

BY-LAWS OF AUSTRALIAN ACOUSTICAL SOCIETY

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Preliminary

1. Status of By-Laws

- 1.1 These are **By-Laws** of the **Society** made in accordance with clause 60 of the **Society's** constitution.

2. Amending these By-Laws

- 2.1 Any amendments to these By-Laws must be approved by a **special resolution** of the **Council**.

3. Definitions

- 3.1 In these **By-Laws**, words and phrases have the meaning set out in clause 43.

Membership

4. Grades of membership

There are ten grades of membership of the **Society**:

- (a) Sustaining Members
- (b) Honorary Members
- (c) Fellows
- (d) Life Members and Life Fellows
- (e) Members
- (f) Associates
- (g) Student
- (h) Retired Member
- (i) Retired Fellow

5. Sustaining Members (Sustaining)

- 5.1 Any corporate **member** may have the grade of Sustaining Member conferred on it by the **Council** if, in the opinion of the **Council**:
- (a) it has made an appropriate financial contribution to the **Society**, or
 - (b) it has assisted the **Society** in its objectives and activities.
- 5.2 The **Council** must from time to time determine a minimum annual financial contribution to the **Society** which will qualify the corporate member for election to the grade of Sustaining Member.
- 5.3 A Sustaining Member is not entitled to hold any office in the **Society** or to sit on the **Council** or any **Division Committee** and is not entitled to vote at any general meeting of the **Society** or a **Division**.
- 5.4 The distinction of Sustaining Member may be withdrawn at any time at the discretion of the **Council**.

6. Honorary Members M.A.A.S. (Hon) or MAAS (Hon.)

- 6.1 Any person who is not a **member** of the **Society** may at the discretion of the Council be elected as an Honorary Member based on the person's:
- (a) knowledge of **acoustics**

- (b) contribution to the objectives of the **Society**, or
- (c) service rendered to the **Society**.
- 6.2 A person cannot make an application for election as an Honorary Member.
- 6.3 Honorary Members are not entitled to hold any office in the **Society** or to sit on the **Council** or any **Division Committee** and they are not entitled to vote at any general meeting of the **Society** or a **Division** of which they are a member.
- 6.4 The number of Honorary Members must not at any time exceed 15 or 3% of the number of **members** having the grade of Fellow or Member, whichever is the greater.
- 6.5 Honorary Members will not be liable to pay an entrance fee or annual subscription.
- 6.6 The distinction of Honorary Member may be withdrawn at any time at the discretion of the **Council**.

7. Fellows

F.A.A.S or FAAS

- 7.1 Persons who hold the grade of Member of the **Society**, Retired Member of the **Society** or who are a previous Member of the **Society** and who:
 - (a) have held the grade of Member for not less than ten (10) years
 - (b) have in the opinion of the **Council** made notable contributions to acoustics or performed conspicuous service to or on behalf of the **Society**,may have the distinction and grade of Fellow of the **Society** conferred upon them by the **Council**.
- 7.2 A **member** may not themselves apply for the grade of Fellow.
- 7.3 Unless otherwise provided, Fellows are entitled to vote at any general meeting of the **Society** or a **Division** of which they are a member and can sit on the **Council** and be a member of the **Division Committee**.

8. Life Members and Life Fellows

L.M.A.A.S, LMAAS, L.F.A.A.S or LFAAS

- 8.1 A **member** of the **Society** who:
 - (a) holds the grade of Fellow or Member
 - (b) has been a member of the **Society** for not less than twenty (20) years
 - (c) has been nominated by a **Division** or the **Council** (except that a serving member of the **Council** cannot sponsor other serving members of the **Council**), and
 - (d) has rendered outstanding services to the **Society**,may be made a Life Member or Life Fellow of the **Society** by **special resolution** of the **Council**.
- 8.2 A Life Member or Life Fellow is not liable to pay an annual subscription fee but is entitled to vote at any general meeting of the **Society** as a **member** or at any **general meeting** of the **Division** of which he or she is a member and sit on the **Council** and be a member of the **Division Committee**.

9. Members

M.A.A.S or MAAS

- 9.1 Candidates for election as Members of the **Society** must satisfy the Council:

- (a) that they have been employed for not less than the equivalent of two (2) years professional experience in **acoustics** prior to their application and they have:
 - i. a recognised tertiary qualification equivalent to at least three (3) years full-time study; or
 - ii. a postgraduate qualification relevant to **acoustics** recognised by the **Society**; or
 - iii. have successfully completed a shorter course in acoustics approved by the **Society**; or
- (b) that notwithstanding the lack of recognised educational qualifications they are suitable for election as **members** by reason of their verified practical or theoretical experience in the field of **acoustics**, at the discretion of the Membership Grading committee, and that they have not less than the equivalent of four (4) years professional experience in **acoustics**.

9.2 Unless otherwise provided, **Members** will be entitled to vote at any general meeting of the **Society** or a **Division** of which they are a member.

10. Associates

A.A.A.S, AAAS, A.A.A.S (Subscriber), AAAS (Subscriber), A.A.A.S (Student) AAAS (Student), A.A.A.S (Sustaining) AAAS (Sustaining)

10.1 Candidates for election as Associate **members (A.A.A.S, AAAS)** of the **Society** must satisfy the Council that either:

- (a) they have:
 - i. a recognised tertiary qualification equivalent to at least three (3) years full-time study; or
 - ii. a postgraduate qualification relevant to **acoustics** recognised by the **Society**; or
 - iii. have successfully completed a shorter course in **acoustics** approved by the **Society**; or
- (b) they have:
 - i. been employed for not less than the equivalent of two (2) years full-time at a technician level in **acoustics** and that they have completed an appropriate certificate course or other appropriate post-secondary qualification; or
 - ii. been employed for not less than the equivalent of five (5) years full-time at a technician level in **acoustics**; or
- (c) they:
 - i. have a genuine interest in the objectives and activities of the **Society (A.A.A.S (Subscriber), AAAS (Subscriber) ; or**
- (d)
 - i. are bona fide students attending a part-time course, and that they are receiving instruction or training in some course pertaining to acoustics **(A.A.A.S (Student), AAAS (Student)).**

10.2 A representative of a Sustaining Member shall be deemed to be an Associate **member** of the **Society (A.A.A.S (Sustaining), AAAS (Sustaining)).**

- 10.3 A maximum of two **members** who hold the grade of Associate may be members of a **Division Committee** and may hold any position on the **Division Committee** except Chairperson or Vice-Chairperson or Treasurer.
- 10.4 A **member** who is an Associate **member** of the **Society** is not entitled to vote at any general meeting of the **Society** or of a **Division** unless they have been elected to a **Division Committee**.

11. Students

(Student)

- 11.1 Candidates for election as Student **members** of the **Society** must satisfy the Council that:
- (a) They are interested in the objects and activities of the Society.
 - (b) They are enrolled in a full-time course at a post-secondary educational institution and are receiving instruction or training in some course pertaining to acoustics.
 - (c) They are not employed for more than 20 hours per week in acoustic related work.

12. Retired Members and Retired Fellows

MAAS Ret., FAAS Ret.

- 12.1 Candidates for election as Retired Members **and** Retired Fellows of the **Society** must satisfy the Council that:
- (a) Are retired and not engaged in more than 20 hours per month of paid work inclusive of all work done for monetary compensation and does not only include employment in the acoustics industry.

13. Designations

- 13.1 A Fellow, Member or Associate may indicate their grade of membership of the **Society** by using the following letters after their name:

Honorary Members: M.A.A.S. (Hon) or MAAS (Hon.)

Fellow: F.A.A.S. or FAAS

Member: M.A.A.S. or MAAS

Life Members and Life Fellows: L.M.A.A.S, LMAAS, L.F.A.A.S or LFAAS

Associate: A.A.A.S., AAAS, or A.A.A.S (Subscriber), AAAS (Subscriber) or A.A.A.S (Student) AAAS (Student) or A.A.A.S (Sustaining) AAAS (Sustaining)

Retired Member: MAAS (Ret.)

Retired Fellow : FAAS (Ret.)

- 13.2 A Life Fellow of the **Society** may use the postnominal designation L.F.A.A.S. or LFAAS or L.M.A.A.S or LMAAS depending on the grade of membership held prior to appointment as a Life Fellow (being Fellow or Member respectively).

- 13.3 An Associate member of the Society may use the post nominal designations as defined in 10.1 and 10.2 via their method of entry into the Society

Fees and subscriptions

14. Annual Subscription

- 14.1 The annual subscriptions for the grades of Fellow, Member, and Associate, and the financial contribution to the **Society** of Sustaining Members, are payable in advance and become due on the first day of July in each year.
- 14.2 The first annual subscription fee payable by a **member** will be charged on a pro rata basis according to the number of months left to run in the financial year of the **Society**.
- 14.3 No portion of fees or subscriptions are refundable.

15. Deferral and non-payment

- 15.1 The **Council**, for reasons it considers adequate (including on account of a **member's** parental, sick or other personal leave), may excuse any member of its **Division** from payment of an annual subscription in whole or in part for such a period as it may think fit. Such a member will be deemed to remain a financial member of the **Society** provided that they pay any applicable membership holding fee prescribed by the **Council**.
- 15.2 A person who has made an application to join the **Society** as a Member or Associate will only be admitted as a **member** if all fees have been paid.
- 15.3 The **Council** may cancel a person's election to the **Society** as a **member** if all fees owing to the **Society** have not been paid within one month, or in the case of payment of the first annual subscription fee by a new **member**, within two weeks of the notification of the person's election.

16. Other fees and charges

- 16.1 The **Society** may charge late fees at the discretion of the **Council** if any fees or subscriptions are not paid when due.
- 16.2 The **Society** may charge a fee for reinstatement of membership at the discretion of the **Council**. The relevant **Division Committee** will consider all applications for reinstatement of membership.
- 16.3 The **Society** may charge a Membership Holding fee for members requesting personal/maternity/paternity leave at the discretion of the **Council**. The Membership Holding fee permits members to retain membership for a period of twelve months without penalty.

Examinations and assessment

17. Courses

- 17.1 For the purposes of these **By-Laws** the **Council** may from time to time approve courses in **acoustics** provided that application for approval of such courses are made

by the responsible institution, which application will include full documentation of the course including subjects, timings and assessment criteria.

17.2 The status of approved courses may be subject to review as determined by **Council**.

17.3 The **Council** may appoint a committee to assess courses or to review existing approved courses.

18. Examinations

18.1 The **Council** may hold examinations to determine the suitability of persons to become **members**.

18.2 The **Council** will prescribe the number, subjects, time and place, academic standard and how the examinations will be conducted. The **Council** may allow examination by thesis.

18.3 The **Council** may exempt any person from the whole or any part of such examinations. It may permit any person who fails in an examination to present for the whole or any part of a subsequent examination.

18.4 As required, the **Council** may appoint a Board of Examiners comprising members or non-members of the **Society** for the purpose of examining candidates for admission as **members**.

Continuous Professional Development

19. Minimum benchmarks

19.1 All **members** holding the grade of Member must achieve minimum benchmarks of approved continuous professional development (**CPD**) activities in line with the objectives of the **Society** in order to retain membership.

19.2 All **members** holding the grade of Member must report on their CPD activities to the Council, in accordance with the Council's directions as published on the **Society's** website from time to time.

19.3 For the avoidance of doubt, Fellows are not required to undertake CPD activities under these By-Laws.

20. Recordkeeping

20.1 The **Council** may require **members** holding the grade of Fellow or Member to demonstrate that they have met the CPD benchmark in a given fiscal year by submitting CPD claims.

20.2 The **Council** may keep attendance records of activities the **Society** manages to assist with documenting and verifying **member** CPD activity.

21. Audit

21.1 Audits may be carried out at any time at the discretion of the Council to establish the accuracy of individual CPD claims in any submission period.

21.2 Audits will be performed by the **secretary** (or its delegate).

21.3 If, following the audit:

(a) the auditor considers that the CPD benchmark has been achieved, then the CPD submission is accepted and the auditor may (at its discretion) communicate this acceptance to the relevant **member**, and

(b) the auditor considers in its reasonable opinion that the CPD benchmark has not been achieved, or there is reasonable evidence to suggest that any component of any CPD submission (which could have a material impact on

achieving the benchmark) is demonstrably false or has been intentionally falsified, or the auditor reasonably considers that there is a pattern of similar behaviour, then the CPD submission is deemed to have failed.

- 21.4 Where a CPD submission is deemed to have failed, the **secretary** (or its delegate) may elect to reject an individual's CPD submission and this outcome will be communicated to the **member** concerned.
- 21.5 If a CPD submission is deemed to have failed at any time after 15 July in a given fiscal year, the membership grade of the relevant **member** may be changed to Associate at the discretion of the **secretary** (or its delegate).
- 21.6 A **member** may appeal any determination that a CPD submission has failed by making a written submission to the **secretary**. This submission will be reviewed by the President for the time being of the **Society** who may at his/her sole discretion accept the original CPD submission and (where applicable) restore the **member** to their previous membership grade.
- The **Society** is authorised to notify interested third parties within the **acoustics** industry, such as the Association of Australasian Acoustical Consultants, of the outcome of any CPD audit in respect of a **member**.

Code of Ethics

22. Code of Ethics

- 22.1 All **members** must comply with the **Code of Ethics** of the **Society**.
- 22.2 The **Council** may update the **Code of Ethics** from time to time at its discretion.

Division Committees

23. Establishment of Division Committees

- 23.1 The first **Division Committee** of a new **Division** will be appointed by the **Council**.

24. Number of members

- 24.1 Each **Division Committee** must have a minimum of six members including the **Chairperson, Vice-Chairperson, Treasurer** and **Secretary** (unless the latter is a salaried officer of the Division).

25. Election and appointment

- 25.1 Members of a **Division Committee** may be elected by a resolution of members passed at a **general meeting** of a **Division**.
- 25.2 At maximum of two members of each **Division Committee** may be Associate members of the **Society**.
- 25.3 A Member that serves on a governing committee or board of directors of another not-for-profit body in the **acoustics** industry, or who holds an equivalent office in any such body, is eligible to be elected as a Division Committee member provided no conflict of interest exists, but is not eligible to be elected as a member of the Federal Council.

26. Election of officers

- 26.1 At the first meeting of a Division Committee held after the general meeting of the Division in each year, the members must elect a **Chairperson**.
- 26.2 At the first meeting of a Division Committee held after the general meeting of the Division in each year, the members must elect a **Vice-Chairperson**.
- 26.3 A **member** holding the grade of Associate may not hold office of **Chairperson Vice-Chairperson** of a **Division**.
- 26.4 At the first meeting of a **Division Committee** held after the **general meeting** of the **Division** in each year, the members must elect a person as **Treasurer** and **Secretary**, who must be either:
- (a) a **member** holding the grade of Member or Fellow, or
 - (b) a salaried officer of the **Society** (who may also be a **member**).
- 26.5 Any officer may vacate their office at any time by giving written notice of resignation to the relevant **Division**.
- 26.6 An officer is deemed to have vacated their office:
- (a) upon their written resignation, and
 - (b) on the first anniversary of their appointment.
- 26.7 If an officer vacates their office then the members of the relevant **Division Committee** must appoint a successor as soon as practicable after the vacancy occurs. For this purpose, each officer that is deemed to have vacated their office under clause 26.6(b) is eligible for re-election.

27. Term of office

- 27.1 At each **general meeting** of a **Division** any **member** appointed to fill a casual vacancy under clause 28.2 and at least half of the remaining **Division Committee** members must retire.
- 27.2 The **Division Committee** members who must retire at each **general meeting** under clause 27.1 will be the members who have been longest in office since last being elected. Where members were elected on the same day, the member(s) to retire will be decided by lot unless they agree otherwise.
- 27.3 A **Division Committee** member's term of office starts at the end of the **general meeting** at which they are elected and ends at the end of the **general meeting** at which they retire.
- 27.4 Each **Division Committee** member must retire at least once every two years.

28. Vacancies

- 28.1 The office of a member of a **Division Committee** will become vacant if:
- (a) the member ceases to be a member of the relevant **Division**
 - (b) the member resigns from the **Division Committee**
 - (c) the member is absent for 3 consecutive meetings without approval from the **Division Committee**,
 - (d) the member is requested in writing by all of the other members of the relevant **Division Committee** to resign

- (e) the office is declared vacant by resolution of a general meeting of the relevant **Division**, or
 - (f) the member becomes a salaried officer of the **Society** or a **Division**.
- 28.2 Any casual vacancy may be filled by the appointment of a qualified **member** by the **Division Committee**.

29. Powers and duties of Division Committees

- 29.1 Each **Division Committee** must, subject to the requirements of the **Council**:
- (a) provide meetings and undertake other activities for the benefit of its members consistent with the objectives of the **Society**
 - (b) hold a **general meeting** for its **Division** each year in accordance with these **By-Laws**
 - (c) appoint, remove or suspend, determine the duties and fix the remuneration of servants, legal advisers, bankers and agents of its **Division**
 - (d) take legal action on behalf of its **Division** or its Officers or servants, subject to receiving the prior consent in writing of the **Council**
 - (e) provide an annual report in respect of its **Division** to the **Council**,
 - (f) manage and control the assets and funds of its **Division**, and
 - (g) provide quarterly financial statements and records to the Federal Treasurer.
- 29.2 Each **Division Committee** will after its annual **general meeting** and at least fourteen (14) days before the annual general meeting of the **Society** nominate its representatives to the **Council**. For this purpose, any Fellow or Member who is a member of a **Division Committee** will be eligible to represent that **Division** on the **Council**.

30. Proceedings of Division Committees

- 30.1 Each **Division Committee** is recommended to meet at least three times per year, with such **Division Committee** meetings to be held in each quarterly period commencing 1st January, April and July each year, and with the annual general meeting of the **Society** to be held in the quarterly period commencing 1 October each year.
- 30.2 Five members present will form a quorum of a **Division Committee**.
- 30.3 A meeting of a **Division Committee** will be convened at any time upon the request of the **Chairperson** or three members of the **Division**.
- 30.4 A **Division Committee** member may authorise any other **Division Committee** member to act as proxy.
- 30.5 **Division Committee** resolutions will be decided by a majority of votes. In the case of an equality of votes the **Chairperson** will have a second or casting vote.
- 30.6 A resolution in writing signed in the affirmative by not less than 75% of the members of a **Division Committee** in respect of matters coming within the powers of the **Division Committee** will be as valid and effectual as if it had been passed at a meeting of the **Division Committee** duly called and constituted. Any resolution may consist of several identical documents each signed by one or more members of the **Division Committee**.

- 30.7 At all **Division Committee** meetings the **Chairperson**, or if absent the **Vice-Chairperson**, will preside. In the absence of both, a Chairperson must be elected from amongst the members present.
- 30.8 A **Division Committee** may appoint Sub-Committees from its members with such powers as the appointing committee may prescribe.
- 30.9 No report of any Sub-Committee will bind a **Division** until adopted or confirmed by the **Division Committee**.
- 30.10 All acts of a **Division Committee** or their Sub-Committees or by any person acting as a member of the **Division Committee** or Sub-Committees will be valid even though it was afterwards discovered that there was some defect in the appointment of such **Division Committee** or Sub-Committees or person.
- 30.11 The **Division Committee** and every Sub-Committee will be minuted.
- 30.12 If the number of members of any **Division Committee** is less than that required for a quorum, the continuing members of the **Division Committee** may:
- (a) co-opt sufficient members to form a quorum; or
 - (b) defer the meeting to an appropriate place and time.
- 30.13 A **Division Committee** may hold their meetings by using any technology (such as video or teleconferencing) that is agreed to by all of the Division Committee members.

General meetings of Divisions

31. General meetings

- 31.1 If at least ten members of a **Division** who are entitled to vote make a written request to the relevant **Division Committee** for a **general meeting** to be held, the **Division Committee** must:
- (a) promptly give all members of the **Division** notice of a **general meeting**, and
 - (b) hold the **general meeting** in the capital city of the State in where the **Division** is established, within 1 month of the request.
- 31.2 The members who make the request for a **general meeting** must:
- (a) state in the request any resolution to be proposed at the meeting
 - (b) sign the request, and
 - (c) give the request to the relevant **Division Committee**.
- 31.3 If the relevant **Division Committee** does not call the meeting within 21 days of being requested under clause 31.2, the members who made the request may call and arrange to hold a **general meeting** in the capital city of the State in where the **Division** is established.
- 31.4 Separate copies of a document setting out the request may be signed by members if the wording of the request is the same in each copy.

32. Annual general meeting

32.1 A **general meeting** of each **Division** must be held in every year prior to the Federal AGM at a time and place designated by the relevant **Division Committee**.

32.2 The business of an annual **general meeting** may include:

- (a) a review of the **Division's** activities
- (b) a review of the **Division's** finances, and
- (c) the election of **Division Committee** members.

33. Notice of general meetings

33.1 At least 7 days' notice of the time, location and business for a **general meeting** must be given to each **Division** member.

34. Quorum at general meetings

34.1 For a **general meeting** to be held, at least 10% of the **Division** membership or 10 members of the relevant **Division** (whichever is the lesser) (a quorum) must be present (in person) for the whole meeting. When determining whether a quorum is present, a person may only be counted once (even if that person is a proxy of more than one member).

34.2 No business may be conducted at a **general meeting** if a quorum is not present.

34.3 If there is no quorum present within 30 minutes after the starting time stated in the notice of **general meeting**, the **general meeting** is adjourned to the date, time and place that the chairperson specifies. If the chairperson does not specify one or more of those things, the meeting is adjourned to:

- (a) if the date is not specified – the same day in the next week
- (b) if the time is not specified – the same time, and
- (c) if the place is not specified – the same place.

34.4 If no quorum is present at the resumed meeting within 30 minutes after the starting time set for that meeting, the meeting is cancelled.

35. Using technology to hold meetings

35.1 A **Division** may hold a **general meeting** using any technology that gives the members as a whole a reasonable opportunity to participate, including to hear and be heard.

35.2 Anyone using this technology is taken to be present in person at the meeting.

36. Chairperson for general meetings

36.1 The **Chairperson** is entitled to chair **general meetings**.

36.2 The members present and entitled to vote at a **general meeting** may choose another member of the **Division Committee** to be the chairperson for that meeting if:

- (a) there is no **Chairperson**, or
- (b) the **Chairperson** is not present within 30 minutes after the starting time set for the meeting, or
- (c) the **Chairperson** is present but says they do not wish to act as chairperson of the meeting.

37. Role of the chairperson

- 37.1 The chairperson is responsible for the conduct of the **general meeting**, and for this purpose must give members a reasonable opportunity to make comments and ask questions (including to the auditor (if any)).
- 37.2 The chairperson does not have a casting vote.

38. Adjournment of meetings

- 38.1 If a quorum is present, a **general meeting** must be adjourned if a majority of **members present** direct the chairperson to adjourn it.
- 38.2 Only unfinished business may be dealt with at a meeting resumed after an adjournment.

Written resolutions

39. Circular resolutions

- 39.1 A **Division Committee** may put a resolution to the members to pass a resolution without a **general meeting** being held (a circular resolution).
- 39.2 A circular resolution is passed if all the members of the relevant **Division** entitled to vote on the resolution sign or agree to the circular resolution, in the manner set out in clause 40.

40. Method of signing

- 40.1 Members may sign:
- (a) a single document setting out the circular resolution and containing a statement that they agree to the resolution, or
 - (b) separate copies of that document, as long as the wording is the same in each copy.
- 40.2 A **Division Committee** may send a circular resolution by email to members and members may agree by sending a reply email to that effect, including the text of the resolution in their reply.

Voting at general meetings

41. How many votes a member has

Each member of a **Division** has one vote on resolutions concerning that **Division**.

42. How voting is carried out

- 42.1 Voting must be conducted and decided by:
- (a) a show of hands, or
 - (b) another method chosen by the **Chairperson** (including by use of any technology) that is fair and reasonable in the circumstances.
- 42.2 On a show of hands, the **Chairperson's** decision is conclusive evidence of the result of the vote.
- 42.3 The **Chairperson** and the meeting minutes do not need to state the number or proportion of the votes recorded in favour or against on a show of hands.

Definitions and interpretation

43. Definitions

In these **By-Laws**:

acoustics means the science and practice of sound and vibration and the science of the phenomena of hearing in all its branches and aspects whether theoretical or practical

Administrative Procedures means the administrative procedures adopted by the **Society** from time to time

By-Laws means these By-Laws

Code of Ethics means the Code of Ethics approved by the **Society** at the Annual General Meeting held on the 26th November 1992 and as amended by the **Council** from time to time

constitution means the constitution of the **Society**

Council means the Federal Council of the **Society** consisting of the board of directors of the **Society**

director means any Federal Councillor

Division means a division of the **Society** established under clause 56.1 of the **constitution**

Division Committee means a committee of any Division constituted accordance with the **By-Laws**

general meeting means, in respect of any **Division**, a meeting of members of that **Division**

member means a person who is admitted as a member of the **Society** in accordance with the **constitution**

member present means, in connection with a **general meeting**, a **Division** member present in person or by proxy at the venue or venues for the meeting

officer means an officer appointed in accordance with clauses 26.1, 26.2 or 26.4

professional experience means full-time paid employment and expressly excludes internships or other work experience (whether paid or unpaid)

secretary means the secretary of the **Society** appointed in accordance with the **constitution**

Society means the Australian Acoustical Society, and

special resolution means a resolution that has been approved by at least 75% of the **Council** members.