



**THE CONSTITUTION OF
MIDJUBURI YOUTH RESOURCE CENTRE***

JUNE 2022

Contents

Part 1 Preliminary	3
1 Definitions	3
2 Objects	4
Part 2 Membership	4
3 Membership generally	5
4 Application for membership	5
5 Cessation of membership	5
6 Membership entitlements not transferable	6
7 Register of members	6
8 Fees and subscriptions	7
9 Members' liabilities	7
10 Resolution of disputes	7
11 Disciplining of members	7
12 Right of appeal of disciplined member	8
Part 3 The Board	9
13 Powers of the Board	9
14 Composition and membership of Board	9
15 Election of Board directors	9
16 Secretary	10
17 Treasurer	10
18 Casual vacancies	11
19 Removal of Board directors	11
20 Board meetings and quorum	11
21 Appointment of association members as Board directors to constitute quorum	12
22 Use of technology at Board meetings	12
23 Delegation by Board to sub-committee	13
24 Voting and decisions	13
Part 4 General meetings	14
25 Annual general meetings - holding of	14
26 Annual general meetings - calling of and business at	14
27 Special general meetings - calling of	14
28 Notice	15
29 Quorum for general meetings	15
30 Presiding member	16
31 Making of decisions	16
32 Use of technology at general meetings	16
Part 5 Miscellaneous	17
33 Insurance	17
34 Funds - source	17
35 Funds - management	17
36 MYRC is non-profit	17
37 Distribution of property on winding up of MYRC	17
38 Change of name, objects and constitution	18
39 Custody of books etc	18
40 Inspection of books etc	18
41 Financial year	18

Part 1 Preliminary

1 Definitions

(1) In this constitution:

MYRC means Midjudburi Youth Resource Centre Incorporated.

youth means persons of twelve (12) to twenty-four (24) years of age.

special resolution means a resolution requiring 75% of members present and voting to pass.

ordinary board member means a member of the Board who is not an office-bearer of the association.

secretary means:

(a) the person holding office under this constitution as secretary of the association, or

(b) if no person holds that office - the public officer of the association.

special general meeting means a general meeting of the association other than an annual general meeting.

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2016*.

(2) In this constitution:

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

2 Objects

- (1) The objects of MYRC shall be:
 - (a) To provide a not-for-profit resource centre for youth living in the Inner West Local Government Area;
 - (b) To provide an information and referral service relevant to such youth;
 - (c) To encourage the participation of youth in the running of the Centre and its programs;
 - (d) To promote awareness of, and advocate on, youth needs;
 - (e) To provide recreational and educational facilities, and programs for youth;
 - (f) To research and respond to youth needs of the local community;
 - (g) To promote an awareness of cultural diversity and special needs of youth from Aboriginal and Torres Strait Islander and other culturally diverse backgrounds within the community;
 - (h) To liaise with other organisations, including Agencies, Schools, and Government Bodies in the delivery and promotion of youth services.

Part 2 Membership

3 Membership generally

- (1) A person is eligible to be a member of MYRC if:
 - (a) the person is a natural person, and
 - (b) the person accepts the objects of this Constitution, and
 - (b) the person has applied and been approved for membership of MYRC in accordance with clause 4.
- (2) A person employed by MYRC is not eligible for membership for such time as that employment continues.
- (3) A person is taken to be a member of the association if the person was a member immediately before the adoption of this Constitution.

4 Application for membership

- (1) An application by a person for membership of MYRC:
 - (a) must be made in writing (including by email or other electronic means, if the Board so determines) in the form determined by the Board, and
 - (b) must be lodged (including by electronic means, if the Board so determines) with the secretary.
- (2) As soon as practicable after receiving an application for membership, the secretary must refer the application to the Board, which is to determine whether to approve or to reject the application.
- (3) As soon as practicable after the Board makes that determination, the secretary must:
 - (a) notify the applicant in writing (including by email or other electronic means, if the Board so determines) that the Board approved or rejected the application (whichever is applicable), and
 - (b) if the Board approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- (4) The secretary must, on payment by the applicant of the amounts referred to in subclause (3) (b) within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the association.

5 Cessation of membership

A person ceases to be a member of the association if the person:

- (a) dies, or
- (b) resigns membership by notice in writing to the secretary, or

- (c) is expelled from the association, or
- (d) fails to pay the annual membership fee payable in accordance with this Constitution, if any, within 3 months after such fee is due.

6 Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

7 Register of members

- (1) The secretary must establish and maintain a register of members of the association (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the association, or
 - (b) if the association has no premises, at the association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- (4) A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
 - (a) it must be convertible into hard copy, and
 - (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

8 Fees and subscriptions

- (1) A member of MYRC must, on admission to membership, pay to the MYRC the fee, if any, that is determined by the Board from time to time within such time set by the Board;
- (2) In addition to any amount payable by the member under subclause (1), a member of MYRC must pay to MYRC the annual membership fee, if any, that is determined by the Board from time to time within such time set by the Board;
- (3) Any fees set by the Board, and any time requirements imposed pursuant to this clause must be of universal application. Such fees and time requirements are set by special resolution of the Board following a motion made on notice of at least two (2) weeks. Upon adoption, such resolution shall take effect on 1 July next, and shall not have any retroactive application.

9 Members' liabilities

The liability of a member of MYRC to contribute towards the payment of the debts and liabilities of MYRC or the costs, charges and expenses of the winding up of MYRC is limited to the amount, if any, unpaid by the member in respect of membership as required by clause 8.

10 Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be resolved by any applicable policy or procedure adopted by the Board.
- (2) Where subclause (1) is ineffective, the dispute shall be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.
- (3) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.
- (4) The *Commercial Arbitration Act 2010* applies to a dispute referred to arbitration.

11 Disciplining of members

- (1) A complaint may be made to the Board by any person that a member of MYRC:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of MYRC.
- (2) The Board may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

- (3) If the Board decides to deal with the complaint, the Board:
 - (a) must cause notice of the complaint to be served on the member concerned, and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Board in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (4) The Board may, by special resolution, expel the member from MYRC or suspend the member from membership of MYRC if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the Board expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Board for having taken that action and of the member's right of appeal under clause 12.
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 12, whichever is the later.

12 Right of appeal of disciplined member

- (1) A member may appeal to MYRC in general meeting against a resolution of the Board under clause 11, within 14 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the Board, which is to convene a general meeting of MYRC to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of MYRC convened under subclause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the Board and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of MYRC.

Part 3 The Board

13 Powers of the Board

Subject to the Act, the Regulation, this constitution and any resolution passed by the association in general meeting, the Board:

- (a) is to control and manage the affairs of the association, and
- (b) may exercise all the functions that may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- (c) has power to perform all the acts and do all things that appear to the Board to be necessary or desirable for the proper management of the affairs of the association.

14 Composition and membership of Board

- (1) The Board is to consist of:
 - (a) the office-bearers of MYRC, and
 - (b) at least 3 ordinary Board directors,
each of whom is to be elected at the annual general meeting of the association under clause 15.
- (2) The total number of Board directors is to be at least 7.
- (3) The office-bearers of the association are as follows:
 - (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary.
- (4) A Board director may hold up to 2 offices (other than both the offices of president and vice-president).
- (5) There is no maximum number of consecutive terms for which a Board director may hold office.
- (6) Each director of the Board is, subject to this constitution, to hold office until immediately before the election of Board directors at the annual general meeting next following the date of the director's election, and is eligible for re-election.

15 Election of Board directors

- (1) Nominations of candidates for election as office-bearers of MYRC or as ordinary Board directors:
 - (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and

- (b) must be delivered to the secretary.
- (2) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Board are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary Board directors of the Board is to be conducted at the annual general meeting in any usual and proper manner that the Board directs.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary Board director of MYRC must be a member.

16 Secretary

- (1) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) all appointments of office-bearers and directors of the Board, and
 - (b) the names of directors of the Board present at a Board meeting or a general meeting, and
 - (c) all proceedings at Board meetings and general meetings.
- (2) Minutes of proceedings at a meeting must be tabled at the next succeeding Board meeting.

17 Treasurer

It is the duty of the treasurer of the association to ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

18 Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of MYRC to fill the vacancy and the director so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a director of the Board occurs if the member:
 - (a) dies, or
 - (b) ceases to be a member of the association, or
 - (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 19, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the Board from 3 consecutive meetings of the Board, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

19 Removal of Board directors

- (1) The association in general meeting may by resolution remove any director of the Board from the office of director before the expiration of the director's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the director so removed.
- (2) If a director of the Board to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of MYRC, the secretary or the president may send a copy of the representations to each member of MYRC or, if the representations are not so sent, the director is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20 Board meetings and quorum

- (1) The Board must meet at least 4 times in each period of 12 months at the place and time that the Board may determine.
- (2) Additional meetings of the Board may be convened by the president or by any director of the Board.

- (3) Oral or written notice of a meeting of the Board must be given by the secretary to each director of the Board at least 7 days (or any other period that may be unanimously agreed on by the members of the Board) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Board directors present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 directors of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- (6) No business is to be transacted by the Board unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to be dissolved.
- (7) At a meeting of the Board:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining directors of the Board chosen by the directors present at the meeting is to preside.

21 Appointment of association members as Board directors to constitute quorum

- (1) If at any time the number of Board directors is less than the number required to constitute a quorum for a Board meeting, the existing Board directors may appoint a sufficient number of members of MYRC as Board directors to enable the quorum to be constituted.
- (2) A director of the Board so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (3) This clause does not apply to the filling of a casual vacancy to which clause 18 applies.

22 Use of technology at Board meetings

- (1) A Board meeting may be held at 2 or more venues using any technology approved by the Board that gives each of the Board's directors a reasonable opportunity to participate.
- (2) A Board director who participates in a Board meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

23 Delegation by Board to sub-committee

- (1) The Board may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of MYRC that the Board thinks fit) the exercise of any of the functions of the Board that are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Board by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the Board may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Board.
- (6) The Board may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

24 Voting and decisions

- (1) Questions arising at a meeting of the Board or of any sub-committee appointed by the Board are to be determined by a majority of the votes of directors of the Board or sub-committee present at the meeting.
- (2) Each director present at a meeting of the Board or of any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the director presiding may exercise a second or casting vote.
- (3) Subject to clause 20 (5), the Board may act despite any vacancy on the Board.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a sub-committee appointed by the Board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or sub-committee.

Part 4 General meetings

25 Annual general meetings - holding of

- (1) The association must hold its annual general meetings:
 - (a) within 6 months after the close of the financial year, or
 - (b) within any later time that may be allowed or prescribed under section 37 (2) (b) of the Act.

26 Annual general meetings - calling of and business at

- (1) The annual general meeting of MYRC is, subject to the Act and to clause 25, to be convened on the date and at the place and time that the Board thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the Board reports on the activities of MYRC during the last preceding financial year,
 - (c) to elect office-bearers of MYRC and ordinary Board directors,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as that type of meeting in the notice convening it.

27 Special general meetings - calling of

- (1) The Board may, whenever it thinks fit, convene a special general meeting of MYRC.
- (2) The Board must, on the requisition of at least 10% of the total number of members, convene a special general meeting of MYRC.
- (3) A requisition of members for a special general meeting:
 - (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Board fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the

requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Board.
- (6) For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

28 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of MYRC, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of MYRC, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 26 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

29 Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members—is to be dissolved, and
 - (b) in any other case—is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or

communicated 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 a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

30 Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of MYRC.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

31 Making of decisions

- (1) A question arising at a general meeting of MYRC is to be determined by:
 - (a) a show of hands, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.
- (4) A special resolution may only be passed by the association in accordance with section 39 of the Act.
- (5) On any question arising at a general meeting of MYRC a member has one vote only.
- (6) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (7) Proxy voting must not be undertaken at or in respect of a general meeting.

32 Use of technology at general meetings

- (1) A general meeting may be held at 2 or more venues using any technology approved by the Board that gives each of MYRC's members a reasonable opportunity to participate.
- (2) A member of MYRC who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 Miscellaneous

33 Insurance

- (1) The association may effect and maintain insurance.
- (2) Every member of the Board and every officer and employee of MYRC shall be entitled to be indemnified out of the assets of MYRC against all liabilities incurred by that person in or about the due execution of the affairs of MYRC.

34 Funds - source

- (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by MYRC in general meeting, any other sources that the Board determines.
- (2) All money received by MYRC must be deposited as soon as practicable and without deduction to the credit of MYRC's bank or other authorised deposit-taking institution account.
- (3) MYRC must, as soon as practicable after receiving any money, issue an appropriate receipt.

35 Funds - management

- (1) Subject to any resolution passed by MYRC in general meeting, the funds of MYRC are to be used solely in pursuance of the objects of MYRC in the manner that the Board determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

36 MYRC is non-profit

Subject to the Act and the Regulation, MYRC must apply its funds and assets solely in pursuance of the objects of MYRC and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

Note. Section 5 of the Act defines **pecuniary gain** for the purpose of this clause.

37 Distribution of property on winding up of MYRC

- (1) Subject to the Act and the Regulations, in a winding up of MYRC, any surplus property is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property is a reference to that property of MYRC remaining after satisfaction of the debts and liabilities of MYRC and the costs, charges and expenses of the winding up of MYRC.

38 Change of name, objects and constitution

An application for registration of a change in MYRC's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a Board member.

39 Custody of books etc

Except as otherwise provided by this constitution, all records, books and other documents relating to MYRC must be kept in New South Wales:

- (a) at the main premises of MYRC, in the custody of the public officer or a member of the association (as the Board determines), or
- (b) at the association's official address, in the custody of the public officer.

40 Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of MYRC at any reasonable hour:
 - (a) records, books and other financial documents of MYRC,
 - (b) this constitution,
 - (c) minutes of all Board meetings and general meetings of MYRC.
- (2) A member of MYRC may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
- (3) Despite subclauses (1) and (2), the Board may refuse to permit a member of MYRC to inspect or obtain a copy of records of MYRC that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of MYRC.

41 Financial year

The financial year of MYRC is the period of time commencing on 1 July and ending on the following 30 June.