

## **CONSTITUTION OF THE ESSENTIAL OIL PRODUCERS ASSOCIATION OF AUSTRALIA**

1. **NAME:** Essential Oil Producers Association of Australia
2. **CONSTITUTION:** The Association shall consist of Australian producers and distributors of essential oils or allied extracts.
3. **OBJECTS:** The objects of the Association are:
  - a. To promote the production of Australian essential oils and natural plant products.
  - b. To provide an organization through which the members of the Association may be drawn into close relationship
  - c. To arrange regular meetings of the Association.
  - d. To appoint committees for particular purposes as required.
  - e. To provide a unified approach for the industry in such things as industrial matters, Government regulations and standards.
  - f. To establish funds for carrying out the objects of the Association.
  - g. To assist with the co-ordination of research into essential oils and allied natural plant extracts and to disseminate research findings to members.
4. **MEMBERSHIP:** There will be three grades of membership:

FULL MEMBERSHIP is open to producers and distributors of essential oils and plant extracts and to producers of plant material for the production of essential oils or plant extracts. Full Members have voting rights.

ASSOCIATE MEMBERSHIP (INSTITUTE or INDIVIDUAL) is open to consultants, non-commercial institutes, researchers and other non-commercial parties. Such members will receive all information, attend meetings but will not have voting rights.

HONORARY MEMBERSHIP is open to persons who have contributed significantly to the development of the Australian essential oils industry. Membership will be by invitation only and subject to approval of three fourths of the voting members of EOPAA. Honorary Members will receive all information, attend meetings but will have no voting rights. Their membership will be exempt from annual fees.

Membership of the Association is subject to approval of three-fourths of the voting members of the Association and provided the applicant agrees to be bound by the rules contained herein.

A member shall automatically cease to be a member upon his/her subscription being twelve months in arrears.

A member may resign from the Association by giving three months notice in writing to the Secretary.

Fees are subject to an annual review and have to be ratified by a General Meeting (\* for current fee structure refer to Note at the end of this document).

## 5. OFFICERS

The officers of the Association shall be the President, Vice-President, Secretary/Treasurer and two others, who together will comprise the Executive Committee, who shall be elected at the Annual General Meeting of the Association and who shall, unless they previously retire, hold office until their successors are appointed. Should a vacancy occur during the year it shall be filled at any General Meeting of the Association.

## 6. PRESIDENT

The President shall hold office for a period of two (2) years.

The President shall act as Chairperson of all General Meetings and shall be an ex officio member of all committees. In the President's absence the Vice-President will assume his responsibilities, and in the absence of both the President and Vice-President, the President's responsibilities will be assumed by the Secretary/Treasurer.

## 7. SECRETARY/TREASURER

The Secretary/Treasurer shall be such person as the Association may appoint. He shall keep minutes of all General Meetings, maintain the books of account and generally act on the direction of the Association or its President

## 8. MEETINGS

The Association shall meet at least once in each calendar year at such times and places as the Association may decide. The Annual General Meeting of the Association will be the first meeting after 30<sup>th</sup> June in each year. A quorum at any General Meeting shall be half membership plus one.

Not less than 21 days notice of meeting shall be given for the Annual General Meeting.

#### 9. VOTING

Each Full Member, whether an individual, a firm or corporation, shall have one (1) vote only and each motion shall be determined by the Chairperson on a show of hands.

Should a member not be able to attend any meeting of the Association they may appoint a proxy by advising the Secretary in writing of inability to attend and naming the proxy to vote in their stead.

The Chairperson of the meeting shall have a deliberate vote and, where necessary, a casting vote.

A motion shall be passed and adopted on more than 50% of the Full Members present at the meeting and proxies voting in favour of the motion.

#### 10. BANK

The funds of the Association shall be banked in the name of the "Essential Oil Producers Association of Australia" with such bank or banks as the Association may decide. Such account or accounts shall be operated upon by two (2) signatories being any two (2) appointed by the Association.

#### 11. ACCOUNTS

The accounts of the Association shall be prepared and audited annually as at 30<sup>th</sup> June.

#### 12. SUBSCRIPTIONS

The annual subscriptions payable by members shall be determined at the Annual General Meeting and shall be payable in advance.

The Association may from time to time make a levy or levies on members to meet exceptional expenditure. Any such levy or levies must be approved by three-fourths of the members present at a General Meeting. The Secretary of the Association shall notify every member of the Association in writing of the imposition of any levy and the amount thereof and every member shall pay the amount of such levy to the Association within thirty (30) days of the issue of such notice.

### 13. NON PROFIT

The income and property of the Association whencesoever derived shall be applied solely towards the promotion of objectives of the Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith or remuneration to any officer or servant of the Association or to any member of the Association in return for any services actually rendered to the Association or reasonable and proper rent for premises let by any member to the Association.

### 14. DISSOLUTION

The Association shall not be dissolved except at a General Meeting of the Association specially convened for the purpose and be a Resolution carried by a majority of four-fifths of the votes recorded in respect of the same. If upon the winding up of dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of the Association and which shall also prohibit the distribution of its or their property among its or their members, such institution or institutions to be determined by the members of the Association at or before the time of dissolution or in default thereof by the Chief Judge if such Court as may have or acquire jurisdiction in the Matter.

### 15. ALTERATIONS TO RULES

Any of the Rules may be repealed or amended or a new Rule introduced by a motion agreed to by three-fourths of the members present and voting at any General Meeting. Not less than 21 days notice of meeting shall be given prior to a meeting at which a new rule is proposed. The proposed new rule shall also be circulated to all members with the notice of meeting.

### 16. INDEMNITY CLAUSE

Every Office Bearer, member, Secretary or other officer of the Association shall be indemnified out of the fund of the Association against (and it shall be the duty of the Association to pay out of the funds available) any costs, losses or expenses which any such Office Bearer, member, Secretary or other officer of this Association may incur or become liable to, by reason of any contract entered into or act or thing done by him, in any way

discharging his/her duty, while acting under and in accordance with the instructions of the Association.

\* Note:

The current fee structure is:

Full member	\$ 1000 p.a.
Associate (Industrial/Individual)	\$ 150 p.a.