

Climate Emergency Network Constitution

(Charter and Rules)

CLIMATE EMERGENCY NETWORK CHARTER: SEPTEMBER 2008.....	2
THE DANGER WE FACE:.....	2
OUR CORE VALUES:.....	2
WHAT THE GLOBAL COMMUNITY MUST DO:	2
CLIMATE EMERGENCY NETWORK OBJECTIVES:.....	2
RULES OF CLIMATE EMERGENCY NETWORK.....	4
1. NAME	4
2. DEFINITIONS.....	4
3. ALTERATION OF THE RULES	4
4. MEMBERSHIP, ENTRY FEES AND SUBSCRIPTION	4
5. REGISTER OF MEMBERS	5
6. CEASING MEMBERSHIP	6
7. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS	6
8. DISPUTES AND MEDIATION	7
9. ANNUAL GENERAL MEETINGS.....	8
10. SPECIAL GENERAL MEETINGS	8
11. SPECIAL BUSINESS	9
12. NOTICE OF GENERAL MEETINGS	9
13. QUORUM AT GENERAL MEETINGS	10
14. PRESIDING OF GENERAL MEETINGS.....	10
15. ADJOURNMENT OF MEETINGS	10
16. VOTING AT GENERAL MEETINGS	11
17. POLL AT GENERAL MEETINGS	11
18. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED	11
19. PROXIES	12
20. COMMITTEE OF MANAGEMENT	12
21. OFFICE HOLDERS	12
22. ORDINARY MEMBERS OF THE COMMITTEE	13
23. ELECTION OF OFFICERS AND ORDINARY COMMITTEE MEMBERS	13
24. VACANCIES	13
25. MEETINGS OF THE COMMITTEE.....	14
26. NOTICE OF COMMITTEE MEETINGS	14
27. QUORUM FOR COMMITTEE MEETINGS	14
28. PRESIDING AT COMMITTEE MEETINGS	14
29. VOTING AT COMMITTEE MEETINGS.....	14
30. REMOVAL OF COMMITTEE MEMBER.....	15
31. MINUTES OF MEETINGS	15
32. FUNDS	15
33. SEAL.....	15
34. NOTICE TO MEMBERS	16
35. WINDING UP	16
36. CUSTODY AND INSPECTION OF BOOKS AND RECORDS	16

Climate Emergency Network Charter: September 2008

The Climate Emergency Network (CEN) is a not-for-profit, non-politically-aligned network of community organisations who are campaigning for all of the objectives listed below. Members of the CEN are individuals, groups and organisations who agree with and support this CEN charter.

The Danger We Face:

We have examined the latest science (1) and symptoms of global heating. The imminent disintegration of the Arctic ice is an alarming indicator of rapid climate change.

Our Earth is already too hot. Dangerous climate change is happening now, and accelerating.

We are extremely concerned that the current targets in relation to reducing greenhouse gas emissions are dangerously inadequate and will expose our world to unacceptable levels of risk.

The window of opportunity for effective action is rapidly closing. We need to act at a pace far beyond business and politics as usual.

Our Core Values:

We have no right to bargain away the lives of others. Our goal is a safe climate future for all people, all species, and all generations.

What The Global Community Must Do:

The Global Community must concurrently halt man made greenhouse gas emissions, remove excess carbon dioxide from the atmosphere, and actively cool the Earth.

Climate Emergency Network Objectives:

- 1) All levels of all governments across the globe must recognise and work together to fulfil their responsibility to secure a safe climate; it is their moral and legal duty-of-care to their citizens.
- 2) Underpinned by legislation, governments must lead a large-scale transformation to a post-carbon economy.
- 3) Given the extreme urgency and enormous scale of transformation required, governments must acknowledge the climate and sustainability emergency, and implement a rapid response plan to urgently and effectively address it, whilst respecting basic human rights and freedoms.
- 4) The community must be engaged in recognising and supporting the climate

emergency. Therefore, we will work to engage citizens in taking responsibility for recognising and responding to the climate emergency.

Footnote: (1) “Climate Code Red: The Case for a Sustainability Emergency”, Spratt and Sutton, 2008; www.climatecodered.net

RULES OF CLIMATE EMERGENCY NETWORK

1. Name

The name of the incorporated association is “**Climate Emergency Network.**”, which is called “the Network” in these rules.

2. Definitions

- (1) In these rules, unless the contrary intention appears –
- “**Act**” means the **Associations Incorporation Act 1981**;
 - “**committee**” means the Committee of Management of the Network;
 - “**financial year**” means the year ending on the **30th June**;
 - “**general meeting**” means a general meeting of members convened in accordance with rule 12;
 - “**member**” means a member of the Network;
 - “**ordinary member of the committee**” means a member of the committee who is not an officer of the Network under Rule 21;
 - “**Regulations**” means regulations under the Act;
 - “**relevant documents**” has the same meaning as in the Act.
- (2) In these Rules, a reference to the Secretary of the Network is a reference –
- (a) if a person holds office under these Rules as Secretary of the Network – to that person; and
 - (b) in any other case, to the Public Officer of the Network.

3. Alteration of the Rules

These Rules and the statement of purposes of the Network must not be altered except in accordance with the Act.

4. Membership, entry fees and subscription

- (1) A group or person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Network on payment of the annual subscription (if any) payable under these Rules.
- (2) A group or person who is not a member of the Network at the time of incorporation of the Network (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless –
- (a) s/he applies or they apply for membership in accordance with sub rule (3); and
 - (b) the admission as a member is approved by the Network.
- (3) An application by a person for membership of the Network must be lodged, together with a statement confirming that the applicant supports the Charter of the Network and payment of the sum (if any) payable under

these Rules as the first year's annual subscription, with the Secretary of the Network.

- (4) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (5) The committee must determine whether to recommend approval or rejection of the application.
- (6) If the committee recommends approval of an application for membership, the Secretary must, as soon as practicable notify the applicant in writing of the recommendation.
- (7) If the committee recommends rejection of an application, the committee must, as soon as practicable, notify the applicant in writing of its recommendation that the application be rejected.
- (8) At the commencement of the next following general meeting of the Network all new applications for membership will be presented, together with the committee's recommendations, for confirmation.
- (9) An applicant for membership becomes a member and is entitled to exercise the rights of membership immediately upon confirmation of approval at the general meeting.
- (10) The Secretary must, within 28 days of confirmation at the general meeting, enter the applicant's name in the register of members.
- (11) If the general meeting confirms the committee's recommendation to reject an application, or rejects the committee's recommendation to approve an application the committee must, as soon as practicable;
 - (a) notify the applicant in writing that the application has been rejected,
 - (b) return the sum (if any) paid in respect of subscription.
- (12) A right, privilege, or obligation of a person by reason of membership of the Network –
 - (a) is not capable of being transferred or transmitted to another person; and
 - b) terminates upon the cessation of membership whether by death or resignation or otherwise.
- (13) The annual subscription (if any) will be as determined by the Network as required from time to time and will be payable in advance of, or on 1 January.

5. Register of members

- (1) The Secretary must keep and maintain a register of members containing –
 - (a) the name and contact details of each member; and
 - (b) the date on which each member's name was entered in the register.
- (2) The register is available for inspection free of charge by any member upon request.

6. Ceasing membership

- (1) A member of the Network who has paid all moneys due and payable by a member to the Network may resign from the Network by giving one month's notice in writing to the Secretary of his or her intention to resign.
- (2) After the expiry of the period referred to in sub rule (1) –
 - (a) the member ceases to be a member; and
 - (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

7. Discipline, suspension and expulsion of members

- (1) Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Network, the committee may by resolution –
 - (a) suspend that member from membership of the Network for a specified period; and/or
 - (b) expel that member from the Network.
- (2) A resolution of the committee under sub rule (1) does not take effect unless –
 - (a) at a meeting held in accordance with sub rule (3), the committee confirms the resolution; and
 - (b) if the member exercised a right of appeal to the Network under this sub rule (6), the Network confirms the resolution in accordance with this rule.
- (3) A meeting of the committee to confirm or revoke a resolution passed under sub rule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with sub rule (4).
- (4) For the purposes of giving notice in accordance with sub rule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice –
 - (a) setting out the resolution of the committee and the grounds on which it is based; and
 - (b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the member that he or she may do one or both of the following-
 - (i) attend that meeting;
 - (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (e) informing the member that, if at the meeting, the committee confirms the resolution, he or she may, not later than 48 hours after the meeting, give the Secretary a notice to the effect that he

- or she wishes to appeal to the Network in general meeting against the resolution.
- (5) At a meeting of the committee to confirm or revoke a resolution passed under sub rule (1), the committee must –
 - (a) give the member, or his or her representative, an opportunity to be heard; and
 - (b) give due consideration to any written statement submitted by the member; and
 - (c) determine by resolution whether to confirm or to revoke the resolution.
 - (6) If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Network in general meeting against the resolution.
 - (7) If the Secretary receives a notice under sub rule (6), he or she must notify the committee and the committee must convene a general meeting of the Network to be held within 21 days after the date on which the Secretary received the notice.
 - (8) At a general meeting of the Network convened under sub rule (7) –
 - (a) no business other than the question of the appeal may be conducted; and
 - (b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - (c) the member, or his or her representative, must be given an opportunity to be heard; and
 - (d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
 - (9) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

8. Disputes and mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between –
 - (a) a member and another member; or
 - (b) a member and the Network.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be –
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –

- (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Network; or
 - (ii) in the case of a dispute between a member and the Network, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Network can be a mediator.
 - (6) The mediator cannot be a member who is a party to the dispute.
 - (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
 - (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
 - (9) The mediator must not determine the dispute.
 - (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

9. Annual general meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Network.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be –
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Network during the last preceding financial year; and
 - (c) to elect officers of the Network and the ordinary members of the committee; and
 - (d) to receive and consider the statement submitted by the Network in accordance with section 30(3) of the Act.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

10. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.

- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Network.
- (4) If, but for this sub rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The committee must, on the request in writing of members representing not less than 5 percent of the total number of members, convene a special general meeting of the Network.
- (6) The request for a special general meeting must –
 - (a) state the objects of the meeting; and
 - (b) be signed by the members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Network to the persons incurring the expenses.

11. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

12. Notice of general meetings

- (1) The Secretary of the Network, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Network, must cause to be sent to each member of the Network, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent –
 - (a) by electronic transmission to that member's email address shown in the register of members, or
 - (b) if the member requests, by facsimile transmission, or
 - (c) by prepaid post to the address appearing in the register of members.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting

- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

13. Quorum at general meetings

- (1) No items of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering the item.
- (2) 5 percent of the total number of members being personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct 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 –
 - (a) in the case of a meeting convened upon the request of members – the meeting must be dissolved; and
 - (b) in any other case – the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or 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 the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than nine) shall be a quorum.

14. Presiding of general meetings

- (1) The Convenor, or in the Convenor's absence, the Assistant Convenor, will preside as Chairperson at each general meeting of the Network.
- (2) If the Convenor and the Assistant Convenor are absent from a general meeting, the members present must select one of their number to preside as Chairperson.

15. Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12.
- (4) Except as provided in sub rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

16. Voting at general meetings

(Numbering has been corrected. Previously numbering started with sub-clause (2))

- (1) Decisions will be reached whenever possible by agreement. If, following discussion, it is not possible to find agreement on a particular question, or if a Poll is called under Rule (17), it shall be decided on a majority of those voting.
- (2) Upon any question arising at a general meeting of the Network, each member, whether an individual or a group, has one vote only.
- (3) Upon any question arising at a general meeting of the Network, a member representing a group has one vote only and may vote either individually or on behalf of the group s/he represents, but not both.
- (4) All votes must be given personally or by proxy.
- (5) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (6) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Network have been paid.

17. Poll at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 9 individual members or 1 group member, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.
- (3) If a poll is demanded by a group member the resolution shall not be carried unless, in addition to an overall majority, it is supported by a majority of group members voting.

18. Manner of determining whether resolution carried

If a question arising at a general meeting of the Network is determined on a show of hands –

- (a) the Chairperson has the discretion to declare that a resolution has been –
 - (i) carried, or
 - (ii) carried unanimously, or
 - (iii) carried by a particular majority, or
 - (iv) lost; and
- (b) an entry to that effect in the minute book of the Network is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

19. Proxies

- (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be –
 - (a) for a meeting of the Network convened under rule 7(7), in the form set out in Appendix 1; or
 - (b) in any other case, in the form set out in Appendix 2.

20. Committee of Management

- (1) The affairs of the Network shall be managed by the committee of management.
- (2) The committee –
 - (a) shall control and manage the business and affairs of the Network; and
 - (b) may, subject to these rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Network other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Network, and
 - (c) subject to these Rules, the Act and Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Network.
- (3) Subject to section 23 of the Act, the committee shall consist of –
 - (a) the officers of the Network; and
 - (b) 6 ordinary members – each of whom shall be elected at annual general meeting of the Network in each year.

21. Office holders

- (1) The officers of the Network shall be –
 - (a) a Convenor;
 - (b) an Assistant Convenor;
 - (c) a Treasurer; and
 - (d) a Secretary.
- (2) The provisions of rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub rule (1).
- (3) Each officer of the Network shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the

conclusion of the annual general meeting next following the date of the appointment.

22. Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of the election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Network to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

23. Election of officers and ordinary committee members

- (1) Nominations of candidates for election as officers of the Network or as ordinary members of the committee must be –
 - (a) made in writing, signed by two members of the Network and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the Secretary of the Network before commencement of the annual general meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of the officers and ordinary members of the committee must be conducted at the annual general meeting in such a manner as the committee may direct.

24. Vacancies

The office of an officer of the Network, or of an ordinary member of the committee, becomes vacant if the officer or member –

- (a) ceases to be a member of the Network; or
- (b) becomes an insolvent under the administration within the meaning of the Corporations Law; or
- (c) resigns from office by notice in writing given to the Secretary.

25. Meetings of the committee

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meeting of the committee may be convened by the Chairperson or by any 6 members of the committee.

26. Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

27. Quorum for committee meetings

(The numbering of the sub-sub-clauses has been corrected – was in (i) format.)

- (1) Any 6 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present –
 - (a) in the case of a special meeting – the meeting lapses;
 - (b) in any other case – the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

28. Presiding at committee meetings

At meetings of the committee –

- (a) the Convenor or, in the Convenor's absence, the Assistant Convenor presides; or
- (b) if the Convenor and the Assistant Convenor are absent, or are unable to preside, the members present must choose one of their number to preside.

29. Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such a manner as the person presiding at that meeting may determine.
- (2) Each member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

30. Removal of committee member

- (1) The Network in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first mentioned member.
- (2) A member who is subject of a proposed resolution referred to in sub rule (1) may make representations in writing to the Secretary or Chairperson of the Network (not exceeding a reasonable length) and may request that the representations be provided to the members of the Network.
- (3) The Secretary or the Chairperson may give a copy of the representations to each member of the Network or, if they are not so given, the member may require that they be read out at the meeting.

31. Minutes of meetings

The Secretary of the Network must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

32. Funds

- (1) The Treasurer of the Network must –
 - (a) collect and receive all moneys due to the Network and make all payments authorised by the Network, and
 - (b) keep correct accounts and books showing the financial affairs of the Network with full details of all receipts and expenditure connected with activities of the Network.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- (3) The funds of the Network shall be derived from annual subscriptions, donations and other such sources as the committee determines

33. Seal

- (1) The common seal of the Network must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Network.

34. Notice to members

Except for the requirement in rule 12, any notice that is required to be given to a member, by or on behalf of the Network, under these rules may be given by

—

- (a) delivering the notice to the member personally, or
- (b) electronic transmission to that member's email address shown in the register of members, or
- (c) sending it by prepaid post addressed to the member at that member's address shown in the register of members, or
- (d) facsimile transmission, if the member has requested that the notice be given to him or her in this manner.

35. Winding up

In the event of the winding up or the cancellation of the incorporation of the Network, the assets of the Network must be disposed of in accordance with the provisions of the Act.

36. Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Network.
- (2) All accounts, books, securities and any other relevant documents of the Network must be available for inspection free of charge by any member upon request.

APPENDIX 1

FORM OF APPOINTMENT OF PROXY FOR MEETING OF ASSOCIATION CONVENED UNDER RULE 7(7)

I,.....(name),
of.....
.....(address), being a member of Climate
Emergency Network.

appoint(name of proxy holder),
of.....
.....(address of proxy holder), being a member of that
Incorporated Association, as my proxy to vote for me on my behalf at the appeal to the meeting of
the Network convened under rule 7(7), to be held on –
..... (date of meeting) and at any
adjournment of that meeting.

I authorize my proxy to vote on my behalf at their discretion in respect of the following
resolution.....

.....(insert details of resolution passed under rule 7(1)

.....Signed

.....Date

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I,(name),
of.....
.....(address), being a member of Climate
Emergency Network. appoint –

.....(name of proxy holder)
of.....
.....(address of proxy holder), being a member of that
Incorporated Association, as my proxy to vote for me on my behalf at the annual/special* general
meeting of the Network to be held on –

..... (date of meeting)

and at any adjournment of that meeting.

My proxy is authorized to vote in favour of/against* the following resolution –

.....
.....(insert details of resolution)

.....(Signed)

.....(Date)

*Delete if not applicable.