

AINSE RULES

1. The name of the Association is AUSTRALIAN INSTITUTE OF NUCLEAR SCIENCE AND ENGINEERING INCORPORATED (hereinafter referred to as "the Institute").
2. The objects for which the Institute is established are:
 - (a) To carry out research and investigations in connection with matters associated with nuclear science and engineering;
 - (b) To arrange for the training of scientific research workers and the establishment and award of scientific research studentships and fellowships in matters associated with nuclear science and engineering;
 - (c) To collect and distribute information relating to nuclear science and engineering;
 - (d) To do all such other things as may be incidental to or conducive to the attainment of the objects of the Institute.
3. All subscriptions and other payments by members and the income and property of the Institute whencesoever derived shall be applied solely towards the promotion of the objects of the Institute and in such manner as directed by resolution of the Council of the Institute (hereinafter referred to as "the Council").

MEMBERSHIP

4. The foundation members of the Institute shall be the University of Sydney, the University of Melbourne, the University of Adelaide, the University of Tasmania, the University of Queensland, the University of Western Australia, the Australian National University, the University of New South Wales, the University of New England, the Monash University, the University of Newcastle, the Flinders University, the Latrobe University, the Macquarie University, the James Cook University of North Queensland, the University of Wollongong, the Griffith University, the Murdoch University, the University of Technology Sydney, the Curtin University of Technology, the Royal Melbourne Institute of Technology, the Commonwealth Scientific and Industrial Research Organisation and the Australian Nuclear Science and Technology Organisation.
5. The Council may in its discretion admit to membership such other Universities or similar institutions subject to such terms and conditions as it shall think fit. The Executive Officer/Scientific Secretary of the Institute, to be appointed in accordance with the provisions of Rule 39 of these Rules (hereinafter referred to as "the Executive Officer/Scientific Secretary"), shall establish and maintain a register of names and addresses of members together with the date on which the university or similar institution became a member.

SUBSCRIPTIONS

6. Members shall pay annual subscriptions to the Institute which shall be used to meet the administrative and other general expenses of the Institute.
7. Members other than foundation members shall contribute such annual subscription as shall be determined by the Council when they are admitted to membership. The first such annual subscription shall be payable immediately on admission to membership but may be reduced by the Council to such amount as it considers to be reasonable having regard to the date of admission to membership.
8. Every member of the institute shall pay to the Institute such annual subscription as shall from time to time be fixed by the Council.
9. Subject to Rule 7 annual subscriptions shall be due and payable on the first day of January each year the first of such payments being due and payable on the first day of January one thousand nine hundred and ninety-one.
10. Every member agrees to pay and continue to pay the amount of its initial annual subscription for a period of five years from the date such member is admitted to membership of the Institute whether such member continues to be a member of the Institute or not.

COUNCIL OF THE INSTITUTE

11. The Institute shall be governed in accordance with the provisions of these Rules by a Council which shall consist of representatives of members of the Institute and through which the members of the Institute shall exercise their functions and rights of membership. Each Councillor of the Institute (hereinafter referred to as "Councillor") shall serve on a representative and not on a personal basis and shall have the power to exercise the vote of that member of the Institute which the Councillor represents and generally shall act for and on behalf of that member.
12. The Council shall consist of:-
 - (a) Eight Councillors nominated in writing by and representing Australian Nuclear Science and Technology Organisation;
 - and
 - (b) One Councillor nominated in writing by and representing each other member of the Institute.
13. If any member of the Institute fails to exercise its right to nominate a Councillor to represent it the Council shall consist of those Councillors who have been duly nominated and whose period of office has not been terminated.
14. The period of office for which a Councillor represents a member of the Institute shall be terminated by that member and shall commence and be terminated by written notice from the member being communicated to the Council.
15. Any member may appoint another representative as substitute for such time as it thinks fit in the place and stead of a Councillor who is unable for any reason to attend any meeting of the Council and such appointment shall have effect and such appointee whilst holding office as a substitute Councillor shall be entitled to notice of meetings of the Council and to attend and vote thereat accordingly. Such a Councillor shall ipso facto vacate office if and when the member so decides and any appointment and determination of office under this Rule shall be by notice in writing from the member being communicated to the Council.
16. A Councillor's period of office shall terminate automatically if the member of the Institute which that Councillor represents ceases to be a member of the Institute.
17. At its annual meeting the Council shall elect from amongst its members a President and a Vice President to hold office for a term of one year, or in either case until a successor has been appointed. On the expiration of the terms of office herein provided the President and Vice President shall retire and their successors to serve for similar terms shall be elected by the Council from amongst its members provided however that the retiring President and Vice President shall be eligible for re-election for a second year. Any casual vacancy occurring in the office of President or Vice President shall be filled by the Council from amongst its members and the person so appointed shall hold office for the balance of the term of the person to be replaced.
18. The Council may elect from amongst its members such other officers with such powers and duties and to serve for such periods as it may think fit.
19. The President and Vice President and any other officers of the Council shall automatically cease to hold their respective offices if at any time they cease to be members of the Council.
20. The President shall preside at all meetings of the Council and shall perform such other duties as the Council may direct or as are imposed by these Rules. The President shall ensure that all orders and resolutions of the Council are carried into effect and shall be ex-officio a member of all standing committees of the Council.
21. The Vice President shall in the absence or disability of the President perform the duties and exercise the powers of the President.

POWERS OF THE COUNCIL

22. The Council shall have sole control in regard to all matters relating to the management and organisation of the Institute.

23. Without prejudice to the general powers conferred by the last preceding clause and other powers conferred by these Rules it is hereby expressly declared that the Council shall have the following powers that is to say:-
- (a) To make and impose, vary and repeal by-laws rules and regulations for the administration and government of the Institute and for carrying its objects into effect provided always that the same shall not in any way affect, vary or alter the provisions contained in these Rules;
 - (b) To pay all expenses incurred in carrying out the objects of the Institute;
 - (c) To purchase or otherwise acquire for the Institute any property rights or privileges which the Institute is authorised to acquire at such price and generally on such terms and conditions as it thinks fit;
 - (d) To take offices or acquire premises for the use of the Institute and to appoint and at its discretion remove or suspend such managers, secretaries, officers, clerks, agents and servants whether engaged for permanent, temporary or special services and to determine their powers and duties and to fix their salaries or emoluments and to require security in such instances and to such amount as it may think fit;
 - (e) To engage professional or other assistance in connection with the business of the Institute and to pay reasonable fees or remunerations for the same as it may think fit;
 - (f) To refer any claims or demands by or against the Institute to arbitration and observe and perform the awards;
 - (g) To make and give receipts releases and other discharges for money payable to the Institute and for the claims and demands of the Institute;
 - (h) To determine who shall be entitled to sign on the Institute's behalf bills, notes, receipts, acceptances, endorsements, cheques, releases, contracts and other documents;
 - (i) To enter into all such negotiations and contracts and rescind and vary all such contracts and execute and do all such acts, deeds and things in the name and on behalf of the Institute as it may consider expedient for or in relation to any of the matters aforesaid or otherwise for the purposes of the Institute;
 - (j) To delegate any of its powers subject to such rules, regulations, terms and conditions and for such period as it may think fit to the Executive Officer/Scientific Secretary or to a committee comprising the Executive Officer/Scientific Secretary and/or any three or more Councillors;
 - (k) To apply to any Government or public bodies local municipal county and other bodies corporations companies or persons for and to accept grants or money and of land donations gifts subscriptions and other assistance with a view to promoting the objects of the Institute and to discuss and negotiate with such bodies and Associations interested in or concerned with scientific and industrial research and other bodies corporations companies or persons schemes of research and other work and matters within the objects of the Institute and to conform to any proper conditions upon which such grants and other payments may be made.
24. Notwithstanding anything contained before or after in these presents the Council shall not exercise any of the borrowing powers of the Institute unless the consent in writing has been first obtained of all members of the Institute.

MEETINGS OF THE COUNCIL

25. The Council may meet convene its meetings adjourn and otherwise regulate its proceedings as it thinks fit but so that it shall meet not less than once a year. No business shall be transacted at a Meeting of the Council unless Councillors representing at least one third of the members of the Institute are present.
26. The President or in the absence of the President, the Vice President shall take the chair at all meetings of the Council and if at any meeting no one of such officers be present within ten minutes after the time appointed for holding the same the Councillors present shall choose someone of their number to be chairman of the meeting.
27. Special meetings of the Council for any purpose or for the transaction of any business may be called whenever it may be deemed expedient by the President who shall call such meetings when requested

to do so by notice in writing signed by four or more Councillors. Such request shall state the purpose or purposes of the proposed meeting. Written notice of special meetings shall be given by the President of the Council or by the Secretary at least seven days in advance of the meeting and such notice may be waived by any Councillor in the same manner as hereinafter provided in Rule 28 in the case of the annual meeting. Special meetings shall be held at such place as the President shall determine. Business transacted at all special meetings shall be confined to the purposes for which the meeting is called.

28. Councillors shall be given at least twenty-one days clear notice in writing of the annual meeting and of all other meetings except special meetings convened in accordance with Rule 27 provided that the accidental omission to give any such notice to or the non-receipt of any such notice by any Councillor or Councillors shall not invalidate any resolution passed at any such meeting. The notice shall specify the general nature of any special business to be considered at the meeting. Any Councillor may waive notice of such meeting either before at or after the meeting.
29. Every Councillor shall name an address in Australia at which all notices shall be served and all notices served at or posted to that address shall be deemed to be well served. Copies of all such notices shall in addition be served upon or posted to the member of the Institute which the Councillor represents.
30. Questions arising at any meeting of the Council shall be decided by a majority of votes recorded and in the event of the votes being equally divided the chairman shall have a casting vote.
31. A meeting of the Council for the time being at which a quorum is present shall be competent to exercise all or any of the authorities powers and discretions by or under these presents for the time being vested in or exercisable by the Council generally.
32. All acts done by any meeting of the Council or by a committee of the Council or by any person acting as a member of the Council shall notwithstanding that it shall be afterwards discovered that there was some defect in the appointment of the Council or such committee or person acting as aforesaid or that they or any of them were disqualified be as valid as if every such person had been duly appointed and was qualified to be a member of the Council.
33. A Councillor not attending at any meeting of the Council may by writing authorise any Councillor of the Council to execute a proxy vote on all questions arising at such meeting or upon any particular question arising at such meeting.
34. At its annual meeting the Council shall consider the accounts the balance sheet and the reports of any committees and of the Auditor and shall elect officers in place of those retiring and shall consider any special business due notice of which has been given to Councillors or waived in accordance with Rule 28.
35. At the President's discretion a postal ballot may be ordered amongst members of the Council on any question affecting the Institute and for this purpose the President may be self-appointed as Returning Officer or may appoint any other member of Council or the Executive Officer/Scientific Secretary as Returning Officer. Full details of the voting at any such ballot shall be given to each member of the Council within seven days after the closing date of the ballot.

MINUTES

36. The Council shall cause minutes to be duly entered in books provided for the purpose:-
 - (a) Of the names of the members of the Council present at each meeting of the Council and of any committee of the Council;
 - (b) Of all appointments of Officers;
 - (c) Of all orders made by the Council and committees of the Council;
 - (d) Of all resolutions and proceedings of meetings of the Council and committees.
37. Any such minutes of any meeting of the Council or of its committees if purporting to be signed by the chairman of such meeting or by the chairman of the next succeeding meeting shall be receivable as prima facie evidence of the matters stated in such minutes.

COMMITTEES

38. The Council may establish such committees as it deems desirable and the President shall ex-officio be a member of any such committees.
- 38a. There shall be an Executive Committee, the composition of which shall be determined by the Council.

STAFF OF THE INSTITUTE

39. The staff of the Institute shall be under the control of an Executive Officer/Scientific Secretary who shall be appointed by the Council on such terms and conditions as it shall determine.
40. The Executive Officer/Scientific Secretary shall be responsible for the appointment organisation and functioning of the staff of the Institute and for the management and conduct of the Institute's affairs. The Executive Officer/Scientific Secretary shall be subject to the authority and control of the Council and shall perform duties in accordance with regulations adopted by the Council.
41. The Executive Officer/Scientific Secretary shall share with the President in such manner as the Council may determine the responsibility for handling the Institute's relationships with the Australian Nuclear Science and Technology Organisation and other agencies.
42. The Executive Officer/Scientific Secretary shall act as Secretary to the Institute and in that capacity shall attend meetings of the Council and record all notes and minutes thereof and shall perform like duties for standing or special committees of the Council when required. The Executive Officer/Scientific Secretary shall give or cause to be given notice of all meetings of the Council and shall perform such other duties as may be prescribed from time to time by the Council or the President.
43. The staff shall include such qualified scientific and technical personnel and such other persons as may be required to fulfil the objectives and functions of the Institute.

INSTITUTE PROJECTS

44. Any member or group of members of the Institute desiring to set up any project for training or research into matters related to the development of nuclear science and engineering may request the assistance of the Institute in securing materials, services, equipment and facilities necessary for this purpose or may request the Institute to undertake the work itself. Any such request shall be accompanied by an explanation of the purpose and extent of the project.
45. The Council may arrange for one or more members to supply any materials, services, equipment and facilities necessary for the project or may themselves undertake to provide any or all of these directly.
46. Before approving a project, the Council shall give due consideration to:-
 - (a) The usefulness of the project, including its scientific and technical feasibility;
 - (b) The adequacy of plans, funds and technical personnel to assure the effective execution of the project;
 - (c) The adequacy of the proposed health and safety standards for handling and storing materials and for operating facilities;
 - (d) The inability of the member or group of members making the request to secure the necessary materials, facilities, equipment and services;
 - (e) The equitable distribution of materials and other resources available to the Institute;
 - (f) Such other matters as may be relevant.
47. The Council shall, upon approving a project submitted by a member or group of members require such member or members to enter into an agreement with the Institute which agreement shall;
 - (a) Provide for allocation to the project of any required materials, equipment, services and facilities;
 - (b) Set forth the terms and conditions, including charges if applicable, on which any materials, services, equipment and facilities are to be provided by or under the auspices of the Institute;
 - (c) Include undertakings by the member or group of members submitting the project -

- (i) That the project will be carried out subject to such safeguards relating to health and safety standards in handling and storing materials and in operating facilities or otherwise as the Council may consider necessary;
- and
- (ii) That each member associated with the project agrees to make available to the Institute free of all charge all scientific information arising out of assistance provided or arranged by the Institute.

RESEARCH AND TRAINING BY NON-MEMBERS

48. The Council may provide or arrange for the provision of facilities for research or training by non-member organisations upon such terms and conditions, including charges, as the Council may determine. In making such provisions, the Council shall give preference to the requirements of the members of the Institute and shall require such non-member organisations to enter into an agreement that all scientific information arising out of assistance provided or arranged for by the Institute shall be made available to the Institute free of charge.

FINANCE AND ACCOUNTS

49. The Institute shall open and maintain at the Commonwealth Bank of Australia or any other bank, an account or accounts into which shall be paid all moneys received by the Institute including; -
- (a) All moneys paid to the Institute by its members as their annual contributions to the administrative costs of conducting the Institute's affairs;
 - (b) All moneys received by the Institute from the Australian Nuclear Science and Technology Organisation, its other members or other sources as contributing to the costs of conducting research and training in accordance with those Rules.
50. The Institute shall, as directed by the Council, out of the moneys standing to the credit of any such account, defray costs, charges and expenses incurred by the Institute in the performance of its functions under these Rules.
51. The financial year of the Institute shall end on 31st December of each year.

52. Any excess of revenues and receipts including any voluntary or other contributions to the Institute over the expenses and costs of the Institute in any one year shall be placed in a general fund which may be used in such manner in attaining the objects of the Institute as the Council may determine, unless contrary to terms of any grant or other payment to the Institute.
53. The Executive Officer/Scientific Secretary shall cause true accounts to be kept of the affairs of the Institute and the books of account shall be accessible at the office of the Institute.
54. The books of account, records and other documents of the Institute shall be open to inspection, free of charge, by a Councillor of the Institute at any reasonable hour.
55. The Executive Officer/Scientific Secretary shall cause to be prepared for consideration at the annual meeting of the Council in every year;-
 - (a) A statement of account showing the receipts and expenditure of the Institute for the period since the preceding account (or in the case of the first account, since the date of commencement of the Institute) and made up to a date not more than six months before such meeting;
 - (b) A balance sheet which shall be accompanied by a report by the Executive Officer/Scientific Secretary upon the general state of the affairs of the Institute;
 - (c) Estimates of its receipts and expenditure for the ensuing year.
56. A copy of the accounts, balance sheet, Executive Officer/Scientific Secretary's report and estimates referred to in the preceding Rule shall be forwarded to each Councillor and member with the notice of the annual meeting referred to in Rule 28.

AUDIT

57. Once at least in every year the accounts of the Institute shall be examined and the correctness of the balance sheet ascertained by one or more properly qualified Auditor or Auditors to be nominated by the Council and such Auditor or Auditors may be officers of the Australian Nuclear Science and Technology Organisation.
58. Every Auditor of the Institute shall have a right of access at all times to the books and accounts and vouchers of the Institute and shall be entitled to require from the members of the Council and officers of the Institute such information and explanation as may be necessary for the performance of the duties of the Auditors. The Auditors shall make a report on every balance sheet laid before the Council in annual meeting during their tenure of office and the reports shall state:-
 - (a) Whether or not they have obtained all the information and explanations they have required;
and
 - (b) Whether in their opinion the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the Institute's affairs according to the best of their information and explanations given to them and as shown by the books of the Institute.
59. The balance sheet shall be signed by the Executive Officer/Scientific Secretary and the Auditor's report shall be attached to the balance sheet or there shall be inserted at the foot of the balance sheet a reference to the report and the report shall be read before the Council in annual meeting.
60. Every account of the Institute when audited and approved by an annual meeting shall be conclusive except as regards any error discovered therein within six months next after the approval thereof. Whenever any such error is discovered within that period the account shall forthwith be corrected and thenceforth shall be conclusive.

AMENDMENTS

61. Amendments to these Rules may be proposed by any member by notice in writing to the Executive Officer/Scientific Secretary. Copies of the text of any proposed amendment shall be prepared by the Executive Officer/Scientific Secretary who shall communicate it to all Councillors and members of the Institute at least ninety days in advance of its consideration by the Council. Proposed amendments

shall be considered by the Council and if approved by Councillors representing at least three quarters of all members of the Institute shall thereupon come into full force and effect.

WITHDRAWAL FROM MEMBERSHIP

62. At any time after five years from the date of its admission to membership or whenever it is unwilling to accept an amendment to the Rules a member may withdraw from the Institute by giving twelve months notice in writing communicated to the Executive Officer/Scientific Secretary who shall thereupon notify promptly all members of the Council.
63. Withdrawal by a member shall not affect its contractual or financial obligations to the Institute entered into under any of the provisions of these Rules. In particular it shall not effect the amount of annual subscription paid or payable for the year in which the withdrawal of the member becomes effective.

SUSPENSION OF PRIVILEGES

64. Any member of the Institute which is in arrears in the payment of its financial contributions to the Institute shall cease to be a member of the Institute if the amount of its arrears equals or exceeds the amount of the contributions due from it for the current and preceding year.
65. Any member which does not accept any amendment to these Rules shall unless that member has already withdrawn from membership pursuant to Rule 62 cease to be a member of the Institute.

INDEMNITY

66. The Institute shall indemnify every member of the Council the Executive Officer/Scientific Secretary and all officers of the Institute against all costs losses damages or expenses including hotel and travelling expenses in respect of any covenant contract or agreement entered into or act or thing done in discharge of their duties or in and about carrying into effect any object or purpose of the Institute and respect of any action suit proceeding or other matter whatsoever connected with the Institute or the affairs thereof and the Council shall authorise such payments as are necessary for the purpose of giving effect to such indemnity.
67. A Councillor the Executive Officer/Scientific Secretary or other officer of the Institute shall not unless as a consequence of their own dishonesty be answerable or responsible for any act receipt omission neglect or default of any other person notwithstanding any receipt of other document signed or act done for the sake of conformity or for any loss or damage whatsoever suffered by the Institute.
68. Nothing contained or implied in Rules 66 or 67 hereof shall operate to exempt any person from or to provide indemnity against any liability which by virtue of any rule or law would otherwise attach to that person in respect of any negligence default breach of duty or breach of trust of which that person may be guilty in relation to the Institute.

INTERPRETATION OF RULES

69. If any doubt shall arise as to the proper construction or meaning of any of these Rules or of any by-laws or regulations made thereunder or any of them or of any expression used therein the decision of the Council thereon shall be final and conclusive provided such decision be reduced to writing and recorded in the Minute Book of the proceedings of the Council.

WINDING UP

70. If upon the winding up or dissolution of the Institute there remains after the satisfaction of all its debts and liabilities any property of the Institute whatsoever the same shall be paid to or distributed amongst the existing members, excluding Australian Nuclear Science and Technology Organisation, in the proportion which the total of the subscriptions paid by each such member during the period of its membership bears to the total of such subscriptions paid by all members entitled to share in the payment or distribution.

MEMBERS' LIABILITIES

71. The liability of a member of the Institute to contribute towards payment of debts and liabilities of the Institute or the cost, charges and expenses of the winding up of the Institute is limited to the amount, if any, unpaid by the member in respect of membership of the Institute as required by Rules 6,7,8,9 and 10.

COMMON SEAL

72. (a) The common seal of the Institute shall be kept in the custody of the Executive Officer/Scientific Secretary.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Council and the affixing of the common seal shall be attested by the signatures of two members of Council or of one member of Council and the Executive Officer/Scientific Secretary.