



***ASSOCIATION OF  
HOSPITAL SUPPLY & PURCHASING OFFICERS  
INCORPORATED  
(Established 1956)***

***CONSTITUTION***

REVISED October 2008

Revised October 2008

# **RULES**

Association of Hospital Supply and Purchasing Officers Incorporated.

## **TABLE OF CONTENTS**

1.	Name
2.	Interpretation
3.	Membership
4.	Application for Membership
5.	Entrance Fee and Annual Subscription
6.	Register of Members
7	Resignation
8	Discipline, Suspension & Expulsion of Members
9.	Disputes & Mediation
10	Annual General Meeting
11.	Special General Meeting
12.	Special Business
13	Notice of General Meeting
14	Quorum at General Meeting
15	Presiding at General Meeting
16	Adjournment of Meetings
17	Voting at General Meetings
18	Poll at General Meeting
19	Manner of determining whether Resolution carried
20	Proxies
21	Committee of Management
22	Office Holders
23	Ordinary Members of the Committee
24	Election of Officers & Ordinary Committee Members
25	Vacancies
26	Meetings of the Committee
27	Notice of Committee Meetings
28	Quorum of Committee Meetings
29	Presiding at Committee Meetings
30	Voting at Committee Meetings
31	Removal of Committee Member
32	Minutes of Meetings
33	Funds
34	Accountant
35	Seal
36	Notice to Members
37	Alteration of Rules and Statement of Purposes
38	Winding Up
39	Custody & Inspection of Books and Records
Appendix 1	Statement of Purpose
Appendix 2	Code of Ethics
Appendix 3	Discrimination and Harassment Policy
Appendix 4	Application for Membership Form
Appendix 5	Application for Corporate Membership Form
Appendix 6	Nomination for Committee of Management
Appendix 7	Form of Application of Proxy

## 1 NAME

The name of the incorporated association is the **ASSOCIATION OF HOSPITAL SUPPLY AND PURCHASING OFFICERS INCORPORATE** §  
(in these rules called “the Association”).

## 2. INTERPRETATION

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

“**Act**” mean the Associations Incorporation Act 1981.

“**Association**” means the Association of Hospital Supply and Purchasing Officers Incorporated.

“**Associate Member**” means a Member of the Association under Rule 3(7)(b)

“**Affiliate Member**” means a Member of the Association under Rule 3(7)(e)

“**Committee**” means the Committee of Management of the Association.

“**Corporate Member**” means a Member of the Association under Rule 3(7)(d)

“**Financial year**” “means the year ending on 30 June.

“**Financial year – annual subscriptions**” means Member annual subscriptions period commencing 1<sup>st</sup> day of January each year.

“**Full Member**” means a Member of the Association under Rule 3(7)(a)

“**General Meeting**” means a General Meeting of Members convened in accordance with Rule 12.

“**Life Member**” means a Member of the Association under rule 3(7)(c)

“**Member**” means a member of the Association under Rule 3.

“**Ordinary member of the committee**” 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.

(2) In these rules a reference to the Secretary of the Association is a reference: -

(a) where a persons hold 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) Words or expressions contained in these rules shall be interpreted in accordance with the Acts Interpretation Act 1958 and the Act as in force from time to time\*\* .

## 3. MEMBERSHIP

(1) For the purpose of registration, the Association is declared to consist of an unlimited number of Members.

---

§ An incorporated association must have the word “incorporated” as the last word in its name.

\*\* These rules and the statement of purposes of the Association must not be altered except in accordance with the Act

- (2) Membership to the Association shall be open to a wide range of individuals that work within or have an interest in healthcare supply, purchasing and logistics functions.
- (3) The type of membership offered shall be reflective of the direct or indirect involvement in healthcare supply, purchasing and logistics.
- (4) Admission to any type of membership shall be determined by the Committee.
- (5) Members of the Association shall be not less than 18 years of age.
- (6) Any person admitted to the Association shall comply with the constitution and rules that are adopted and any amendments thereto.
- (7) **Types of Membership**

**(a) Full Membership**

Full membership is open to individuals that are currently employed as their principal occupation in the supply chain function of a healthcare institution or employed by the agent of a healthcare institution in this capacity.

Full members hold voting rights and are entitled to hold office of the Association.

**(b) Associate Membership**

Associate membership is open to:

- Individuals that are employed within a healthcare institution and have an interest in the supply chain function but are not employed as their principle occupation in this capacity.
- Full or Associate members that have retired from the healthcare industry but wish to continue their membership with the Association.

Associate members do not hold voting rights and are not entitled to hold office of the Association.

**(c) Life Membership**

Life membership is awarded in recognition of outstanding leadership, diligence and commitment to the Association.

To be eligible, nominees are to have achieved a minimum of 10 years consecutive membership and to have served on the Committee for a minimum of one full term ie 2 years.

Nominations for Life membership can be forwarded by Full or Associate Members to the Committee up to 21 days prior to the Annual General Meeting. Substantial evidence must be provided in order to justify the nomination and sustain the requirements of the award.

The Committee, at a committee meeting, shall decide appointments of life membership.

In the event of an unsuccessful nomination for life membership, the minutes of the committee meeting will not record the names of the candidates not awarded.

Life members hold voting rights and are eligible to hold offices of the Association as long as they continue to meet the requirements for Full Membership of the Association.

When eligibility for Full membership lapses, the Life member shall relinquish voting rights and the eligibility to hold office.

A Life membership may be revoked from an individual at any time by the Committee if the said individual is found guilty of conduct unbecoming to a member or prejudicial to the interests of the Association.

A Life Member shall be relieved of paying any membership fees for the duration of their membership.

**(d) Corporate Membership**

Corporate membership is an organisational membership available to companies that are engaged in the supply of goods and services to healthcare institutions.

Corporate members do not hold voting rights and are not eligible to hold office of the Association.

Each Corporate member shall nominate up to 2 employees as its corporate delegates.

In the event that either or both these representatives terminates employment with the company or is no longer able to fulfil the role of delegate, replacement delegate(s) should be nominated.

**(e) Affiliate Membership**

Affiliate Membership is awarded by the committee to an individual of the Industry who works in the supply of goods and services to Healthcare Institutions. It is awarded in recognition of the ongoing support and commitment by the individual to the association and its principles.

It is at the sole discretion of the committee to nominate an individual award to the status of affiliate membership.

Affiliate members do not hold voting rights and are not eligible to hold office on the committee of the Association.

**4. APPLICATION FOR MEMBERSHIP**

- (1)** A person who is nominated and 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.
- (2)** A person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has since ceased to be a member) shall not be admitted to membership: -
  - (a) unless such person is nominated as in sub-clause 3: and
  - (b) admission as a member is approved by the committee.
- (3)** A nomination of a person for membership of the Association: -
  - (a) shall be made in writing in the form set out in Appendix 1;

- (b) shall be lodged with the Secretary of the Association.
- (4) As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the committee.
- (5) Upon a nomination being referred to the committee, the committee shall determine whether to approve or to reject the nomination.
- (6) The committee may, at its discretion and without being required to give a reason, refuse to accept any application for admission to membership or for a change in the status of membership of the Association.
- (7) Upon a nomination being approved by the committee, the Secretary shall, with as little delay as possible, notify the nominee in writing of approval being given for membership of the Association and if payment is not received at time of application a letter requesting payment within the period of 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 shall, upon payment of the amounts referred to in sub clause 6, within the period referred to in that sub-clause, enter the nominee's name in the Register of Members kept by the Secretary and, upon the name being so entered, the nominee becomes a member of the Association.
- (9) A right, privilege, or obligation of a person by reason of individual membership of the Association: -
  - (a) is not capable of being transferred or transmitted to another person;
  - (c) terminates upon the cessation of membership whether by death or resignation, or otherwise.

## **5. ENTRANCE FEE AND ANNUAL SUBSCRIPTION**

- (1) The entrance fee shall be at the committee's nomination.
- (2) The rate of annual subscription for all types of membership shall be such amount as determined by the Members at an Annual General Meeting.
- (3)
  - (a) the financial year of the association shall commence on the first day of July in each year.
  - (b) the financial year for annual subscriptions shall commence on the first day of January in each year.
- (4) The annual subscription shall become due and payable within three calendar months of that day. A member who has not renewed their membership within three (3) calendar months will be regarded as un-financial and shall be liable for payment of the entrance fee to renew their membership.
- (5)
  - (a) If the member fails to pay due subscription on or before the first day of December next following, the committee may declare such member's membership to be forfeited and the name of such member be removed from the register and the aforementioned member shall cease to be a member of the Association.

(b) This member is eligible to re-nominate for membership upon the following conditions: -

- (i) that all past dues are paid
- (ii) that the current application fee and annual subscriptions are paid.

Upon receipt of all monies; the application will be referred to the committee for approval.

## **6. REGISTER OF MEMBERS**

The Secretary shall keep and maintain a Register of Members in which shall be entered the Full Name, Address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

## **7. RESIGNATION**

(1) A member of the Association who has paid all monies due and payable to the Association may resign from the Association by first giving one month's notice in writing to the Secretary of the intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.

(2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the Register of Members an entry recording the date on which the member, by whom the notice was given, ceased to be a member.

## **8. DISCIPLINE, SUSPENSION & EXPULSION OF MEMBERS**

(1) Subject to these rules, if the committee 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 committee 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 committee under sub-clause (1) does not take effect unless-

- (a) at a meeting held in accordance with this sub-rule (3), the committee 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 member of the committee 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 committee and the grounds on which it is based; and
  - (b) stating that the Member, or his or her representative, may address the committee 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 or she may do one or both of the following-
    - (i) attend that meeting;
    - (ii) give to the committee 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 committee 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 committee to confirm or revoke a resolution passed under sub-rule (1), the committee must -
- (a) give the member, or his or 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 committee, the committee 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-clause (6), he or she must notify the committee and the committee 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-clause (7) -
- (a) no business other than the question of the appeal may be conducted; and
  - (b) the Committee 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 two-thirds of the members vote in person or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

## **9. DISPUTES & 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 committee of the Association; or
    - (ii) in the case of a dispute between a member and the Association, a person who is 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 otherwise at law.

## **10. ANNUAL GENERAL MEETING**

- (1) The Association shall in each calendar year convene its Annual General Meeting at the annual conference<sup>††</sup>
- (2) The Annual General Meeting shall be held at such time and place as the committee determines.
- (3) The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting.
- (4) 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;
  - (b) to receive from the Committee reports upon the transaction of the Association during the preceding financial year; and
  - (c) to elect Officers of the Association and the Ordinary members of the Committee; and
  - (d) to receive and consider the accounting statements submitted by the Association in accordance with section 30 of the Act; and
  - (e) to elect an auditor for the Association.
- (5) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.
- (6) The Annual General Meeting shall be in addition to any other General Meetings that may be held in the same year.

## **11. SPECIAL GENERAL MEETING**

- (1) All General Meetings other than the Annual General Meeting shall be called Special General Meetings.
- (2) The committee may, whenever it thinks fit, but not less than four times in each financial year, convene Special General Meetings of the Association.
- (3) The Committee shall, on the requisition in writing of members representing not less than 10% of the total number of members, convene a Special General Meeting of the Association.
- (4) The request for a Special General Meeting must:
  - (a) state the objectives of the meeting; and
  - (b) be signed by the members requesting the meeting; and
  - (c) be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the Members making the requisition.
- (5) the Committee must convene a Special General Meeting convened by members in accordance with this rule, and the Association shall refund all reasonable expenses incurred in convening the special meeting to the persons incurring the expenses.

---

<sup>††</sup> Section 30 (2A) The second and any subsequent annual general meeting must be held within 5 months after the end of the financial year of the incorporated association

## **12. SPECIAL BUSINESS**

- (1) All business that is conducted at a Special General Meeting and all business that is conducted at the Annual General Meeting, with the exception of that specially referred to in these rules as being the ordinary business of the Annual General Meeting, shall be deemed to be Special Business.

## **13. NOTICE OF GENERAL MEETING**

- (1) The Secretary of the Association shall, at least 14 days before the fixed date for holding a General Meeting of the Association, 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) if the member requests, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting shall be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify the Secretary in writing or by electronic transmission, of that business. The Secretary must include that business in the notice calling the next General Meeting after the receipt of the notice.

## **14. QUORUM AT GENERAL MEETINGS**

- (1) No item of business shall be transacted at a 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) Ten (10) members personally present (being members entitled under these rules to vote at a General Meeting) constitute a quorum for the conduct of the business of a General Meeting.
- (3) If, within an half an hour after the appointed time for the commencement of a General Meeting, a quorum is not present:
  - (i) in the case of a meeting convened upon the request of members the meeting must be dissolved; and
  - (ii) 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 present (being not less than 5) shall be a quorum.

## **15. PRESIDING AT GENERAL MEETINGS**

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of the Association.

- (2) If the President and the Vice-President are absent from a General Meeting, or unable to preside, the members present must select one of their members to preside as Chairperson at the meeting.

## **16. ADJOURNMENT OF MEETINGS**

- (1) The Chairperson of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place.
- (2) No business shall 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 accordance with rule 12
- (4) Except as provided in sub-clause (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **17. VOTING AT GENERAL MEETINGS**

- (1) Upon any questions arising at a General Meeting of the Association, a Full member has one vote only.
- (2) All votes shall 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) Affiliate, Associate or Corporate members are not eligible to vote in any election or on any motion before the chair.
- (5) A Full member is not entitled to vote at any 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.

## **18. POLL AT GENERAL MEETING**

- (1) If at a meeting a poll on any question is demanded by not less than three 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 Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chairperson may direct.

## **19. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED**

- (1) A question arising at a general meeting of the Association shall be determined on a show of hands-
  - a) A declaration by the Chairperson that a resolution has been,
    - (i) carried; or
    - (ii) carried unanimously; or
    - (iii) carried by a particular majority; or
    - (iv) lost; and
  - (b) 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.

## **20. PROXIES**

- (1) Each member shall be 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 shall be in the form set out in Appendix 5.

## **21. COMMITTEE OF MANAGEMENT**

- (1) The Committee of Management shall manage the affairs of the Association.
- (2) The Committee:
  - a) shall control and manage the business and affairs of the Association;
  - b) shall meet at least bi-monthly; and
  - c) shall be given power to co-opt any members as it is deemed necessary for the purpose of assisting the committee, serving on any sub-committee of the Association, or representing the Association on any external body;
  - c) may, subject to these rules, the regulations and the Act, 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
  - d) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- (3) Subject to section 23 of the Act, the committee shall consist of:
  - a) the Officers of the Association; and
  - b) 3 Ordinary Members;each of whom shall be elected bi-annually at the Annual General Meeting of the Association.

## **22. OFFICE HOLDERS**

- (1) The Officers of the Association shall be: -
  - a) A President
  - b) A Vice-President;
  - c) A Secretary; and
  - d) A Treasurer
- (2) The provisions of Rule 24 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 mentioned in sub-clause (1).
- (3) Each Officer of the Association shall hold office for 2 years up to and including the conclusion of their bi-annual Annual General Meeting after the date of election but is eligible for re-election.

- (4) In the event of a casual vacancy in any office referred to in sub-clause (1), the committee may appoint one of its Members to the vacant office and the member so appointed continue in office up to the next Annual General Meeting following the date of appointment.

### **23. ORDINARY MEMBERS OF THE COMMITTEE**

- (1) Each ordinary member of the committee shall, subject to these rules, hold office for 2 years after the date of election and is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the next Annual General Meeting following the date of appointment.
- (3) Affiliate, Associate or Corporate Members are not eligible for election to any of the offices of the Association nor hold any position on the committee.

### **24. ELECTION OF OFFICERS & ORDINARY COMMITTEE MEMBERS**

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee shall 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 not less than 7 days before the dated fixed for the holding of the Annual General Meeting.
- (2) If insufficient nominations are received to fill any vacancies on the committee, the candidates nominated shall be deemed to be elected and further nomination shall be received at the Annual General Meeting.
- (3) 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.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of officers and members of the committee shall be conducted at the Annual General Meeting in such usual and proper manner as the committee may direct.

### **25. VACANCIES**

- (1) For the purposes of these rules, the office of an Officer of the Association or of an Ordinary member of the committee becomes vacant if the Officer or Member: -
  - a) ceases to be a member of the Association;
  - b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
  - c) resigns from the office by notice in writing given to the Secretary.

**26. MEETINGS OF THE COMMITTEE**

- (1) The committee shall meet at such place and such times of the day as the committee may determine.
- (2) Special Meetings of the committee may be convened by the President or by any 4 of the members of the Committee.

**27. NOTICE OF COMMITTEE METINGS**

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice shall be given to members of the committee of any Special Meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

**28. QUORUM OF COMMITTEE MEETINGS**

- (1) Any 4 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (2) No business shall be transacted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present-
  - (i) the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week; unless
  - (ii) the meeting was a special meeting in which case it lapses.
- (4) Subject to sub-clause (1) the committee may act notwithstanding any vacancy on the committee.

**29. PRESIDING AT COMMITTEE MEETINGS**

At the meeting of the committee-

- a) the President or in the President's absence, the Vice-President shall preside; or
- b) if the President and the Vice-President are absent, one of the remaining members of the committee may be chosen by the members present to preside.

**30. VOTING AT COMMITTEE MEETINGS**

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (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.

**31. REMOVAL OF COMMITTEE MEMBER**

- (1) The Association in a General Meeting may by resolution remove any member of the committee before the expiration of such

member's term of office and appoint another member to hold office until the expiration of the term of the first-mentioned member.

- (3) Where the member of the committee to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length of time) and requests that they be notified 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 of the committee may require that they be read out at the next General Meeting.

## **32. MINUTES OF MEETINGS**

- (1) The Secretary of the Association shall keep minutes of the resolutions and proceedings of each General Meeting and each committee meeting in books provided for that purpose together with a record of the names of persons present at committee meetings.
  - a) The Secretary shall conduct all correspondence subject to the approval of the Association and preserve copies thereof and place the same before the Association.
  - b) The Secretary shall offer every facility to the auditor in the carrying out of the auditor's duties and when required, shall present to the Auditor, all books, documents etc for inspection.

## **33. FUNDS**

- (1) The Treasurer of the Association shall: -
  - a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - b) keep 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.
  - c) bring to each General Meeting a current statement of accounts and present the same to members present, allowing for discussion and ratification by the members.
  - d) Bring to the Annual General Meeting a financial statement as audited by an accredited accountant.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the committee.
- (3) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the committee determines from time to time.
- (4) The financial affairs of the Association are audited by an accredited accountant on an annual basis.

## **34. ACCOUNTANT**

- (1) The financial affairs of the association are to be checked by an accredited accountant on an annual basis.

- (2) The accredited accountant to furnish a report thereof for presentation at the Annual General Meeting.

### **35. SEAL**

- (1) The common seal of the Association shall be kept in the custody of the Secretary.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two members of the committee or of one member of the committee and of the Public Officer of the Association, Rule 2.2(b)

### **36. NOTICE TO MEMBERS**

- (1) A notice may be served by or on behalf of the Association upon any Member; either by
  - a) delivering the notice personally; or
  - b) sending it by prepaid post to the member at the member's address shown in the Register of Members; or
  - c) facsimile transmission; or
  - d) electronic transmission;
- (2) Where a document is properly addressed to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

### **37. ALTERATION OF RULES AND STATEMENT OF PURPOSES**

These rules and the statement of purposes of the Association shall not be altered except in accordance with the Act <sup>††</sup>

### **38. WINDING UP**

- (1) In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with provisions of the Act <sup>§§</sup>.
- (2) Such action as stated in sub-clause (1) can only be taken upon the passing of a special resolution by members at a General Meeting called for that specific purpose.

### **39. CUSTODY & INSPECTION OF BOOKS AND RECORDS**

- (1) Except as otherwise provided in these Rules, the Secretary shall keep custody or control of all books, documents and securities of the Association.
- (2) The accounts and books referred to in Rule 28 (1) must be available for inspection by any member upon request.

---

<sup>††</sup> Section 22 of the Act provides that an incorporated Association may, by special resolution, alter its statement of purposes or its rules. Section 29 of the Act defines a special resolution.

<sup>§§</sup> See Part VIII of the Act for Winding Up and Cancellation.

# STATEMENT OF PURPOSE

1. To secure a wider recognition of the importance of the Supply function in Healthcare organisations.
2. To bring together those engaged in the Healthcare profession in a friendly and social environment.
3. To provide facilities for the reading of papers and for general discussion and presentation of facts of interest to the members on all matters regarding effective Supply activities.
4. To further the dissemination of ideas and methods in such other ways as may seem expedient.
5. To improve and elevate the technical and general knowledge of all concerned in the Health field.
6. To promote a high standard of ethics, and just and honourable practices in the conduct of business.
7. To assist each other in difficulties arising from procurement and supply.

# CODE OF ETHICS

Members of the Association of Hospital Supply and Purchasing Officers shall:

- \* *Undertake their duties in the health care field in an efficient, proper and responsible manner, having special regard for the well-being of their customers.*
- \* *Support their colleagues and other health care professionals as appropriate without impairing the dignity and responsibility of their organisation or the Association.*
- \* *Maintain the integrity and knowledge of the Association by participating in ongoing education programs.*
- \* *Subscribe to and work for honesty and truth in materials management and denounce all forms of bribery and corruption.*
- \* *Seek to buy and sell without prejudice quality products and services and to ensure the optimal value of each dollar of expenditure.*
- \* *Contribute to the ongoing success of the Association by active participation in its programs and events.*
- \* *Co-operate with all organisations and individuals engaged in activities designed to enhance the development and standing of materials management in the health field.*
- \* *Receive in a prompt and courteous manner all who call on legitimate business.*



# DISCRIMINATION AND HARASSMENT POLICY

- Does not condone direct or indirect discrimination on any grounds, in particular race, sex, religion, marital status, age, physical or mental impairment.
- Does not condone direct or indirect harassment of any person at any place or event held under the auspices of the A.H.S.P.O. This includes but is not limited to harassment on the grounds of sex, physical, mental or verbal abuse.

If you, as a member of the A.H.S.P.O., believe you or any other member are subject to treatment which is not in keeping with the above policy you **MUST** contact any member of the committee immediately: -

.....  
Appendix 3



Membership Officer: (to be added)  
Postal Address: (to be added)

Phone:  
Fax:

Mobile:  
E-Mail:

**APPLICATION FOR MEMBERSHIP**  
PLEASE USE CAPITAL LETTERS, CIRCLE OR TICK WHERE REQUIRED

I, .....  
*Surname Christian Names Preferred Title Ms/ Miss/Mrs/ Mr*

wish to become a:  Full member  Associate Member of the above Association and in the event of my admission, I agree to be bound by the Rules of the Association for the time being in force.

Signature of Applicant:..... Date:...../...../.....

Present Position:.....

Length of time this position held:.....

Employers Name:.....

Employers Address: .....P/code.....

Preferred Mailing Address:.....P/code.....

Telephone: Bus.( ).....Ext:.....Mobile No:.....

Facsimile No: ( ).....Email.....

- ◆ **Membership Year: (to be added)** - Current Membership rate for Full & Associate Member is \$ (to be added)
- ◆ Payment of \$ (to be added) comprising your 1<sup>st</sup> year membership & nomination fee **as per rule 5(1)**, must be received at time of nomination (refer payment method).
- ◆ If approved, you will be sent a Certificate of Membership, AHSPPO Badge and copies of the AHSPPO Constitution, Code of Ethics and Discrimination & Harassment Policy.

**NOMINATION**

I, ..... a AHSPPO Full Member (NOT Affiliate/Corporate) of the Association, nominate the above applicant for membership to the Association.

Signature of Nominator:.....M/ship No:.....Date:...../...../.....

APPLICATION WAS: **Approved**  **Not Approved**

Signed:.....Date:...../...../.....

*President*

**COMMENTS:**

M/ Officer: Payment of \$..... received  Yes  No by  C/Card:  Cheque No.....: date...../...../.....  
Secretary: Membership Number : ..... Certificate:  Badge:  Code of Ethics: .....  
 Discrimination & Harassment Policy:  AHSPPO Constitution: ..... sent .... / ..... / .....

Payment Method: Please indicate  CHEQUE  CREDIT CARD

- ◆ A cheque for \$ (to be added) (made payable to AHSPPO Inc) is enclosed.
- ◆ Credit Card details: Please debit (to be added) from my – (indicate type)  VISA  BANKCARD  MASTERCARD

CARD NO: \_ \_ \_ \_ \_ EXPIRY DATE: \_ \_ / \_ \_

Name shown on card ..... Cardholder Signature:.....  
(print name)

**Association of Hospital Supply & Purchasing Officers Inc.**

Membership Officer: (to be added)  
Postal Address: (to be added)

Phone:  
Fax:



**FORM OF APPOINTMENT OF PROXY**

I, .....of .....  
(please print)

being a member of .....  
(Name of Incorporated Association)

hereby appoint .....of.....

being a Member of the Incorporated Association, as my proxy to vote for me on my behalf at the General Meeting/ Annual General Meeting / Special General Meeting, as the case may be of the Association to be held on the .....day of .....20..... and at any adjournment of that meeting.

I authorise my proxy to vote in favour of / against (delete as appropriate) the resolution (insert details).

.....  
.....

..... this.....day of .....19.....  
(signature)

.....  
Appendix 6

**NOMINATION FOR AHSPO COMMITTEE OF MANAGEMENT**

**2 year term** (period to be filled in)

- |                            |                          |                                     |                          |
|----------------------------|--------------------------|-------------------------------------|--------------------------|
| <b>POSITION:</b> President | <input type="checkbox"/> | Committee Member 1                  | <input type="checkbox"/> |
| Vice President             | <input type="checkbox"/> | Committee Member 2                  | <input type="checkbox"/> |
| Secretary                  | <input type="checkbox"/> | Committee Member 3                  | <input type="checkbox"/> |
| Treasurer                  | <input type="checkbox"/> | (those not for re-election removed) |                          |

**Nominee Name:**.....  
(BLOCK PRINT)

**Signature:** .....

**Institution:** .....

(the above section can also be used as the written consent of nomination, it must be signed by the nominee)

**Nominated by: Name:**.....  
(BLOCK PRINT)

**Signature:**.....

**Seconded by:** .....

**Signature:** .....

Return to - Secretary AHSPO, (to be filled in ),by (to be filled in- not less that 7 days before date of meeting)