



The Constitution

THE ASSOCIATION OF MALAYSIANS IN WESTERN AUSTRALIA
INCORPORATED

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CONSTITUTION OF THE ASSOCIATION OF MALAYSIANS IN WESTERN AUSTRALIA INC.

Article 1 NAME OF ASSOCIATION

- 1.1. The name of the Association shall be The Association of Malaysians in Western Australia Incorporated. (AMWA)

Article 2 MISSION

- 2.1. The Association is a non-governmental, non-political and non-profit organisation.
- 2.2. The mission of the Association is to bring together Malaysians including former Malaysians in Western Australia through educational, social, cultural and economic activities and to strengthen relationships between the Malaysian community in Western Australia.

Article 3 OBJECTIVES

- 3.1. To promote and maintain unity and friendship among Malaysians, former Malaysians and other communities;
- 3.2. To share and circulate information that could be of interest or which could benefit members and could promote networking among members;
- 3.3. To promote educational, social, cultural and economic activities that foster cooperation and good relations with either the Western Australian Government or other organisations and authorities;
- 3.4. Safeguard members' legal rights and interest through cooperating with Co-operate with local and national authorities to ensure members' feedback on proposed laws, regulations and procedures that could impact on members by virtue of their Malaysian origin are duly addressed in order to protect the legitimate interests of members and to contribute to the creation of a co-operative environment between members and the Western Australian authorities ;
- 3.5. Promote sport, social, cultural and economic activities for its members and help facilitate business ties between Malaysia and Western Australia that benefit members.
- 3.6. Arrange functions for and amongst its members or with the members of other associations, both foreign and domestic, Western Australia authorities and with Malaysian educational, sports, social, cultural and economic delegations visiting Western Australia;
- 3.7. Enable the provision of guidance to new migrants and students arriving from Malaysia to Western Australia.

- 3.8. Promote a good image of the Malaysian people and protect the reputation and standing of Malaysians in Western Australia as a whole in Australian society;
- 3.9. Engage in fund raising activities to meet the operational costs of the Association;
- 3.10. Engage in fund raising activities to support appropriate charitable/educational/social/sporting/cultural/economic organisations
- 3.11. To establish and manage an Association building to accommodate the activities of the Association.
- 3.12. Be a not for profit association where the property and income of the association shall be applied solely towards the promotion of the objects or purposes of the association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the association, except in good faith in the promotion of those objects or purposes.

Article 4 POWERS

The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- 4.1. (a) Acquire, hold, deal with, and dispose of any real or personal property on behalf of the Association;
(b) open and operate bank accounts;
(c) appoint or authorise a member of the Association to transact any business of the Association on its behalf
(d) enter into any contract it considers necessary or expedient to pursue or facilitate the objectives of the Association or desirable;
- 4.2. Charge and receive membership fees and subscriptions.
- 4.3. Accept grants, donations, bequests or gifts of monies and other materials and equipment made for the benefit of the Association and its objectives.
- 4.4. Undertake or execute trusts, which the Association may resolve to be desirable or conducive to the benefit of the Association including acting as trustee and accepting and holding real and personal property upon trust, but the Association does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.
- 4.5. Assist, cooperate with, enter into reciprocal arrangements with or become a member of any association or any body, which may assist the Association in the promotion, or fulfillment of its

objectives.

- 4.6. Erect, improve, repair, pull down or rebuild any building or property of the Association.
- 4.7. Borrow, raise, and secure the payment of money in such a manner as the Association thinks fit.
- 4.8. Print, publish, issue and circulate media such as newspapers and other papers, periodicals, books, circulars and other forms of electronic media and to produce or encourage by any means the production of lectures, radio and television programs and films as may be deemed desirable or expedient for the purpose of promoting community involvement or for promoting the aim and objectives of the Association.
- 4.9. Appoint and employ officers, servants and contractors and to dismiss or suspend an officer or servant, to fix salaries and other emoluments of officers and servants.
- 4.10. Enforce the observance by members of the Association of the constitution and the rules.
- 4.11. Do all such lawful things as may be incidental to or conducive to the objectives of the Association.

Article 5 PROPERTY AND INCOME

- 5.1. The income and property of the Association shall be applied solely towards the promotion of the objectives and no part shall be paid or transferred directly or indirectly to any individual member of the Association except as bona fide remuneration for services rendered or expenses incurred on behalf of the Association.
- 5.2. The revenue of the Association shall be derived from subscriptions, donations, grants and other forms of revenue as shall be decided on from time to time.
- 5.3. The Association shall open and keep accounts with any recognised bank for all Association funds.
- 5.4. The signatories for all banking and financial documents of the Association shall be the following office bearers: - the President, the Secretary and the Treasurer. Any 2 of the signatories are authorized to execute any such banking and financial document on the Association's behalf.

Article 6 MEMBERSHIP

6.1 Qualification

The Association of Malaysians in Western Australia shall comprise the following categories of membership:

- 6.1.1. Family Members; citizens and permanent residents of

Malaysia and former Malaysian citizens, who are in good standing and interested in educational, social, cultural, sports and economic and/or other permitted activities in Australia, and are ordinary residents in Australia. Family Members shall include spouses and dependent children less than 18 years. The member and spouse shall be considered as two members for voting purposes, with one vote each.

6.1.2. Associate Members; individuals who do not fall within the family membership category, organizations and corporations of good standing residing or based in Western Australia.

6.1.3. Student Members; Malaysian students above 18 years of age studying full time or apprenticed in Australia, who are in good standing and interested in education, social, culture, sports and economic and/or other permitted activities in Australia;

6.1.4. Corporate Members; Companies, Corporations and Organisations in good standing which are incorporated in or established under the laws of Malaysia (herein referred as "Malaysian-registered companies/societies/associations"), and who have a legal presence in Australia in a form permitted by the laws of Australia;

6.1.5. Corporations and individuals may apply for membership and the Executive Committee of the Association shall determine acceptance at their absolute discretion. No reason need be given in the event of a rejection;

6.2. Application for Membership

6.2.1. Application for membership shall be made on the form prescribed for such purpose by the Executive Committee and shall be delivered to the Association or to any Executive Committee members;

6.2.2. The Executive Committee shall vet and determine all applications for membership. No reason need be given to any candidate for membership whose application is rejected although a written appeal can be made to the Executive Committee. The decision of the Executive Committee on such appeals shall be final and binding.

6.3. Resignation from Membership

Any Member desiring to resign from membership must deliver written notice of resignation to the postal address of the Association or to any of the Executive Committee members. Every resignation notice shall be deemed to take effect on the date that such notice is brought to the attention of the Executive Committee of the Association at a meeting.

6.4. Expulsion

The Executive Committee may, by notice in writing, have the

right at any time to expel any member if, in the opinion of the Executive Committee:

- a. Such member has breached the Constitution of the Association;
- b. Such member has conducted himself/herself in an unbecoming manner; or
- c. If the Executive Committee forms the view that allowing such member to remain as a member would discredit the Association.

A member may appeal to the Executive Committee against expulsion within 30 days of receiving such a notice. The Executive Committee shall consider an appeal and its decision shall be final and binding on the member.

6.5. Termination of Membership

Membership will be terminated if a Member;

- a. Dies;
- b. Resigns;
- c. Is declared a bankrupt by a court of competent jurisdiction;
- d. Ceases to qualify for membership under his/her category of membership;
- e. Is expelled under (7.4) above;
- f. Is in arrears of payment of any fees or of any other additional contributions and charges required to be paid to the Association; or
- g. Is declared by a court of competent jurisdiction to be legally or mentally incompetent; or
- h. Ceases to permanently reside or be based or carry on business in Western Australia

Each Member shall on termination of his/her membership of the Association for whatever reason, forfeit all rights to and claims upon the Association, their property and funds.

Article 7 TRUSTEES OF THE ASSOCIATION

- 7.1. There shall be two Trustees of the Association. They shall be nominated triennially by the Executive Committee.
- 7.2. The Trustees shall be the custodian of the Common Seal of the Association and the title deeds of the Association's real property, and any contract deed or other documents where the common seal of the Association had been affixed thereon.

- 7.3. The Trustees are empowered to use the common seal of the Association jointly with the Secretary, provided the Executive Committee or the members of the Association have given prior express authority.
- 7.4. The Trustees shall advise the Executive Committee about the use of the common seal on every document that they have affixed the common seal of the Association.
- 7.5. A Trustee may resign by notice in writing to the Executive Committee. Where a vacancy occurs it shall be filled by the Executive Committee. Notwithstanding any vacancy the continuing Trustee may act until the vacancy is filled.
- 7.6. A Trustee may attend any meeting of the Executive Committee but has no voting right at such meeting.

Article 8 QUALIFICATION OF TRUSTEE

- 8.1. Any Executive Committee member who served as a member of the Executive Committee of the Association for a minimum period of 2 years.
- 8.2. If there are no Executive Committee member who qualify to be appointed a Trustee under Article 9.1.above or if no Executive Committee member who qualifies under Article 9.1 above consents to their nomination as Trustee, then the Executive Committee may nominate any member, notwithstanding Article 9.1 above.
- 8.3. A nominee must sign a consent to act as Trustee of the Association.
- 8.4. Once Trustees have been appointed, the Executive Committee must announce who has been appointed as Trustees at the next general meeting so members are informed.

Article 9 REGISTER OF MEMBERS

- 9.1. The Secretary shall keep and maintain an updated register of Members of the Association.
- 9.2. The Secretary shall cause the name of a person who dies or who ceases to be a member under the rules to be deleted from the register of Members.

Article 10 RIGHTS AND DUTIES OF MEMBERS

All members shall enjoy the following rights:

- a. To use any facilities provided by the Association for the general use of its members;
- b. To attend Annual General Meetings and Extraordinary General Meetings of the Association;

- c. To attend functions and activities arranged by the Association;
- d. To be eligible to receive assistance and advantages within the scope of the objectives of the Association;
- e. Members shall comply with this constitution and policies and rules of the Association, as amended from time to time; and
- f. No member shall, by reason of membership of the Association, be liable for any debts or obligation of the Association in the absence of an express written promise to accept such liability;
- g. Voting rights

Each Ordinary Corporate/Organisation Member and Ordinary Individual Member shall be entitled to one vote at General Meetings of the Association. The country representative appointed by an Ordinary Corporate/Organisation Member shall be entitled to one vote. No other members shall be entitled to vote.

Each Member shall be entitled to one vote at General Meetings of the Association. Spouses of family members are considered individual members in their own right and are entitled to one vote. A representative appointed by an Ordinary Corporate/Organisation Member shall be entitled to one vote.

Article 11 SUBSCRIPTION FEES

- 11.1. All subscription fees shall be payable on joining. Fees for Corporate, Organisation and Associate Membership shall be determined by the Committee from time to time and payable per calendar year. For Family Membership and Student Membership subscription will be for life or tenure as a student respectively and the fees shall be subjected to review from time to time for new members.
- 11.2. Subscription fees payable will be retained to meet the ongoing costs of the Association.
- 11.3. Subscription fees shall be payable to the Association by cash or cheque, or such other methods as may be acceptable to the Association.
- 11.4. Subscriptions for Corporate, Organisation, Associate Membership shall be pro-rated for members joining during the calendar year.
- 11.5. No refund of subscription will be given should a membership cease for any reason during the year.

Article 12 PATRON

The Executive Committee may invite an individual from any organization or public authority from either Australia or Malaysia who resides in

Western Australia to be the Patron of the Association and upon that individual accepting the invitation and communicating that acceptance to either the President or Secretary of the Association, the person shall henceforth be the Patron until such time as the Executive Committee shall relinquish that appointment or that person shall cease residing in Western Australia.

Article 13 EXECUTIVE COMMITTEE

13.1. The Association shall have an Executive Committee, which shall be responsible for the day-to-day running of the Association.

13.2. The Executive Committee may form sub-committees from time to time to assist in the running of the Association.

13.3. The Executive Committee shall comprise: -

- One (1) President
- Four (4) Vice Presidents
- One (1) Secretary
- One (1) Treasurer
- One (1) Ex-Officio Rep. Malaysian Government; and
- Seven (7) Committee Members

13.4. Duties of Members of Executive Committee.

13.4.1. The President

a. The President of the Association shall exercise general supervision over the affairs of the Association, and represent the entire Association in external relations.

b. The President shall be the Chairman of all meetings of the Executive Committee and meetings of the Association. In his/her absence, the Vice-President shall take his/her place.

c. In the event of any dispute regarding the interpretation of any rules of Constitution or any by-laws, the decision of the President shall be final.

d. In any meeting of the Association or any other meeting of the Executive Committee, if there shall be an equal number of votes for or against a motion, the Chairman of the meeting shall have a casting vote.

13.4.2. The Vice-Presidents

The Vice Presidents shall assist the President in his or her functions. In the absence of the President, the most senior Vice-President, based on who was elected as Vice-President first, shall have the same powers and authority as the President.

13.4.3. The Secretary

The Secretary keeps all records, except financial records, including membership records, minutes of all Annual General Meetings, Extraordinary General Meetings of Association.

Records kept by the Secretary shall be available for perusal by any member of the Association upon written request to the Secretary.

13.4.4. The Treasurer

The Treasurer shall keep all funds and collect all monies on behalf of The Executive Committee of Association. The Treasurer shall keep a correct account of all financial transactions of the Association.

13.4.5. The Ex-Officio Representative

So long as the office of Consulate General of Malaysia in Perth is maintained, The Ex Officio Representative shall be an officer of the Consulate-General of Malaysia in Perth Western Australia, appointed by the Consul General to this position in the Executive Committee. The position of the Ex-Officio shall cease in the event that the office of Consulate General of Malaysia in Perth is no longer maintained or if the Consul General does not appoint an Ex Officio Representative to the Committee.

13.5. All positions in the Executive Committee other than the Ex-Officio Representative shall be elected at the Annual General Meeting. Each elected Committee member shall hold office until the next Annual General Meeting and shall be eligible for re-election.

13.6. The President and the Treasurer shall not hold the same post for more than two consecutive terms but shall be eligible for appointment to that post after a lapse of one term.

13.7. The Executive Committee may, from time to time, co-opt members to the Executive Committee on an ad hoc basis.

Article 14 ELECTION OF EXECUTIVE COMMITTEE MEMBERS

14.1. Election shall be on a secret ballot or by a show of hands, as determined by the members at the Annual General Meeting.

14.2. Election of a new Executive Committee shall take place at every Annual General Meeting.

14.3. All candidates for election to the Executive Committee shall be proposed and seconded by members of the Association.

14.4. All candidates for election to the Executive Committee shall be proposed and seconded by way of written nominations duly submitted to the Secretary either by post, sent to the Association's postal address or via email to the secretary's email address, at least three days prior to the date of the Annual General Meeting. Where no written nomination for a particular position in the Executive Committee is received by the Secretary within the stipulated period or a duly submitted written nomination is withdrawn or declined before or at the annual general meeting, then the returning officer can call for

nominations from the members present at the Annual General Meeting.

- 14.5. The offices of President, Vice Presidents, Secretary and Treasurer shall each be individually voted upon. The Committee Members shall be the seven persons who obtain the highest number of votes amongst the contestants.
- 14.6. If any Executive Committee member is temporarily unable to perform his/her duties, the Executive Committee may co-opt a replacement. If an Executive Committee member is unable to complete his/her term of office, the Executive Committee may co-opt a replacement.

Article 15 POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- 15.1. The general management of The Association of Malaysians in Western Australia Incorporated is vested in the Executive Committee.
- 15.2. The Executive Committee may from time to time make, vary and revoke bylaws (not consistent with the Constitution) for the regulation of the internal affairs of the Association and the conduct of members. The by-laws shall be binding on all members.
- 15.3. The Executive Committee shall be responsible for carrying out all resolutions of the Association, and for organizing or appointing members to organize activities for the Association.
- 15.4. The Executive Committee shall have full authority to enter into financial transactions and, generally, to deal in all matters related to the Association.
- 15.5. All funds of the Association or any part of such funds may only be dealt with by the Treasurer and two other authorized persons within the Executive Committee PROVIDED THAT any expenditure in excess of \$50,000.00 (Australian Dollars Fifty Thousand Only) must be approved by the members of the Association at a General Meeting.
- 15.6. The Executive Committee shall have the power to obtain, collect and receive money and funds by contributions, sponsorship, donations, subscription fees, or any other way.

Article 16 VACANCIES ON THE EXECUTIVE COMMITTEE

A vacancy on the Executive Committee shall be deemed to have occurred if a member:

- a. Resigns his membership of the Executive Committee by notice in writing sent to the Secretary.
- b. Fails to attend three consecutive meetings of the Executive

Committee unless he/she has been excused from attending by resolution of the Management Committee.

c. Is removed from office by either a decision of the Executive Committee or at a meeting of the Association,

d. Is absent from Perth for a period of six months unless leave has been granted by the Executive Committee,

e. or dies.

Article 17 ACCOUNTS

17.1. The financial year of the Association shall, begin on the First day of September in each year and end on the Thirty-First day of August in the next year, on which day the accounts of the Association shall be balanced.

17.2. An account book shall be kept by the Treasurer and made available for inspection by the Auditor or by any ordinary member of the Association after giving the President, Secretary or Treasurer, one week advanced notice of his/her desire to inspect the account book.

17.3. The income and property of the Association whenever and however derived shall be applied solely towards the promotion of the objects of the Association. No portion thereof shall be paid or transferred directly or indirectly by way of a dividend, bonus, profit or otherwise to members. However, in the event of dissolution pursuant to Article 29, the provisions of Article 29 shall apply.

17.4. The Executive Committee may in good faith direct that payment by way of proper remuneration and/or reimbursement of reasonable expenses be made to any officer or member of the Association for services rendered and/or out of-pocket expenses or any other fees or charges incurred on behalf of the Association.

Article 18 AUDITORS

Two members shall be appointed to serve as Auditor for a minimum period of two years. The Auditor shall have the right to audit the account book of the Association at any time and shall be responsible for certifying all financial statements.

Article 19 ANNUAL GENERAL MEETING

19.1. Annual General Meeting shall be held in September of each year or as soon as practicable thereafter. The Executive Committee shall determine the day and time of the Annual General Meeting.

19.2. All members will be invited to attend the Annual General Meeting in order:

a. To receive and, if approved, pass the Accounts for the preceding financial

year;

b. To elect the office bearers and members of the Executive Committee and to elect 2 members to act as auditors for the ensuing financial year; and

c. To conclude any other business as proposed to the Executive Committee in writing seven (7) days before the meeting.

19.3. The notice of the Annual General Meeting shall be sent to all Members not less than fourteen (14) days before the meeting.

19.4. The President of the Executive Committee will chair the Annual General Meeting.

Article 20 EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting may be called at any time either by the Executive Committee or by the written request of not less than one quarter of the voting members of the Association. Extraordinary General Meetings will be called and conducted in accordance with rules governing Annual General Meetings.

Article 21 QUORUM

21.1. The quorum at an Annual General Meeting or Extraordinary General Meeting shall be not less than ten percent of Ordinary membership of the Association present in person or by proxy.

21.2. If a quorum is not present at an Annual General Meeting or Extraordinary General Meeting, the meeting shall be adjourned for two weeks. Members shall be notified of such adjournment. At the adjourned Annual General Meeting or Extraordinary Meeting, any number of members attending such meeting shall constitute a quorum.

21.3. Any 7 members of the Executive Committee present at an Executive Committee meeting shall constitute a quorum.

21.4. An Executive Committee member shall be deemed to be present at a meeting of the Executive Committee if he/she participates by telephone or other electronic means and all members participating in the meeting are able to hear each other.

21.5. A resolution proposed in writing and sent to all members of the Executive Committee entitled to receive notice of a meeting of the Executive Committee and signed and returned by letter, email or facsimile by a majority of the members of the Executive Committee shall be as a valid and effectual resolution of the Executive Committee as if it had been passed at the meeting of the Executive Committee duly convened and held and may consist of several documents in like form.

21.6. All documents need to be signed by the President or by any two Executive Committee members except for correspondence which can be signed by the Secretary and Financial reports including accounts that can be signed by the Treasurer.

Article 22 VOTE

- 22.1. Only ordinary members may vote at a General Meeting and each ordinary member shall have one (1) vote at a General Meeting, which they may exercise freely. If the spouse of a member attends the General Meeting, the member and their spouse shall be considered as two members with one vote each.
- 22.2. Voting shall be by secret ballot or by show of hands as determined by the majority of the members present at such General Meeting.

Article 23 MINUTES OF MEETINGS

- 23.1. The Secretary shall cause proper minutes of all proceedings of all General Meetings and Executive Committee Meetings be kept and copies thereof shall be forwarded to all members of the Executive Committee and the Trustee. The minutes must be recorded in a minutes book within 30 days of all General or Executive Committee Meetings.
- 23.2. The Chairperson of each and every General Meeting and Executive Committee Meeting shall check the minutes and sign that they represent a true and correct record.
- 23.3. When minutes have been entered and signed as true and correct under this rule, they shall, until the contrary is proved, be evidence that:
- 23.4. The General Meeting or Executive Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- 23.5. All decisions recorded as having taken place at the meeting did in fact take place; and
- 23.6. All decisions, appointments or elections purporting to have been made at the meeting have been validly made.

Article 24 VISITORS

Members may with the consent of the Executive Committee introduce and entertain their guests as visitors to the Association. Any member introducing a guest shall be responsible for his/her guest strictly observing the rules and by-laws of the Association.

Article 25 NOTICES

Each member shall be obliged to keep the Secretary informed of that member's home address or some other address to which communications may be addressed to him/her. All notices to members shall be posted by being affixed in a prominent position at the Association's premises or at the address of the Association, save that notices of General Meetings shall be sent by post or such other means determined by the Executive Committee to each member's address.

Article 26 AMENDMENT OF THE CONSTITUTION

The provisions of this Constitution may be revoked, added to or amended by a special resolution duly passed by a majority of 75% (seventy-five percent) of the

members present at a General Meeting for which notice has been duly given, specifying the intention to propose such revocations, additions or alterations, together with full particulars thereof.

Article 27 INDEMNITY

The members of the Executive Committee, trustees, servants and other officers of the Association and their respective executors and administrators shall be indemnified out of the funds of the Association against all charges, costs, losses, damages and expenses which they or any of them shall incur or sustain in the execution of their respective offices or on behalf of the Association or in furtherance of the Association except such charges or expenses incurred or sustained by or through their own willful default.

Article 28 WINDING-UP

28.1 A special General Meeting of the Association may resolve to wind-up or dissolve the Association provided that all members of the Association are given prior written notice of such meeting and provided that three quarters majority of voting members present at such a meeting passes such resolution.

28.2 Upon the winding-up or dissolution of the Association all property purchased by the Association from monies provided to the Association by the Federation of Malaysia or the Commonwealth of Australia pursuant to any funding agreement shall be transferred to the respective government together with any unexpected or uncommitted monies provided by respective government.

If upon the winding up of the association, there remains after satisfaction of all debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members or former members, but shall be given or transferred to another association incorporated under the Act which has similar objects and to which income tax deductible gifts can be made as approved by the Commissioner of Taxation and which association shall be determined by resolution of the members.