

# The Barristers' Benevolent Association of New South Wales

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## RULES AND REGULATIONS

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[Current as amended 2 July 2024]

### **Name and Constitution**

1. This Association shall be called "The Barristers' Benevolent Association of New South Wales," and shall consist of Subscribers, who are, or have been, Members of the Bar of New South Wales.

### **Objects (Amended 2010; 2024)**

2. The object of the Association is to afford assistance in necessitous and deserving cases to persons who are or have been Members of the Bar of New South Wales, practising in New South Wales, their spouse (including surviving spouse), partner in a defacto relationship (both opposite and same sex relationships) (including surviving defacto partner), children (including adopted children and children of any aforementioned spouse or partner) and such other persons whomsoever as may be determined by the Committee of Management (whose decision shall be final and conclusive) to be dependants of such first mentioned persons.

For the avoidance of doubt, reference in this clause to 'the Bar of New South Wales' is not a reference to the New South Wales Bar Association or the New South Wales Barristers Benevolent Association. Rather reference is intentionally made to the 'the Bar of New South Wales', being a public institution open to all properly qualified individuals and which is regulated by statute and subordinate legislation.

### **Capital and Income**

3. The funds of the Association shall be derived from donations, voluntary subscriptions, and bequests by Members of the Association and others.
4. All donations and bequests shall (unless special directions respecting the application thereof be given by the respective Donors) be, in the discretion of the Committee of Management, applicable either to form or increase the capital of the Association or available for affording assistance to the persons eligible to receive the same.
5. All annual subscriptions and all dividends and interest arising from capital shall be considered as income, and shall be applicable (if and as required) to the objects of the Association mentioned in Rule 2, and to the payment of necessary charges and expenses.
6. The accumulations of income, unexpended donations, and bequests (if any) which may arise from year to year, after payment of all such sums as the Committee of Management shall appropriate to the objects of the Association, and after payment of or allowance for the other

charges and liabilities of the Association, shall be added to capital, and be invested as the said Committee of Management may in their discretion direct.

### **Power to Resort to Capital**

7. The Committee of Management may, whenever in their opinion an urgent necessity for so doing exists, resort to the capital for funds to be applied to any of the objects of the Association mentioned in Rule 2, provided that no such application of capital shall be made without a resolution of the Committee of Management passed at a meeting specially convened for that purpose and by the affirmative vote of an absolute majority of the members then constituting the Committee of Management.

### **Members Subscriptions (Amended 1938; 1978)**

8. Members of the Association shall have the option of becoming Life or Annual Members. The payment of \$250 or upwards (on admission) shall constitute a Life Member, and an Annual Subscription (in advance) of \$10 or upwards in the case of Members of the Bar of less than five years' standing and in case of Members of the Bar of five years' standing or more \$20 or upwards shall constitute an Annual Member. An Annual Member may at any time constitute himself a Life Member by increasing his current year's subscription to the sum of \$250.

### **Annual Subscriptions (Amended 1938)**

9. Annual Subscriptions shall be payable on January 1<sup>st</sup> in each year. Only Financial Members shall be entitled to receive notices of any meetings, attend thereat, and vote. "Financial Member" means a Life Member and any person who has paid his subscription for the current year or proceeding year.

### **Trustees (Amended 2010)**

10. The Committee of Management shall take charge of and invest the property and funds of the Association, and may delegate the investment of all or part of such property and funds to such sub-committee or other person (a "Trustee") as it sees fit and on such terms as it determines from time to time. The remuneration of, and services to be performed by, the Trustee shall be such as are agreed upon by the Trustee and the Committee of Management.
11. A Trustee shall, from time to time, invest and pay over the capital and income arising from the property of or belonging to the Association to, or permit the same to be received by, the Committee of Management for the time being, or to or by such other persons, as such Committee may direct, and notice of the direction of the Committee of Management for the time being signed by the Secretary or two members thereof shall be a sufficient authority to the Trustee for making such investments or payments, and the Trustee shall not be bound to enquire whether the meeting at which any such direction was given was duly convened nor whether the resolution containing the direction was duly carried.

### **Committee of Management (Amended 1938)**

12. The Association shall be under the management of the Council of the New South Wales Bar Association, which shall be the Committee of Management.

**Non-profit (Inserted 2010)**

13. The assets and income of the Association shall be applied solely in furtherance of its Objects set out at rule 2 and no portion shall otherwise be distributed directly or indirectly to the Members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

**Dissolution (Inserted 2010; Amended 2024)**

14. Winding up and Loss of Deductible Gift Recipient Status
- (a) In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to one or more Eligible Recipients.
- (b) If the Association is endorsed as a deductible gift recipient and this endorsement is revoked, then the Association must ensure the following assets remaining after the payment of all liabilities are distributed to one or more Eligible Recipients:
- (i) deductible gifts of money or property received for the Association's Objects;
  - (ii) deductible contributions made in relation to an eligible fundraising event held to raise funds for the Association's Objects; and
  - (iii) money received by the Association because of such deductible gifts and contributions.
- (c) The decision about which Eligible Recipients are to receive the funds distributed in accordance with 14(a) and (b) is to be determined by a resolution of the Members.
- (d) For the purpose of the above rules, "Eligible Recipient" means an organisation which:
- (i) has charitable objects or purposes similar to the Association's Objects;
  - (ii) has a governing document which requires its income and property to be applied in promoting its objects and agrees to use any distribution provided to it by the Association to further such objects or purposes;
  - (iii) is registered as a charity with the Australian Charities and Not-for-profits Commission;
  - (iv) by law or its constituent rules, is prohibited from distributing, and does not distribute, its income and property amongst its members (either while it is operating or upon winding up) to an extent at least as great as is imposed upon the Association; and
  - (v) if the Association is endorsed as a deductible gift recipient for the purpose of any Australian federal tax law, is similarly endorsed as a deductible gift recipient.

### **Chairman**

15. The Committee of Management shall elect a Chairman, who shall preside at their meetings; and in the absence of such Chairman the Senior Member present at the commencement of the Meeting shall act as Chairman *pro tem*.

### **Functions and Duties of Committee of Management (Amended 1938)**

16. The Committee of Management shall have the power to admit Members, engage offices, appoint a Secretary and other officers and servants, and remove the same; fix the remuneration to be paid to, and the services to be performed by, such officers and servants respectively; make such orders and regulations for the management of the Association (not inconsistent with these Rules) as they may deem expedient; direct the investment, control, and distribution of the funds; decide on all applications for relief, and the amount and mode of affording it, according to the circumstances of the case and the person to be relieved; give receipts for all moneys, or delegate the last-mentioned power, from time to time to such person as they may think fit; and generally conduct the business of the Association. The Committee of Management may delegate all and any of its powers and functions from time to time to a sub-committee consisting of not less than three of its members.

### **Validation of Acts of Committee notwithstanding Defective Appointments**

17. All acts done by any meeting of the Committee of Management or by any persons acting as such, notwithstanding that it shall afterwards be discovered there was some defect in the appointment of such Committee of Management or persons acting as such or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Member of the Committee of Management.

### **Vacancies in Committee. How to be Filled. (Deleted 1938)**

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### **Meetings of Committee of Management**

19. The Ordinary Meeting of the Committee of Management shall be held at the offices of the Association (or at such other place as the Committee of Management shall from time to time appoint) at least once in every six months, on such days as the Committee of Management may think fit. Any two Members of the Committee of Management may at any time require the Secretary to convene an Extraordinary Meeting of the Committee of Management, and the Secretary shall convene the same accordingly, by notice stating the object of the Meeting, which notice shall be sent to each Member of the Committee of Management at least forty-eight hours before the time appointed for holding the same. Three Members of the Committee of Management shall form a quorum, and in case of equality in voting the Chairman for the time being shall have a second vote.

### **Annual General Meetings (Amended 1938; 2010)**

20. The Annual General Meeting of the Association shall be held at such place and on such day in each year as the Committee of Management shall appoint. Notice of such Meeting shall be

given at least seven days previous to the time appointed for holding such Annual General Meeting. At such Meeting a report of the Committee of Management shall be presented containing the names of all Contributors to the Association, a statement of the number and amounts of all assistance afforded during the past year, and of the general state of the funds on the day thereof; but in such report the names of applicants for, and the recipients of, assistance rendered by the Association shall not be stated or published; and the Accounts of the Association shall be produced.

### **General Meetings**

21. General Meetings of the Association other than the Annual General Meeting shall be held at such place as the Committee of Management shall appoint. Any two Members of the Committee of Management or any seven Members of the Association may at any time require the Secretary to convene a General Meeting of the Association, and the Secretary shall convene the same accordingly by notice stating the object of the Meeting. Notice of such Meeting shall be given at least seven days previous to the time appointed for holding such meeting.

### **Procedure at General Meetings and Annual General Meetings (Inserted 2010)**

22. No item of business is to be transacted at a General Meeting of the Members of the Association or an Annual General Meeting unless a quorum of Members entitled under these rules to vote is present during the time the meeting is considering that item.
23. Five Members present in person (being Members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting or an Annual General Meeting.
24. If within half an hour after the appointed time for the commencement of a General Meeting or an Annual General Meeting a quorum is not present, the meeting:
  - (a) if convened on the requisition of Members, is to be dissolved, and
  - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned) at the same place.
25. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being at least 3) is to constitute a quorum.

### **Chairman at Annual General Meetings and General Meetings (Inserted 2010)**

26. The presiding Chairman of the Committee of Management is to preside as Chairman at a General Meeting and at the Annual General Meeting of the Association.
27. If the presiding Chairman of the Committee of Management is absent or unwilling to act, the Members present must elect one of their number to preside as Chairman for that meeting.

### **Notices (Amended 2010)**

28. Notice of any Meeting shall be given by posting such notice to or delivering the same at the address of each Member appearing in the current Law Almanac. If the notice be posted it shall be deemed to be given as at the expiration of twenty-four hours from the time of posting, and if delivered then as at the time of delivery. It shall not be necessary to give Notice to any Member whose name and address does not appear in the current Law Almanac.

### **As to Omission to give Notices**

29. The accidental omission to give Notice of any Meeting to any of the Members of the Association or of the Committee of Management shall not invalidate any resolution passed at any such meeting of the Association or Committee of Management.

### **Revocation or Alteration of Rules (Amended 2010)**

30. The Rules of the Association may, from time to time, be revoked or altered, or new Rules may be made, in either of the following modes:-
  - (a) By a Resolution passed at any General Meeting and supported by the affirmative vote of an absolute majority of the Members of the Association for the time being; or
  - (b) By a Resolution passed at any General Meeting by a majority of not less than three-fourths of the Members of the Association then present, and confirmed by a majority of such Members as may be present at a subsequent General Meeting held at an interval of not less than fourteen days nor more than twenty-eight days from the date of the meeting at which such Resolution was first passed.

The Secretary must give notice of any proposed revocation, alteration, or making of new Rules, to all Members of the Association, together with an explanation of the nature and effect of any such proposed revocation, alteration or new Rules. The notice must be given at least seven days prior to the holding of a General Meeting to consider the proposed revocation, alteration or new Rule, and may be given together with the Notice of such General Meeting given under Rule 21.

### **Incorporation**

31. The Committee of Management shall have full power at any time they shall think fit to cause the Association to be incorporated.