



National Trust of Queensland Rules

Adopted 7 November 2009

National Trust of Queensland

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Whereas by Section 18 of the *National Trust of Queensland Act 1963-2000* (hereinafter called “the Act”) the said National Trust of Queensland (hereinafter called “the Trust”) may in General Meeting make rules not inconsistent with the Act for or with respect to certain specified matters and all matters which are required or permitted by the Act to be prescribed by the Rules.

Now therefore the said National Trust of Queensland being assembled in General Meeting on this 7th day of November 2009 makes and adopts the rules hereunder to be of full force and effect and so to continue unless, until and insofar as the same or any one or more of them shall be amended, rescinded or superseded and in substitution for all rules heretofore adopted or purported to be adopted by the said National Trust of Queensland.

PART 1 – INTERPRETATION

- 1.1 In these rules unless the context otherwise indicates or requires the terms “Act”, “Rules”, “Trust” and “Council” shall have the meanings assigned to them respectively by Sections 1 and 2 of the Act.
- 1.2 The words “President”, “Vice-President”, “Secretary” and “Treasurer” shall have the meaning assigned to them under the Act.
- 1.3 The Returning Officer is the person appointed to such a position at the preceding Annual General Meeting, and who is responsible for any election process commencing with the receipt and acceptance of nominations until the declaration of any poll. The Returning Officer shall not be the holder of any office in, or an employee of, the Trust.
- 1.4 A member of the Trust means any person or entity that is entered in the roll of members under a category determined by the Council. Categories of membership may include financial members, staff members or free members.
- 1.5 A financial member of the Trust means a member whose membership is current and who has voting rights.

PART 2 – MEMBERSHIP

- 2.1 CLASSES OF MEMBERS
 - 2.1.1 Membership of the Trust shall be open to persons, businesses, societies, groups, associations, local governments, organisations, educational bodies or bodies corporate and shall be divided into categories as determined from time to time by the Council.
 - 2.1.2 A person who has in the opinion of the Council rendered outstanding services in advancement of the objects of the Trust may be admitted by the Council to Honorary Life Membership. An honorary member shall for the purposes of these rules be deemed to be a financial member.
 - 2.1.3 All financial membership categories shall be entitled to 1 voting member, except family memberships shall be entitled to two (2) voting members eighteen (18) years of age and over. Family memberships may nominate two (2) voting members as candidates for the position of Councillor.
 - 2.1.4 Every application for any class of membership of the Trust shall be substantially in a form as the Council shall from time to time determine and shall be accompanied by the prescribed fee.
 - 2.1.5 Paid employees of the Trust may not be admitted as financial members of the Trust, provided that recipients of meeting fees are not considered to be paid employees.

PART 2 – MEMBERSHIP (Cont'd)

2.2 ROLL OF MEMBERS

2.2.1 The Council shall cause a roll of members to be kept in which shall be entered the names and contact information of all persons admitted to membership of the Trust, or in the case of business members the registered office or principal place of business, and the dates of their admission.

2.2.2 Any member may verify their contact information held in the roll of members.

2.2.3 Any member changing address shall notify such change to the Secretary.

2.3 MEMBERSHIP FEES

2.3.1 The membership fees for each class of membership shall be such sum as the Council shall from time to time determine.

2.3.2 The membership fees for each class of membership shall be payable at such time and in such manner as the Council shall from time to time determine.

2.4 TERMINATION OF MEMBERSHIP

2.4.1 Financial memberships shall lapse when the term of membership paid has lapsed. Such member/s will be removed from the roll of members forthwith.

2.4.2 A member may resign from the Trust at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the date such notice is received by the Secretary unless a later date is specified in the notice in which event it shall take effect on that later date.

2.4.3 If a member –
i. is convicted of an indictable offence or;
ii. fails to comply with any of the provisions of these rules or;
iii. behaves in a manner considered to be injurious or prejudicial to the character or interest of the Trust;
the Council may resolve to terminate the membership by a vote of two-thirds of the members of Council present at such meeting.

2.4.4 If the Council resolves to expel the member concerned it shall instruct the Secretary to serve notice in writing of such expulsion upon the member provided that the name shall not be removed from the roll of members until the expiration of one (1) month from the date upon which the notice of expulsion is served in accordance with the provisions of these rules.

2.5 APPEAL AGAINST EXPULSION

2.5.1 A member who has been expelled may within one (1) month of receiving written notification lodge with the Secretary written notice of the intention to appeal against the decision of the Council.

2.5.2 Upon receipt of a notification of intention to appeal against the expulsion the Secretary will refer the notification to the next Council meeting to determine the appeal and advise the member so expelled of the date, time and place of the hearing of such appeal. At any such meeting the applicant shall be given the opportunity to fully present a case either in person or by a written submission and a member or members of Council who has or have supported the expulsion resolution shall likewise have the opportunity of presenting a case. The appeal shall be determined by a vote of a simple majority.

National Trust of Queensland Rules

PART 2 – MEMBERSHIP (Cont'd)

2.6 LIABILITY OF MEMBERS

No member of the Trust, including Councillors, shall be liable to contribute towards payment of any debts and liabilities of the Trust beyond the amount of the annual subscription of such member or any contribution agreed to be given and remaining unpaid.

PART 3 – THE COUNCIL

3.1 CONSTITUTION

3.1.1 The Council shall be constituted and its members shall hold office in accordance with Section 8 of the Act.

3.2 NOMINATION OF ELECTED COUNCILLORS

3.2.1 Nominations in writing to contest positions vacated by retiring Councillors who retire in rotation annually in accordance with the Act shall be invited by written notice to all members given by such means and in such form as the Council may from time to time determine. Such notice is to be given not less than fifty-six (56) days prior to the Annual General Meeting each year and shall state the date on which the Annual General Meeting is to be held and the date by which and the place at which nominations are to be forwarded.

3.2.2 Any two (2) financial members of the Trust can nominate any other financial member to contest vacant positions.

3.2.3 Any financial member shall be eligible to serve as a Councillor.

3.2.4 All nominations shall be in writing and shall be endorsed with the written consent of the nominee and signed by each of the two (2) nominators.

3.2.5 Information contained on the nomination form must be accurate and is the responsibility of the person nominated to ensure there is no inaccuracy or ambiguity. The Returning Officer may request that the detail or amount of detail be altered to comply with the nomination form.

3.2.6 All nominations made under these rules shall be delivered to the Returning Officer by the date and at the address specified on the nomination form. The Returning Officer shall determine if nominations are valid and such officer's determination shall be final.

3.2.7 If on the day fixed for the closing of nominations the number of nominations does not exceed the number of vacancies on the Council the persons nominated shall be deemed to be elected as a member of the Council, and declared as such by the Returning Officer or nominee.

3.2.8 If, before the ballot is declared at the Annual General Meeting, a nominee dies or if a nominee notifies in writing, by any means, either the President or the Returning Officer that the nominee withdraws from the poll, the votes recorded for that nominee will not be counted, and the withdrawal from the ballot will not be taken to affect the outcome of the ballot.

3.3 POSTAL BALLOT

3.3.1 If the nominations exceed the number of vacancies a postal ballot should be conducted by the Returning Officer.

PART 3 – THE COUNCIL (Cont'd)

- 3.3.2 In the event of there being no Returning Officer or the Returning Officer being unavailable, the President of the Law Society or delegate shall be the responsible person and undertake the duties of the Returning Officer.
- 3.3.3 The Returning Officer conducting the postal ballot shall adhere strictly to the following procedures –
- i. all financial membership categories are entitled to one vote, except as otherwise specified in the rules;
 - ii. candidates shall be listed on the ballot paper in the order as chosen at random by the Returning Officer or nominee;
 - iii. ballot papers signed by the Returning Officer and all associated documentation particularised by this rule shall be forwarded to all financial members by the Returning Officer not less than twenty-eight (28) days prior to the Annual General Meeting;
 - iv. each voting member casting a vote shall place a mark in the squares opposite the names of chosen candidates being not more than five (5) in number;
 - v. all ballot papers shall be received by the Returning Officer by 4pm on the date specified on the voting form;
 - vi. the Returning Officer shall cause to be printed –
 - (a) All ballot papers listing only candidates names in the order as chosen at random by the Returning Officer or nominee together with voting instructions;
 - (b) A candidate information sheet which may include a photograph of each candidate together with a resume of a length determined by Council supplied by each candidate;
 - (c) An envelope on which shall be printed instructions to voter's declaration into which each elector shall insert and seal his vote;
 - (d) An envelope addressed to the Returning Officer into which electors shall insert their sealed voter's declaration envelope;
 - vii. a voter shall be entitled to receive a replacement ballot paper providing that the voter delivers or posts to the Returning Officer a declaration setting out the facts of the loss, non-receipt or spoiling of the original ballot paper and further declaring that should the original ballot paper be located that it shall be returned to the Returning Officer;
 - viii. each candidate for the position of Councillor shall be entitled to appoint in writing, one (1) only scrutineer, who is not another candidate, to be present during the counting of the votes. In the event of the scrutineer being unable to attend an alternative scrutineer may be present;
 - ix. the Returning Officer shall cause each voter's declaration to be checked and recorded against a current roll of members to ensure that each voter is a financial member;
 - x. the Executive Officer shall publish the names of the successful candidates in the issue of the Trust magazine next published after the date of the Annual General Meeting.

PART 3 – THE COUNCIL (Cont'd)

3.3.4 The result of the election of the elected Councillors shall be declared by the Returning Officer or nominee at the Annual General Meeting; the number of votes received for each candidate shall not be declared.

3.3.5 The Executive Officer shall ensure that all ballot papers are destroyed forthwith after the poll is declared.

3.4 RESIGNATION OF COUNCIL MEMBERS

3.4.1 Any member of the Council may resign from membership of the Council at any time by giving notice in writing to the President but such resignation shall take effect at the time such notice is received by the President unless a later date is specified in the notice in which event it shall taken effect upon that later date.

3.5 VACANCIES IN COUNCIL

3.5.1 Where a casual vacancy occurs in the office of an elected Councillor the remaining members of the Council shall appoint a person being a member of the Trust to the vacant office. Any person so appointed to the Council shall hold office for the residue of his predecessor's term of office and shall be deemed to be an elected Councillor.

3.6 MEETINGS OF COUNCIL

3.6.1 A meeting of the Council shall be convened so as to be held within seven (7) days after the conclusion of the Annual General Meeting in each year.

3.6.2 Thereafter Council meetings shall be held at such times as the Council may from time to time determine provided always that the Council will use its best endeavours to meet at least once every two (2) months to exercise its functions.

3.6.3 A special meeting of the Council shall be convened on the requisition of the President or by the Secretary or on the requisition in writing signed by not less than one-third of the Council members which requisition shall clearly state the reasons why such special meeting is being convened and the nature of the business to be transacted thereat.

3.6.4 Not less than seven (7) days notice shall be given by the Secretary to the members of the Council of any special meeting of the Council requisitioned in accordance with the provisions of sub-rule 3.6.3 aforesaid. Such notice shall clearly state the nature of the business to be discussed thereat.

3.6.5 A quorum in respect of meetings of the Council shall be one-third of the persons entitled to be present and vote at any such meeting.

3.6.6 Subject as previously provided in this rule the Council may meet together and regulate its proceedings as it thinks fit provided that questions arising at any meeting of the Council shall be decided by a majority of votes provided always that the President or other Councillor presiding at any meeting of the Council shall have a deliberative vote and in the event of an equality of votes a second or casting vote.

3.6.7 At every meeting of the Council the President or if not present one of the Vice-Presidents or in the absence of all of the Vice-Presidents then such other Councillor as shall be elected by the majority of two-thirds of the Council members present at the meeting shall preside.

3.6.8 A member of the Council shall not vote in respect of any contract or proposed contract with the Trust in which he is interested or any matter arising thereout and if he does so vote his vote shall not be counted.

National Trust of Queensland Rules

PART 3 – THE COUNCIL (Cont'd)

3.6.9 If within half an hour from the time appointed for the commencement of the Council meeting a quorum is not present the meeting if convened upon the requisition of members of the Council shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place or to such other day and at such other time and place as the Council may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the meeting shall lapse.

3.7 ATTENDANCE AT COUNCIL MEETINGS

3.7.1 The chairperson of a Trust committee or branch or other person appointed by the committee or branch shall be eligible to attend meetings of the Council.

3.7.2 The person attending any Council meeting pursuant to the provisions of this rule shall be entitled to speak on any matter before the Council of interest and relevance to the particular committee or branch but shall not, by virtue of this rule, have any vote in council proceedings.

3.7.3 The provisions of this rule shall not be construed so as to impose any obligation upon the Council to meet travelling or any other costs of attendance under this rule.

PART 4 –OFFICE BEARERS

4.1 At the meeting of the Council referred to in sub-rule 3.6.1 aforesaid the office bearers of the Trust shall be elected in the manner hereinafter provided.

4.2 At the said meeting the Councillors shall in accordance with the Act elect –

i. from among the elected Councillors –

- a President;
- a Senior Vice-President and up to three (3) other Vice-Presidents, with one Vice-President representing each of northern Queensland, central and western Queensland and southern Queensland;
- a Secretary; and
- a Treasurer;

ii. the persons so elected shall subject to their continuing to be members of the Council hold office until the election of their respective successors at the corresponding meeting of the Council in the next year.

4.3 The meeting of the Council convened in accordance with sub-rule 3.6.1 aforesaid shall be chaired by the Executive Officer or delegate until the business of election of a President is completed at which time the newly elected President shall take the chair.

4.4 Nominations for office shall not be required to be in writing and shall not require a seconder. In the event of a ballot being necessary such ballot shall be secret and shall be conducted by two scrutineers to be appointed in such manner as the Council may by resolution determine.

4.5 Where a casual vacancy occurs in the office of President, Vice-President, the Secretary or the Treasurer the Councillors shall in accordance with the rules elect from amongst the remaining elected Councillors a successor to fill the vacant office and such successor shall hold office for the residue of his predecessor's term of office.

National Trust of Queensland Rules

PART 5 – POWERS OF THE COUNCIL

- 5.1 In accordance with the Act the Council shall administer, manage and conduct the affairs and finances of the Trust and the business management thereof and may do and perform all acts and things that are necessary or convenient for giving effect to the objects of the Trust.
- 5.2 All acts done by any meeting of the Council or by any person acting as a member of the Council shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Council or person acting as aforesaid or that the members of the Council or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a member of the Council.
- 5.3 A resolution in writing, including electronically transmitted unsigned voting, signed by a majority of the Council for the time being entitled to receive notice of a meeting of the Council shall be as valid and effectual as if it had been passed at a meeting of the Council as may be applicable duly convened and held. Any such resolution may consist of several documents in like form.

PART 6 – APPOINTMENT OF BRANCHES, COMMITTEES AND GROUPS

- 6.1 The Council may appoint any committee or working group at any geographic location in Queensland for any special purpose.
- 6.2 A majority of any Trust committee or working Group members, including the chairperson, must be financial members of the Trust.
- 6.3 A committee may elect a chairperson of its meetings. If no such chairperson is elected or if at any meeting the chairperson is not present within 10 minutes after the time appointed for holding the meeting the committee members present may choose one of their number to be chairperson of the meeting.
- 6.4 A committee may elect other office bearers relevant to its operation and terms of reference, but shall nevertheless elect a Secretary.
- 6.5 A committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the committee members present and in the case of an equality of votes the question shall be deemed to be decided in the negative.
- 6.6 Unless the Council shall otherwise determine, the appointment of all committees shall be deemed to have lapsed at the close of the Annual General Meeting and at the meeting of the Council immediately following the Annual General Meeting all committees may be re-constituted in such manner and with such membership and with such terms of reference as the Council may determine.
- 6.7 A quorum in respect of meetings of any committee shall be one-third of the persons entitled to be present and vote at any such meeting.
- 6.8 The Council may appoint any branch at any geographic location in Queensland.
- 6.9 A branch shall elect a chairperson of its meetings. If no such chairperson is elected or if at any meeting the chairperson is not present within 10 minutes after the time appointed for holding the meeting the branch members present may choose one of their number to be chairperson of the meeting.
- 6.10 A branch may elect other office bearers relevant to its operation and terms of reference, but shall nevertheless elect a Secretary and Treasurer. The Secretary and Treasurer positions may both be held by the same branch member.

National Trust of Queensland Rules

PART 6 – APPOINTMENT OF BRANCHES, COMMITTEES AND GROUPS (Cont'd)

- 6.11 A branch may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and in the case of an equality of votes the question shall be deemed to be decided in the negative.
- 6.12 A majority of branch members of any Trust branch, including the chairperson, must be financial members of the Trust.
- 6.13 The Council may appoint any local Trust group at any geographic location in Queensland, and are intended as small local groups that do not have sufficient numbers or personnel to form a formal branch.
- 6.14 A local Trust group may consist of one financial member only, who shall act as the local group aligned with the Trust.
- 6.15 A local Trust group may elect a chairperson or convenor.
- 6.16 A majority of group members of any local Trust group, including the chairperson or convenor, must be financial members of the Trust.
- 6.17 All Trust branches, committees, working groups and local groups shall report to the Council on a regular basis as determined by Council, and must report to the Council on an annual basis prior to the Annual General Meeting each year.
- 6.18 All Trust branches, committees, working groups and local groups shall have a Terms of Reference approved by the Council at establishment.

PART 7 – MEETINGS

General meetings of members shall be convened and conducted in accordance with the provisions of this part of the rules. Any meeting other than the Annual General Meeting shall be called an Extraordinary General Meeting.

7.1 ANNUAL GENERAL MEETING

- 7.1.1 The Annual General Meeting shall be held at a place and on a date to be fixed by the Council but not before the thirtieth day of June in each calendar year no later than the thirtieth day of November in each calendar year.
- 7.1.2 A notice calling the Annual General Meeting shall be published in such manner as the Council may determine but in no case less than one (1) calendar month prior to the date fixed by the Council for the holding of the Annual General Meeting.
- 7.1.3 The business of each Annual General Meeting shall be –
- a) The presentation and consideration of the annual report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Trust for the preceding financial year.
 - b) The receiving of the auditor's report upon the books and accounts for the preceding financial year.
 - c) The declaration of the result of the ballot, if any, in respect of the election of Councillors.
 - d) The appointment of an auditor.
 - e) The appointment of a Returning Officer.
 - f) Such other business as may be required to be included in the agenda as shall be prescribed by these rules.

PART 7 – MEETINGS (Cont'd)

7.1.4 NOTICE OF MOTION – TIME REQUIRED

Notice of any motion proposed to be moved at the Annual General Meeting by any financial member shall be delivered to the Secretary of the Trust twenty-one (21) days before the proposed date of such meeting. Such notice shall be signed by the proposer of any such motion and two (2) seconders all being financial members of the Trust. On receipt of such notice the Secretary shall place the same on the agenda and no business other than that which is set out in the agenda accompanying the notice of meeting shall be entertained unless notice thereof has been given in accordance with the provisions of this rule.

7.2 EXTRAORDINARY GENERAL MEETINGS

7.2.1 The Council shall upon a requisition in writing in that behalf signed by any fifty (50) or more members of the Trust and delivered to the Secretary convene an Extraordinary General Meeting.

7.2.2 The Council, by a majority vote, may also call an Extraordinary General Meeting.

7.2.3 The requisition made by the members in 7.2.1 aforesaid shall clearly state the purpose for which such Extraordinary General Meeting is being convened and the nature of the business to be transacted thereat. Upon receipt of such requisition, or upon Council resolving to call an Extraordinary General Meeting, the Secretary shall within fourteen (14) days despatch the notices to all members convening the Extraordinary General Meeting stating the nature of the business specified in the requisition. The Extraordinary General Meeting shall be held not less than twenty-eight (28) days and not more than forty-two (42) days from the date of despatch of such notices. The Extraordinary General Meeting shall be held at Brisbane at the time and venue selected by the Council and specified in the notice.

7.3 PROCEDURE FOR GIVING NOTICE OF MEETING AND NOTICES GENERALLY

7.3.1 A notice of meeting or any other notice required to be given by the Trust to any member may be given either by serving it personally or by sending it by ordinary post to the address as shown in the roll of members, or by electronic means, or published in such a manner as the Council may determine.

7.3.2 When a notice is sent by post, service of the notice shall be deemed to have been effected by postage upon and posting an envelope addressed to the member to whom the notice is directed at the address as shown in the roll of members such envelope containing the notice. A notice so posted shall be deemed to have been served at the time when by the ordinary course of post the notice would be delivered.

7.3.3 A notice may be given by the Trust to family memberships by giving the notice to the family member first named in the roll of members in respect of that family membership.

7.4 PROCEDURE AT GENERAL MEETINGS

7.4.1 Unless otherwise provided by these rules at every General Meeting –

- a) The President of the Trust shall preside as chairperson or if not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act one of the Vice-Presidents of the Trust shall be the chairperson or if no Vice-President is present or willing to act then the members present and constituting a quorum shall elect one of their number to be chairperson.
- b) Every question, matter or resolution shall be decided by a majority of votes of financial members present.

PART 7 – MEETINGS (Cont'd)

- c) Every financial member present shall be entitled to one vote except in the case of family members where the provisions of these rules shall apply, but the chairperson in case the votes at any General Meeting or in case of a poll are equally divided shall have as well as a deliberative vote a casting vote.

7.4.2 Voting shall be by show of hands unless any twenty (20) financial members of the Trust present at that meeting demand a poll in respect of any resolution and on such demand being made a poll of the Trust shall be taken accordingly by voting papers in such manner as the chairperson may direct and the result of the poll shall be determined to be a decision of the General Meeting on the resolution.

7.4.3 The chairperson with the consent of the meeting may adjourn any meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left undisposed of at the meeting at which the adjournment took place.

7.5 MINUTES TO BE KEPT

Accurate minutes of all questions, matters, resolutions and other proceedings of every Council meeting and General Meeting shall be recorded and available for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. The minutes of every Council meeting or General Meeting shall be signed by the Chairperson of that meeting verifying their accuracy when approved by the subsequent meeting; minutes of Extraordinary General Meetings shall be an agenda item at the following Annual General Meeting.

7.6 QUORUM

7.6.1 Fifteen (15) financial members shall constitute a quorum for a General Meeting. If within fifteen (15) minutes of the time appointed for a General Meeting a quorum is not present the meeting shall be abandoned.

7.6.2 No business shall be transacted at any General Meeting unless a quorum of financial members is present at the time when the meeting proceeds to business.

7.6.3 The chairperson may with the consent of the meeting in which a quorum is present (and shall if so directed by the meeting) adjourn the meeting from time to time and from place to place but no other business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

7.7 ANNUAL MEETINGS OF BRANCHES AND COMMITTEES

7.7.1 An Annual Meeting of a branch appointed by Council shall be held between the 1st day of July and the 30th day of September each year on a date and at a place and at a time appointed by the branch. Branches should give at least fourteen (14) days notice of their Annual Meeting to members residing in the relevant locality or region.

7.7.2 The agenda shall include consideration of the adoption of the preceding Annual Meeting minutes, reports from office bearers and the election of office bearers for the ensuing year.

PART 8 – GENERAL

8.1 FINANCIAL YEAR

The financial year for the Council of the Trust shall begin on the first day of July in each calendar year and end on the thirtieth day of June in the next calendar year.

8.2 ALTERATION TO RULES

Subject to this sub-rule these rules may be altered by special resolution of the members of the Trust. A resolution is a special resolution of the members of the Trust if –

- a) It is passed at a General Meeting of the Trust convened in accordance with Part 7 of these rules and further being a meeting of which not less than twenty-one (21) days written notice specifying the intention to propose the resolution as a special resolution has been given;
- b) notwithstanding the provisions of Part 7 hereof insofar as these may be inconsistent with this rule it is passed at such General Meeting by a majority of not less than two-thirds of such members of the Trust as, being entitled to do so, vote in person at that meeting;
- c) at the General Meeting at which a special resolution is submitted a declaration of the chairman that the resolution is carried is, unless a poll is demanded in accordance with the provisions of the rules, conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution;
- d) in computing the majority on a poll demanded on the question that the special resolution be passed the procedures more particularly set forth in the rules shall be observed;
- e) or the purposes of this rule notice of the meeting shall be deemed to be duly given and the meeting shall be deemed to be duly held when the notice is given and the meeting held in the manner provided by these rules.

8.3 ANNUAL CONFERENCE

8.3.1 The Council shall convene an Annual Conference of branches, committees, working groups, local Trust groups and members to be held prior to the thirtieth day of November in each calendar year at a time and at a venue determined by Council.

8.3.2 The President of the Trust or delegate shall chair the Annual Conference and shall have a casting vote.

8.3.3 Delegates entitled to vote at the Annual Conference shall be as follows –
Committees– 2 delegates each
Council – 2 delegates

8.3.4 Any financial member of the Trust may attend the Annual Conference as an observer with no voting rights.

8.3.5 The agenda for the Annual Conference shall be set by the Executive Officer of the Trust in consultation with the President. Branches, committees, working groups and local Trust groups may submit agenda items.

8.3.6 All agenda items approved by a committee or the Council must be placed upon the agenda of the Annual Conference for consideration.

8.3.7 All resolutions passed by a majority of the voting delegates in attendance at the Annual Conference shall be referred to the next meeting of the Council of the Trust for consideration.

End.