



JANE
FRANKLIN HALL

Governing Rules

(Constitution)



Associations Incorporation Act
1964

Rules of

Jane Franklin Hall Inc.

(2023 revision)

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PREAMBLE

Founded by the Tasmanian Council of Churches in 1950, Jane Franklin Hall (College) was established as an all-female, non-denominational Christian College where all faiths and beliefs were welcomed.

In 1950, the College was a large, Victorian-style, two-storey house known today as Barrett. The 1960s were a period of stability as the College established itself as more than just an accommodation provider. In the mid-1970s, the College Council took the significant step of opening the College to male students. Other buildings and facilities were added over the decades as more property around Jane was bought-up to house the growing student population.

The College is home to students from all over Tasmania, Australia and the world looking for an open and caring residential community to call their own. Jane Franklin Hall now exists as the only private, traditional, and academically minded residential college in Tasmania.

Today, the College exists to accommodate students in a residence which will best assist them to cope with the demands of academic study, promote their social, intellectual, spiritual and physical wellbeing and foster the development of personal maturity, broad cultural experience and sense of social responsibility.

The College purpose is to foster the development of intellectually and socially well-rounded citizens for an increasingly diverse world.

The Jane Values are:

- Intellectual Enquiry – we value our student’s thirst for knowledge and their keenness to engage and commit to collective learning about themselves and the world;
- Respect – we value attitudes throughout the Jane community which work to transcend fear-driven or emotionally charged arguments about opinions, beliefs, perspectives or background, looking towards scholarly debate;
- Collegiality – we value Jane’s purpose, vision and experience and encourage participation by all members of the community in College life and leadership;
- Courage – we value opportunities to grow and challenge ourselves, going outside our comfort zones knowing we have structure and support behind us. We welcome the chance to build resilience, self-confidence and determination.

Under its governance structure, the Council is constituted to control and manage the affairs of the College and to maintain its status as a Not-for-profit registered charity with the Australian Charities and Not-for-profits Commission (ACNC). In amending the Rules to accord with modern corporate

governance principles, the Council recognises the values and historical foundations of the College and the significant contribution of each member of the Council of the College.

ACKNOWLEDGEMENT OF COUNTRY

As a reflection of Jane Franklin Hall's recognition of the deep history and culture of this island, we acknowledge the Mouheneenner People, the traditional owners, and custodians of the land upon which the College was built.

We acknowledge the contemporary Tasmanian Aboriginal community, who have survived dispossession, and continue to maintain their identity, culture and Indigenous rights. We also recognise the value of continuing Aboriginal knowledge and cultural practice, which informs our understandings of history, culture, science and environment for students of the University of Tasmania.

1 NAME

1.1 The name of the association is Jane Franklin Hall Inc ("the College")

2 INTERPRETATIONS

In the construction of these Rules the following words and expressions shall have the following meanings respectively unless contrary to the subject matter or context in which they are used:

- Act means the Associations Incorporations Act 1964 (Tas);
- Annual General Meeting means a General Meeting held in accordance with Rule 12.
- Council Charter means the document that specifies how the College Council is governed to champion the Rules (as amended from time to time);
- College means Jane Franklin Hall Incorporated;
- Council means the Council referred to in Rule 9;
- Councillors means any number (not being less than a Quorum) of the members of the College Council for the time being assembled at a meeting of Council in accordance with these Rules;
- Council Meetings means a meeting of the Council that is held from time to time to conduct the normal business proceedings of the Council.
- Council Member means a member of the Council;
- General Meeting means an Annual General Meeting of Members held under Rule 12 or a Special General Meeting;
- Member means a member of the College referred to in Rule 8
- Month means the calendar month;
- Notice includes all written communications to Members or Council Members;
- Principal means the principal of the College;
- Public Officer means the person as described in the Act;
- Quorum in relation to:
 - (a) a meeting of Council has the meaning set out in Rule 11.3; and

(b) a General Meeting has the meaning set out in Rule 12.3.3.

- Rules means the rules for the time being of the Council;
- Special General Meeting means a General Meeting other than the Annual General Meeting;
- In writing and written includes printing, facsimile, email and typewriting and in all other forms or representing or reproducing words in visible form; Words which have a special meaning assigned to them in the Act have the same meaning in these Rules. Words importing the singular number include the plural and the converse applies; and Words importing persons include corporations, companies, associations and institutions.

3 OBJECTS

3.1 The objects of the Council shall include the following:

3.1.1 to provide a diverse community residential experience for students of the University of Tasmania;

3.1.2 to support students' academic and wellbeing needs at a critical life stage;

3.1.3 to provide cultural, sporting, recreational, social, spiritual and leadership opportunities for students; and

3.1.4 to contribute to the intellectual and cultural life of the community.

3.2 Solely for the purpose of carrying out the objects stated in Rule 3.1 and not otherwise the College shall have the following powers:

3.2.1 to purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easement or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in connection with, any of the objects of the College. Provided that 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 is allowed by law having regard to such trusts;

3.2.2 to enter into any arrangements with any Government or authority, Federal, state, municipal, local or otherwise, that may seem conducive to the College's objects

or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the College may think it desirable to obtain; and to carry out exercise and comply with any such arrangements, rights, privileges and concessions;

- 3.2.3 to appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the College;
- 3.2.3 to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the College or the dependents or connections of any such persons; and to grant pensions and allowances; and to make payments towards insurance; and to subscribe or guarantee money for charitable or benevolent objects, or for any public, general or useful object;
- 3.2.4 to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, building, grounds, works or conveniences which may seem calculated directly or indirectly to advance the College's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- 3.2.5 to invest and deal with the money of the College not immediately required in such manner as the Council thinks fit;
- 3.2.6 to borrow raise or secure the payment of money in such manner as the College may think fit and secure the same or the repayment or performance of any debt liability contract guarantee or other engagement incurred or to be entered into by the College in any way and in particular by the issue of debentures perpetual or otherwise charged upon all or any of the College's property both present and future), and to purchase, redeem or pay off such securities;
- 3.2.7 to make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 3.2.8 to sell, improve, manage, develop, exchange, lease, dispose or, turn to account or otherwise deal with all or part of the property and rights of the College;
- 3.2.9 to take or hold mortgages, liens and charges to secure payment of the purchase

price or any unpaid balance of the purchase price, of any kind sold by the College or any money due to the College from purchasers and others;

- 3.2.10 to take any gift or property whether subject to any special trust or not for any one or more of the objects of the College but subject always to the proviso in Rule 3.2.1;
- 3.2.11 to print and publish any newspapers, periodicals, books or leaflets that the College may think desirable for the promotion of its objects;
- 3.2.12 to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations with which the College might amalgamate in accordance with the provisions of the Act and these Rules;
- 3.2.13 to transfer all or any part of the property, assets, liabilities and engagements of the College to any one or more of the companies, institutions, societies or associations with which the College might amalgamate in accordance with the provisions of the Act and these Rules, and
- 3.2.14 to make donations for patriotic or charitable purposes.

4 INCOME AND PROPERTY

- 4.1 The income and property of the College must be used and applied solely to the promotion of its objects and the exercise of its powers.
- 4.2 No portion of the income or property of the College may be distributed directly or indirectly to or among the Members or Council Members, former members or associates of former members of the Council.
- 4.3 Nothing in this clause prevents the payment in good faith
 - 4.3.1 of remuneration of the Principal or to any other employees or contractors of the College or to any Member in return for any services actually rendered to the College;
 - 4.3.2 payment for goods supplied in the ordinary and usual way of business;
 - 4.3.3 nor prevent the payment of interest at a rate not exceeding the rate for the time

being fixed for the purpose of this Clause by the Council on money borrowed from any Members or reasonable and proper rent for premises demised or let by any Member.

5 LIABILITY LIMITED

- 5.1 Every Member undertakes to contribute to the property of the College in the event of the College being wound up while he or she is a Member, or within one year after he or she ceases to be a Member, debts and liabilities of the College (contracted before he or she ceases to be a Member) and of the costs, charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves, such amount as may be required, not exceeding \$10.00.
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6 DISSOLUTION

- 6.1 If upon winding-up or dissolution of the College there remains, after satisfaction of all debts and liabilities, any property whatsoever, that property shall not be paid to or distributed among the Members, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the College and whose memorandum of association, rules or constitution shall prohibit the distributions 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 Rule 4, such an institution or institutions to be determined by the Members at or before the time of the dissolution and in default of such a determination by application to the Supreme Court for determination.
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7 ACCOUNTS

- 7.1 True accounts shall be kept by the Council of the sums of money received and expended by the College and the matter in respect of which such receipts and expenditure takes place, and of the property, credits and liabilities of the College and, subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with these Rules shall be open to the inspection of the Members. Once at least in every year, the accounts of the College shall be examined by one or more

property qualified auditor or auditors who shall report to the Members at the Annual General Meeting in respect of the accounts.

8 MEMBERS

8.1 The Members of the College shall consist of:

- (a) Council Members appointed pursuant to Rule 9 whilst holding office as Council Members;
- (b) Members of Council sub-committees appointed pursuant to Rule 10 and for the term of their appointment to the sub-committee.

8.4 The Public Officer (or their nominee) shall maintain a register of Members in which all appointments, removals and retirements from the membership of the College shall be recorded.

9 COUNCIL

9.1 Council Purpose

9.1.1 The College and the business affairs and property of the College shall be managed by a Council which may exercise all such powers, authorities and discretions of the College as are not by the Act or by these Rules required to be exercised by the College in General Meeting, subject nevertheless to these Rules and to the provisions of the Act.

9.2 Composition

9.2.1 The Council shall consist of seven (7) and no more than ten (10) persons.

9.2.2 The composition of the Council shall be based on skills, experience, knowledge and diversity needed to further the objects (purpose) as determined by the Council from time to time. Consideration deemed as important to be represented on the Council includes (but not limited to)

- (a) demonstration of the Jane Values;
- (b) experience and/or understanding of educational frameworks;
- (c) experience of collegiate life (i.e. as a student, parent);
- (d) experience as a Fellow or Alumnus;
- (e) corporate governance experience.

9.3 Term of Office

- 9.3.1 A member of the Council shall hold office for a term of three (3) years and shall retire at the third Annual General Meeting after the Annual General Meeting at which they were appointed. This period of three years is hereinafter called “the term”.
- 9.3.2 On completion of the term of office, each Council Member is eligible for re-appointment.
- 9.3.3 Subject to any contrary resolution of the Council, the Council Member is only appointed for one further consecutive term, but a person who has previously been a member of Council may subsequently be re-appointed to Council after a period of two (2) years.

9.4 Nominations to Council

- 9.4.1 Without limiting the generality of the Council’s powers under Rule 9.1, the Council may establish a nominations subcommittee. The nominations subcommittee is to comprise the Chair and two Council Members who are not up for re-election. The nominations subcommittee is to consider the composition of the Council under Clause 9.2 to govern the Council for the period to the next Annual General Meeting.
- 9.4.2 Nominations for vacancies on Council shall be called for at least one (1) month before the Annual General Meeting of the Council at which the vacancy will arise based on composition and skills identified as needed by the nominations subcommittee.
- 9.4.3 Nominations for vacancies shall be tabled at the Annual General Meeting which shall vote on appointing the persons nominated as Council Members to take up their appointments from the conclusion of the Annual General Meeting.
- 9.4.4 In the event that vacancies are not filled, the Council shall have the power to fill

the vacancy as a casual vacancy in accordance with Clause 9.4.5. Nominations for Council positions may be received at any time prior to a resolution being put to vote on appointments to Council.

- 9.4.5 The Council shall have power at any time and from time to time to appoint any person it considers fit to fill a casual vacancy in Council by appointing a person qualified to fill the vacancy in accordance with the provisions of Rule 9.2 (composition) but so that the number of Council Members does not at any time exceed ten (10).
- 9.4.6 Any person appointed pursuant to Rule 9.4.5 shall hold office only until the next following Annual General Meeting and shall then be eligible for nomination and appointment.
- 9.4.7 A Councillor may retire from office upon giving fourteen (14) days notice in writing to the Public Officer of their intention so to do and such resignation shall take effect upon the expiration of such Notice or its earlier acceptance by the Council.
- 9.4.8 In the event of any vacancy or vacancies occurring among Council Members, the continuing Councillors may act, despite such vacancy or vacancies, but so that if their number falls below seven (7), Council shall not, except for the purpose of filling vacancies, act so long as the number is below that minimum.
- 9.4.9 Despite anything else in this Rule 9.4:
- (a) where a Councillor has filled a casual vacancy until the subsequent Annual General Meeting at which time their appointment for three (3) years is made, the period of casual appointment shall not be counted in the maximum term of appointment.
 - (b) the current term of a Council Member, Chair or Deputy Chair who is appointed at the time of amendment of these Rules will not be affected and an existing Council Member, Chair or Deputy Chair at the date of amendment of these Rules shall continue to serve their current term and, notwithstanding Rule 9.3, a Council Member may be re-appointed for one further term but may then only be re-appointed to Council after a period of 2 years.
- 9.4.10 All acts done by any meeting of the Council or a committee of Councillors, or by any person acting as a Councillor, shall be as valid as if every such person had

been duly appointed and was qualified to be a Councillor, despite that it may be afterwards discovered that there was some defect in the appointment of any such Councillors or persons, or that they or any of them were disqualified.

9.5 Election of Chair and Deputy Chair

9.5.1 At the first Council meeting following the commencement of these Rules and after each subsequent Annual General Meeting, the Councillors shall elect from among their number a Chair and a Deputy Chair each of whom subject to these Rules shall hold office until the Council Meeting following the next Annual General Meeting after their election but shall be eligible for re-election for a term not exceeding four (4) consecutive years.

9.5.2 Any casual vacancy occurring in the Office of Chair or Deputy Chair shall be filled by the Councillors and the person so elected shall hold office only until the Annual General Meeting next following but shall be eligible for re-election.

9.6 Removal and Vacation of Office

9.6.1 A member of the Council may be removed from office by a special resolution of the Council (excluding the relevant Council member) to terminate the office of the Council member for cause.

9.6.2 The office of a Council Member becomes vacant if the Council Member:

(a) dies;

(b) becomes bankrupt or makes any arrangement or composition with their creditors generally;

(c) becomes of unsound mind or a person whose person or estate is liable to be dealt within any way under the law relating to mental health;

(d) is permanently incapacitated due to ill health;

(e) resigns their office in writing to the Council;

(f) the person ceases to hold the qualification(s) required for nomination or their nomination is terminated in writing by the Chair.

(g) has (except as permitted under Rule 4.1) directly or indirectly a material

interest in any contract or proposed contract or proposed contract with the College provided, however, that a Councillor shall not vacate their office by reason of being a member of any corporate society or association which has entered or proposes to enter into a contract with the College, if they shall have declared the nature of their interest at a meeting of Council as soon as practicable after the relevant facts have come to their knowledge;

(h) or has issued more than three (3) consecutive apologies to Council or otherwise been absent for more than three (3) consecutive meetings of Council, without having obtained leave in accordance with Rule 9.6.3.

9.6.3 Council may grant a formal leave of absence to a Councillor for a period not exceeding six (6) consecutive meetings unless in the opinion of Council exceptional circumstances exist which justify leave being granted for a period exceeding six (6) consecutive meetings or to a Councillor who has not served a twelve (12) month period.

9.6.4 The Principal of the College for the time being, the President of the Jane Franklin Hall Student Club Inc or such club or association that is its successor and constitutes the association of currently resident students of the Jane Franklin Hall, and one (i) member of Jane Franklin Hall Student Club Inc or its successor nominated by the club or its successor are “observers” of the Council (Observers). Observers of Council may contribute to debate and discussion but may not participate in voting.

9.6.5 The Council is to use a Charter, not inconsistent with these Rules, for the better management of the affairs of the Council.

10 APPOINTMENTS BY COUNCIL

10.1 The Council may appoint subcommittees, delegate any of its powers (and withdraw any such delegation of powers) to any such subcommittees from time to time.

10.2 The Council may, in respect to any subcommittee:

(a) specify in writing from time to time the terms of reference and functions of the subcommittee to guide their specific intent, purpose, duration and membership;

(b) appoint such persons as they consider appropriate to the subcommittee (including

persons who are not members of the Council; and remove any such person from the subcommittee at any time by written notice. Unless the Council decides otherwise, the Chair of any subcommittee must be a member of the Council;

(c) specify the period and conditions (including remuneration) of any such appointment to the subcommittee;

(d) terminate the subcommittee at any time; and

A subcommittee shall not delegate any of its powers.

10.3 The Council shall appoint a Principal of the College upon such terms at such remuneration as it thinks fit and any Principal so appointed may be removed by Council.

10.45 The Council may define the powers authorities and discretions, functions and duties of the Principal and any other employee of the College and from time to time may hold or limit any such powers authorities discretions and duties in such manner as they think fit.

10.5 The Council shall appoint a Public Officer as provided by the Act. The Public Officer must carry out the duties delegated by the Council and those imposed by law.

10.7 Council shall cause minutes to be kept in books provided for the purpose:

(a) of all appointments of Councillors made by Council;

(b) of the names of the Councillors present at each meeting of Council and of any committee of the Council; and

(c) of all resolutions and proceedings at all meetings of the College and of Council and of the committees of Council.

11 PROCEEDINGS OF COUNCIL (Council Meetings)

11.1 The Council may hold meetings (including by technological means) for the conduct of business and regulate them as they so determine. For the avoidance of doubt, a Council Member is present at a meeting if participating by technological means such as by telephone.

- 11.2 The Council must meet as often as required for the proper discharge of their duties and in any event no less than every six (6) weeks across the academic year (unless otherwise determined by way of a resolution of Council).
- 11.3 Until otherwise resolved by the Council the presence of at least one half of the Councillors for the time being in office and entitled to vote (in person or by other method permitted by these Rules) shall constitute a quorum of Council.
- 11.4 Proceedings of Council will be conducted in accordance with the Council Charter as noted under Rule 9.6.4, for the better management of the affairs of the Council.
- 11.5 All acts done by any meeting of Council or by a committee of Council or by any person acting as a Councillor shall be as valid or if every such person has been duly appointed and was duly qualified despite that it shall afterwards be discovered that there was some defect in the appointment of such Councillors or persons acting or that they or any of them were disqualified.
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12 GENERAL MEETINGS

12.1 Convening of General Meetings

- 12.1.1 A General Meeting of the Members, to be called the "Annual General Meeting" must be held at least once every 12 months. All other General Meetings shall be called "Special General Meetings".
- 12.1.2 For as long as the College is registered as a charity with the Australian Charities and Not-for-profits Commission or its successor, and for as long as the law permits, the Council may determine the timing and location for the holding of any Annual General Meeting, provided there is at least one such meeting held in each calendar year.
- 12.1.3 A General Meeting, including an Annual General Meeting, may be held using any technology of electronic or other virtual means provided that all Members as a whole have a reasonable opportunity to participate.
- 12.1.4 The Councillors may whenever they think fit, convene a Special General Meeting. Special General Meetings may also be convened by a requisition Members, as provided by Section 22A of the Act.

12.1.5 If at any time there are not within the State of Tasmania sufficient Council Members capable of acting to form a Quorum, a Councillor may convene a Special General Meeting in the same manner as nearly possible as that in which meetings may be convened by Council.

12.2 Notice of General Meetings

12.2.1 Notice of a general meeting must be given to:

- a) each Member,
- b) the auditor (if any); and
- c) as may be prescribed by the College any other representative who is entitled to receive such notice.

12.2.2 Notice of a General Meeting must be provided in writing at least fourteen (14) days before the meeting (exclusive of the day on which the Notice is served or deemed to be served, but inclusive of the day for which notice is given).

12.2.3 Notice of a General Meeting must include:

- a) the place, date and time for the meeting (and if the meeting is to be held in two or more places, the technology that will be used to facilitate this);
- b) the general nature of the meeting's business;
- c) if applicable, that a special resolution is to be proposed and the words of the proposed resolution.

12.2.4 The accidental omission to give Notice of a meeting to, or the non-receipt of Notice of a meeting by, any member shall not invalidate the proceedings of any meeting.

12.3 Business and Quorum at General Meetings

12.3.1 All business shall be deemed special that is transacted at a Special General Meeting, and all that is transacted at the Annual General Meeting, except for the consideration of the accounts, balance sheets, and the reports of the Council and auditor, the appointment of the auditor and the fixing of the auditor's remuneration any other business which may lawfully be transacted at a General Meeting.

12.3.2 No business may be transacted at a General Meeting unless a quorum of Members is present when the meeting proceeds to business, which includes those

Members attending virtually or by other technological means at the commencement of business.

12.3.3 A Quorum of Members is at least one half of the membership of the Council.

12.3.4 If within ten (10) minutes from the time appointed for the meeting a Quorum is not present, the meeting, if convened upon the requisition of Councillors, shall be dissolved; in any other case it shall stand adjourned to the same day in the next week, at the same time and place.

12.4 Chair to Preside at General Meetings

12.4.1 The Chair, or in their absence, the Deputy Chair, shall preside as Chair at every General Meeting called.

12.4.2 If the Chair and Deputy Chair are absent from a General Meeting, the Members present shall elect one of their number to present as Chair.

12.5 Adjournment of General Meetings

12.5.1 The Chair of the meeting, may with the consent of any meeting at which a Quorum is present (and shall if so directed by the meeting), adjourn the meeting 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.

12.5.2 When a meeting is adjourned for ten (10) days or more, Notice of the adjourned meeting shall be given as in the case of the original meeting. Save as otherwise provided in these Rules it shall not be necessary to give any Notice of an adjournment or of the business to be transacted at any adjourned meeting.

12.6 Voting at a General Meeting

12.6.1 At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by at least two Member present in person and entitled to vote and unless a poll is so demanded, a declaration by the Chair of the meeting that a resolution has, on a show of hands, been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the minute book 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 that resolution.

12.6.2 If a poll is duly demanded it shall be taken in such manner as the Chair of the meeting directs, and unless the meeting is adjourned the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded.

12.6.3 In the case of an equality of votes, whether on a show of hands or on a poll, the question shall be decided in the negative. A poll demanded on the election of a Chair or on a question of adjournment shall be taken immediately. A poll demanded at a meeting on any other question shall be taken at such time at that meeting as the Chair of the meeting directs.

12.7 Accountability to Members and the College

12.7.1 Members and interested persons of the College (such as the Jane Franklin Hall Student Club Inc or its successor, Fellows, University of Tasmania, Jane Society) have the opportunity to raise questions at General Meetings.

13 ACCOUNTS AND AUDIT

13.1 The Council must ensure proper accounts are kept of the College's financial affairs and must for each financial year, ensure a statement of accounts are prepared and audited that present fairly the results of the activities of the College.

13.2 A properly qualified auditor or auditors shall be appointed at the Annual General Meeting and their remuneration fixed and duties regulated in accordance with Sections 24 of the Act and Rule 7.

13.3 If a vacancy in the office of auditor occurs, then the Council must fill the vacancy and the appointment will be for the balance of that calendar year until the next Annual General Meeting.

14 NOTICES

14.1 A Notice may be given to any person either personally or by sending it by:

a) post to their last known address or to the address, if any, within the State supplied by them to the College for the giving of Notices to them; or

b) email to the email address, if any, supplied by them to the College for the giving of Notices to them.

14.2 Where a Notice is sent by post, service of the Notice shall be deemed to be effective by properly addressing, prepping and posting a letter containing the Notice, and to have been effected in the case of a Notice of a meeting on the day after the date of its posting, and in any other case at the time at which the letter would be delivered in the ordinary course or post.

14.3 Where Notice is sent by email it is deemed to be delivered when sent by the sender. Notice of every general meeting shall be given in any manner authorised in these Rules to every member except those members whose last address is not known and who have not supplied to the College an address within the State for the giving of Notices to them and no other person shall be entitled to receive Notices of general meetings.

15 BY-LAWS, RULES AND REGULATIONS

15.1 Members may amend these Rules according to the provisions of the Act.

15.2 The Councillors shall have the power from time to time to make such by-laws, rules and regulations not inconsistent with these rules as in the opinion of the Councillors are necessary and desirable for the proper control, administration and management of the College's operations, finances, affairs, interests, effects and property' and the duties obligation and responsibilities of the members and to amend or rescind from time to time any such by-laws, rules or regulations.

15.3 For as long as the College is registered as a Charity, the Council or Members must not pass a special resolution that amends these Rules if passing it causes the College to no longer be a charity.

16 JANE FOUNDATION

- 16.1 The Council shall appoint a subcommittee known as the Jane Foundation Committee (hereinafter called "The Jane Foundation") in the manner prescribed in Rules 10.1 and 10.2.
- 16.2 The objects of the Jane Foundation shall be to attract, receive and manage money and benefits of any kind received by way of donation to the College and the making of scholarships, bursaries and prizes in accordance with the terms of such donations.
- 16.3 The Jane Foundation shall consist of all members of Council and such other member or members of the College as the Council may appoint from time to time.
- 16.4 Proceedings of the Jane Foundation shall be conducted in a like manner as that of the Council as prescribed in Rule 9 hereof save and except that the Jane Foundation shall meet at least twice in every year.
- 16.5 The Jane Foundation shall keep accounts in a like manner to the accounts required to be kept by the College in accordance with Rule 7 with such accounts to be audited once at least every year by one or more property qualified auditor or auditors who shall report to the members at the Annual General Meeting.
- 16.6 The Jane Foundation may delegate any of its powers (and withdraw any such delegation of powers) to a Council subcommittee, appointed in accordance with Rules 10.1 and 10.2 or any other person as the Jane Foundation determines from time to time.