



PNG KARATE-DO FEDERATION INC.

CONSTITUTION



PNG KARATE-DO FEDERATION INC. CONSTITUTION

1. INTERPRETATION

1.1 Act means the Associations Incorporation Act, Chapter No 142, as amended from time to time.

1.2 PNG Karate-Do Federation Inc. means the Papua New Guinea Karate-Do Federation Inc. [##incorporation number##] incorporated under the Act, which may hereinafter referred to as PNGKF or Karate PNG as short title.

1.3 Chief Executive Officer means the chief Executive Officer that may be appointed from time to time pursuant to section 5.6.

1.4 Executive Committee means the Executive Committee of Karate PNG established by Section 5.2 of this Constitution.

1.5 WKF means the World Karate Federation.

1.6 OKF means the controlling Oceania Karate Federation body of the Oceania Zone.

1.7 Ordinary Resolution means a resolution that requires the support of at least 51% of the Members present, who are eligible to vote and voting.

1.8 Patron means the patron of Karate PNG appointed by its members pursuant to section 5.7, from time to time.

1.9 PNG Athletes Commission means the Papua New Guinea Athletes Commission, a sub-committee of that name established by the PNG Olympic Committee.

1.10 PNG Olympic Committee means the Papua New Guinea Olympic Committee, an association incorporated under the Associations Incorporation Act.

1.11 Region means Momase region, New Guinea Islands region, Highlands region and Southern region of Papua New Guinea and Regions means all or some of them, as the context requires.

1.12 Registrar is defined in the Act.

1.13 Special Resolution means a resolution that requires the support of at least 75% of the Members present, who are eligible to vote and voting.

2. OBJECTS

The objects of the Federation are:-

2.1 To promote, support, and encourage the practice and teaching of the sport of Karate in Papua New Guinea as determined under WKF Rules.

2.2 To develop the technique and spirit of Karate-Do and mutual respect and friendship amongst its members.

2.3 To arrange, manage, and exercise general administrative control over all national and international Karate competitions and tournaments held in Papua New Guinea.

2.4 To select, support, arrange, manage and control contestants and teams to represent Papua New Guinea in international Karate competitions and tournaments.

2.5 To administer and control domestic and overseas tours by Karate PNG competitors and officials or their counterparts from other organisations affiliated to WKF.

2.6 To co-operate with other authorities and sporting bodies, in Papua New Guinea and in other countries, to promote sport and Karate in particular.

2.7 To operate in co-operation with and consistent with the requirements of WKF, OKF, the Papua New Guinea Olympic Committee and the World Anti-Doping Authority.

2.8 To do all things as are incidental or conducive to the attainment of the above objects or any of them.

3. POWERS

In addition to the powers conferred by section 20 of the Act:

3.1 Karate PNG has, in the exercise of its affairs, all the powers of an individual; and

3.2 Karate PNG may without limitation:

(a) enter into contracts;

(b) acquire, hold, deal with and dispose of property (both real and personal);

(c) make charges for services and facilities it supplies; and

(d) do other things necessary or convenient to be done in carrying out its affairs.

4. MEMBERSHIP

4.1 Membership of Karate PNG shall be as follows: -

(a) Duly affiliated Karate Associations and Clubs within Papua New Guinea.

(b) The National Karate Referees Association of Papua New Guinea.

(c) The National Karate Coaches Association of Papua New Guinea.

- (d) The immediate past president of Karate PNG, whose the expiry of membership occurs at the end of the tenure of the sitting president, and election of a new president to replace the sitting president.
- (e) Life members, being persons whose membership is approved by Special Resolution for exceptional service to Karate PNG, however, only one life member can be approved in any one calendar year.

4.2 Qualifications for Members

- (a) An association or club is eligible to be admitted and remain as a member provided that, by 31 March of each calendar year, it provides sufficient evidence to Karate PNG that it:
 - (i) is engaged in substantial Karate related activity;
 - (ii) is conducting its activities in compliance with its own constitution, this Constitution, PNGOC and IOC requirements, OKF and WKF requirements; and
 - (iii) provides the information prescribed in section 4.2(b)(i) to (v) below.
- (b) An association or club wishing to become a member shall apply to the Chief Executive Officer in writing in the prescribed form, signed by an authorised officer of the association, accompanied by:
 - (i) a list of its members,
 - (ii) names and addresses of its office bearers
 - (iii) a copy of the minutes of meeting at which office bearers were appointed;
 - (iv) a copy of its constitution; and
 - (v) the prescribed fee.

- (c) Every Member must provide to Karate PNG the minutes of its annual general meeting and a copy of its annual report and financial statements not later than six (6) months after the end of its financial year.
- (d) The Chief Executive Officer shall maintain a register of Members, Life Members and their financial standing.
- (e) The Chief Executive Officer shall delete from the register the name of the club, association or person that ceases to be a Member or Life Member.

4.3 Membership Fee

The annual fee for Members shall be determined from time to time by the Executive Committee. Unless otherwise determined by the Executive Committee, the fee shall be paid annually on or before the 31st day of March of the calendar year in question, to Karate PNG.

4.4 Suspension, Expulsion or Cessation of Membership

4.4.1 Suspension

(a) If a Member fails to observe or ceases to comply with this Constitution, it may be suspended for as long as the Executive Committee sees fit, or expelled in accordance with this Section. Before making a decision to suspend, the Executive Committee must give a written warning and afford an opportunity for written or oral submissions to be made by the Member.

(b) A member may be suspended if:

- (i) it fails to comply with its own constitution;
- (ii) it fails to provide the minutes of its annual general meeting and financial statements as required under section 4.2(a), or other documents requested under section 4.2(b);
- (iii) its affairs or internal governance are conducted in a manner that is disorderly or likely to damage the reputation and standing of Karate PNG or the sport of Karate;

(c) Where a Member is suspended: -

- (i) none of its athletes or officials are eligible for selection for representative duties nor may they participate in any form of training or other activity run by or under the auspices of Karate PNG;
- (ii) it may attend General Meetings, however, may not vote or participate in any manner except as an observer;

4.4.2 Expulsion

(a) A Member may be expelled where:

- (i) it fails to pay any fee or other payment to Karate PNG when due;
- (ii) it fails to comply with:
 - (A) a reasonable decision of the Executive Committee;
 - (B) this Constitution; or

(C) any other policies, regulations or by-Laws.

(b) A Member that is expelled immediately loses all rights, benefits and privileges pertaining to membership including, but not limited to, immediate loss of voting rights and attendance at any General Meeting.

(c) If the Executive Committee considers that a Member should be expelled, the Chief Executive Officer shall notify, in writing to that Member:

(i) of the proposed expulsion and time, date and place of meeting of the Executive Committee at which the question will be decided; and

(ii) particular of the grounds for expulsion,

not less than seven (7) days before the date of the meeting of the Executive Committee.

(d) At the meeting, the Executive Committee may, having afforded the Member a reasonable opportunity to be heard, or to make representation in writing, expel or decline to expel the Member and shall, immediately communicate that decision in writing to the Member.

4.4.3 Cessation of Membership

(a) A Member ceases as a Member by:

(i) resignation, received in writing, by the Secretary;

(ii) it ceases to be a properly constituted body;

(iii) if it is a person, by death or insanity or, or

(iv) if it is a body corporate, being dissolved or otherwise ceasing to exist.

4.4.4 Cessation of Life Membership

(a) A Life Member immediately ceases as a Life Member by:

(i) resignation submitted to the President;

(ii) by death or becoming of unsound mind;

(iii) by decision of Executive Committee (or other committee established to oversee such matters), for conducting his or her affairs in a manner that is disorderly or likely to damage the reputation and standing of Karate PNG or the sport of Karate or breach of policies, rules, regulations or by-laws.

the Vice President and the Treasurer shall be elected for a term of two (2) years from the date of the election. The nominees thereafter elected for the positions of Vice President and Treasurer will serve terms of five (5) consecutive years.

(b) where the Executive Committee is removed in its entirety,

(a) the adoption of this Constitution; or

5.3 At the first election after:

5.2 All office bearers referred to in Section 5.1 shall constitute the Executive Committee.

(e) Five ordinary members representing each Karate Style of: Goju Ryu, Shito Ryu, Shotokan, Wado Ryu and one delegate representing all other styles not covered above.

(d) The Treasurer, who must at the date of the election have practised accounting in Papua New Guinea or elsewhere for a minimum aggregate period of not less than four (4) years and be a member of the PNG Institute of Accountants or Certified Practising Accountants of PNG; and

(c) The Secretary;

(b) The Vice-President;

(a) The President;

5.1 There shall be the following office bearers:-

5. OFFICE BEARERS

4.4.6 Suspension, expulsion or cessation of membership does not release a Member or a Life Member from any obligation to pay any amounts owing to Karate PNG.

(i) resignation submitted to the President;

(ii) upon expiry of membership which is at the end of the tenure of the sitting president;

(iii) by death or becoming of unsound mind;

(iv) by decision of Executive Committee (or other committee established to oversee such matters), for conducting his or her affairs in a manner that is disorderly or likely to damage the reputation and standing of Karate PNG or the sport of Karate or breach of policies, rules, regulations or by-laws.

4.4.5 Cessation of an Immediate Past President Membership

(a) An Immediate Past President ceases as a Member by:

4.4.5 Cessation of an Immediate Past President Membership

- 5.4 At least 30% of the office bearers must be female.
 - 5.5 Under normal circumstances, an office bearer may not be a member of the Executive Committee for more than twelve (12) aggregate years, including any period during which the office bearer was appointed as a temporary office bearer pursuant to section 6.4; notwithstanding this an office bearer who have served as an Executive Committee consecutively for twelve years or more can be re-elected as a member of the Executive Committee upon securing a Special Resolution followed by two thirds (2/3) majority of all the votes.
 - 5.6 A Chief Executive Officer may be appointed by the Executive Committee from time to time, for a term of three (3) years, on terms and conditions as the Executive Committee determines. In the absence of a Chief Executive Officer, the Secretary will be responsible for all duties and responsibilities that this Constitution allocates to the Chief Executive Officer.
 - 5.7 A Patron may be elected at an Annual General Assembly. A Patron shall be invited to a General Assembly but does not have the right to vote.
 - 5.8 One male and one female athlete representative will be appointed by the Executive Committee for each Region during the PNG Games and will hold term until the next PNG Games. The athlete representative is not a member of the Executive Committee but has direct access to the Executive Committee, the Chief Executive Officer and the PNG Athletes Commission, at all times. The athlete representative represents all athletes and can elevate issues relating to athlete welfare and other related concerns to the Executive Committee at any time. An athlete representative cannot hold office for a term of not more than six cumulative years.
 - 5.9 The Chief Executive Officer, Patron and athlete representative cannot be office bearers.
- 6. TERM OF OFFICE BEARERS**
- 6.1 Subject to section 5.3, all office bearers on the Executive Committee shall hold their positions for a term of five (5) years commencing at the Annual General Meeting at which they were elected. Subject to section 5.5, retiring members are eligible for re-election to any position on the Executive Committee.
 - 6.2 Any or all officer bearers may be removed by Ordinary Resolution at a General Meeting.
 - 6.3 Casual Vacancies
 - (a) dies;
 - (b) resigns by notice in writing delivered to the President or, if the President is resigning, to the Vice President;
 - (c) is permanently incapacitated by mental or physical ill-health; or

A casual vacancy occurs if the incumbent:

(d) does not attend meetings of the Executive Committee for more than three consecutive meetings without any good reason and without leave of the Executive Committee:

6.4 A casual vacancy may be temporarily filled by an appointment by the Executive Committee, and shall be filled by election at the next Annual General Meeting of a new office bearer for the remainder of the term.

7. ELECTION OF OFFICE BEARERS

7.1 All office bearers shall be elected at an Annual General Meeting by an Ordinary Resolution of those present, entitled to vote and voting.

7.2 A candidate for election shall be proposed by a Member and the prescribed nomination form, signed by the candidate, must be submitted to the Secretary at least seven (7) days before the relevant Annual General Meeting.

7.3 The CEO or, in his absence, another independent person appointed by the Executive Committee, shall preside over the meeting for the election of office bearers.

7.4 Upon conclusion of the elections, the President shall preside over the remaining items of the meeting.

8. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

8.1 Subject to the Act and this Constitution, the Executive Committee will manage and control the affairs of Karate PNG and is responsible for:

(a) the governance, stewardship of, and overall policy formulation for, Karate and the management of the affairs of Karate PNG;

(b) The keeping of proper audited books and accounts;

(c) The employment and dismissal of employees;

(d) The preparation of annual reports and financial statements for presentation to the Annual General Assembly; and

(e) Determining rules and procedures for General Meetings and Executive Committee meetings as it sees fit.

8.2 Powers

Subject to the Act and this Constitution, the Executive Committee has the following powers to:

(a) exercise any or all of the powers of Karate PNG other than those required to be exercised by the voting Members at an Annual General Meeting;

(b) delegate any of its powers to such person or persons as the Executive Committee may determine from time to time;

(c) appoint sub-committees of the Executive Committee, and to delegate any of its powers to any such sub-committee. The Executive Committee will determine the composition, powers, functions and procedures of a sub-committee;

(d) make, repeal and amend rules, regulations, policies and procedures as it sees fit, provided that such rules, regulations, policies and procedures are not inconsistent with the Act and this Constitution;

(e) discipline Members in accordance with this Constitution and any applicable rule, regulation, policy and procedure. The Executive Committee may delegate this power to a sub-committee, officers, employees or other individuals such as the CEO or a judicial or disciplinary committee;

(f) appoint or approve the appointment of selectors, coaches, managers and other officials of Karate teams (whether representative teams or otherwise) and to remove, replace or otherwise discipline such selectors, coaches, managers and officials;

(g) furnish rulings upon the official rules of Karate when requested to do so by a Member, provided that this is permitted by WKF; and

(h) do all such other things as are necessary and conducive to the attainment of the Objects set out in section 2.

8.3 Duties

Each office bearer must:-

(a) at all times, act in good faith and in the best interests of Karate PNG;

(b) exercise the powers of the Executive Committee for proper purposes;

(c) act, and ensure Karate PNG acts, in accordance with this Constitution, the Act and Karate PNG's policies, rules and regulations; and

(d) exercise the care, diligence and skill that a reasonable office bearer would exercise in the same circumstances.

9. Proceedings of the Executive Committee

9.1 The Executive Committee shall meet together for the dispatch of business from time to time as they think fit, but not less than six (6) times in a financial year. The President may at any time, and on the request of another officer bearer, cause the Secretary to convene a meeting of the Executive Committee.

9.2 Every officer bearer has one vote. A question arising at a meeting of the Executive Committee shall be decided by a majority of votes. In the event of a tie, the person presiding over the meeting has a casting vote.

9.3 The President, or in his absence the Vice President shall chair all meetings of the Executive Committee.

9.4 The Secretary must give reasonable written notice to all officer bearers of the place, date and hour of every meeting of the Executive Committee.

9.5 A quorum for a meeting shall be five persons of which one must be the Chief Executive Officer where one has been appointed.

9.6 No business may be transacted at a meeting of the Executive Committee where a quorum is not present.

9.7 Subject to this Constitution, the procedure to be followed at a meeting of the Executive Committee shall be determined by the officer bearers present at that meeting.

9.8 The Secretary shall ensure that minutes are kept of all the proceedings of the Executive Committee.

9.9 A resolution in writing, signed or assented to, by all officer bearers entitled to receive notice of a meeting of the Executive Committee, is as valid and effective as if it had been passed at a meeting of the Executive duly convened and held. Any such resolution may consist of several documents (including a document sent or received by facsimile, telex, computer or other electronic device that provides that document or a copy of that document, to a person in a permanent form or image, including an electronic or magnetic form or image) in like form signed or assented to by one of more officer bearers.

9.10 A copy of such resolution referred to in section 9.8, shall be entered into the minute book of the Executives proceedings.

9.11 An office bearer must immediately disclose any real or potential conflict of interest to all other officer bearers. Proper disclosure requires the nature of the real or potential conflict and any benefit material other otherwise, that the disclosing office bearer may have.

10. GENERAL MEETINGS

10.1 Annual General Meeting

The Annual General Meeting shall be held once in every calendar year and no later than six (6) months after the end of the financial year. At least thirty (30) days written notice of meeting stating the date, place, time and agenda, shall be sent to each Member, Life Member, Immediate Past President, office bearer and Patron (if any) by post, text message, email or other electronic form that provides that document or a copy of that document to a person in a permanent form or image. The notice will be sent to the last known address of each Member, Life Member, Immediate Past President, office bearer, athlete

representative and Patron (if any). The notice of meeting must also be advertised in such newspaper publications and other media as the Executive Committee sees fit.

10.2 The ordinary business to be transacted at an Annual General Meeting shall consist of:

- (a) Consideration and adoption of the minutes of the previous meeting;
- (b) Consideration and adoption of the annual report and duly audited financial statements, distributed at least fourteen (14) days prior to the Annual General Meeting;
- (c) Appointment of an independent auditor;
- (d) Subject to section 8, election of office bearers;
- (e) Annual report and duly audited financial statements from all Members; and
- (f) Any other business.

10.3 Special General Meeting: -

- (a) The Secretary shall at the request of the Executive or at the written request signed by each of the President and the Secretary of at least two thirds (2/3) of the Members call a Special General Meeting.
- (b) A Special General Meeting shall:

- (i) Be convened no later than fourteen (14) days after receipt of a duly signed request under section 10.3(a), stating the reasons for which a Special General Meeting is desired; and
- (ii) Notice of the meeting stating the business that is proposed to be transacted shall be posted, delivered or emailed to each Member, Life Member, Immediate Past President, office bearer, athlete representative and Patron (if any), at least seventy two (72) hours before the time appointed for holding the meeting, or at least twenty one (21) days' notice where the business includes a Special Resolution.

10.4 Place of Meetings

General Meetings shall be held on such days and at such times and placed as the Executive Committee determine from time to time.

10.5 Quorum
A quorum for a General Meeting shall be a majority of Members of good financial standing and in compliance with the requirements of section 4.2, present by authorised representative or by proxy.

10.6 Voting

(a) Unless otherwise provided in this Constitution, decisions shall be made by Ordinary Resolution.

(b) All Members have one vote.

(c) A Member is not eligible to vote if it has been suspended or has not paid its membership fee in full.

(d) The chairman of the meeting does not have a casting vote.

(e) Life members, immediate Past President, athlete representatives and the Patron, if any, do not have the right to vote.

10.7 Minutes of Meetings

(a) The Secretary shall cause proper minutes of all General Meetings to be taken and a draft copy circulated to all Members, Life members, immediate Past President, the athlete representative and the Patron, if any, within thirty (30) days of each General Meeting and enter a copy into the minute book.

(b) The chairperson of the meeting or next succeeding meeting shall ensure that the minutes taken are checked and signed as correct.

(c) Where minutes have been signed as correct and entered into the minute book, they shall (unless the contrary is proved), provide evidence that:

(i) the meeting to which they relate was duly convened and held;

(ii) all proceedings recorded as having taken place at the meeting did in fact take place; and

(iii) all appointments and elections purported to have been made at the meeting which have been validly made.

10.8 Representatives of Members

(a) A Member may appoint in writing, using the prescribed form that is lodged with the Secretary at least seven (7) days before the General Meeting in question, a natural person to represent it at a General Meeting.

(b) The authorised representative and one other delegate shall be entitled to attend General Meetings.

- (c) A person appointed under section 10.8(b) shall be deemed to be the Member's representative until that appointment is revoked by the member or, in the case of an appointment in respect of a particular General Meeting, the conclusion of that General Meeting.

10.9 Proxies

- (a) A Member may appoint in writing, using the prescribed form lodged with the Secretary at least seven (7) days before the General Meeting concerned: -

- (i) a Life Member;

- (ii) the authorised representative of another Member; or

- (iii) the chairman of the meeting,

to be the proxy of the Member and to attend, and vote on behalf of the Member at any General meeting.

- (b) The proxy and one other delegate shall be entitled to attend the General Meeting on behalf of the Member.

- (c) A person appointed under section 10.9(a) shall be deemed to be the Member's proxy until that appointment is revoked by the Member or, in the case of an appointment in respect of a particular General Meeting, the conclusion of that General Meeting.

11. AUDIT AND ACCOUNTS

11.1 The financial affairs of Karate PNG shall be audited in accordance with the Act at least once in every financial year by the auditor appointed at the Annual General Assembly.

11.2 The auditor shall:

- (a) certify to the correctness of the financial statements or the profit and loss account;
- (b) have free access to all books and records of Karate PNG;
- (c) inspect and audit the accounts and records of the financial transactions and draw attention of the office bearers to any irregularity;
- (d) state in his report, his opinion whether:
 - (i) the financial statements or the profit and loss account are properly drawn up so as to give a fair view of PNG Karate-Do Federation's financial affairs;

- (ii) that the books of accounts and records examined by him have been properly kept; and
- (iii) that he has obtained all the information and explanations that he required.

11.3 The auditor may be removed from office by Special Resolution of Karate PNG at a General Meeting or at the expiration of his term.

12. DIRECTORS AND OFFICERS INSURANCE

The Executive Committee is authorised to procure directors and officers insurance cover for the benefit of all office bearers and the Chief Executive Officer in the performance of their duties.

13. INDEMNITY

Karate PNG shall indemnify out of its assets any officer bearer who incurs any costs in defending any proceedings, whether civil or criminal, in which judgement is given in favour or in which he is acquitted in respect of any allegation of negligence, default or breach of duty in connection with his responsibilities as an office bearer.

14. AMENDMENTS

14.1 This constitution may be replaced in its entirety or amended by Special Resolution at a General Meeting.

14.2 A notice of the proposed amendment shall be submitted in writing to the Secretary not less than sixty (60) days prior to the proposed date of the General Meeting.

14.3 The Secretary shall circulate the proposed amendments to all Members, Life Members and to all office bearers at least twenty eight (28) days prior to the Annual General Meeting.

14.4 A copy of a duly accepted amendment shall be submitted to World Karate Federation, Oceania Karate Federation, Papua New Guinea Olympic Committee and the PNG Sports Foundation.

15. COMMON SEAL

15.1 Karate PNG shall have a common seal on which its corporate name shall appear in legible characters.

15.2 The common seal shall not be used without the express authority of the Executive Committee and every use of that common seal shall be recorded in the seal register by the Chief Executive Officer.

15.3 The affixing of the common seal shall be witnessed by any two of the President, Vice President, Secretary, Treasurer and the Chief Executive Officer.

- 15.4 The common seal shall be kept in the custody of the Chief Executive Officer.
- 16. PUBLIC OFFICER**
- The Chief Executive Officer shall be the public officer in accordance with section 13(1) of the Act.
- 17. EMBLEMS AND LOGOS**
- The official emblems and logos of Karate PNG may not be used without the approval of Karate PNG.
- 18. WINDING UP**
- 18.1 Karate PNG may be wound up by Special Resolution at a General Meeting.
- 18.2 In the event of winding up, any surplus monies after payment of all expenses or liabilities of Karate PNG shall not be paid to or distributed among the Members, but shall be paid to a similar institution approved by Special Resolution or transferred to the Papua New Guinea Olympic Committee.
- 19. DISPUTES RESOLUTION**
- 19.1 Any disputes relating to decisions by Karate PNG through the Executive Committee or any semi-autonomous body established by Karate PNG, shall be resolved by referral to the PNG Sports Disputes Tribunal.
- 19.2 An exclusive right of appeal from the PNG Sports Dispute Tribunal shall lie to the Court of Arbitration for Sport in Lausanne, Switzerland, within 21 days, in accordance with the Code of Sport Related Arbitration.
- 20. COMMENCEMENT**
- This Constitution will take effect in its entirety immediately upon being passed by Special Resolution at a General meeting and lodged under the Act with the Registrar.
- 21. APPENDICES**

APPENDIX 1 (Rule 4.2)

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

[Name of Association] Inc. (incorporated under the Associations Incorporation Act)

I,
(full name of applicant)
.....
(address)
.....
(occupation)
I hereby apply to become a member of the above named incorporated Association. In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

.....
(Signature of Applicant)

Date:

I,
(full name)
....., a member of the Association,
nominate the applicant, who is personally known to me, for membership of the Association.

.....
(Signature of Proposer)

Date:

I,
..... a member of the

Association,
(full name)

second the nomination of the applicant, who is personally known to me, for membership of the Association.

.....
(Signature of Seconder)

Date:

APPENDIX 2 (Clause 10.9)

FORM OF APPOINTMENT OF PROXY

I,(full name)

of(address)

being a member of(name of incorporated Association)

hereby appoint(full name of proxy)

of(address)

being a member of that Association, as my proxy to vote for me on my behalf at the annual general meeting of the Association (annual general meeting or special general meeting, as the case may be) to be held on the day of 20..... and at any adjournment of that meeting.

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

* To be inserted if desired.

..... Signature of member appointing proxy

..... Date:

NOTE: A proxy vote may not be given to a person who is not a member of the Association.

-end-