



HERBERT
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Constitution

Constitution

Australian and New Zealand Third Sector Research Ltd

I certify this was the Constitution circulated to members and approved by members at the Annual General Meeting of the Australian and New Zealand Third Sector Research Inc. held on 30 September 2021.


Bernard Boerma
Hon. Secretary
ANZTSR

30.9.2021



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Constitution

Australian and New Zealand Third Sector Research Ltd

A company limited by guarantee

1 Company's name

The name of the company is Australian and New Zealand Third Sector Research Ltd.

2 Company's purpose

The company's purpose is to advance education by undertaking, supporting and promoting research about the Third Sector and educating the public about the Third Sector based on the research, including, without limitation:

- (a) promoting research and scholarship in the Third Sector;
- (b) publishing the results and information;
- (c) becoming a centre for information on research on the Third Sector;
- (d) holding seminars, conferences, webinars, lectures and similar.

3 Company's powers

Solely for carrying out the company's purposes, the company may exercise all of the powers of a company limited by guarantee under the Corporations Act.

4 Not for profit

4.1 Application of the company's income and property

- (a) The company's income and property must be applied solely towards promoting the company's purposes.
- (b) No part of the income or property may be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus, or other profit distribution, to any member or director in their capacity as member or director.
- (c) This rule 4 does not prohibit indemnification of, or payment of premiums on contracts of insurance for, any director to the extent permitted by law and this constitution.

4.2 Payments of directors fees

No directors fees may be paid to the directors.



4.3 Other payments to directors

All other payments to directors must be approved by the directors including, but not limited to:

- (a) out-of-pocket expenses incurred by a director in performing a duty as a director of the company; or
- (b) a service rendered to the company by a director in a professional or technical capacity or as an employee, other than in the capacity as a director of the company, where:
 - (1) the provision of the service has the prior approval of the directors; and
 - (2) the amount payable is not more than an amount that commercially would be reasonable payment for the service.

5 Membership

5.1 Members

- (a) The members are:
 - (1) the persons who are the initial members; and
 - (2) any other persons the directors admit to membership in accordance with this constitution.
- (b) Every applicant for membership of the company (except the initial members) must apply in the form and manner decided by the directors.
- (c) After receipt of an application for membership, the directors must consider the application and decide whether to admit or reject the applicant. The directors need not give any reason for rejecting an application.
- (d) Every member agrees to comply with this constitution and support the purposes of the company set out in rule 2.

5.2 Subscription fee

- (a) An annual subscription fee may be decided by the directors, and notified to the members.
- (b) The directors must notify all persons entered on the register of members of the amount and time for payment of any annual subscription fee and of any alteration to the annual subscription fee. Varying amounts may be applied as decided by the directors and made available to the members in a notice or a membership policy.
- (c) Where the annual subscription fee is not received:
 - (1) after one month of the due date, the directors may issue a written reminder notice to the member; and
 - (2) after one month of the written reminder notice, the member's rights and privileges associated with that membership will be suspended, including the right to receive notices of general meetings and the right to attend and vote at general meetings.