or company name is entered in the register of members.
- (10) If the **Board** rejects an application, the **secretary** must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- (11) A right, privilege or obligation of a person or company by reason of membership of the Association:
 - (a) is not capable of being transferred or transmitted to another person or company; and
 - (b) terminates upon the cessation of membership whether by death, closure or sale of company, resignation or otherwise.
- (12) The entrance fee will be determined by the **Board** from time to time.
- (13) The annual subscription will be determined by the **Board** from time to time and is payable in advance as determined by the **Board**.

6. REGISTER OF MEMBERS

- (1) The Secretary must keep and maintain a register of members containing:
 - (a) the name and address of each member and in the case of a corporation the individual who acts as the company representative; and
 - (b) the date on which each member's name was entered in the register.
- (2) The register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy of entries in the register.

7. CEASING MEMBERSHIP

- (1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in sub-rule (1):
 - (a) the member ceases to be a member; and
 - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

8. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

- (1) Subject to these Rules, if the **Board** is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the **Board** may by resolution:
 - (a) fine that member an amount not exceeding \$500; or
 - (b) suspend that member from membership of the Association for a specified period; or
 - (c) expel that member from the Association.
- (2) A resolution of the **Board of management** under sub-rule (1) does not take effect unless:
 - (a) at a meeting held in accordance with sub-rule (3), the **Board** confirms the resolution; and
 - (b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- (3) A meeting of the **Board of management** to confirm or revoke a resolution passed under sub-rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub-rule (4).
- (4) For the purposes of giving notice in accordance with sub-rule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice:
 - (a) setting out the resolution of the **Board** and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the **Board** at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and

- (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he/she or the company's representative may do one or both of the following:
 - (i) attend that meeting;
 - (ii) give to the **Board** before the date of that meeting a written statement seeking the revocation of the resolution;
 - (e) informing the member that, if at that meeting, the **Board** confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (5) At a meeting of the **Board of Management** to confirm or revoke a resolution passed under sub-rule (1), the **Board** must:
- (a) give the member, or his/her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
- (6) If at the meeting of the **Board of Management**, the **Board** confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- (7) If the Secretary receives a notice under sub-rule (6), he or she must notify the **Board of management** and the **Board** must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (8) At a general meeting of the Association convened under sub-rule (7):
- (a) no business other than the question of the appeal may be conducted; and
 - (b) the **Board** may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (9) A resolution is confirmed if, at the general meeting, not less than 55% of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

9. DISPUTES AND MEDIATION

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
- (a) a member and another member; or
 - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) in the case of a dispute between a member and another member, a person appointed by the **Board of management** of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must:
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

10. ANNUAL GENERAL MEETINGS

- (1) The **Board** may determine the date, time and place of the annual general meeting of the Association.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be:
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the **Board** reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect officers of the Association and the ordinary members of the **Board**; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

11. SPECIAL GENERAL MEETINGS

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) The **Board of management** may, whenever it thinks fit, convene a special general meeting of the Association.
- (3) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the **Board** must convene a special general meeting before the expiration of that period.
- (4) The **Board** must, on the request in writing of members representing not less than 5 per cent of the total number of members, convene a special general meeting of the Association.
- (5) The request for a special general meeting must:
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- (6) If the **Board** does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (7) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the **Board** and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

12. MEMBER MEETINGS

Meetings of members will be called at the discretion of the President:

- (1) Notice of meeting will be given no later than 7 days prior to the meeting
- (2) All members may attend and participate in member meetings

13. SPECIAL INTEREST GROUP (SIG) MEETINGS

- (1) Special interest group meetings will be convened by the Chair, as required.
- (2) If a sector of industry wishes to form a special interest group, an application must be made to the management committee.
- (3) If the formation of a SIG is approved by the management committee, then a Chair will be agreed by the SIG
- (4) Each SIG will have the right to nominate one representative to the **Board of management** at each annual general meeting, provided the SIG is active.
- (5) SIGs may be formed for specific terms, or purpose and if determined by the **Board** or the group itself, may cease to exist within the Plumbing Products Industry Group structure.

14. SPECIAL BUSINESS

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting is deemed to be special business.

15. NOTICE OF SPECIAL GENERAL MEETINGS

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a special general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent:
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) by facsimile transmission; or
 - (b) electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

16. QUORUM AT SPECIAL GENERAL MEETINGS

- (1) No item of business may be conducted at a special general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a special general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a special general meeting, a quorum is not present:
 - (a) in the case of a meeting convened upon the request of members, the meeting must be dissolved; and
 - (b) in any other case, the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

17. PRESIDING AT SPECIAL GENERAL MEETINGS

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

18. ADJOURNMENT OF MEETINGS

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in writing to members.

19. VOTING AT SPECIAL GENERAL MEETINGS

- (1) Upon any question arising at a special general meeting of the Association, a member has one vote only.
- (2) All votes must be given personally or by proxy.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

20. POLL AT GENERAL MEETINGS

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

21. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED

If a question arising at a special general meeting of the Association is determined on a show of hands:

- (1) a declaration by the Chairperson that a resolution has been:

- (a) carried; or
- (b) carried unanimously; or
- (c) carried by a particular majority; or
- (d) lost; and

- (2) an entry to that effect in the minute book of the Association:

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

22. PROXIES

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be:

- (a) for a meeting of the Association convened under rule 7(7), in the form set out in Appendix 2; or
- (b) in any other case, in the form set out in Appendix 3.

23. Board OF MANAGEMENT

- (1) The affairs of the Association shall be managed by the **Board** of management.
- (2) The **Board**:
 - (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the **Board** to be essential for the proper management of the business and affairs of the Association.
- (3) Subject to section 23 of the Act, the **Board** shall consist of:
 - (a) the officers of the Association; and
 - (b) **four** elected members
 - each of whom shall be elected at the annual general meeting of the Association in each year; and
 - (c) a representative of each active Special Interest Group. The nominee/s will be provided from each Special Interest Group

24. OFFICE HOLDERS

- (1) The officers of the Association shall be:
 - (a) a President;
 - (b) a Vice-President;
 - (c) a Treasurer; and
 - (d) a Secretary/Public Officer who shall be appointed by the management committee
- (2) The provisions of rule 26, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1) with the exception of the position of Secretary/Public Officer, who is appointed.
- (3) Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-rule (1), the **Board** may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

25. ORDINARY MEMBERS OF THE BOARD

- (1) Subject to these Rules, each ordinary member of the **Board** shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the **Board**, the **Board** may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

26. ELECTION OF OFFICERS AND ORDINARY BOARD MEMBERS

- (1) Nominations of candidates for election as officers of the Association (excluding the position of Secretary/Public Officer) or as ordinary members of the **Board** must be:
 - (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the Secretary of the Association.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the **Board**, prior to the annual general meeting, but may be nominated separately as a SIG representative. Nothing in these rules precludes a member from being a SIG Representative while holding an Office in the Association.
- (3) If insufficient nominations are received to fill all vacancies on the **Board**, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the **Board** must be conducted at the annual general meeting in such manner as the **Board** may direct.

27. VACANCIES

The office of an officer of the Association, or of an ordinary member of the **Board**, becomes vacant if the officer or member:

- (1) ceases to be a member of the Association; or
- (2) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (3) resigns from office by notice in writing given to the Secretary.

28. MEETINGS OF THE BOARD

- (1) The **Board** must meet at least 3 times in each year at such place and such times as the **Board** may determine.
- (2) Special meetings of the **Board** may be convened by the President or by any 4 members of the **Board**.

29. NOTICE OF BOARD MEETINGS

- (1) Written notice of each **Board** meeting must be given to each member of the **Board** at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the **Board** of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

30. QUORUM FOR BOARD MEETINGS

- (1) Any 4 members of the **Board** constitute a quorum for the conduct of the business of a meeting of the **Board**.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present:
 - (a) in the case of a special meeting, the meeting lapses;
 - (b) in any other case, the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The **Board** may act notwithstanding any vacancy on the **Board**.

31. PRESIDING AT BOARD MEETINGS

At meetings of the **Board**:

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

32. VOTING AT BOARD MEETINGS

- (1) Questions arising at a meeting of the **Board**, or at a meeting of any sub-committee appointed by the **Board**, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the **Board**, or at a meeting of any sub-committee appointed by the **Board** (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

33. REMOVAL OF A BOARD MEMBER

- (1) The Association in special general meeting may, by resolution, remove any member of the **Board** before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.

- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

34. MINUTES OF MEETINGS

The Secretary of the Association must keep minutes of the resolutions and proceedings of each members meeting, special general meeting, and each management committee meeting, together with a record of the names of persons present at meetings.

35. FUNDS

- (1) The Treasurer of the Association must:
 - (a) overview collection and receipt all moneys due to the Association and all payments authorised by the Association; and
 - (b) ensure correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association are kept.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the **Board**.
- (3) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the **Board** determines.

36. SEAL

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the **Board** and the affixing of the common seal must be attested by the signatures either of two members of the Board or, of one member of the **Board** and of the public officer of the Association.

37. NOTICE TO MEMBERS

Except for the requirement in rule 12, any notice that is required to be given to a member, by on behalf of the Association, under these Rules may be given by:

- (1) delivering the notice to the member personally; or
- (2) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (3) facsimile transmission or
- (4) electronic transmission.

38. WINDING UP

In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Act.

39. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

40. APPENDIX 1

APPLICATION FOR MEMBERSHIP of PLUMBING PRODUCTS INDUSTRY GROUP APPLICATION FOR MEMBERSHIP

I/We,

(name of company)

Of

(address)

(postal address)

(telephone no)

(facsimile no)

(email)

wish to apply for membership of the Plumbing Products Industry Group Inc. The applicant company undertakes to comply with the rules of the association.

Number of Employees:

(number)

Major Activity:

(name activity)

Chief Executive:

(name, email)

PPIG Representative:

(name, email)

Alternative Representative:

(name, email)

41. APPENDIX 2

FORM OF APPOINTMENT OF PROXY FOR MEETING OF ASSOCIATION CONVENED UNDER RULE 8(7)

I,

(name)

of

(address)

being a member of the Plumbing Products Industry Group Incorporated
appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote for me on my behalf
at the appeal to the general meeting of the Association convened under rule 8(7), to be
held on:

(date of meeting)

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following
resolution (*insert details of resolution passed under rule 8(1)*).

Signed

Date

43. APPENDIX 3

FORM OF APPOINTMENT OF PROXY

I,

(name)

of

(address)

being a member of Plumbing Products Industry Group Incorporated
appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote for me on my behalf
at the annual/special* general meeting of the Association to be held on

(date of meeting)

and at any adjournment of that meeting.

My proxy is authorised to vote in favour of / against* the following resolution (insert details
of resolution).

Signed

Date

* Delete if not applicable