



ACN 000 173 231
ABN 52 000 173 231

Memorandum

and

Articles of Association

(Revised November 2006)

**Deacons
Solicitors**

**Level 8
Goldfields House
1 Alfred Place
Sydney**

CORPORATE AFFAIRS COMMISSION
NEW SOUTH WALES

No of Company
43520-33

**Certificate of Incorporation on
Change of Name of Company**

Companies Act, 1961 - Section 21 (6)

THIS IS TO CERTIFY that

The Royal College of Pathologists of Australia originally, called The College of Pathologists of Australia which was, on the Tenth day of April, 1956 incorporated under the Companies Act, 1936 did on the Sixteenth day of January, 1980, change its name to

THE ROYAL COLLEGE OF PATHOLOGISTS
OF AUSTRALASIA

and that the company is limited by guarantee.

GIVEN under the seal of the Corporate Affairs Commission at Sydney, this Sixteenth day of January, 1980.

F.J.O. RYAN
Commissioner.

THE COMPANIES ACT OF 1936

Memorandum of Association

of

**THE ROYAL
COLLEGE OF PATHOLOGISTS
OF AUSTRALASIA**
A.C.N. 000 173 231

A Company limited by Guarantee and not having a Share Capital

1. The name of the Company is THE ROYAL COLLEGE OF PATHOLOGISTS OF AUSTRALASIA.

The Company is hereinafter referred to as "The College".

2. The registered office of the College will be situated in Sydney.
3. The objects for which the College is established are:
 - (a) To promote the study of the science and practice of pathology in relation to medicine; to encourage research in pathology and related sciences; to bring together pathologists for their common benefit and for scientific discussions and demonstrations; and to disseminate knowledge of the principles and practice of pathology in relation to medicine by such means as may be thought fit.
 - (b) To consider and advise as to any course of study and technical training and to diffuse any information calculated to promote and ensure the fitness of persons desirous of qualifying for membership of the College.
 - (c) To institute and provide lectures, seminars, symposia and demonstrations upon sciences pertinent to the practice of pathology for the benefit of members of the College and to invite to and admit to such lectures, seminars, symposia and demonstrations persons who are not members of the College on such occasions and on such conditions as shall be deemed expedient by the College.
 - (d) To consider all questions affecting the interests of the College and to promote or oppose any legislative or other measures affecting such matters concerned with pathology as are directly related to interests of the College, or its members, as may be deemed expedient by the College.
 - (e) To confer or correspond with any association institution society or body or individuals whether incorporated or not in relation to any of the objects of the College or on any other matter of interest to its members provided that the College shall not amalgamate with any association institute society or body unless it shall prohibit the distribution of its income and property amongst its members to the extent at least as great as is imposed on the College under or by virtue of clause four hereof.

- (f) If and when considered advisable to apply or petition for or promote a Royal Charter or Act of Parliament for the purposes of the College or for the re-incorporation thereof or for continuing or expanding the work thereof.
- (g) To acquire establish print publish issue and circulate such journals magazines periodicals circulars calendars or other literary or scientific works as may seem conducive to the promotion of these objects or in any way beneficial to the College.
- (h) To acquire by purchase donation or otherwise a library of scientific work and to maintain and from time to time extend and improve such library.
- (i) Deliberately left blank.
- (j) To provide establish support or institute and to maintain offices examination halls lecture rooms libraries registries and museums with all requisite equipment.
- (k) To establish and support or aid in the establishment and support of any charitable or benevolent association or institutions connected with the purposes of the College or calculated to further its objects, to grant pensions to ex-employees of the College and to subscribe or guarantee money for charitable and benevolent purposes in any way connected with the purposes of the College or calculated to further its objects, and to amalgamate or co-operate with any associations societies institutions or bodies whether incorporated or not formed for purposes similar to the purposes of the College provided that the College shall not amalgamate with any association or institution unless it shall prohibit the distribution of its income and property among its members to an extent at least as great as is imposed on the College under or by virtue of clause four hereof.
- (l) To establish the classes of members of the College and to admit to the respective classes such persons as shall be eligible therefore in accordance with the regulations of the College and to make and maintain a register of members of the College.
- (m) To accept any gift endowment or bequest made to the College generally or for the purpose of any specific object and to carry out any trusts attached to any such gift endowment or bequest.
- (n) To delegate all or any of its powers to the Council of the College or to any Committee consisting of one or more members.
- (o) To undertake and execute any trusts the undertaking whereof may be necessary or convenient for the carrying out of the objects of the College.
- (p) To procure the College to be registered or recognised in any country or place outside the State of New South Wales.
- (q) To purchase take or lease or in exchange hire or otherwise acquire any real and personal property wheresoever situated and any rights or privileges which the College may think necessary or convenient for the purposes for which it is established and in particular any lands buildings erections plant and equipment.
- (r) To construct maintain and alter any buildings or works necessary or convenient for the purposes of the College upon land held in fee simple or under lease from the

Crown or any corporation or person or upon any other tenure as to the College may seem fit.

- (s) To sell improve manage develop exchange lease mortgage dispose or turn to account or otherwise deal with all or any part of the property and rights of the College.
- (t) To borrow or raise or secure the payment of money in such manner as the College shall think fit and in particular by the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the property of the College both present and future and to purchase redeem or pay off any such securities.
- (u) To invest and deal with the moneys of the College not immediately required in such manner as may from time to time be determined.
- (v) To draw make accept endorse discount execute and issue promissory notes bills of exchange warrants debentures and other negotiable or transferable instruments.
- (w) From time to time to make rescind or alter such by-laws not being inconsistent with any Statute or with this Memorandum of Association or with the Articles of Association of the College for the time being in force for the regulation of any of the affairs of the College as may be deemed necessary or convenient.
- (x) To do all such other things as are incidental or conducive to the attainment of the above objects.

In case the College shall take or hold any property which may be subject to any trusts, the College shall only deal with the same in such manner as allowed by law having regard to such trusts.

The intention is that unless the context shall otherwise require the objects specified in each paragraph of this clause shall be independent main objects and shall be in no wise limited or restricted by reference to or inference from the terms of any other paragraph or the name of the College.

4. The income and property of the College whensoever derived shall be applied solely towards the promotion of the objects of the College as set forth in this Memorandum of 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 members of the College; provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officers or servants of the College or to any member of the College in return for any services actually rendered to the College nor prevent the payment of interest on money borrowed from any member of the College at a rate not exceeding the rate for the time being charged by Bankers in Sydney on overdrawn accounts or reasonable and proper rent for premises demised or let by any member to the College but so that no member of the Council of Management or Governing Body of the College shall be appointed to any salaried office of the College or any office of the College paid by fees and that no remuneration or other benefit in money or money's worth shall be given by the College to any member of such Council or Governing Body except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the College provided that the provision last aforesaid shall not apply to any payment to any Railway Gas Electric Water or Telephone company of which a member of the Council of Management or Governing Body may be a member or to any other company in which such member shall not hold more than one hundredth part of the capital and such a member shall not be bound to account for any share of profits he may receive in

respect of any such payment and that the said provision shall not apply to the payment in good faith of reasonable and proper remuneration to any member of the Council or Governing Body of the College for his services as a Censor Examiner Lecturer or Demonstrator in connection with the teaching and examining work of the College in any case when by reason of his ability or his ability other reasons the Council is of the opinion that such services of such member are pre-eminently desirable in the interests of the College, but so that the number of such members being so remunerated shall not exceed one third of the members for the time being of the Council or Governing Body of the College.

5. Deleted 30 October 1998.

6. The fourth, fifth and tenth paragraphs of this Memorandum of Association contain conditions upon which a licence is granted by the Commission to the College in pursuance of the provisions of Section 66 of the Companies (New South Wales) Code.

7. The liability of the members of the College is limited.

8. Every member of the College undertakes to contribute to the assets of the College in the event of its being wound up while he is a member or within one year afterwards for payment of the debts and liabilities of the College contracted before the time at which he ceases to be a member and the costs charges and expenses of winding up and for an adjustment of the right of contributories among themselves such amount as may be required not exceeding Twenty Dollars.

9. If upon the winding up or dissolution of the College there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the College but shall be given or transferred to a Corporation or to some other institution or institutions having objects similar to the objects of the College 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 College under or by virtue of the fourth paragraph hereof such institution or institutions to be determined by the members of the College at or before the time of dissolution and in default thereof by the Chief Judge in Equity of the Supreme Court of New South Wales or such other Judge of that Court as may have or acquire jurisdiction in the matter, and if and so far as effect cannot be given to the aforesaid provision then to some charitable object.

10. True accounts shall be kept of the sums of money received and expended by the College and the matters in respect of which such receipts and expenditure take place and of the property credits and liabilities of the College and subject to any reasonable restrictions as to time and manner of inspecting the same that may be imposed in accordance with the regulations of the College for the time being shall be open to inspection of the members. Once at least in every year the accounts of the College shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified auditor or auditors.

We the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association.

Names, Addresses and Descriptions of Subscribers	Signatures of Witnesses
Edgar Frederick Thomson, 17 Selwyn Street, Wollstonecraft, Sydney, New South Wales. Pathologist.	Ellen Doris Thomson, 17 Selwyn Street, Wollstonecraft, Sydney, New South Wales. Housewife.
John William Perry, 276 Walsh St, Sth Yarra, S.E.1, Victoria. Pathologist.	Alan Llewelyn Williams, 35 Monomeath Avenue, Canterbury, E.7, Victoria. Pathologist.
John Leicester Holme, 363 Edgecliff Road, Edgecliff, Sydney, New South Wales. Pathologist.	Denise Vallack Single, 19 Trelawney Street, Woollahra, New South Wales. Medical Practitioner.
John Richard Steele Douglas, 12 Hill Street, Merewether, Newcastle, New South Wales. Pathologist.	Peter Ian Alexander Hendry, 2 Bromley Court, High Street, Newcastle, New South Wales. Pathologist.
John Iredale Tonge, 53 Lucinda Street, Tarringa, Brisbane, Queensland. Pathologist.	Ian Lewis Chapple, 6 Pelliga Street, Wavell Hts., N.10, Brisbane Medical Practitioner.
John Patrick Edward O'Brien, 20 Mons Avenue, Maroubra, New South Wales. Pathologist.	Patricia Stiles Kingsford, 88 Latimer Road, Bellevue Hill, Sydney, New South Wales. Biochemist.
Hans Frederick Bettinger, 24 Tinham Ave, Toorak, S.E.2, Victoria. Pathologist.	Frank Forster, 4 Chrystobel Crescent, Hamilton, Victoria. Medical Practitioner.

DATED the Twentieth day of March, 1956.

THE COMPANIES ACT OF 1936

Articles of Association

of

**THE ROYAL
COLLEGE OF PATHOLOGISTS
OF AUSTRALASIA**
A.C.N. 000 173 231

A Company limited by Guarantee and not having a
Share Capital.

Definitions

1. In these presents unless there be something in the subject matter or context inconsistent herewith.

"Australasia" means Australia, New Zealand, Hong Kong, Singapore and Malaysia as they are hereafter defined;

"Australia" means the Commonwealth of Australia and its territories and dependencies;

"Hong Kong" means the Hong Kong Special Administrative Region;

"Malaysia" means the Federation of Malaysia and its territories and dependencies;

"Singapore" means the Republic of Singapore and its territories and dependencies;

"Corporations Law" means the Corporations Law. as amended;

"The College" means "The Royal College of Pathologists of Australasia";

"The Council" means the Council for the time being the College;

"Councillor" means a member of the Council;

"Division" means a Division of the College created pursuant to Article 43;

"Examination" means any procedure of subjecting to test the qualifications knowledge and experience of a candidate;

"Fellow of the College" and "Fellow" simpliciter mean a Fellow of the College who has been admitted to membership of the College as a Fellow;

"Fellow of a Faculty" means a person admitted as a Fellow of a Faculty established pursuant to Article 57C;

"General body of Fellows" means the Fellows as hereinbefore defined, assembled in general meeting;

"New Zealand" means the Dominion of New Zealand and its territories and dependencies;

"Pathology comprises Anatomical Pathology (including Histopathology and Cytopathology), Chemical Pathology (including Laboratory Pharmacology and Toxicology), Cytogenetics, Experimental Pathology, Forensic Pathology, Haematology (including Transfusion Medicine), Immunology, Microbiology (including Mycology and Parasitology), Virology and other related medical disciplines" ;

"Polling Date" means the date, as determined by the Council in accordance with these Articles and as specified in a ballot paper for a postal vote, by which the completed ballot papers for that postal vote must be received by the College for such postal votes to be counted;

"Practice of Pathology" means occupation or employment related to the science of pathology in a University or other tertiary educational institution, hospital or other institution, or laboratory;

"The Office" means the Registered Office for the time being of the College;

"The Register" means the register of members of the College;

"Vice- President" means a person elected or appointed in accordance with these Articles as Senior Vice-President or Vice President and who is thereby an Officer of the College, but does not include the Vice-President for New Zealand;

"Vice-President for New Zealand" means the Councillor elected in accordance with this Constitution by the Fellows whose registered addresses are in New Zealand from the Fellows resident in New Zealand or a Fellow appointed as a substitute for such Councillor in accordance with Article 24; "

"In writing" and "written" include typing printing, facsimile or lithographing and other modes of representing or reproducing words and figures in a durable visible form;

Words importing persons shall include corporations, words importing the masculine gender shall include the feminine and neuter genders;

A reference to members resident in any State or in New Zealand, Hong Kong, Singapore or Malaysia or to members preceded by the name of a State or the words "New Zealand", "Hong Kong", "Singapore" or "Malaysia" used adjectivally shall mean the members of the College whose registered addresses are in that State or in New Zealand, Hong Kong, Singapore or Malaysia as the case may be;

The Australian Capital Territory and the Northern Territory or either of them may if the Council so resolves be treated as States for the purpose of these Articles but unless and until the Council so resolves in the case of the Australian Capital Territory of a member resident in the Australian Capital Territory shall be deemed to be resident in New South Wales and a member resident in the Northern Territory shall be deemed to be resident in South Australia.

Schedule 1
not to apply

2. The regulations contained in Schedule 1 to the Corporations Law shall not apply to the College and are hereby expressly excluded.

Number of
Members

3. For the purposes of registration and not by way of limitation the College is declared to consist of one thousand members but the College may from time to time whenever it thinks fit register an increase of members.

Members

4. The members of the College shall be the subscribers of the Memorandum of Association and such other persons as are admitted to membership in accordance with these Articles and have not ceased to be members in accordance with Article 57 or for any other reason, and persons admitted as Fellows of Faculties established pursuant to Article 57C.

The members of the College shall consist of Fellows, Honorary Fellows and Fellows of Faculties.

Eligibility for
Admission as
a Fellow

5. As from the date of adoption of these Articles, a person shall not be eligible for admission as a Fellow of the College unless-
 - (i) (a) he is a graduate in medicine of a University situated in Australia or New Zealand or a graduate in medicine whose qualifications are approved by the Board of Censors; and
 - (b) he is entitled to be registered as a medical practitioner in a State or Territory of Australia or in New Zealand, or is entitled to practise medicine in his country of domicile; and
 - (c) he has worked for a total of five years in posts approved by the Board of Censors for training in pathology; and
 - (d) his application for examination for Fellowship has been approved by the Board of Censors; and
 - (e) he has passed such examination as the Board of Censors or the Council has determined; and

- (f) the Council considers that the applicant is a fit and proper person to be admitted as a Fellow of the College; or
- (ii) (a) he is a graduate in medicine approved by the Board of Censors; and
 - (b) (i) he has been engaged full time in the practice of pathology for 5 years or part time for periods aggregating 5 years; or
 - (ii) he has been engaged in a form of medical practice related to pathology for eight years or periods aggregating 8 years; and
 - (c) his application for examination for Fellowship has been approved by the Board of Censors; and
 - (d) he has passed such examination as the Board of Censors or the Council has determined; and
 - (e) the Council considers that the applicant is a fit and proper person to be admitted as a Fellow of the College.

Honorary
Fellows

- 6. The Council may at any time admit as an Honorary Fellow of the College any person of eminence or any person who has rendered exceptional services to the science or practice of pathology to the profession of pathology or to the College notwithstanding that such a person may not have the qualifications for admission as a Fellow hereinbefore provided. An Honorary Fellow shall not be entitled to vote on the election of Officers or members of the Council of the College and shall have no part in the government or management of the College nor shall he be liable for the payment of entrance or membership fees or levies.

Continuing
Membership

- 7. No person at any time admitted to membership shall be deemed to have ceased to be eligible for membership by reason of the fact that he has subsequently to admission ceased to practise pathology.

Rights not
transferable

- 8. The rights and privileges of every member shall be personal to himself and shall not be transferred or transmitted.

OFFICERS AND GOVERNING BODY

Members
of the Council

- 9. The governing body of the College shall be a Council consisting of:
 - (a) the Officers elected or appointed pursuant to Articles 12, 15 or 23 during their respective terms of office;
 - (b) six Councillors one of whom shall be elected by the Fellows whose registered addresses are in each of the States of Australia from the Fellows resident in that State;

- (c) a Councillor elected by the Fellows whose registered addresses are in New Zealand from the Fellows resident in New Zealand who shall be known as the Vice-President for New Zealand;
- (d) the Chairman for the time being of the Board of Censors;
- (e) temporary or substitute Councillors appointed pursuant to Articles 22 and 24 during their respective periods of appointment;
- (f) the Chairman for the time being of the Board of Education;
- (g) a Councillor representing each Division resolved on by a General Meeting of Fellows on the recommendation of Council pursuant to Article 43;
- (h) the Chairman for the time being of the Pathology Professional Activities Committee;
- (i) the Chairman for the time being of the Quality Assurance Scientific and Education Committee;
- (j) the Chairman of each Faculty established pursuant to Article 57C during his respective term of office;
- (k) a Councillor elected by the Fellows whose registered addresses are in Hong Kong from the Fellows resident in Hong Kong, who shall be known as the Hong Kong Councillor;
- (l) a Councillor elected by the Fellows whose registered addresses are in Singapore from the Fellows resident in Singapore, who shall be known as the Singapore Councillor; and
- (m) a Councillor elected by the Fellows whose registered addresses are in Malaysia from the Fellows resident in Malaysia, who shall be known as the Malaysia Councillor.

Officers

- 10.** The Officers of the College shall be a President, two Vice-Presidents, an Honorary Secretary and an Honorary Treasurer.

Term of Office

- 11.** The Officers and Councillors of the College shall be elected and hold office for two years.
- 11A.** 'In the event of a Fellow being elected or appointed to Council in more than one of the capacities outlined in Article 9(a) (b) (c) (j) (k) (l) or (m) the Fellow shall elect in writing one such capacity in which to serve and the other capacity or capacities shall be declared vacant.'"

Re-election to Office

- 12.**
- (a) The President shall not be eligible for immediate re-election to the same office. A Vice President, the Honorary Secretary, Honorary Treasurer and a Councillor shall not be eligible for re-election for any period which would result in his, holding the same office or the position of Councillor as the case may be for a consecutive term longer than six years. The Officers of the College shall not be eligible for election to any position which would result in a longer consecutive term than six years on the Executive Committee.

- (b) For the purposes of Articles 11 and 12 a year shall be the time elapsing between an annual general meeting and the next following annual general meeting.

Retirement of Officers

13. At the annual general meeting in the year 1957 and every alternate annual general meeting thereafter the President and the Vice-Presidents shall retire. At the annual general meeting in the year 1958 and every alternate annual general meeting thereafter the Honorary Secretary and Honorary Treasurer shall retire.

Retirement of Councillors

14. At the annual general meeting in the year 1957 and at every annual general meeting thereafter one half or where one half is not a whole number the next lowest whole number of the Councillors representative of Fellows in each of the States Divisions Territories Hong Kong, Singapore, Malaysia or New Zealand shall retire from office but subject to Article 11 shall be eligible for re-election. The Councillors so to retire at the annual general meeting in the year 1957 and every alternate annual general meeting thereafter shall be those representative of the Fellows resident in Victoria, South Australia, Tasmania, Singapore and Malaysia respectively and the Councillors to retire at the annual general meeting in the year 1958 and every alternate annual general meeting thereafter shall be those representatives of the Fellows resident in New South Wales, Queensland, Western Australia, Hong Kong and New Zealand respectively.

Election of Officers and Councillors

15. Officers and Councillors shall be elected by the Fellows of the College at annual general meetings and in the year 1957 and at each annual general meeting thereafter an election shall be held to fill the vacancies occurring by reason of the retirement of Officers or Councillors under the foregoing articles or any casual vacancy which exists at the date of such election. Provided that the Fellows of the College at a general meeting may decide by resolution that the election of Officers or of Councillors shall be made by postal vote of the Fellows or if the method of election of Officers or Councillors for the time being in accordance with these Articles shall be by postal vote of the Fellows of the College at a general meeting may decide by resolution that the election of Officers or Councillors shall be made at the annual general meeting. If no resolution has been passed by a general meeting in pursuance of this article the Council may determine that the election of Officers or Councillors shall be made at an annual general meeting or by postal vote of the Fellows. In any case where the College at a general meeting or the Council determines or has at any time determined that the election of Officers or of Councillors shall be made by postal vote, the College at a

general meeting may determine that such election shall be by secret postal ballot or if no such determination has been made by the College at a general meeting then the like determination may be made by the Council.

Nominations

16. The Council must invite nominations for candidates for election as an Officer or Councillor of the College by written notice (Nominations Notice). Every candidate for election as an Officer of the College shall be nominated in writing by at least two other Fellows and every candidate for election as a Councillor shall be nominated by at least two other Fellows resident in the State or Division as representative of which he is to be nominated. Provided that if there shall at any time be not more than two Fellows whose registered addresses are in a particular State or Division a candidate for election as a Councillor as representative of the Fellows resident in that State or Division may be nominated by one Fellow resident in that State or Division and a Fellow resident in that State or Division may nominate himself. Every nomination paper together with the candidate's written acceptance of the nomination shall be lodged with the Honorary Secretary on or before the date specified in the Nominations Notice. The Nominations Notice must specify whether the vote will be determined at the annual general meeting or by postal vote in accordance with Article 76. For the purposes of this article New Zealand, Hong Kong, Singapore and Malaysia shall be regarded as States.

Election Unopposed

17. If there shall be only one nomination for any of the offices of President, Vice-President, Honorary Secretary or Honorary Treasurer or for the position of Councillor as representative of the Fellows whose registered addresses are in any State or Division the person so nominated shall be declared elected at the annual general meeting but if there shall be more than one nomination for any such office or position, ballot papers shall be prepared containing the names in alphabetical order of the candidates nominated. For the purposes of this article New Zealand, Hong Kong, Singapore and Malaysia shall be regarded as States.

Voting Rights

18. Every Fellow entitled to vote, including a candidate himself shall have the right of voting for one candidate for each of the offices of President, Vice-President, Honorary Secretary and Honorary Treasurer and for one candidate as a Councillor representing the Fellows resident in the State or Division in which he is resident. For the purposes of this article New Zealand, Hong Kong, Singapore and Malaysia shall be regarded as States.

Scrutineers

19. Two Fellows nominated by the Executive Committee shall act as scrutineers and any voting paper adjudged by them in consultation to

be improperly filled in shall be invalid provided that no such Fellow shall act as a scrutineer at any election to an office or position for which he is a candidate or for which he has nominated or seconded a candidate.

Declaration of Election

20. In the case of election at the annual general meeting, the candidate for any office or position who shall receive most votes shall be declared elected and in the case of two or more candidates for any office or position receiving an equal number of votes the one of them to be elected shall be determined by drawing of lots by the President at the annual general meeting in such manner as he determines in his discretion. The declaration of election in the case of a postal vote will be determined in accordance with Article 76(l).

Election by Postal vote

21. Where an election of Officers or Councillors is to be held by postal vote the provisions of Article 76 (excluding paragraphs (h) and (i)) shall be applicable thereto, and the Council shall, subject to those provisions, determine the form of the ballot paper to be used in taking the poll and the Polling Date.

Temporary Members of Council

22. The Council shall have from time to time power for any special purpose which will advance the objects of the College, to co-opt not more than three additional Fellows of the College to be temporary members of the Council during a period to be fixed by the Council, but such period shall not exceed one calendar year. At the end of that time, Council may extend the temporary membership by any period not exceeding two years, provided that upon the passing by the Council of a resolution terminating his appointment at any time such a co-opted person shall at such time cease to be a member of the Council.

Casual Vacancies

23. A "Casual Vacancy" shall mean any vacancy in any office or the membership of the Council caused otherwise than by the retirement of an officer or member in rotation as hereinbefore provided. The Council shall have power to fill any casual vacancy from persons qualified for election or appointment thereto but any person appointed to fill a casual vacancy shall hold office only until the next annual general meeting and shall be eligible for re-election.
24. The Council may appoint any Fellow of the College to be a substitute member of the Council during the temporary absence from Australasia of any member of the Council, and the appointee while he holds office

as a substitute member shall be entitled to notice of meetings of the Council and to attend and vote there accordingly. The substitute member shall ipso facto vacate office if and when the member whose substitute he is returns to Australasia or vacates office.

- 24A.** The Council may appoint any Fellow of the College to be a substitute member of the Council for a member of the Council with the consent of such member of the Council during the period of his inability to attend meetings of the Council from whatever cause and the appointee while he holds office as a substitute member shall be entitled to notice of meetings of the Council and to attend and vote there accordingly. The substitute member shall ipso facto vacate office if and when the member whose substitute he is vacates office or informs the President of his ability to resume his attendance at meetings of the Council.

Continuing
Members
may act

- 25.** The continuing members of the Council may act notwithstanding any vacancy in their number.

Vacation
of Office

- 26.** The office of President, Vice-President, Honorary Secretary, Honorary Treasurer or the position of Councillor shall ipso facto be vacated:
- (a) if the holder becomes bankrupt or suspends payment or compounds with his creditors;
 - (b) if the holder becomes an insane patient or an insane or incapable person within the meaning of the Mental Health Act, 1990;
 - (c) if the holder ceases to be a Fellow of the College;
 - (d) if by notice in writing to the President or Honorary Secretary the holder shall resign from the office;
 - (e) if the holder ceases to be a resident of the State or Division of which he is the representative, or of Hong Kong if he is the representative of Hong Kong, of Singapore if he is the representative of Singapore, of Malaysia if he is the representative of Malaysia or of New Zealand if he is the representative of New Zealand;
 - (f) if the holder is directly or indirectly interested within the meaning of Section 231 of the Corporations Law, in any contract with the College. (Provided, however that he shall not vacate his office by reason of his being a member of any corporation, society or association which has entered into contracts with or done any work for the College if such corporation, society or association is among the class of companies referred to in the last proviso to Clause 4 of the Memorandum of Association of the College and if he shall have declared the nature of his interest in the manner required by Section 231 of the Corporations Law, and provided further that he shall not vacate his office by reason

of his acting as a Censor, Examiner, Lecturer or Demonstrator if so authorised by Clause 4 of the Memorandum of Association.) A member of the Council shall not vote in respect of any contract in which he is interested or any matter arising thereout and if he does so vote his vote shall not be counted, provided always that nothing in this Article shall affect the operation of Clause 4 of the Memorandum of Association; or

- (g) if the holder becomes prohibited from being a director of a Company by reason of any order made under Sections 228 or 229 of the Corporations Law.

EXECUTIVE COMMITTEE

Members

27. The President, Vice-Presidents, Honorary Secretary, Honorary Treasurer and Vice-President for New Zealand shall be the Executive Committee of the Council. A quorum of the Executive Committee shall be three members thereof.
- The Council shall have the power for any special purpose to co-opt not more than one additional member of the Council to be a temporary member of the Executive Committee during a period to be fixed by the Council.

The Chairman for the time being of the Pathology Professional Activities Committee if not an Officer elected or appointed pursuant to Articles 12, 15 or 23 shall be entitled to attend meetings of the Executive Committee but without the right to vote.

Substitute Members

28. The Council may appoint any member of the Council to be a substitute member of the Executive Committee during the temporary absence from Australasia of a member of the Executive Committee or with the consent of such member during a period of his inability to attend meetings of the Executive Committee from any cause and the appointee shall while he holds office as a substitute member be entitled to notice of meetings of the Executive Committee and to attend and vote thereat accordingly. The substitute member shall ipso facto vacate office if and when the members whose substitute he is returns to Australasia or vacates office or informs the President of his ability to resume attendance at meetings of the Executive Committee.

Powers

29. During the intervals between meetings of the Council the Executive Committee shall exercise such powers of the Council in the management and direction of the business and the conduct of the affairs of the College as may be entrusted to it by resolution of the Council or as the President in cases of urgency may decide. The Executive Committee shall keep a record of its proceedings and report the same to the Council at its next succeeding meeting.

- 29A.** The Executive Committee members may pass a resolution without a meeting of the Executive Committee being held if at least 75% of the Executive Committee members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. For the purposes of this Article, the requirement for a document to be signed is taken to have been met in relation to an electronic communication if it complies with the requirements of Article 92A.

MEETINGS OF THE COUNCIL

Quorum

- 30.** The Council shall meet for the transaction of business at such times and places as it may from time to time by resolution determine or as the President may direct and may determine the quorum necessary for the transaction of business provided that the quorum shall not be fixed at less than three. Until otherwise determined one-half of the members of the Council for the time being or where one-half is not a whole number the next nearest whole number personally present shall constitute a quorum.

Chairman

- 31.** The President or in the absence of the President a Vice-President shall take the chair at meetings of the Council but in the absence of the President and both Vice-Presidents the members of the Council present shall choose someone of their number to be chairman at such meeting.

Voting

- 32.** Questions arising at any meeting of the Council shall be decided by a majority of votes and in the case of an equality of votes the Chairman shall have a second and casting vote.
- 32A.** No member of Council shall exercise more than one vote at meetings of the Council other than the Chairman as provided in Article 32.
- 32B.** The Councillors may pass a resolution without a meeting of the Council being held if at least 75% of the Councillors entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. For the purposes of this Article, the requirement for a document to be signed is taken to have been met in relation to an electronic communication if it complies with the requirements of Article 92A.

POWERS OF COUNCIL

Management of College

- 33.** The management and control of the business and affairs of the College shall be vested in the Council and the Council may exercise all such powers and do all such acts and things as the College is by its

Memorandum of Association or otherwise authorised to exercise and do and are not hereby or by statute directed or required to be exercised or done by the College in General Meeting but subject nevertheless to the provisions of the Memorandum of Association any Statute and of these Articles.

Educational
Activities

34. The Council shall provide means whereby the educational aims of the College may be put into effect. Such means shall include the provision of meetings at various centres in Australasia or other countries as may be from time to time arranged for scientific discussions and of lectures, seminars, symposia and demonstrations for the benefit of members of the College and others whom the Council from time to time may invite. The Council shall encourage by all means in its power the promotion of scientific research in the sciences related to the practice of pathology.

Furtherance of
Interests of
Pathologists

35. It shall be the duty of the Council to further the objects of the College in such a way as to benefit so far as practical persons engaged in the practice of pathology whether Fellows of the College or not and the general public.

Specific
Powers

36. Without prejudice to the general powers conferred by Article 33 and the other powers conferred by these Articles it is hereby expressly declared that the Council shall have the following powers that is to say:-
- (a) to take on lease or otherwise acquire any office buildings or other property for the business and purposes of the College and generally on behalf of the College to enter into such contracts agreements and arrangements and make or take such purchases leases sales and dispositions for such considerations on such terms and in such manner and form as the Council may from time to time think fit and proper for the purposes of the College;
 - (b) to appoint any person or persons whether incorporated or not to accept and hold in trust for the College any lands or rights in land government or other concessions or any exclusive or other beneficial rights or privileges or any funds of any description whatsoever of the College as the Council may deem desirable and the Council may cause all such deeds and things to be made and done as shall be lawful and requisite to vest the same in the persons so appointed;
 - (c) to appoint remove and suspend such secretaries clerks agents and servants of the College as the Council may from time to time consider to be requisite and subject to Clause 4 of the Memorandum of Association to fix their remuneration and determine their duties;

- (d) to establish such agencies and to make such regulations for their management and to close and discontinue the same as the Council may from time to time think fit and determine;
- (e) to conduct or compromise or abandon any legal proceedings and to refer any disputes to arbitration and observe and perform the awards;
- (f) to invest such part of the funds of the College as shall not be required to satisfy or provide for immediate demands upon such securities or investments as the Council may think advisable and from time to time vary such securities and investments and convert the same as they may deem expedient;
- (g) to pay the costs charges and expenses preliminary and incidental to the formation establishment and regulation of the College;
- (h) to authorise such Fellows of the College or other persons as the Council shall consider fit to sign on behalf of the College bills notes receipts acceptances endorsements cheques releases contracts and documents;
- (i) to execute in the name of and on behalf of the College in favour of any member of the Council or other person who may incur or be about to incur any personal liability for the benefit of the College such indemnities and mortgages of the property of the College (present and future) as the Council thinks fit and as it may be lawful for the College to give and any such mortgage may contain a power of sale and any such indemnity or mortgage may contain such arrangements powers covenants and provisions as shall be agreed on;
- (j) to prescribe the course of training which shall be undergone by candidates for admission as a Fellow of the College and the nature of the examinations and tests to which such candidates shall submit themselves in order to determine their suitability for admission as a Fellow and the fees payable by candidates for any such course of training examination or test;
- (k) to hold in any branch of pathology in relation to medicine postgraduate examinations, to examine such candidates as shall be admitted thereto and subject to these Articles to issue to successful candidates thereat such diplomas or certificates of proficiency in the subjects examined upon as shall from time to time be determined by the Council and to do all things necessary or convenient for regulating the admission of candidates to such examinations the holding thereof and the issue of diplomas or certificates to successful candidates as shall from time to time be prescribed by the by-laws of the College. Provided that every diploma or certificate shall on the face of it show that it is a diploma or certificate granted upon an examination by the College or upon other qualifications prescribed by the Articles of Association for the time being in force and that it does not take effect under any statutory or public power;
- (l) to enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such deeds and things in the

name of and on behalf of the College as the Council may consider expedient for or in relation to any of the matters aforesaid or otherwise for the purposes of the College;

- (m) from time to time to raise and borrow on mortgage of any of the property of the College or on such other securities as the Council may think fit any sum or sums of money; and
- (n) from time to time to make vary and repeal all such by-laws as the Council may deem necessary or expedient or convenient for the proper conduct and management of the College and in particular but not exclusively the Council may by such by-laws:
 - (i) prescribe all forms which may be necessary or convenient;
 - (ii) regulate the holding of post-graduate and other examinations the appointment of examiners and all other matters incidental thereto;
 - (iii) regulate the maintenance and use of museums, laboratories, registries and libraries;
 - (iv) regulate the conduct and supervision of research and experiments;
 - (v) regulate the use of facilities of the College and the conduct of lectures, seminars, symposia, scientific meetings and demonstrations and educational activities of the College;
 - (vi) regulate the granting to any persons of all such certificates or diplomas as the College may lawfully issue and the use by members of any title or abbreviation thereof indicative of membership of the College by way of appendage to their names or otherwise Provided that no certificate or diploma issued by the College shall purport to confer upon any person the right to practice as a medical practitioner in any capacity or to be issued under any statutory or public power;
 - (vii) regulate what fees are to be paid by or to any person in connection with any matter relating to the undertaking of the College and fix the amount of such fees;
 - (viii) regulate all things in connection with the carrying out of their duties by the Censors;
 - (ix) subject to these Articles regulate the voting by post by Fellows and all matters thereto incidental;
 - (x) subject to Article 57 prescribe the procedure to be followed in connection with proceedings relating to the termination of the membership of any Fellow of the College provided that the College in general meeting shall have the right to veto any by-law of the Council with regard to such procedure;
 - (xi) regulate all matters in connection with the appointment and duties of State or Division Committees, Hong Kong Committee,

Singapore Committee, Malaysia Committee or the New Zealand Committee; and

- (xii) deal generally with all such matters as may be lawfully and conveniently dealt with by by-laws.

Provided always that no by-law shall be inconsistent with any statute or with the Memorandum and Articles of the College.

The Council shall adopt such means as it deems necessary and sufficient to bring to the notice of members of the College the by-laws of the College for the time being in force and all such by-laws shall be binding upon the members of the College or that class of members of the College to whom they are expressed to apply as the case may be.

COMMITTEES

President and Vice-Presidents Members

37.

- (a) The President shall be a member of all committees.
- (b) The two Vice-Presidents shall each be members of all committees other than State or Division committees but each Vice-President shall be a member of the Committee for the State, Division, Hong Kong, Singapore, Malaysia or New Zealand in which is his registered address.

Honorary Secretary a Member

- 38.** The Honorary Secretary shall be a member of all Committees other than State or Division Committees and shall act as secretary to those not otherwise provided for but shall be a member of the Committee for the State, Division, Hong Kong, Singapore, Malaysia or New Zealand in which is his registered address.

Honorary Treasurer a Member

- 39.** The Honorary Treasurer shall be a member of all Committees considering the expenditure or outlay of money other than State or Division Committees but shall be a member of the Committee for the State, Division, Hong Kong, Singapore, Malaysia or New Zealand in which is his registered address.

Powers

- 40.** The Council may delegate any of its powers to committees consisting of such member or members of its body as it shall think fit and may from time to time revoke any such delegation. Any committee so formed shall in the exercise of the powers so delegated observe any regulations or directions that may from time to time be imposed upon it by the Council.
- 40A.** Committee members may pass a resolution without a meeting of the relevant committee being held if at least 75% of the committee members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. For the purposes of this Article, the requirement for a document to be signed is taken to have been met in relation to an electronic communication if it complies with the requirements of Article 92A.

Medico-Political Action

- 41.** In no circumstances shall a committee unless specially authorised by the Council or the Executive Committee initiate medico-political action or communicate by word or writing any opinion on such matters to any person or public authority.

State Committees

- 42.**
- (a) The Council may resolve that there shall be a Committee for any State or for Hong Kong, Singapore, Malaysia or New Zealand or for any Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand resolved upon by Council pursuant to Article 43. Upon being requested to do so in writing by a majority of the Fellows resident in a State or in Hong Kong, Singapore, Malaysia or New Zealand or in a Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand the Council shall resolve that there shall be a Committee for that State or for Hong Kong, Singapore, Malaysia or New Zealand or for that Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand.
- (b) The members of a Committee resolved upon by the Council under this Article shall be elected as soon as possible and at the latest within twelve months after such resolution and thereafter at intervals of not less than twelve or more than thirty months by the Fellows of the College resident in the State or in Hong Kong, Singapore, Malaysia or New Zealand or in the Division by postal ballot or otherwise as the Council may resolve and in accordance with such procedure as Council may resolve upon either particularly or generally in relation to postal ballots.

- (c) The members of a Committee so resolved upon shall hold office until the succeeding members are elected and shall, subject to any resolution of the Council or by-law of or approved by the Council, be eligible for immediate re-election.
- (d) The President and such members of the Council as are resident in a State or in Hong Kong, Singapore, Malaysia or New Zealand or in a Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand for which a Committee has been appointed shall be ex-officio members of the Committee.
- (dd) Such members of the Board of Censors, Board of Education, Pathology Professional Activities Committee or Quality Assurance Scientific and Education Committee as are resident in a State or in Hong Kong, Singapore, Malaysia or New Zealand or in a Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand for which a committee has been appointed shall be ex-officio members of the Committee for that State or Hong Kong, Singapore, Malaysia or New Zealand or Division of a State or Hong Kong, Singapore, Malaysia or New Zealand (as the case may be) constituted under this Article 42.”
- (e) Each Committee shall appoint from amongst its members a Chairman of the Committee and an Honorary Secretary.
- (f) The Council may from time to time fill any vacancy in any Committee. The Council may delegate to a Committee any of its powers as it may think fit and may from time to time alter or revoke any such delegation. A Committee shall carry out within the State for which it is appointed any duties which may be delegated to it by the Council and shall conform to any regulations that may from time to time be imposed upon it by the Council.
- (g) The Council may at any time by unanimous resolution remove from office the whole or part of a Committee.

DIVISIONS

- 43.** The Council may from time to time recommend to a general meeting of Fellows that Divisions be created by dividing any State, Hong Kong, Singapore or Malaysia or New Zealand or any Division previously created into one or more Divisions according to clearly defined geographical, lineal, political, local government or other boundary or combination thereof and may from time to time alter any boundary of a Division.

The Council shall assign a distinctive name to each Division by reference to its geographical location or the major city in the Division or such other distinctive feature as the Council may see fit. Each such Division shall thereafter be treated as a State for the purposes of these Articles and in particular with regard to the election and retirement of Councillors.

INDEMNITY AND RESPONSIBILITY

44.

- (a) Subject to clause 4 of the Memorandum of Association and to Section 241 of the Corporations Law, any Secretary or other Officer or any servant of the College shall be indemnified by the College against and it shall be the duty of the Council out of the funds of the College to pay all costs, losses and expenses including travelling expenses which any such Officer or servant may incur or become liable for by reason of any contract entered into or deed or act done by him in the proper course of his duties as such Officer or servant or in any way in the discharge of his duties.
- (b) Every Officer or Councillor of the College or any Fellow providing services gratuitously to the College at the request of the College or any person (whether an Officer or Councillor of the College or not) employed by the College as Auditor shall be indemnified out of the funds of the College against any liability incurred by him as such Officer or Councillor or Fellow or Auditor in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application under Section 1318 of the Corporations Law in which relief is granted him by the Court or in which it appears to the Court before which the proceedings are taken that the Officer or Councillor or Fellow or Auditor is or may be liable in respect of the negligence, default, breach of trust or breach of duty but that he has acted honestly and that, having regard to all the circumstances of the case, including those connected with his appointment or the request by the College that he provide such services, he ought fairly to be excused for the negligence, default or breach either wholly or in part.

BOARD OF CENSORS

Appointment and Powers

- 45. The Council shall have the power from time to time to appoint censors to constitute a Board of Censors for the purpose of inquiring into and testing the qualifications of candidates for membership of the College and to appoint a Chairman of the Board of Censors. The Council may make by-laws defining the powers of the Board of Censors and the Chairman thereof and prescribing rules for its procedure.

Council
May Exercise
Powers
Where
no Board
of Censors

46. At any time when there shall not be a Board of Censors in existence the Council may exercise and perform any powers duties and functions conferred or imposed on the Board of Censors by these Articles. The Council may from time to time co-opt not more than three additional Fellows of the College to be members of the Council for the purpose of exercising the last mentioned powers duties and functions.

BOARD OF EDUCATION

47. The Council may resolve to establish a Board of Education and may appoint as members of the Board of Education such Fellows of the College who are willing to accept appointment as the Council sees fit and for such time as the Council resolves and subject always to removal by the Council. Any member of the Board of Education may at any time resign by giving to the Council notice in writing of his resignation. The Chairman of the Board of Education shall be appointed by the Council. The Council may make by-laws defining the powers of the Board of Education and the Chairman thereof and prescribe rules for its procedure. The business of the Board of Education shall be to consider any question involving the education and training of pathologists or the qualifications necessary to the practising or teaching of pathology and to co-ordinate and assist in and to receive reports as to the activities of any Committee established by the Council in so far as such activities relate to the business of the Board of Education and to make reports or recommendations to the Council or the Board of Censors on any aspect of its business. The Board of Education shall at all times be subject to the direction and control of the Council.

PATHOLOGY PROFESSIONAL ACTIVITIES COMMITTEE

Appointment
and Powers

- 47A. The Council may resolve to establish a Pathology Professional Activities Committee with specific objectives as determined by Council and may appoint as members of the Committee such Fellows of the College who are willing to accept appointment as the Council sees fit and for such time as the Council resolves and subject always to removal by Council. A Chairman of the Pathology Professional Activities Committee shall be appointed by Council. The Council may make by-laws defining the powers of the Pathology Professional Activities Committee and the Chairman thereof and prescribe rules for its procedures. The business of the Pathology Professional Activities Committee shall be to consider any issues relating to the professional practice of Pathology and to promote the development and maintenance of Codes of Ethics in pathology practice and statements

of acceptable conduct in professional practice and in intra-professional relationships.

The Pathology Professional Activities Committee shall at all times be subject to the direction and control of Council.

QUALITY ASSURANCE SCIENTIFIC AND EDUCATION COMMITTEE

Appointment and Powers

- 47B.** The Council may resolve to establish a Quality Assurance Scientific and Education Committee with specific objects as determined by Council and may appoint as members of the Committee such Fellows of the College and such other persons who are willing to accept appointment as the Council sees fit and for such time as the Council resolves and subject always to removal by Council. A Chairman of the Quality Assurance Scientific and Education Committee shall be appointed by Council. The Council may make by-laws defining the powers of the Quality Assurance Scientific and Education Committee and the Chairman thereof and prescribe rules for its procedures. The business of the Quality Assurance Scientific and Education Committee shall be the provision of professional expertise to the College on matters relating to quality assurance and quality control in the practice of pathology.

The Quality Assurance Scientific and Education Committee shall at all times be subject to the direction and control of Council.

ADMISSION TO FELLOWSHIP

Examination for Admission As a Fellow

- 48.**
- (i) The admission process for membership of the College as a Fellow must include examinations determined by, and administered by the Board of Censors. A candidate for admission as a Fellow shall apply in writing for each examination in such form as the Council shall prescribe. A candidate may be required to furnish such evidence in support of his applications as the Board of Censors or the Council may require.
 - (ii) The Board of Censors shall determine, and administer, the nature and number of examinations to be passed by a candidate to be eligible for admission as a Fellow of the College. If satisfied that a candidate has fulfilled the training requirements applicable to that candidate under Article 5, and has achieved examination results which are acceptable to the Board of Censors, the Board of Censors shall report thereon to

the Council.

- (iii) Any person who satisfies the criteria for eligibility for admission as a Fellow may apply to the Council for admission as a Fellow. Such application shall contain an undertaking by the candidate that the candidate upon admission as a Fellow agrees to be bound by and observe the Memorandum and Articles of Association of the College and its by-laws.
- (iv) For the avoidance of doubt, this Article 48 applies only to applications for admission as a Fellow, not to Honorary Fellowship or Fellowships of Faculties.

Decision by
Council
On Admission
as a Fellow

- 49.** The Council shall consider the application for Fellowship by a candidate, any report and recommendations by the Board of Censors thereon, any evidence as to fitness for admission as a Fellow and all relevant materials and information made available to Council. The Council may either admit the candidate as a Fellow or reject his application or suspend final determination for any period it thinks fit to allow for further evidence to be submitted as to the candidate's qualification or fitness for admission as a Fellow.

Review of
Decisions
of Committees

- 49A** The Council may implement regulations establishing structures and procedures for review of such decisions as the Council may from time to time determine of the Board of Censors, the Board of Education, the Pathology Professional Activities Committee, the Quality Assurance Scientific and Education Committee and the Executive Committee and such other sub-committees of the Council as the Council may from time to time establish and designate as a sub-committee whose decisions are subject to review.
- 49B** The Council may implement regulations establishing structures and procedures for the review of any decision by Council not to admit a candidate as a Fellow or Fellow of a Faculty or to terminate the membership of a Fellow or Fellow of a Faculty.

RIGHTS AND PRIVILEGES

- 50.** Members shall have the use of all of the facilities of the College subject to the by-laws relating thereto and shall subject to any by-law be admitted to all lectures seminars symposia scientific meetings and demonstrations and enjoy any other like or educational privileges that may from time to time be provided by the College.

ENTRANCE AND MEMBERSHIP FEES AND LEVIES

Fees and Levies

51. The fees payable by a Fellow to the College shall be an entrance fee and an annual subscription in respect of each year commencing on the first day of July as determined by Council but any such determination of the Council may be revoked or altered by a general meeting of Fellows of the College as from the first day of July immediately following such general meeting in which event the entrance fee and the annual subscription fee shall remain as they respectively were immediately prior to such determination by Council.

Candidates for Membership

52. A candidate for admission as a Fellow may with his application pay to the College the amount of the entrance fee. In the event of his application being rejected the College shall refund to him one half and if the Council so determines the whole of the amount so paid. The entrance fee so to be paid shall be in addition to any fees prescribed to be paid by candidates undergoing any course of training examination or test.

Fees for New Fellows

53. Where any Fellow is admitted as a Fellow after the 1st day of August in any year (as referred to in Article 51) the annual subscription payable by him for that year shall be reduced by one twelfth for every whole month after and including the month of July in that year which has elapsed prior to his admission.

Due Date

54. The entrance fee and annual subscriptions shall be debts payable by the member to the College. Annual subscriptions shall be paid not later than the thirty-first day of July in each year of membership or within one month after admission to membership together with the entrance fee.

Levies

55. The Council may by resolution levy calls of such amounts as it shall see fit on Fellows Provided that such calls shall be of the same amount for all Fellows and the calls levied in any one calendar year shall not without approval of a general meeting exceed in aggregate the annual subscription for that year. A call shall be deemed to be a

debt owing by the Fellow to the College which shall become due one month after posting of a notice of such call to the Fellow.

Release or
Remission of
Fees in
Certain Cases

56.

- (a) Any Fellow who has retired from professional practice may be released from further payment of annual subscriptions and levies by written application to his State Councillor the Hong Kong Councillor if he resides in Hong Kong, the Singapore Councillor if he resides in Singapore, the Malaysia Councillor if he resides in Malaysia or the Vice-President for New Zealand if he resides in New Zealand and at the discretion of Council (and in the case of a Fellow who has so retired then upon such terms and conditions and for such time as the Council sees fit).
- (b) The Council may in its discretion after written application to the State Councillor, the Hong Kong Councillor, the Singapore Councillor, the Malaysia Councillor or the Vice-President for New Zealand waive the whole or any part of the annual subscription which would otherwise be payable by a member of the College who is resident for any period longer than one year outside Australasia.
- (c) The Council may in its discretion waive the whole or any part of the Annual subscription which would otherwise be payable by a Fellow of the College who in the opinion of the Council is suffering from financial hardship or in such other circumstances as the Council considers appropriate and upon such terms and conditions and for such time as the Council sees fit.

CESSATION OF FELLOWSHIP

57. 1 Resignation

A Fellow may cease to be a Fellow of the College by delivering a notice of resignation in writing to the Council and the Fellow shall cease to be a Fellow of the College on the earlier of:

- (1) the expiration of six calendar months from receipt of such notice by the Council; or

- (2) acceptance of the resignation by a resolution of the Council.

57.2 **Automatic Cessation of Fellowship**

- (1) A Fellow shall automatically cease to be a Fellow of the College if:
 - (a) the Fellow is removed from the register of medical practitioners by a relevant medical registration authority in a State or Territory of Australia or in New Zealand, or by the relevant authority in the Fellow's country of domicile ("**Competent Authority**"); or
 - (b) the Fellow's registration as a medical practitioner is suspended by a Competent Authority;

on the grounds of malpractice, misconduct, professional misconduct or unethical behaviour.

- (2) If a Fellow has ceased to be a Fellow of the College pursuant to Article 57.2 (1), the Fellow shall be automatically reinstated as a Fellow of the College within 14 days of the Fellow delivering a written notice to the Council advising that:
 - (a) where the Fellow has been removed from the register of medical practitioners by a Competent Authority, the Fellow's medical registration has been restored by the same Competent Authority or by another Competent Authority; or
 - (b) where the Fellow's registration was suspended by a Competent Authority, that suspension has ended;

together with written evidence from a Competent Authority which proves that the Fellow's medical registration has been restored or that the suspension has ended.

57.3 **Council's Discretion to Terminate Fellowship**

- (1) A Fellow shall cease to be a Fellow of the College if the Council resolves by a majority of two thirds of the members of the Council for the time being, that the Fellow's Fellowship be terminated on the grounds that:
 - (a) the Fellow's conduct has been prejudicial to the interests of the College; or
 - (b) the Fellow's professional or personal conduct is or has been such that the Fellow is not a fit and proper person to be a Fellow of the College;

provided that at least 28 days notice of such meeting of the Council and its purpose was sent to the Fellow and the Fellow was given the opportunity of stating his case to the Council.

- (2) If any annual subscription or any levy payable by a Fellow to the College or any part thereof ("**Outstanding Monies**") remains unpaid for three months after it has become due, and:
- (a) the Honorary Secretary has sent to such Fellow by registered post a letter requiring payment thereof within one month after the date of such letter and stating that if such payment is not so made the Council shall be entitled to terminate his fellowship ("**Payment Notice**"); and
 - (b) the Fellow fails to pay the Outstanding Monies within one month of the Payment Notice;

the Council may resolve that the Fellow's Fellowship be terminated on the grounds that the Fellow has failed to pay the Outstanding Monies and the Fellow shall cease to be a Fellow of the College on the passing of that resolution.

57.4 Effect of Termination

Any Fellow who ceases to be a Fellow of the College pursuant to the provisions of this Article 57 shall forfeit all the rights and privileges which as a Fellow of the College he does or may enjoy and shall have no right or claim upon the College or its property or funds and shall not represent or hold himself out to be a Fellow of the College by the use of the letters FRCPA or by any other means.

57.5 Reinstatement of Fellowship

A Fellow who has ceased to be a Fellow of the College, other than in accordance with Article 57.2(1), may be reinstated as a Fellow of the College at the discretion of the Council and upon such terms and conditions as the Council may, in its absolute discretion, determine.

AFFILIATES

- 57A** Council may admit as Affiliates of the College medical practitioners legally qualified to practise medicine in a State or Territory of Australia or other country of domicile who at the discretion of Council are recognised as having speciality training in pathology but who are not Fellows of the College,.

Council may make by-laws governing procedures for the admission of Affiliates of the College.

Affiliates shall not be entitled to attend or vote at any general meetings of the College or at any meetings of any Committee for any State or for Hong Kong, Singapore, Malaysia or New Zealand or for any Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand. . Affiliates may attend all scientific and social activities of the College, and shall receive such publications of the College as may be determined by Council.

Affiliates shall pay to the College such admission fee and annual subscription as the Council may from time to time determine.

ASSOCIATES

- 57B.** Council may admit as Associates of the College university graduates, , who have in the opinion of the Council sufficiently distinguished themselves in a field associated with pathology.

Council may make by-laws governing procedures for the admission of Associates of the College.

Associates shall not be entitled to attend or vote at any general meetings of the College, or at any meetings of any Committee for any State or for Hong Kong, Singapore, Malaysia or New Zealand or for any Division of a State or of Hong Kong, Singapore, Malaysia or New Zealand. Associates may attend all scientific and social activities of the College, and shall receive such publications of the College as may be determined by Council.

Associates shall pay to the College such entrance fee and annual subscription as the Council may from time to time determine.

FACULTIES

Establishment

- 57C.**
- (a) The College may, at any general meeting of the Fellows of the College of which due notice has been given in accordance with these Articles, resolve by ordinary resolution to establish, as part of the College, any Faculty or Faculties or to terminate or otherwise disestablish any Faculty or Faculties.
 - (b) The Council shall regulate all matters in connection with any Faculty including its establishment, termination or disestablishment and the making, suspension and rescission of its by-laws.
 - (c) The Council shall delegate to the governing body of a Faculty responsibility for furthering the objects and purposes for which that Faculty is established including the power to make rules and to amend, suspend or rescind the same from time to time as it sees fit provided that no rule shall be inconsistent with the Memorandum and Articles of Association and the by-laws of the College. The Council may delegate any other matters it sees fit to the governing body of that Faculty.
 - (d) Every Fellow of every Faculty shall be entitled to attend every general meeting of the Fellows of the College and shall be entitled to the same notice in respect of that meeting as a Fellow is entitled to. A Fellow of any Faculty (who is not also a Fellow of the College) shall be entitled to speak at any such meeting of the College but to vote only in relation to resolutions directly relating to that Faculty and the decision of the

Chairman of the meeting as to whether or not a resolution does so relate shall be final and binding.

- (e) A Fellow of a Faculty (who is not also a Fellow of the College) shall not be deemed to be a Fellow of the College for the purposes of Articles 61 and 62.
- (f) The Council shall cause to be published a set of by-laws for each Faculty, which shall be binding on the Fellows of that Faculty unless any by-law is inconsistent with the Memorandum and Articles of Association of the College or any statute, in which case, the relevant by-law shall not be binding to that extent.
- (g) No Faculty shall be entitled to exercise any powers in excess of the powers conferred upon that Faculty pursuant to its by-laws, and no faculty shall be entitled to exercise any powers in excess of the powers of the College.

GENERAL MEETINGS

Annual General Meetings

- 58.** An annual general meeting of Fellows of the College shall be held at least once in every calendar year and not more than fifteen months after the last preceding general meeting. The time and place of annual general meetings shall in each year be determined by the Council. In default of the Council convening an annual general meeting within fourteen months after the last preceding annual general meeting then the provisions of Article 61 shall be applicable as if such annual general meeting were an extraordinary general meeting.

Business of Annual General Meeting

- 59.** The business of annual general meetings shall be:
- (a) To receive the report of the Council;
 - (b) To receive the statement of receipts and expenditure;
 - (c) To receive the report of the scrutineers as to the result of the voting for officers and members of the Council and to receive the declaration of the Chairman as to the result of such election;
 - (d) To consider any resolution of which notice shall have been given in accordance with Articles 80 or 81 of these Articles;
 - (e) General Business;
 - (f) Any other business which may lawfully be brought forward.

Notice of Meetings

- 60.** Not less than one month's notice of a general meeting shall be sent to each member of the College at his address for the time being appearing in the register and in the case of special business

specifying the nature of such business. The non-receipt of such notice shall not invalidate the proceedings at any such general meeting nor render invalid any vote taken thereat. The consideration of any resolution of which notice shall have been given in accordance with Articles 80 or 81 shall not be deemed special business at any general meeting.

Extraordinary General Meetings

- 61.** The Council may whenever it thinks fit convene an extraordinary general meeting of members and it shall on a requisition in writing of Fellows of the College representing not less than one twentieth of the total voting rights of all members of the College having at the time of deposition of the requisition a right to vote at a general meeting of the College convene an extraordinary general meeting and in the case of such requisition the following provisions shall have effect:
- (a) The requisition must state the objects of the meeting and must be signed by the requisitionists and deposited at the office and may consist of a number of documents in like form each signed by one or more of the requisitionists.
 - (b) If the Council does not within 21 days from the date of the deposit proceed duly to convene a meeting the requisitionists or any of them representing more than half the voting rights of all of them may themselves convene the meeting but the meeting so convened shall not be held after three months from the date of such deposit.
 - (c) In the case of a meeting at which a resolution is to be proposed as a special resolution the Council shall be deemed not to have duly convened the meeting if it does not give such notice as is required by Section 253 of the Corporations Law.
 - (d) Any meeting convened under this clause by the requisitionists, shall be convened in the same manner as nearly as possible as that in which meetings are to be convened by the Council.

Quorum

- 62.** Twenty Fellows of the College personally present and having voting rights shall be a quorum for a general meeting and no business, shall be transacted at any general meeting unless the quorum requisite, shall be present at the commencement of the business.
- 63.** If within thirty minutes from the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the following day at the same time and place and if at the adjourned meeting a quorum is not present within 15 minutes from the time appointed for the meeting the Fellows present shall be a quorum.

Method of Voting

- 64.** At any general meeting a resolution put to the vote of the meeting shall be decided by a show of hands unless a poll is demanded (before or on the declaration of the result of the show of hands) by at least five Fellows entitled to vote and present in person or by proxy and unless a poll is so demanded a declaration by the Chairman that a resolution has been carried or carried by a particular majority or lost and an entry to that effect in the book of proceedings of the College shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.

Poll

- 65.** If a poll is duly demanded it shall be taken at the meeting at which it is demanded and in such manner as the Chairman directs and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

Equality of votes

- 66.** Subject to the provisions of these Articles, in the case of an equality of votes whether on a show of hands or on a poll the Chairman of the meeting at which the show of hands takes place or the poll is demanded shall be entitled to a second or casting vote.

Postal Vote

- 67.** At any general meeting the meeting may decide at any time prior to the voting upon a resolution (in any case where the Corporations Law does not require the votes of members to be given at the meeting) that a poll of the Fellows shall be taken by postal vote on any proposed resolution and may in the event of its deciding that a poll shall be so taken decide that it shall be taken by secret postal ballot.

Manner of Taking Postal Vote

- 68.** If a poll by postal vote is decided upon as aforesaid the poll shall be taken in accordance with the provisions of Article 76. The Council shall subject to the provisions of that Article determine the form of the ballot paper to be used in taking the poll and the polling date. Any resolution passed as a result of the poll shall have the same effect and operation as if it were a resolution validly passed at the general meeting at which the taking of the poll was directed.

Business To Continue

- 69.** The decision to take a poll by postal vote shall not prevent the continuance of the meeting for the transaction of any business other than the question on which such poll has been directed.

Adjournment

70. The chairman of a general meeting may with the consent of the meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

Voting Rights

71. Subject to the provisions of these Articles on a show of hands every Fellow personally present shall have one vote; on a poll taken at a meeting every Fellow present personally or by proxy shall have one vote; and on a poll taken by postal vote every Fellow shall have one vote.

Proxies

72. A proxy shall be a Fellow of the College. The instrument appointing a proxy shall be in writing and signed by the appointor and may be in the following form or any other form which the Council shall approve.

"THE ROYAL COLLEGE OF PATHOLOGISTS
OF AUSTRALASIA

I,
of

being a Fellow of The Royal College of Pathologists of Australasia hereby
appoint
of

a Fellow of the College as my Proxy to vote for me and on my behalf at the General Meeting
of the College to be held on the day of
and at any adjourned meeting thereof.

I direct that my proxy vote in the following manner:

	For	Against
Resolution []	[]	[]

If no directions are given my proxy may vote as the proxy thinks fit or may abstain.

Signed this day of

....."

Lodgement
of Proxies

73. The instrument appointing a proxy shall be lodged with the Secretary not less than twenty-four hours before the time for holding a meeting or adjourned meeting at which the Proxy proposes to vote and in default of lodgement as aforesaid the instrument appointing the Proxy shall not be treated as valid.

74. The instrument appointing a Proxy shall be deemed to confer authority to demand or join in demanding a poll.

POLL BY POSTAL VOTE

Council May Direct Postal Vote

75. The Council may from time to time determine subject to the Corporations Law, that a poll of Fellows of the College shall be taken by postal vote on any proposed resolution or resolutions capable of being passed at a general meeting of Fellows of the College and subject to Article 76 hereof shall determine the form of the ballot paper to be used in taking such poll and the polling date. Where the Council determines that a poll of Fellows shall be taken under this Article it may determine that it shall be taken by secret postal ballot.

Manner of Taking Postal Votes

76. In the event of the Council making determinations in accordance with Article 75 hereof the following provisions shall apply:
- (a) The Polling Date must be determined by the Council in its discretion but must, in the case of a postal vote for the election of Officers or Councillors, be a date not less than 4 weeks before the next annual general meeting;
 - (b) The ballot papers must explain how to cast a valid vote;
 - (c) The ballot papers must set out the matters on which Fellows are being asked to cast a vote and be in accordance with these Articles and any determination of the Council;
 - (d) Not less than eight weeks before the polling date the Honorary Secretary shall cause one ballot paper to be forwarded by post to each person entitled to vote. Each ballot paper forwarded to a Fellow shall bear that Fellow's name;
 - (e) Each voter shall mark his ballot paper in accordance with the instructions thereon, sign it, or the envelope (if any) provided for the purpose, and forward it in the said envelope (if any) by post or by personal delivery to the Honorary Secretary so as to reach him on or before the polling date. No vote shall be valid unless the ballot paper shall be marked and signed as aforesaid.
 - (f) Not used.
 - (g) Not used.
 - (h) The proposed resolution shall be deemed to be passed or rejected on the day the votes are fully counted and according to whether the number of members validly voting "Yes" or "No" shall be the greater.

In the event of an equality of votes the passing or rejection of the resolution shall be determined by drawing of lots by the President in such manner as he determines in his discretion.

- (i) The proposed resolution and the number of Fellows validly voting respectively "Yes" or "No" shall be signed by the President and Honorary Secretary or their delegates for this purpose.
- (j) No resolution or ballot shall be deemed to be invalid by reason of non-receipt of any ballot paper by any Fellow or at his registered address.
- (k) Any duties required by this Article to be performed by the President or Honorary Secretary shall in the absence of either of them be performed by their delegates for this purpose.
- (l) In the case of a postal vote for election of Officers or Councillors, the votes must be counted after the Polling Date but before the annual general meeting so as to allow for declaration of elections at the annual general meeting. The candidate who shall receive the most votes shall be declared elected at the annual general meeting and in the case of two or more candidates receiving an equal number of votes the one of them to be elected shall be determined by drawing of lots by the President at the annual general meeting in such manner as he determines in his discretion.

Secret
Postal Ballot

- 77.** Where it has been determined that an election of Officers or Councillors shall be held by secret postal ballot or where it has been decided either by a general meeting or the Council that a poll of Fellows shall be taken by secret postal ballot, the Council shall determine the manner in which such ballot shall be taken in order to ensure its secrecy and may prescribe any modification of the provisions of Article 76 which shall be necessary for that purpose.

Effect
of Postal Vote

- 78.** Any resolution deemed by virtue of Article 76 to be passed shall, subject to the Corporations Law, have the same effect and operation as if it were a resolution validly passed at a general meeting of members of the College.
- 79.** The provisions of Articles 80 and 81 shall not apply in respect of any proposed resolution the subject of a determination of the Council to take a poll of members under Article 75.

NOTICE OF PROPOSED RESOLUTION

- 80.** Unless a shorter notice shall be allowed by the Council thirty days notice in writing of the intention to propose any resolution at a general meeting of the College shall be given to the Honorary Secretary who shall send notice of the same to every member to his address

appearing in the register at least twenty-one days before the general meeting at which the resolution is to be proposed.

81. Subject to the provisions of the Corporations Law, as to special resolutions and shorter notice the Council may determine that a shorter notice not being less than fourteen days may be given of intention to propose any such resolution and that a shorter notice thereof not being less than seven days may be given to members.

FUNDS

82. The Honorary Treasurer or Acting Honorary Treasurer shall receive all funds of the College and disburse the same. Unless and until the Council shall otherwise determine cheques shall be signed by the Honorary Treasurer or Acting Honorary Treasurer and one of such other persons as shall be authorised for this purpose by the Council.

COMMON SEAL

83. The Council shall provide a Common Seal for the College which shall always be deposited at the office and shall never be used except by authority of the Council or of the Executive Committee previously given and then only in the presence of and accompanied by the signatures of at least two members of the Council or of Executive Committee and the affixing of the Common Seal shall be countersigned by the Honorary Secretary or some other person appointed by the Council or Executive Committee for that purpose.

ACCOUNTS AND MINUTES

Accounts to be kept

84. The Council shall cause proper accounts to be kept with respect to:
- (a) all sums of money received and expended by the College and the matter in respect of which the receipt and expenditure takes place;
 - (b) all sales and purchases of goods by the College; and
 - (c) the assets and liabilities of the College.

And Laid Before Meeting

85. The Council shall from time to time cause accounts to be kept as provided by Clause 10 of the Memorandum of Association, and shall from time to time in accordance with Divisions 4, 4A, 4B and 5 of Part 3.6 of the Corporations Law, cause to be prepared and to be laid

before the College in general meeting such income and expenditure accounts balance sheets and reports as are referred to in that section.

Auditors

- 86.** Auditors shall be appointed and their duties regulated in accordance with Part 3.7 of the Corporations Law, and Clause 10 of the Memorandum of Association.

Effects of Accounts

- 87.** Every account of the College when audited and approved by a general meeting shall be conclusive except as regards any error discovered therein within the next three months after the approval thereof. Whenever any error is discovered within that period the account shall forthwith be corrected and thenceforth shall be conclusive. Nothing in this article contained shall give a conclusive effect to any matters arising out of or involving a breach of Clause 4 of the Memorandum of Association.

Minutes

- 88.** The Council shall cause Minutes to be made in books provided purpose-
- (a) of all appointments of Officers or Council Members made by the Council;
 - (b) of the names of the Councillors present at each meeting of the Council and of the Executive Committee and of any Committee of the Council; and
 - (c) of all resolutions and proceedings at all meetings of the College and of the Council, the Executive Committee and Committees of the Council.
- 89.** Every member shall upon or prior to admission to membership notify the Honorary Secretary of:
- (a) a postal address which shall be regarded as his registered address;
 - (b) an electronic mail address, if any, which shall be regarded as his e-mail address; and
 - (c) a facsimile number, if any, which shall be regarded as his facsimile number.
- 89A.** A member may at any time notify the College in writing of another postal address, e-mail address and/or facsimile number." .

Notice

- 90.** A notice may be served by the College or for the purposes of Article 61 upon any member either personally or by:
- (a) being sent by post in a prepaid envelope or wrapper addressed to such member at his registered address;
 - (b) facsimile to the member's facsimile number; or
 - (c) e-mail addressed and sent to the member's e-mail address.

Where No
Registered
Address

- 91.** As regards those members of the College who have no registered place of address a notice in writing posted up in the office of the College shall be deemed to be well served on them at the expiration of forty-eight hours after it is so posted up.

Evidence
of Service

- 92.** Any notice sent by post shall be deemed to have been served on the seventh day following that on which the envelope or wrapper containing the same is posted and in proving such service it shall be sufficient to prove that the envelope or wrapper containing the notice was properly addressed stamped and put in the post office and a certificate in writing signed by the Secretary or other Officer of the College that the envelope or wrapper containing the notice was so addressed and posted shall be evidence of due service thereof. Any notice to be sent to any member whose registered address is in New Zealand, Western Australia, Tasmania or a place outside Australasia shall be sent by airmail post.
- 92A.** The Council will establish guidelines concerning the security requirements for notices sent via email. A communication sent by e-mail shall be deemed received when it complies with the security requirements established by Council in accordance with this Article 92A.
- 92B.** A communication sent by facsimile shall be deemed received when the sender's facsimile machine produces a transmission report stating that the facsimile was sent to the addressee's facsimile number.
- 92C.** Communications sent by facsimile shall be deemed given in the form transmitted unless the message is not fully received in a legible form and the addressee immediately notifies the sender of that fact."

Signature

- 93.** The signature to any notice to be given by the College may be written or printed.

How Time
Reckoned

- 94.** Where a given number of days notice or notice extending over any other period is required to be given the day of service shall unless it is otherwise provided be counted in such number of days or other period.

We the several persons whose names and addresses are subscribed hereto being the subscribers to the Memorandum of Association of The Royal College of Pathologists of Australasia hereby agree to the foregoing Articles of Association.

Names, Addresses and Descriptions of Subscribers	Signatures of Witnesses
<p>Edgar Frederick Thomson, 17 Selwyn Street, Wollstonecraft, Sydney, New South Wales. Pathologist.</p>	<p>Ellen Doris Thomson, 17 Selwyn Street, Wollstonecraft, Sydney, New South Wales. Housewife.</p>
<p>John William Perry, 276 Walsh St, Sth Yarra, S.E.1, Victoria. Pathologist.</p>	<p>Alan Llewelyn Williams, 35 Monomeath Avenue, Canterbury, E.7, Victoria. Pathologist.</p>
<p>John Leicester Holme, 363 Edgecliff Road, Edgecliff, Sydney, New South Wales. Pathologist.</p>	<p>Denise Vallack Single, 19 Trelawney Street, Woollahra, New South Wales. Medical Practitioner.</p>
<p>John Richard Steele Douglas, 12 Hill Street, Merewether, Newcastle, New South Wales. Pathologist.</p>	<p>Peter Ian Alexander Hendry, 2 Bromley Court, High Street, Newcastle, New South Wales. Pathologist.</p>
<p>John Iredale Tonge, 53 Lucinda Street, Tarringa, Brisbane, Queensland. Pathologist.</p>	<p>Ian Lewis Chapple, 6 Pelliga Street, Wavell Hts., N.10, Brisbane. Medical Practitioner.</p>
<p>John Patrick Edward O'Brien, 20 Mons Avenue, Maroubra, New South Wales. Pathologist.</p>	<p>Patricia Stiles Kingsford, 88 Latimer Road, Bellevue Hill, Sydney, New South Wales. Biochemist.</p>
<p>Hans Frederick Bettinger, 24 Tinham Ave, Toorak, S.E.2, Victoria. Pathologist.</p>	<p>Frank Forster, 4 Chrystobel Crescent, Hamilton, Victoria. Medical Practitioner.</p>

DATED the Twentieth day of March, 1956.

**THE ORIGINAL OFFICE-BEARERS
OF THE COLLEGE**

were:

President: EDGAR FREDERICK THOMSON
Sydney, New South Wales.

Vice-President: JOHN WILLIAM PERRY
Carlton, Victoria.

Honorary Secretary: JOHN LEICESTER HOLME
Edgecliff, New South Wales.

Honorary Treasurer: JOHN RICHARD STEELE DOUGLAS
Newcastle, New South Wales.

Councillors: JOHN IREDALE TONGE
Queensland.

JOHN PATRICK EDWARD O'BRIEN
New South Wales.

HANS FREDERICK BETTINGER
Victoria.

JAMES ELVINS McCARTNEY
South Australia

BERYL JESSIE LAWRENCE
Western Australia.

MICHAEL PHILIP KENDALL SHOBRIDGE
Tasmania.