



CORPORATIONS ACT 2001

**A PUBLIC COMPANY LIMITED BY GUARANTEE
AND NOT HAVING SHARE CAPITAL**

**CONSTITUTION
Of
INTERNATIONAL FEDERATION OF MODEL AUTO RACING
A.C.N.**

TABLE OF CONTENTS

CHAPTER 1 - INTERPERTATION

1. How to read this Constitution	3
2. Definitions.....	3
3. Amendment to Constitution	4

CHAPTER 2- NATURE OF THE COMPANY

4. Public Company limited by Guarantee.....	5
5. Limitation of Company.....	5
6. Guarantee of Members	5
7. Objects of the Company.....	5
8. Scope of powers of the Company	5
9. Qualification of Members.....	6
10. General Meetings	7
11. Proceedings at General Meetings	8
12. Executive.....	9
13. Powers of the Executive Committee	9
14. Secretary	9
15. The Seal	9
16. Disqualification of Members of the Executive	10
17. Rotation of Members of the Executive	10
18. Proceedings of the Executive.....	10
19. Accounts.....	11
20. Audit	12
21. Notices.....	12
22. Dissolution/Winding Up	12

CHAPTER 1 - INTERPRETATION

1. How to read this Constitution

This Constitution contains clauses setting out the manner in which the Members of the Company have agreed to conduct the internal administration of the Company.

There are two types of clauses in the Constitution being -

- (1) clauses that are called 'Replaceable Rules' which are repeated from the stated sections of the *Corporations Act 2001* but are agreed to be read as subject to any amendments to the relevant section in the *Corporations Act 2001* from time to time; and
- (2) all other clauses that are to apply unless amended by the Members.

Replaceable Rules apply to the Company to the extent that they are not displaced or modified by provisions in this Constitution.

For convenience and consistency, in some instances the exact wording of a Replaceable Rule in this Constitution may differ to the Act.

2. Definitions

- (1) In this Constitution, unless the context otherwise requires, -

"AGM" means an annual general meeting of the Company held in accordance with section 250N of the Act;

"ASIC" means the Australian Securities and Investments Commission;

"Auditor" means the auditor for the time being of the Company;

"Constitution" means this Constitution and any supplementary, substituted or amended Constitution for the time being in force;

"Chair" means the person appointed to be the Chair of meetings of Directors or the Chair of meetings of Members (as applicable);

"Directors" means all or any number of the Directors for the time being;

"Executive" means the Executive committee for the time being of the Federation;

"Federation" means the International Federation of Model Auto Racing;

"Guarantee" means the maximum amount each Member agrees to pay to the Company in accordance with clause 6;

"Act" means the *Corporations Act 2001* or any statutory modification, amendment or re-enactment in force and any reference to any section, part or division is to that provision as so modified, amended or re-enacted;

"Member" means a person or body admitted as a Member under clause 9;

"Month" means calendar month;

"Officer" means an officer of the Company within the meaning of section 9 of the Act;

"Register of Members" means the Register of Members to be kept pursuant to section 169 of the Act;

"Replaceable Rule" has the same meaning as in part 2B.4 of chapter 2B of the Act;

"Secretary" includes the assistant or acting Secretary or any substitute for the time being for the Secretary; and

"Subscription" means the amount payable by a Member from time to time as an annual or set periodic fee;

“The Office” means the registered office of the Federation;

“Writing” or “In Writing” means written printed or any other mode of representing or reproducing words in a visible form.

- (2) Words importing -
 - (a) persons include companies and corporations and vice versa;
 - (b) the masculine gender include the feminine gender and vice versa; and
 - (c) the singular number include the plural number and vice versa.
- (3) Division 8 of Part 1.2 (other than sections 109S, 109X, 109Y, 109ZB(8)(b) and 109ZE(b)) of the Act applies in relation to this Constitution, so far as it is capable of application and with such changes as are necessary, as if the provisions of this Constitution were provisions of the Act.
- (4) Division 10 of Part 1.2 of the Act applies in relation to this Constitution as if the Constitution were an instrument made under the Act as in force on the date on which this Constitution becomes binding on the Company.
- (5) An expression used in this Constitution that has a particular meaning in any Part or Division of the Act has the same meaning as in the Part or Division.

3. Amendment to Constitution

No addition, alteration or amendment shall be made to or in this Constitution unless previously submitted (as appropriate) to the -

- (1) Australian Taxation Office; and/or
- (2) ASIC,

and the Australian Taxation Office and/or the ASIC (as appropriate) has provided written advice that the proposed addition, alteration or amendment does not remove or have the effect of removing the tax-exempt status or any status under the Act of the Company.

CHAPTER 2 - NATURE OF THE COMPANY

4. Public Company limited by Guarantee

The Company is a public company limited by guarantee.

5. Limitation of Company

- (1) The Company must have at least one Member.
- (2) The Company must not be carried on for the purpose of the profit or gain of any Member.
- (3) The Company does not have the power to -
 - (a) issue shares of any kind; or
 - (b) apply, pay or transfer, whether directly or indirectly, any portion of the income and property of the Company for the benefit of, or to a, Member, other than as provided in clauses 8(2).

6. Guarantee of Members

Each Member undertakes to contribute a maximum of A\$100.00 to the Company for payment of -

- (1) the debts and liabilities of the Company;
- (2) the costs, charges and expenses of any winding up; and
- (3) the adjustment of the rights of Members among themselves, in the event that the Company is wound up -
- (4) while the Member is a Member; or
- (5) within one year after the Member ceases to be a Member.

7. Objects of the Company

The objects for which the Company is established are -

- (1) To assume and undertake the establishment previously carried on by the subscribers as an association under the style "The International Federation of Model Auto Racing" also known by the acronym "IFMAR".
- (2) To promote International friendship and co-operation throughout the world through and for the constructions and operation of Radio Controlled Automobiles.
- (3) To establish uniform International Rules and Regulations for the construction and operation of Radio Controlled Automobiles.
- (4) To co-ordinate International races and competitions for all classes of Radio Controlled Automobiles to keep records thereof and distribute information relating thereto.
- (5) To maintain the IFMAR World Championships as the only recognised World Championships for Radio Controlled Automobiles.

8. Scope of powers of the Company

- (1) The Company has the following powers -
 - (a) to purchase, take on Lease or in exchange, hire or otherwise acquire, real or personal property and rights or privileges and to construct, maintain and alter buildings or erections.
 - (b) to sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Federation.
 - (c) to undertake and execute any charitable trust which may lawfully be undertaken by the Federation.
 - (d) to borrow or raise money on such terms and on such security as may be thought fit.

- (e) to invest the monies of the Federation not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) and such consents (if any) as may from time to time be imposed or required by law and subject also as hereinafter provided.
- (f) to establish support or aid in the establishment and support of any charitable associations or institutions and to subscribe or guarantee money for charitable purposes.
- (g) to do all such things as are incidental to the attainment or furtherance of the said objects or any of them.

provided that the Company shall not support with its funds any activity provided that:-

- (i) in case the Federation shall take or hold any property which may be subject to any Trusts, the Federation shall only deal with or invest the same in such manner as allowed by law, having a regard to such Trusts;
 - (ii) the Federations objects shall not extend to the regulational or relations between workers and employers or organisations of workers and organisations of employers or do anything which would make it a trade union within the meaning of the *Workplace Relations Act 1996*.
- (2) The income and property of the Federation shall be applied solely towards the promotion of its objects as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of divided, bonus or otherwise howsoever by way of profit, to members of the Federation and no member of its Executive Committee or Governing Body shall be appointed to any office of the Federation paid by salary or fees, or receive any remuneration or other benefit in money or moneys worth from the Federation.

Provided that nothing herein shall prevent any payment in good faith by the Federation:-

- (a) of reasonable and proper remuneration to any member officer or servant of the Federation (not being a member of its Executive Committee or Governing Body) for any services rendered to the Federation;
 - (b) of interest at a rate not exceeding 8% on money lent or reasonable and proper rent for premises demised or let by any member of the Federation or its Executive Committee or Governing Body;
 - (c) to any member of its Executive Committee or Governing Body of out of pocket expenses (provided that the claim has been authorised by another member of the Executive Committee or Governing Body);
 - (d) to a company which is a member of the Federation or its Executive Committee or Governing Body may be a member holding not more than one-hundredth part of the Capital of such company.
- (3) The powers set forth in section 124 of the Act shall not apply to the Company except insofar as they are included in this clause 8.

9. Qualification of Members

- (1) Membership of the Federation shall be open to the Governing Body of the sport of racing and operation of Radio Controlled Automobiles in each country of the world through a voting member bloc or a non voting associate member bloc. **
- (2) A voting member bloc shall mean each of the voting members of IFMAR namely Remotely Operated Auto Races Inc. (ROAR) and European Federation of Radio-Operated Automobiles (EFRA) and Far East Model Car Association (FEMCA) and Fourth Association of Model Auto Racing (FAMAR).
- (3) A non voting associate member bloc shall mean such other members as may be created from time to time as deemed necessary by the Executive. A country outside the member bloc may be recognised by the Federation on payment of the appropriate recognition fee. The recognition fee shall be US\$350.00 per annum or such other sum as the Executive

shall from time to time determine. The member country shall be called an affiliated country and shall have no vote on Federation matters.

- (4) Every member of the federation shall sign a written consent to become a member or sign the register of members on becoming a member and on signing agree to be bound by the Constitution.
- (5) The subscribers to the Constitution and such other persons as the Executives shall admit to membership in accordance with the provisions herein contained shall be members of the Federation.
- (6) Every member of the Federation shall furnish to the Secretary a complete communications address, including fax number (and electronic direction, if possible) for correspondence. Communications will be sent to that address by fax or email in the first instance. If no confirmation of receipt is received, the communication shall be sent by registered or certified mail by the most expeditious means available. **
- (7) Every member of the Federation shall from time to time give notice in writing to the Secretary of the names and address for correspondence of an individual representative of such member to represent the member at all meetings of the Federation.
- (8) Section 250 E(2) of the Act shall not apply to give any non voting member or bloc a vote.

10. General Meetings

- (1) The Federation shall hold a General Meeting in every calendar year as its Annual General Meeting at such time and place as may be determined by the Executive, preferably alternating between the Electric and the I.C. World Championship events, and shall specify the meeting as such in the notices calling it, provided that every Annual General Meeting except the first shall be held not more than fifteen months after the holding of the last preceding Annual General Meeting, and that so long as the Federation holds its first Annual General Meeting within eighteen months after its incorporation it need not hold it in the year of its incorporation or in the following year.
- (2) All General Meetings shall wherever practicable be convened at such times and places so as to be held around a World Championship event sanctioned by the Federation.
- (3) All General Meetings, other than Annual General Meetings, shall be called Extraordinary General Meetings.
- (4) The Executive may when ever they think fit convene an extraordinary General Meeting, an Extraordinary General Meeting shall also be convened on such requisition, or in default may be convened by such requisitionists as provided by Section 249D(1) of the Act.
- (5) Thirty (30) days notice in writing at the least of every Annual General Meeting and of every meeting convened to pass a Special Resolution, and fourteen (14) days notice in writing at the least of every other General Meeting (exclusive in every case both of the day on which it is served or deemed to be served and of the day for which it is given), specifying the place, the day and the hour of the meeting, and in the case of special business the general nature of that business, shall be given in manner hereinafter mentioned to such persons (including the Auditors) as are under these presents or under the Act entitled to receive such notices from the Federation; but with the consent of all the members having the right to attend and vote thereat, or of such proportion of them as is prescribed by the Act in the case of meetings other than Annual General Meetings, a meeting may be convened by such notice as those members may think fit. Particulars of any resolution to be proposed as a Special Resolution by a member of the Executive of the Federation or any member bloc at any Annual General Meeting or Extraordinary General Meeting must be received by the Secretary not less than sixty (60) days before such meeting (fourteen (14) days for an Extraordinary General Meeting) clearly specifying the proposed wording and the existing rule affected so that the proposals will have a compatible format to the existing rules and constitution. **
- (6) The non receipt of the given notice of a meeting by any member bloc entitled to receive such notice shall not automatically invalidate any resolution passed or proceedings in any meeting, unless supported by a majority of the membership.

11. Proceedings at General Meetings

- (1) All business shall be deemed special that is transacted at any Extraordinary General Meeting, and all that is transacted at an Annual General Meeting shall also be deemed special, with the exception of the consideration of the income and expenditure account and balance sheet, and the reports of the Executive and of the Auditors, the election of members of the Executive in the place of those retiring, and the appointment of and the fixing of the remuneration of the Auditors.
- (2) No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Save as herein otherwise provided two voting members personally present shall be a quorum.
- (3) If within half an hour from the time appointed for the holding of a General Meeting a quorum is not present, the meeting, is convened on the requisition of the members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, or at such other time and place as the executive may determine.
- (4) The President of the Executive shall preside as Chairman at every General Meeting, but if there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding the same, or shall be unwilling to preside, the members present shall choose some member of the Executive, or if no such member be present, or if all of the members of the Executive present decline to take the chair, they shall choose some member of the Federation who shall be present to preside.
- (5) The Chairman may, with the consent of any meeting at which a quorum is present (and shall of so directed by the meeting including upon the request of any voting member at an Extraordinary General Meeting who has been unable to consult with those whom he represents) adjourn the meeting from time to time, from place to place, but no business shall be transacted at any adjourned meeting other than business which might have been transacted at the meeting from which the adjournment took place. Whenever a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given in the same manner as of an original meeting. Save as aforesaid, the members shall not be entitled to any notice of an adjournment, or of the business to be transacted at an adjourned meeting.
- (6) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is, before or upon the declaration of the results of the show of hands, demanded by the Chairman or by at least one member present and unless a poll be so demanded a declaration by the Chairman of the meeting that a resolution has been carried, or carried unanimously or by a particular majority, or lost, or not carried by a particular majority, and an entry to that effect in the minute book of the Federation shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of against that resolution. The demand for a poll may be withdrawn.
- (7) Subject to the provisions of Clause 10 hereof, if a poll be demanded in manner aforesaid, it shall be taken at such time and place, and in such manner, as the Chairman of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.
- (8) No poll shall be demanded on the election of a Chairman of a meeting, or on any question of adjournment.
- (9) In the case of an equality of votes, whether on a show of hands or on a poll, the Chairman of the meeting shall not be entitled to a casting vote.
- (10) The demand of a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.
- (11) Subject to the provisions of the Act a resolution in writing signed by all of the members for the time being entitled to receive notice of and to attend and vote at General Meetings (or being corporations or Associations by their duly authorised representatives) shall be as valid and effective as if the same had been passed at a General Meeting of the Federation duly convened and held.

- (12) Subject as hereinafter provided, every voting member shall have one vote to be exercised by the designated representative notified to the Federation by the relevant member bloc.
- (13) Save as herein expressly provided no member, other than a voting member duly registered who shall have paid every subscription and other sum (if any) which shall be due and payable to the Federation in respect of its membership, shall be entitled to vote on any question at any General Meeting.

12. Executive

- (1) Unless otherwise determined by a General Meeting the number of the members of the executive shall be not less than three nor more than ten.
- (2) The Executive shall comprise the President, Vice President, Secretary and Treasurer of the Federation the respective Chairman of the Internal Combustion Section and the Electric Section and a nominee of each voting member bloc not otherwise represented by the before mentioned office holders. The offices of Secretary and Treasurer may be combined with each other and with any other office within the Federation.
- (3) Each voting member bloc shall appoint one member to each of the Internal Combustion Section and the Electric Section.
- (4) The Executive may propose any Past Executive member to the office of Honorary Vice President of the Federation, subject to the approval of the General Meeting.

13. Powers of the Executive Committee

- (1) The business of the Federation shall be managed by the Executive, who may pay all such expenses of, and preliminary and incidental to. The promotion, formation, establishment and registration of the federation as they think fit, and may exercise all such powers of the Federation, and do on behalf of the Federation all such acts as may be exercised and done by the Federation, and as are not by Statute or by these presents required to be exercised or done by the Federation in General Meeting, subject nevertheless to any regulation of these presents, to the provision of the Act or Acts for the time being in force and affecting the Federation, and to such regulations, being not inconsistent with the aforesaid regulations or provisions, as may be prescribed by the Federation in General Meeting, but no regulation made by the Federation in General Meeting shall invalidate any prior act of the executive which would have been valid if such regulation had not been made.
- (2) The members for the time being of the Executive may act notwithstanding any vacancy in their body; provided always that in case the members of the executive shall at any time be or be reduced in number to less than the minimum number prescribed by or in accordance with these presents, it shall be lawful for them to act as the Executive for the purpose of admitting persons to membership of the Federation, filling up vacancies in their body, or of summoning a General Meeting, but not for any other purpose.

14. Secretary

- (1) The Secretary shall be appointed by the Executive for such term, and upon such conditions as the executive may think fit; and any Secretary so appointment may be removed by it; Provided always that no member of the Executive may occupy the salaried position of Secretary. The office of Secretary and the office of Treasurer may be combined with each other and with any other office within the Federation.
- (2) A provision of the Act or this Constitution requiring or authorising a thing to be done by or to a member of the Executive and the Secretary shall not be satisfied by being done by or to the same person acting both as member of the Executive and as, or in place of, the Secretary.

15. The Seal

- (1) The seal of the Federation shall not be affixed to any instrument except by the authority of a resolution of the Executive, and in the presence of at least two members of the Executive and of the Secretary, and the said members and Secretary shall sign with the Federation such signatures shall be conclusive evidence of the fact that the seal has been properly affixed.

16. Disqualification of Members of the Executive

- (1) The office of a member of the Executive shall be vacated if the member:-
 - (a) becomes bankrupt or makes an arrangement or composition with his creditors generally; or
 - (b) becomes prohibited from being a member of the Executive by reason of any disqualification order made under the Act; or
 - (c) becomes incapable by reason of mental disorder, illness or injury of managing and administering his property and affairs; or
 - (d) resigns his office by notice in writing to the Federation; or
 - (e) is directly or indirectly interested in any contract with the Federation and fails to, declare the nature of his interest in accordance with Section 191 of the Act.

17. Rotation of Members of the Executive

- (1) At the first Annual General Meeting and at the Annual General Meeting to be held in every subsequent year, one half of the members of the Executive for the time being, or if their number is not a multiple of two then the number nearest to one half, shall retire from office.
- (2) The members of the Executive to retire shall be those who have been longest in office since their last election or appointment. As between members of equal seniority, the members to retire shall in the absence of agreement be selected from among them by lot. The length of time a member has been office shall be computed from his last election or appointment. A retiring member of the Executive shall be eligible for re-election.
- (3) The Federation may, at the meeting at which a member of the Executive retires in manner aforesaid, fill up the vacated office by electing a person thereto, and in default the retiring member shall, if offering himself for re-election, be deemed to be re-elected, unless at such meeting it is expressly resolved no to fill such vacated office, or unless a resolution for the re-election of such member shall have been put to the meeting and lost.
- (4) No person not being a member of the Executive retiring at the meeting shall, unless recommended by the Executive for election, be eligible for election to membership of the Executive at any General Meeting, unless within the prescribed time before the day appointed for the meeting there shall have been given to the Secretary notice in writing, by some member duly qualified to be present and vote at the meeting for which such notice is given, of his intention to propose such person for election and also notice in writing, signed by the person to be proposed, of his willingness to be elected. The prescribed time above mentioned shall be such that, between the date when the notice is served, or deemed to be served, and the day appointed for the meeting there shall be not less than four nor more than twenty eight intervening days.
- (5) The Federation may from time to time in General Meeting increase or reduce the number of members of the Executive, and determine in what rotation such increased or reduced number shall go out of office, and may make the appointments necessary for effecting any such increase. The respective Chairmen of Internal Combustion Section (Executive) Committee and the Electric Section (Executive) Committee shall hold office for two years before re-election.
- (6) In addition and without prejudice to any other right under the Act, the Federation may by Extraordinary Resolution remove any member of the Executive before the expiration of his period of office, and may by an Ordinary Resolution appoint another qualified member in his stead; but any person so appointed shall retain so long only as the member in whose place he is appointed would have held the same if he had not been removed.

18. Proceedings of the Executive.

- (1) The Executive may meet together for the dispatch of business, adjourned and otherwise regulate their meetings as they think fit. Three individual members shall be a quorum. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes the President shall have a second or casting vote.

- (2) A member of the Executive may, and on the request of a member of the Executive the Secretary shall, at any time, summon a meeting of the Executive by notice served upon the several members of the Executive.
- (3) The President of the Federation shall be entitled to preside at all meetings of the Executive at which he shall be present, and may determine for what period he is to hold office as Chairman of the Meeting, but if at any meeting the President be not present within fifteen minutes after the time appointed for holding the meeting and willing to preside, the members of the Executive present shall choose one of their number to be Chairman of the meeting.
- (4) A meeting of the Executive at which a quorum is present shall be competent to exercise all the authorities, powers, and discretions by or under the regulations of the Executive for the time being vested in the Executive generally.
- (5) The Executive may delegate any of their powers to committees or sections consisting of such members of the Executive or other members as they think fit, and any committee or section so formed shall, in the exercise of the powers so delegated, conform to any regulations imposed on it by the Executive. The meeting and proceedings of such committee or section shall be governed by the provisions of these presents for regulating the meetings and proceedings of the Executive so far as applicable and so far as the same not be superseded by any regulations or standing orders made by the Executive.
- (6) All acts bona fide done by any meeting of the Executive or of any committee or section of the Executive, or by any person acting as a member of the Executive, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment or continuance in office of any such member or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed or had duly continued in office and was qualified to be a member of the Executive.
- (7) The Executive shall cause proper minutes to be made of all meeting of the Federation and of the Executive and of committees or sections of the executive, and all business transacted at such meetings. Any such minutes of any meeting must be circulated to the participants as soon as possible and presented for acceptance as a true record at the next corresponding meeting. Any such minutes of any meeting if signed by the Chairman of such meeting or by the Chairman of the next succeeding meeting, shall be sufficient evidence without the need of any further proof of the facts therein stated.
- (8) A resolution in writing signed by all the members for the time being of the Executive or of any committee or section of the Executive who are entitled to receive notice of a meeting of the Executive or of such committee or section shall be as valid and effectual as if it had been passed at a meeting of the Executive or of such committee or section duly convened and constituted.

19. Accounts

- (1) The Executive shall cause accounting records to be kept in accordance with the requirements of the Act and any other legislation. The Treasurer must inform each member block of the financial status of the Federation by sending copies of the current bank statement every four (4) months. **
- (2) The books of account shall be kept at the Office, or, subject to the provisions of the Act, at such other place or places as the Executives shall think fit, and shall always be open to inspection of the Officers of the Federation.
- (3) The Executive shall from time to time determine whether and to what extent and at what times and places and under what circumstances or regulations the accounts and books of the Federation or any of them shall be open to the inspection of members not being officers of the Federation, and no member (not being an officer) shall have any right of inspecting any account or book or document of the Federation except as conferred by the Act or any other legislation or authorised by the Executive or by the Federation in General Meeting.
- (4) The Executive shall from time to time in accordance with the Act, cause to be prepared and to be laid before the Federation in General Meeting such profit and loss accounts, balance sheets, group accounts (if any) and reports as are referred to and in accordance with the

requirements of Part 2M of the Act and where applicable in accordance with the requirements of Part 2M.3 of the Act.

- (5) A copy of every balance sheet (including every document required by law to be annexed thereto) which is to be laid before the Federation in General Meeting, together with a copy of the auditor's report, and Executive's report, shall not less than thirty (30) days before the date of the meeting be sent to every member of the Federation. Provided that this article shall not require a copy of those documents to be sent to any person if whose address the Federation is not aware or to more than one of the joint holders of any debentures.

20. Audit

- (1) In accordance with the provisions of the Act and in any event at least in every year the accounts of the Federation shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by one or more properly qualified Auditor or Auditors.
- (2) Auditors shall be appointed and their duties regulated in accordance with the provisions of the Act, the members of the Executive being treated as the Directors mentioned in those provisions.

21. Notices

- (1) A notice may be served by the Federation upon any member, in the first instance, either in writing delivered personally and obtaining a signed receipt or by sending it by fax or email in the second instance. If no confirmation is received, the notice shall be sent by the fastest form of registered certified mail. **
- (2) Any member described in the register of member by an address is entitled to have notice served upon him at such address in accordance with these provisions.
- (3) Any notice, if served by the means of Clause 21.1, shall be deemed to have been served on the day fourteen (14) days following that on which the letter containing the same is sent, and in proving such service, it shall be sufficient to prove that the letter containing the notice was properly addressed and sent by the means of Clause 21.1 as a prepaid letter. **

22. Dissolution/Winding Up

- (1) If upon the winding up or dissolution of the Federation there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members of the Federation, but shall be given or transferred to some other charitable institution or institutions having objects similar to the objects of the Federation, and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Federation under or by virtue of this Constitution and the Act such institution or institutions to be determined by the members of the Federation at or before the time of dissolution, and if and so far as effect cannot be given to such provision, then to some charitable object.

** Denotes amendment - 2004