



Registration No A0022407B

ABN 82 958 634 724

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Association of Hospital Supply &  
Procurement  
Officers  
Incorporated

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Established 1956

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**Rules**

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Final Version 2019

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# **RULES**

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## 1. NAME

The name of the incorporated association is the **ASSOCIATION OF HOSPITAL SUPPLY AND PROCUREMENT OFFICERS INCORPORATED** §

(in these rules called “the Association”).

## 2. DEFINITIONS

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

“**Associate Member**” means a Member of the Association under Rule 6 (7)(b)

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

“**Committee**” means the Executive Committee having management of the business of the Association.

“**Corporate Member**” means a Member of the Association under Rule 6 (7)(c)

“**Financial year**” means the 12-month period specified in rule 5(1).

“**Financial Member- annual subscriptions**” means 12-month period specified in rule 5(2)

“**Full Member**” means a Member of the Association under Rule 6 (7)(a)

“**General Meeting**” means a General Meeting of the Members of the Association convened in accordance with Rule 14

“**Life Member**” means a Member of the Association under rule 6 (7)(d)

“**Member**” means a member of the Association under Rule 6

“**Ordinary member of the committee**” means a member of the committee who is not an Officer of the Association under Rule 27.

“**Regulations**” means regulations under the Act.

“**Special Resolution**” means a resolution that requires at least three quarters of the members to vote in favour of it to be passed.

“**the Act**” means the Associations Incorporation Reform Act 2012 and includes any regulations made under the Act.

“**the Registrar**” – means the Registrar of Incorporated Associations

“**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:

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- a) Where a person holds office under these rules as Secretary of the Association - to that person: and
- b) In any other case, to the Public Officer of the Association.

(3) Words or expressions contained in these rules shall be interpreted in accordance with the Associations Incorporation Reform Act 2012 and includes any regulations under the Act.

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

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### 3. PURPOSES

- (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.

### 4. POWERS OF ASSOCIATION

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to the attainment of its purpose.
- (2) Without limiting sub-rule (1) the Association may –
  - a) Acquire, hold and dispose of real or personal property.
  - b) Open and operate accounts with Financial Institutions
  - c) invest its money in any security in which trust monies may lawfully be invested;
  - d) Raise monies on any terms and in any manner as it thinks fit.
  - e) Enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### 5. FINANCIAL YEAR

- (1) The financial year of the Association is each period of 12 months ending 31st December.
- (2) The financial year for annual subscriptions shall commence on the first day of January in each year.

### 6. MEMBERSHIP

- (1) For the purpose of registration, the Association is declared to consist of an unlimited number of Members. The Association will have a minimum of five members.
- (2) Membership to the Association shall be open to a wide range of individuals and organisations that work within or have an interest in healthcare supply, Procurement and logistics functions.
- (3) The type of membership offered shall be reflective of the direct or indirect involvement in healthcare supply, Procurement 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 Rules adopted and any amendments thereto.

**(7) Types of Membership a) Full Member**

Full membership is Open to:-

- 1) 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.
- 2) Full members hold voting rights and are entitled to hold office of the Association.

**b) Associate Member**

Associate membership is open to:

- 1) Individuals that are employed within a healthcare institution but are not employed as their principal occupation in the supply chain function.
- 2) Individuals of the Industry providing goods & services to a healthcare institution.
- 3) Full or Associate members that have retired from the healthcare industry but wish to continue their membership with the Association.
- 4) Associate members do not hold voting rights and are not entitled to hold office of the Association nor represent any industry corporation at any Association of Hospital Supply & Procurement Officers Incorporated event.

**c) Corporate Member**

Corporate Membership is:

- 1) An organisational membership available to companies that are engaged in the supply of goods and services to healthcare institutions.
- 2) Corporate members do not hold voting rights and are not eligible to hold office of the Association.
- 3) Each Corporate member shall nominate up to 2 employees as its corporate delegate representative(s).
- 4) 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.

**d) Life Member**

Life membership is:

- 1) Awarded in recognition of outstanding leadership, diligence and commitment to the Association.
- 2) 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.
- 3) Recommendations for Life membership may be forwarded only by Full Financial Members to the Committee up to 21 days prior to the Annual General Meeting.
- 4) The Committee, at a committee meeting, shall decide appointments of life membership.
- 5) 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.

- 6) 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.
- 7) When eligibility for Full membership lapses, the Life member shall relinquish voting rights and the eligibility to hold office.
- 8) 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.
- 9) A Life Member shall be exempt from paying any membership fees for the duration of their membership.

## **7. 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 or nominated Membership Officer of the Association.
- (4) As soon as is practicable after the receipt of a nomination, the Secretary or nominated Membership Officer 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 or nominated Membership Officer 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 or nominated Membership officer 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.

## **8. 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 the day in Sub Rule 3(b). 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 three calendar months of that day, 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
  - i) 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.

## **9. REGISTER OF MEMBERS**

The Secretary or nominated Membership Officer shall keep and maintain a Register of Members in which shall be entered the Class of Membership, 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 Secretary or nominated Membership Officer.

## **10. RESIGNATION**

- (1) A member of the Association who has paid all monies due and payable to the Association may resign from the Association by written notice with no required notice period to the Secretary or nominated Membership Officer of the intention to resign. Upon expiration of the resignation notice the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Secretary or nominated Membership Officer 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.

## **11. 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 meeting 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;
    - iii) 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.

## **12. 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.

## **13. ANNUAL GENERAL MEETING**

- (1) The Association shall in each calendar year convene its Annual General Meeting at the annual conference<sup>1</sup>

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<sup>1</sup> Incorporated Act Section 29 (1)The committee must convene an Annual General meeting of the association within 5 months after the end of the financial year of the incorporated association

- (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 70(2 (c) of the Act; and
  - e) To endorse the selected Accredited Accounting Service.
- (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.

#### **14. SPECIAL GENERAL MEETING**

- (1) Any General Meetings of the Association, other than the Annual General Meeting is a Special General Meeting.
- (2) The committee may, whenever it thinks fit, 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) A request for a Special General Meeting must:
  - a) Be in writing; and
  - b) State the objectives of the meeting; and
  - c) Include the name(s) & be signed by the member(s) requesting the meeting; and
  - d) Be sent to the address of the Secretary by email, facsimile transmission, personally or by post 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.

#### **15 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.

## **16. NOTICE OF REQUIREMENTS**

- (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)** No business other than that set out in the notice convening the meeting shall be conducted at the meeting.
- (3)** Any notice required to be given to a member under these Rules may be given:
  - a) By email, facsimile transmission, personally or by post if the member has requested that the notice be given in that manner.
- (4)** Where a document is properly addressed to a member as an email; facsimile or postal address, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the notice would have been delivered in the ordinary course of post
- (5)** A member not physically present at a meeting may participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (6)** For the purpose of this Part, a member participating in a committee meeting as permitted under sub-rule 5 is taken to be present at the meeting and, if the member votes at the meeting is taken to have voted in person.
- (7)** A member intending to bring any business before a meeting may notify the Secretary by electronic transmission or in writing by post of that business. The Secretary must include that business in the notice calling the next General Meeting after the receipt of the notice.

## **17. QUORUM AT 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.

## **18 QUORUM OF COMMITTEE MEETINGS**

- (1)** No business shall be transacted unless a quorum is present.



- (2) Any 4 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee
- (3) Quorum is the presence (in person or via the use of technology) of the committee members.
- (4) If a quorum is not present within 30 minutes after the notified commencement time of a committee -
  - (a) The meeting was a special meeting in which case it lapses
  - (b) The meeting shall stand adjourned to a date no later than 14 days after the adjournment and notice of the time, date & place to which the meeting is adjourned must be given in accordance with rule 30.
- (4) Subject to sub-clause (2) the committee may ask notwithstanding any vacancy on the committee.

#### **19. PRESIDING AT MEETINGS**

- (1) If the President, or the Vice-President, is absent from a committee meeting one of the remaining members of the committee may be chosen by the members present to preside; or
- (2) If the President, or the Vice-President is absent from a General or Special Meeting, the members present must select one of their members to preside as Chairperson at this meeting.

#### **20. 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.

#### **21. 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) 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.
- (6) If the question is whether or not to confirm the minutes of a previous meeting only members who were present at that meeting may vote.

## **22. SPECIAL RESOLUTIONS**

- (1) A Special Resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

## **23. 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.

## **24. 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 carried by a particular majority; or iii) 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.

## **25. 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.
- (3) A member must not act as proxy for more than 10 members or more than 10% of the members (whichever is the lesser) on any one occasion.
- (4) A member not physically present at a general meeting may participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (5) For the purposes of this Part, a member participating in a meeting as permitted under sub-rule 4 is taken to be present at the meeting and, if the member votes at the meeting is taken to have voted in person

## **26. COMMITTEE OF MANAGEMENT (EXECUTIVE COMMITTEE)**

- (1) 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.
- (2) The Committee of Management shall be known to manage the affairs of the Association.
- (3) The Committee:
  - a) Shall meet at least bi-monthly; and

- b) 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.
- e) As soon as practicable after being elected or appointed to the committee, each committee member must become familiar with these Rules and the Act.
- f) The Committee is collectively responsible for ensuring that the Association complies with the Act.
- g) The committee may delegate to a subcommittee provided that -
  - i) 2 committee members must be on the subcommittee; and
  - ii) Must after each meeting report back at the next schedule committee meeting.

## **27. OFFICE HOLDERS**

- (1) The Officers of the Association shall be: -
  - a) A President;
  - b) A Vice-President;
  - c) A Secretary;
  - d) A Treasurer
- (2) The provisions of Rule 28 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.

## **28 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) Corporate Members are not eligible for election to any of the offices of the Association nor hold any position on the committee.
- (4) Life Members are eligible for election to the Executive Committee and can hold the office of Secretary or Treasurer, and, together with Executive awarded Associate Members, are eligible for election as an ordinary committee member.

## **29. 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) Forwarded to the Secretary of the Association not less than 7 days before the date 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.
  - a) 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.
- (5) Unsuccessful nominations may be invited by the current committee to join the committee as a non-voting member.

## **30. COMMITTEE 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.

## **31. NOTICE OF COMMITTEE MEETINGS**

- (1) Committee meetings must be held at least 4 times a year
- (2) Notice of each committee meeting must be given to each member of the committee no later than 2 days before the date of the meeting; and
- (3) 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.

## **32. VOTING AT COMMITTEE OR SUBCOMMITTEE MEETINGS**

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member –
  - a) Must not be present while the matter is being considered at the meeting; and
  - b) Must not vote on the matter.
- (3) This rule does not apply to a material personal interest –
  - a) That exists only because the member belongs to a class of persons for whose benefit the Association is established; or

- b) That the member has in common with all, or a substantial proportion of, the members of the Association.
- (4) Questions arising at a meeting of the committee or of any subcommittee 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.
- (5) 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.

### **33. 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.
- (2) 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.

### **34. MINUTES OF MEETINGS**

- (1) The Secretary of the Association shall keep minutes of the resolutions and proceedings of each General and Committee meeting in electronic documentation (storage) for that purpose together with a record of the names of persons present at meetings. There is no obligation to provide access or copies to members of committee minutes, other than committee members.

### **35. SECRETARY**

- (1) The Secretary shall conduct any duty or function required under the Act to be performed by the secretary of an incorporated association.<sup>1</sup>
- (2)
  - 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) Be responsible for the custody of the common seal of the Association, all books, electronic documentation, documents of the association in accordance with rules (38) & (42)
  - c) The Secretary or Membership Officer must maintain the register of members in accordance with rule 8 (9) and
  - d) The Secretary shall offer every facility to the Registrar in the carrying out of the Registrars duties and when required, shall present to the Registrar, all books, electronic documentation, documents etc for inspection.

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<sup>1</sup> Under the Act the secretary of an incorporated association is responsible for lodging documents of the Association with the Registrar

- (3) The Secretary must give to the Registrar notice of his or her appointment with 14 days after the appointment. The Secretary will be appointed by election as set out in rule 28.
- (4) The Secretary must lodge with the Registrar within 45 days of the Annual General Meeting the -
  - a) Annual statement and fee,
  - b) Financial statements and accompanying reports, certificate and statements
  - c) Statement of terms of any resolution passed at the Annual General Meeting & Fee.

### **36. TREASURER**

- (1) The Treasurer of the Association must: -
  - a) Collect and receive all moneys due to the Association and make all payments authorised by the Association; and
  - b) Keep correct financial accounts and electronic documentation 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 all meetings a current statement of accounts and present the same to members present, allowing for discussion and ratification by the members.
  - d) Coordinate the preparation of the financial statement of the Association, and their submission to the Annual General Meeting of the Association as checked by an accredited Accountant
  - e) Keep in his or her custody or under his or her control –
    - i) The financial records for the current financial year: and
    - ii) Any other financial records as authorised by the Committee
- (2) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid into the float is accurately recorded at the time of transaction

### **37. MANAGEMENT OF FUNDS**

- (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Associations revenue is deposited.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must 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 to be checked by an accredited accountant on an annual basis.
  - a) The Accredited accountant to furnish a report thereof for presentation by Treasurer to the Annual General Meeting
- (5) The Association must retain the financial records for 7 years after the transaction covered by the records are completed

**38. ACCREDITED 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 by the Treasurer at the Annual General Meeting.
- (3) The Treasurer to nominate with approval of Committee an accredited Accountant.

**39. COMMON SEAL**

- (1) The Secretary shall be responsible for the common seal of the Association.
- (2) The common seal shall not be affixed to any instrument or documentation except by the authority of the committee and the affixing of the common seal shall be attested by the signatures of two members of the committee.

#### **40. REGISTERED ADDRESS**

The registered address of the Association is –

- (a) The address determined from time to time by resolution of the Committee; or
- (b) If the Committee has not determined an address to be the registered address, the postal address of the Secretary

#### **41. ALTERATION OF RULES**

These rules may only be altered by special resolution at the Annual General Meeting of the Association. <sup>1</sup>

#### **42. WINDING UP & CANCELLATION**

- (1) The association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purpose to the Association.
- 4) The body to which the surplus assets are to be given must be decided by special resolution.

#### **43. CUSTODY & INSPECTION OF RECORDS**

- (1) Except as otherwise provided in these Rules, the Secretary shall keep custody or control of all electronic documentation, books and documents (excluding minutes of committee meetings) of the Association.
- (2) The accounts and electronic documentation may at a reasonable time and appointment be inspected by any Full member upon request. \*\*\*

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<sup>1</sup> An alteration of these Rules does not take effect unless or until it is approved by the Registrar

\*\*\* Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances.



# CODE OF ETHICS

Members of the Association of Hospital Supply and Procurement 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 calls on legitimate business.



## **DISCRIMINATION AND HARASSMENT POLICY**

### **The Association -**

- 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 Association of Hospital Supply & Procurement Officer Inc (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.



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

Registration No A0022407B ABN 82 958 634 724

Membership Officer: (to be added)

Phone :

Fax: :

Postal Address: (to be added)

Mobile:

E-Mail:

**APPLICATION FOR FULL AND ASSOCIATE MEMBERSHIP**

**PLEASE USE CAPITAL LETTERS, CIRCLE OR TICK WHERE REQUIRED**

I, .....

.....  
..... *Preferred Title Ms/ Miss/Mrs/ Mr Given Names Surname*

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.....

Best Contacted on: Bus/Mobile No .....

Facsimile No: ( )

Preferred Email

Address:.....

I request Official AHSPPO Inc. information to be sent to:  Preferred Email Address  Preferred Mailing Address

**Membership Year: (to be added)** - Current Membership rate for Full & Associate Member is \$ **(to be added)**

Payment of \$ **(to be added)** comprising your 1st year membership & nomination fee **as per rule 6 (7)(a)**, 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 AHSPO Full Member (**NOT** Associate/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:  DEFT  Cheque No.....  
Date...../...../.....

Membership Number: ..... Certificate:  Badge:  Code of Ethics:  Discrimination & Harassment Policy:  
and  AHSPO Constitution Sent...../...../.....

**Payment Method:** Please indicate  **CHEQUE**  **CREDIT CARD**  **EFT**

- A cheque for \$ (to be added) (made payable to AHSPO Inc) is enclosed.
- Credit Card Payment
- When making EFT payment please include Surname as reference (24 characters only)  
**Account Name: AHSPO Inc Bank: CTB BSB: 063 158 Account No: 10046509**

Credit Card details: Please debit (to be added) from my – (indicate type)  **VISA**  **MASTERCARD**

**CARD NO:** .....

**EXPIRY DATE:** .....

**Print Name shown on card** .....

**Cardholder**

**Signature**.....

**FORWARD COMPLETED APPLICATION FORM PAYMENT/COPY OF EFT PAYMENT TO MEMBERSHIP OFFICERS  
POSTAL ADDRESS**

Appendix



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

Registration No A0022407B ABN 82 958 635 624

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

Phone:  
Mobile:

Fax:  
E-Mail:

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

.....  
.....

**Full Company Name**

wishes to become a Corporate Member of the above Association and in the event of its admission, agrees to be bound by the Rules of the Association for the time being in force.

Preferred Mailing

Address:.....  
.....

Telephone: Bus ( ) ..... Email Address:  
.....

**The following nominee/s will represent this company:-**

**Name (1):**

.....  
.....

Present Position:..... Best Contacted  
On:.....

Preferred E-mail

address:.....  
.....

**Name(2)):**.....

..... Present Position:..... Best  
Contacted On:.....

Preferred E-mail

address:.....  
.....

**Membership Year: (to be added)** - Current Membership rate for Corporate Membership is \$ **(to be added)**

Payment of \$ **(to be added)** comprising 1<sup>st</sup> year membership & nomination fee as per rule 6 (7)(c), must be received at time of nomination (refer payment method).

If approved, your company will be sent a Certificate of Membership and copies of the AHSPO Constitution, Code of Ethics and Discrimination & Harassment Policy.

**NOMINATION**

I, ....., a AHSPO Full Member (Not Associate or Corporate) of the Association, nominate the above Company for membership to the Association.

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

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

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

Signed:.....

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

*President*

**COMMENTS:**

-----

**M/Officer:** Payment of \$..... received  Yes  No by  C/Card:  EFT  Cheque No.....  
Date...../...../.....

Membership Number: .....  Certificate:  AHSP0 Constitution  Code of Ethics:  Discrimination & Harassment Policy. sent .....  
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**Payment Method:** Please indicate  **CHEQUE**  **EFT** (copy of payment to accompany application form)  **CREDIT CARD**  A cheque for \$ (to be added) (made payable to AHSP0 Inc) is enclosed.  
 When making EFT payment please include Company Name as reference (24 characters only) **Account Name: AHSP0 Inc Bank: CTB    BSB: 063 158**  
**Account No: 10046509**

Credit Card details: Please debit (\$ to be added) from – (indicate type)  **VISA**  **MASTERCARD**

**CARD NO:** ..... **EXPIRY**

**DATE:**..... / .....

**Print Name shown on card** ..... **Cardholder Signature:**.....  
.....

-----  
**FORWARD COMPLETED APPLICATION FORM, PAYMENT/COPY OF EFT PAYMENT TO MEMBERSHIP OFFICERS  
POSTAL ADDRESS.**  
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.....Appendix 4

**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 ..... 20.....  
(signature)

**NOMINATION FOR AHSP0 COMMITTEE OF MANAGEMENT**

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

<b><u>POSITION:</u></b>	President	D	Committee Member 1	D
	Vice President	D	Committee Member 2	D
	Secretary	D	Committee Member 3	D
	Treasurer	D		<i>(those not for re-election removed)</i>

**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)

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

**Signature:**.....

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

(BLOCK PRINT)

**Signature:** .....

Return to - Secretary AHSP0, (*to be filled in*), by (*to be filled in- not less than 7 days before date of meeting*)