

# **RULES, REGULATIONS AND CODE OF CONDUCT**



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**THE CONSTITUTION**

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## 1. INTERPRETATION

1.1 *In the interpretation of the Constitution except where excluded by the context–*

*“Appraiser” is a person appointed to determine the worth or set a value on property;*

*“Auctioneer” is a person appointed to offer property for sale by auction for fee or commission;*

*“Auction” is a manner of selling property by bids, usually to the highest bidder by public competition;*

*“Board” means the Board of Management of the Society from time to time and “Board Member” shall mean a member of the Board;*

*“Code of Ethics” means the code of ethics from time to time of the Society;*

*“Constitution” means this Constitution as amended or added to or adopted from time to time and any reference to a clause by number is a reference to the Clause of that number in the Constitution;*

*“Member” means a Member of the Society from time to time and “Membership” shall have a corresponding meaning;*

*“person” means a natural person;*

*“Professions” means the professions of Auctioneers and Appraisers respectively;*

*“property” includes any property, whether real or personal, and accordingly includes goods and chattels;*

*“Registered Office” means the registered office of the Society from time to time;*

*“Rules” means the Rules made from time to time by the Board;*

*“Seal” means the Common Seal of the Society from time to time;*

*“Secretary” means the Secretary for the time being of the Society under the Constitution and any person duly acting as the Secretary;*

*“Society” means the Society of Auctioneers and Appraisers (S.A.) Incorporated;*

*“Special Resolution” means a resolution as to which the following conditions are satisfied–*

(a) *at least 14 days written notice setting out the terms of the proposed resolution, is given to the persons entitled to vote;*

*and*

(b) *the resolution is supported at a duly convened Meeting by not less than three quarters of those persons who are entitled to vote at that Meeting and are present in person or, where this Constitution allows, by proxy;*

*“Treasurer” means the Treasurer for the time being of the Society under the Constitution;*

*“Year” means the period from the 1st day of July to the ensuing 30th day of June.*

- 1.2 *A reference to an Act or any section thereof shall be read as though the words "or any statutory modification thereof or any statutory provision substituted therefore" were added to such reference.*
- 1.3 *Words importing the singular number shall include the plural and vice versa and the masculine gender shall include the feminine gender and vice versa.*
- 1.4 *The headings shall not affect the construction of the Constitution.*

## **2. NAME**

*The name of the Society shall be "SOCIETY OF AUCTIONEERS AND APPRAISERS (S.A.) INCORPORATED".*

## **3. OBJECTS**

*The objects for which the Society is established are*

- 3.1 *To support and protect the status and interests of the professions of Auctioneers and Appraisers in the State of South Australia.*
- 3.2 *To improve the technical and general knowledge of persons engaged in the Professions with a view to disseminating professional knowledge.*
- 3.3 *To represent generally the views and interests of the Professions and to preserve and maintain their standing and reputation by imposing rules of conduct as a condition of Membership and to promote just and honourable practice in the conduct of business and to suppress malpractice.*
- 3.4 *To consider and deal with all matters affecting the professional interests of Members.*
- 3.5 *To decide all questions of professional usage and courtesy.*
- 3.6 *To provide for hearing, determination and, where possible, the amicable settlement or adjustment of complaints and disputes to the extent permissible at law by arbitration or other lawful means and to nominate and appoint arbitrators and umpires upon such terms and in such cases as may seem expedient.*
- 3.7 *To promote the consideration and discussion of all questions affecting the Professions.*
- 3.8 *To originate promote and support alterations to the laws of the Commonwealth or State directly or indirectly affecting the Professions and/or any of the Members and to oppose alterations thereto which may seem calculated directly or indirectly to prejudice the interests of the Professions and/or Society and/or Members and for such purposes to petition the Federal and State Legislatures and Ministers of the Crown and take such other steps and proceedings as may be deemed expedient.*
- 3.9 *To produce publish and distribute books pamphlets posters magazines periodicals films tapes cassettes and other publications and means of dissemination of knowledge and opinion as the Society deems necessary for or conducive to the carrying out of the objects of the Society.*

- 3.10 *To arrange conduct or participate in training courses seminars symposia lectures conferences and other activities as may seem expedient.*
- 3.11 *To promote and provide facilities for social intercourse between the Members their families and their friends and if thought fit to afford to them all or any of the usual privileges advantages conveniences and accommodation of a club.*
- 3.12 *To promulgate a Code of Ethics to which all Members shall be bound.*
- 3.13 *To co-operate with any organisation established whether in Australia or elsewhere for substantially the like purposes as those herein set out.*
- 3.14 *To acquire any rights and privileges which the Society may regard as necessary or convenient for the purposes of the Society or for promoting the interests of the Professions or any of them.*
- 3.15 *To purchase sell lease let take on lease hire traffic and/or deal in any property or whatsoever nature and/or any interest therein whether freehold leasehold or other for any of the purposes of the Society.*
- 3.16 *To borrow or raise or secure the payment of money in such manner as the Society shall think fit and in particular by the issue of bonds mortgages bills of sale or other securities charged upon all or any of the Society's property (both present and future) and to purchase redeem or pay off any such securities.*
- 3.17 *To make and enter into contracts agreements and engagements for any of the purposes of the Society.*
- 3.18 *To invest any of the Society's funds in any manner as may from time to time seem expedient.*
- 3.19 *To appoint employ remove or suspend such persons as may be necessary or convenient for the purposes of the Society.*
- 3.20 *To place any moneys of the Society with any banking or other company or institution to open accounts current with any bank and to pay moneys into and withdraw moneys from any such accounts and to overdraw any such account or accounts.*
- 3.21 *To make rules for the regulation and good government of the Society and promotion of the observance of standards of professional conduct courtesy and ethics consistent with the equitable and honourable practice of the Professions.*
- 3.22 *To enter into any arrangements with authorities, whether government local or otherwise that may seem conducive to the attainment of the Society's objects or any of them and to obtain from any such authority any rights privileges and concessions which the Society may deem desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.*
- 3.23 *To take any gift of property whether subject to any special trust or not for any one or more of the objects of the Society.*
- 3.24 *To confer on any person Life Membership of the Society on such terms and with such rights and privileges as may from time to time be determined by the Society in General Meeting.*

- 3.25 *To provide rooms and other facilities for the holding of meetings, seminars or functions as the Society may from time to time determine.*
- 3.26 *To apply for obtain and hold any licence, permit or authority for the sale or supply of liquor in a club room or at any function under the provisions of the Licensing Act 1985 and to do execute and perform all acts and things permitted under any such licence permit or authority.*
- 3.27 *To ensure that the assets and income of the Society shall be applied solely in furtherance of its objects and no portion shall be distributed directly or indirectly to the Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Society.*
- 3.28 *To do all things and carry on any activity which in the opinion of the Society are or is incidental or conducive to the carrying out of the objects and the exercise of the powers of the Society.*

*The objects specified in this Clause shall in no manner be in any way limited or restricted by reference to or inference from the terms of any other Clause or by the juxtaposition of two or more objects and in the event of any ambiguity this Clause shall be construed in such a way as to widen and not to restrict the powers of the Society.*

## **4. MEMBERSHIP**

### *4.1 General*

- 4.1.1 A person shall not be eligible for Membership of the Society unless the Board is satisfied that he or she is—
- (a) of good character and business reputation;
  - (b) competent in the practice of either of the Professions;
- and
- (c) meets such other requirements as are specified in the Constitution and may be determined by the Board from time to time.
- 4.1.2 Subject to clause 4.1.3, each Member of the Society shall be classified as an Associate, Practising, Master, Fellow, Affiliate or Life Member and shall only be entitled to exercise such rights powers and privileges as attached to the class of Membership to which such Member belongs in accordance with the Constitution and the Rules.
- 4.1.3 The Board shall have power to limit the number or declare further classes of Membership.

### *4.2 Criteria for Classification of Memberships*

- 4.2.1 *Associate Membership* is for persons who are either students or do not have two years practical experience as an Auctioneer or Appraiser and who intend making a career in either or both of the Professions.
- 4.2.2 *Practising Membership* is for practising Auctioneers and Appraisers who have at least two years practical experience and presently work as an Auctioneer or Appraiser as their principal activity and whose remuneration is directly or indirectly by way of professional fee or agency commission.

- 4.2.3 *Master Membership* is for Practising Members who have displayed outstanding performance as an Auctioneer or Appraiser as their principal activity and whose remuneration is directly or indirectly by way of professional fee or agency commission.
- 4.2.4 *Fellow Membership* is for Practising or Master Members who have displayed outstanding performance as an Auctioneer or Appraiser and given outstanding service to the Society as their principal activity and whose remuneration is directly or indirectly by way of professional fee or agency commission.
- 4.2.5 *Affiliate Membership* is for Members who are no longer active in or have retired from the Professions.
- 4.2.6 *Life Membership* is awarded in recognition of extraordinary and outstanding contribution to the Society and the Professions.

#### 4.3 *Election To Membership*

- 4.3.1 A person who wishes to become a Member of the Society (other than a Life Member) must–
  - (a) satisfy the criteria specified in Clause 4.2 and such other criteria as the Board may determine from time to time;
  - and
  - (b) be recommended for Membership by at least two Members who are personally acquainted with such person and who are from such class or classes of Membership as the Board may determine from time to time.
- 4.3.2 Every such recommendation for Membership must be in writing and in the form prescribed by the Board from time to time.
- 4.3.3 The Board shall approve or reject any application for Membership. The approval shall be unanimous. Any person whose application is rejected shall be advised by the Board of the reasons for such rejection.
- 4.3.4 An Affiliate Member who intends to become active in the Professions shall, subject to satisfying any requirements which the Board may determine in its absolute discretion, be deemed to be elected to the class of Membership held immediately prior to becoming an Affiliate Member.
- 4.3.5 A Member who ceases to satisfy the criteria for admission to the class of Membership held by such Member may, subject to satisfying any requirements which the Board may determine in its absolute discretion, on application to the Board be elected to any other class of Membership for which such Member is eligible.
- 4.3.6 In order to be eligible for Life Membership, a person must have been recommended in writing by–
  - (a) not less than ten (10) Practising, Master and/or Fellow Members;
  - or

- (b) by a unanimous resolution of the Board. For the purposes of this paragraph 4.3.6, a unanimous resolution shall mean a resolution passed at a duly convened meeting of the Board by not less than three fourths of the total number of Board Members without any dissenting votes being cast.

Life Membership may only be conferred by a Special Resolution of the Society in General Meeting.

- 4.3.7 A Member whose class of Membership is changed must return any Membership or other certificate issued to such Member in relation to the former class and otherwise abide by the criteria and obligations for the new class of such Member.

## 5. RIGHTS AND OBLIGATIONS OF MEMBERS

### 5.1 *Right to vote and be elected to the Board*

- 5.1.1 Only Practising, Master, Fellow and Life Members shall be entitled to—
  - (a) attend and vote at any General Meeting of the Society including the Annual General Meeting and at any Extraordinary General Meeting;
  - (b) be elected to the Board;

and

  - (c) vote in elections for the Board.

- 5.1.2 At any Annual or Extraordinary General Meeting of the Society every Practising, Master, Fellow and Life Member shall be entitled to cast one vote.

### 5.2 *Members to abide by the Constitution*

- 5.2.1 As a condition of Membership, a Member agrees to abide by the provisions of the Constitution and the Rules, By-laws and other regulations (if any) made thereunder and the Code of Ethics.

### 5.3 *Professional Indemnity Insurance*

- 5.3.1 Subject to paragraph 5.3.2, a Member must effect and maintain an adequate policy of professional indemnity insurance in relation to his or her activities as an Auctioneer and Appraiser unless his or her employer (if any) effects and maintains an adequate policy in relation to the Member's activities and the Member obtains a copy of such policy at the time of application for Membership and upon each renewal of that policy.
- 5.3.2 The Board may exempt any Member or any classifications of Membership from the requirement of paragraph 5.3.1. An exemption granted under this paragraph may be made subject to such conditions as the Board may determine in its absolute discretion.



## 6. FEES

- 6.1 *The Board may impose joining membership subscription and other fees and in its absolute discretion shall determine from time to time the amount of such fees and the manner of payment as it deems proper and expedient.*
- 6.2 *The Board may as it deems proper and expedient fix different rates of fees and/or vary the manner of payment of fees between Members or between classes of Members.*
- 6.3 *Unless otherwise determined by the Board, subscription fees shall be annual and shall relate to the period from the 1st day of January to the 31st day of December inclusive in the calendar year in which such subscriptions are levied (hereinafter called "the subscription period").*
- 6.4 *Life Members shall not be liable to pay any subscription fee to the Society.*
- 6.5 *Subscription fees shall fall due for payment upon the expiration of thirty days from receipt by the Member of written notice of the subscription fees determined by the Board. Any subscription fee unpaid within two calendar months of receipt by the Member of the written notice will attract such late payment penalty as the Board shall decide.*
- 6.6 *Persons elected as Members during the subscription period shall be liable to pay a proportion of the applicable annual subscription fee such proportion to be determined by reference to the fraction obtained by dividing the number of whole unexpired months to the end of the subscription period by 12.*

## 7. CESSATION OF MEMBERSHIP

- 7.1 *The Board may terminate a Member's Membership of the Society in any of the following instances—*
  - 7.1.1 *if the subscription fees payable by such Member shall be unpaid for a period two months from the date upon which they fall due for payment or within such further period or periods as the Board may allow from time to time;*
  - 7.1.2 *if such Member refuses or neglects to comply with the Constitution or ceases to satisfy a requirement for admission to the class of Membership held by such Member;*

*and*

  - 7.1.3 *if such person is considered by the Board to have committed or participated in any unprofessional or unethical conduct in the practice of either of the Professions or otherwise.*
- 7.2 *No person whose Membership of the Society is terminated or who resigns from the Society shall thereafter represent or otherwise hold himself or herself out in any way as a Member of the Society or as having any affiliation whatsoever with the Society. Without limiting the generality of the foregoing, a Member who resigns from the Society or whose Membership of the Society is terminated must as soon as possible thereafter (and in any event, within seven (7) days)—*

- 7.2.1 return any Membership Certificate and Practising Certificate;
  - 7.2.2 observe all copyright vested in the Society;
- and
- 7.2.3 remove the logo of the Society and any references to Membership of the Society from all buildings, signs, stationery or any other displays or publications.

## **8. RESIGNATION**

*Any Member may at any time submit his or her resignation from Membership of the Society by written notice to the Secretary and on payment of all moneys owing to the Society and upon such resignation being accepted by the Board he or she shall thereupon cease to be a Member of the Society.*

## **9. GENERAL MEETINGS**

- 9.1 *The Annual General Meeting of the Society shall be held at a time and place determined by the Board for the time being provided always that such meeting take place between the 1st day of September and the 31st day of December in each year. All General Meetings other than the Annual General Meeting shall be called "Extraordinary General Meetings."*
- 9.2 *The Board on its own motion may convene an Extraordinary General Meeting at any time.*
- 9.3 *Upon receipt of a petition signed by not less than fifteen (15) Members of the Society eligible to vote requesting an Extraordinary General Meeting (which petition shall set out in clear and explicit detail the reasons such Members consider that an Extraordinary General Meeting should be convened and the resolutions (if any) to be considered at that Meeting) the Board shall convene an Extraordinary General Meeting of the Society at a time and place to be fixed by the Board being a date not later than two calendar months after receipt by the Board of such petition. The business of such Extraordinary General Meeting shall have priority over all matters and no other business shall be discussed except under Special Notice issued by the Secretary and approved by the Board.*

## **10. PROCEEDINGS AT GENERAL MEETING**

- 10.1 *No business shall be transacted at any General Meeting of the Society unless a quorum of Members is present. For the purposes of this Clause a quorum for a General Meeting shall be fifteen (15) Members entitled to vote in person or by proxy.*
- 10.2 *If within half an hour from the time appointed for the Meeting a quorum is not present and the Meeting has been convened upon a requisition of Members, the Meeting shall be dissolved. In any other case the Meeting shall stand adjourned to the same day in the next week at the same time and place or to such later day and at such other time and place as the Board may determine and if at the adjourned Meeting a quorum is not present within half an hour from the time appointed for the Meeting, the Members thereof present in person or by proxy being not less than ten (10) in number shall be a quorum.*

- 10.3 *The President of the Society shall preside as Chairman at every General Meeting provided that if the President shall not be present within fifteen (15) minutes after the time appointed for the holding of the Meeting or is unwilling to act, the chairman of the Meeting shall be appointed by the voting Members present.*
- 10.4 *The Chairman 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. No notice of an adjourned Meeting shall be required unless the Meeting is adjourned for thirty days or more in which case notice of the adjourned Meeting shall be given as in the case of an original Meeting and such notice shall specify the business to be transacted at that adjourned Meeting.*
- 10.5 *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—*
- 10.5.1 *By the Chairman;*
- or
- 10.5.2 *By at least two voting Members present in person or by proxy.*
- 10.6 *Unless a poll is demanded in accordance with this clause, a declaration by the Chairman 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 book containing the minutes of the proceedings of the Society 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. The demand for a poll may be withdrawn.*
- 10.7 *If a poll is duly demanded it shall be taken in such manner and either at once or after an interval of adjournment or otherwise as the Chairman directs and the result of the poll shall be the resolution of the Meeting at which the poll was demanded but a poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith.*
- 10.8 *In the case of an equity 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 at which the poll is demanded shall be entitled to a second or casting vote.*
- 10.9 *Subject to any rights or restrictions for the time being attached to any class or classes of Membership, each Member entitled to vote may vote in person or by proxy or by attorney and on a show of hands every person present who is a Member entitled to vote or a representative of such Member shall have one vote and on a poll every such Member present in person or by proxy or by attorney or other duly authorised representative shall have one vote.*
- 10.10 *No Member shall be entitled to vote at any General Meeting or in any ballot or poll of Members unless all moneys due and payable by such Members to the Society have been paid in full.*

- 10.11 *No objection shall be raised to the qualification of any voter except at the Meeting or adjourned Meeting at which the vote objected to is given or tendered and every vote not disallowed at such Meeting shall be valid for all purposes. Any such objection made in due time shall be referred to the Chairman of the Meeting whose decision shall be final and conclusive.*
- 10.12 *The instrument appointing a proxy shall be in writing (in common or usual form) under the hand of the grantor or of his or her attorney duly authorised in writing. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. No person other than a voting Member shall be appointed a proxy. A person acting as an attorney or proxy of a Member shall produce the instrument or instruments which constitute their appointment to the Secretary prior to the commencement of any Meeting at which a vote is to be cast on behalf of a Member.*
- 10.13 *At the Annual General Meeting in each year the Members of the Society shall—*
- 10.13.1 Receive the Annual Report of the Board in respect of the preceding year;
  - 10.13.2 Receive the Treasurer's Financial Statement and the Auditor's Report for the financial year to the 30th day of June immediately prior to the Meeting;
  - 10.13.3 Consider and determine any notices of motion;
  - 10.13.4 Receive the Report of the Returning Officers for the election of three (3) Board Members for the ensuing year;
- and
- 10.13.5 Consider and determine any other business that may properly be brought forward.
- 10.14 *No notice of motion shall be considered at any Annual General Meeting unless the same shall have been notified in writing to the Secretary of the Society not less than seven (7) days (or such greater period as shall be required by the Constitution) prior to such Annual General Meeting.*
- 10.15 *The Society may in General Meeting by Special Resolution declare that any Board Member be no longer a Board Member and may by resolution passed by a majority of votes appoint another Member in his or her place and a Member so appointed shall hold office during such time as the Board Member in whose place he or she is appointed would have held the same if such first mentioned resolution had not been passed.*
- 10.16 *Not less than fourteen (14) days prior notice in writing (exclusive of the day on which the notice is served or deemed to be served but inclusive of the day for which the notice is given) of any General Meeting of the Society shall be given and every such notice shall specify—*
- 10.16.1 the place the day and the hour of the Meeting;
  - 10.16.2 in the case of special business the general nature of that business;
- and

10.16.3 in the case of business for which a Special Resolution is required, the terms of the proposed resolution.

10.17 *All business shall be special that is transacted at an Extraordinary General Meeting and also all business that is transacted at an Annual General Meeting with the exception of consideration of the Secretary's Report and the Treasurer's Financial Statement and the Reports of the Board and Auditors and the Report of the Returning Officer.*

## **11. BOARD OF MANAGEMENT**

11.1 *The Board shall consist of the following—*

11.1.1 President;

and

11.1.2 Five other Board Members who shall be Practising, Master or Fellow Members of the Society.

11.1.3 At the first Board Meeting after the Annual General Meeting the Board shall elect one of its number as its Chairman who shall be the President of the Society until the end of the Annual General Meeting in the following year. At the same meeting, the Board shall elect a Vice Chairman for the same period. A person shall not be elected as Chairman of the Board unless he or she shall have been a Board Member for the period of not less than one year immediately prior to such election.

11.2 *The Society may from time to time by Special Resolution increase or reduce the number of Board Members.*

11.3 *The Board shall have power at any time to appoint any person to fill a casual vacancy on the Board. In so doing the Board shall have regard to the balance of Auctioneers and Appraisers referred to pursuant to the terms of Clause 11.1.2 hereof.*

11.4 *The office of a Board Member shall become vacant if such Board Member shall either—*

11.4.1 Cease to be a Member of the Society;

or

11.4.2 Resign his or her office by notice in writing;

or

11.4.3 Be absent without permission of the Board for more than three consecutive meetings of the Board;

or

11.4.4 Become bankrupt or take or attempt to take benefit of any of the provisions of the Bankruptcy Act 1966;

or

- 11.4.5 Be declared a lunatic or of unsound mind or become the subject of a protection order under the Aged and Infirm Persons' Property Act 1940;
- or
- 11.4.6 Be requested in writing by all the other Board Members for the time being to resign or if his or her office be declared vacant by Special Resolution of the Board provided that if he or she be so requested to resign or if his or her office be so declared vacant he or she shall be entitled to appeal to a General Meeting of the Society.

## 12. ELECTION TO THE BOARD

- 12.1 *The Board Members in office at the time of the adoption of any new Constitution of the Society shall continue to hold office under the terms and conditions of their original appointment.*
- 12.2 *At the conclusion of every Annual General Meeting of the Society the three longest serving Board Members shall retire from office. All outgoing Board Members shall be eligible for re-election to the Board. Between Board Members elected on the same day, the Board Member with the lesser number of votes at that election shall be deemed to have been longer serving. Where the number of votes between Board Members elected on the same day was equally or subsequently unknown, the Board Member deemed to have been longer serving shall be determined by agreement between them or, in the absence of agreement, by lot.*
- 12.3 *The election of Board Members shall be conducted by a postal ballot in such manner as the Board may from time to time determine.*
- 12.4 *The Board shall appoint at least two Returning Officers from amongst the Board Members to oversee the conduct of the election, examine the voting papers, count the votes and perform such other tasks as may be determined by the Board. The Returning Officers shall report the result of the election to the Secretary.*
- 12.5 *If the office of a Board Member shall fall vacant before their elected term of office is completed, any person appointed by the Board to fill such vacancy pursuant to the terms of Clause 11.3 hereof shall be deemed to assume the residue of that office only.*

## 13. POWERS AND DUTIES OF THE BOARD

*The Board may exercise all such powers of the Society and do all such acts and things as may be exercised or done by the Society and as are not by this Constitution required to be exercised or done by the Society in general meeting. Without prejudice to the general powers herein conferred it is hereby declared that the Board shall have the following powers—*

- 13.1 *To pay all expenses incurred in promoting and registering the Society and to exercise all such powers of the Society as are not by the Constitution vested in the Members in General Meeting.*

- 13.2 *To exercise all the powers of the Society to borrow money and to mortgage or charge its assets undertaking property or any parts thereof and to issue debentures and other securities whether outright or as security for any debt liability or obligation of the Society of or any other person.*
- 13.3 *To sell exchange lease dispose of turn to account or otherwise deal with all or any part of the property or rights of the Society.*
- 13.4 *To appoint and at its discretion remove or suspend such secretaries officers clerks agents and servants from permanent temporary or special services as the Board may from time to time deem fit and to determine their powers and duties and fix their salaries or emoluments.*
- 13.5 *To institute conduct defend compound or abandon any legal proceedings by or against the Society or its officers or otherwise concerning the affairs of the Society and also to compound and allow time for payment or satisfaction of any debts due and of any claims and demands by or against the Society.*
- 13.6 *To make and give receipts releases and other discharges for money payable to the Society and for claims and demands of the Society.*
- 13.7 *To appoint from time to time committees and working parties which may subject to the Constitution include Members who are not Board Members and may delegate to any such bodies any power or duty. The meetings and proceedings of any such committee or working party consisting of two or more Members shall be governed by the provisions hereof for the regulation of meetings and proceedings of the Board so far as the same are applicable thereto.*
- 13.8 *To make repeal and amend—*
  - 13.8.1 *such Rules and By-laws (as may be deemed necessary or desirable for the attainment of the objects of the Society);*
  - and
  - 13.8.2 *such other regulations as shall be deemed necessary for the proper management of the Society;*

*provided always that such Rules, By-laws and Regulations shall not be inconsistent with the Constitution.*
- 13.9 *To promulgate and vary the Code Of Conduct.*
- 13.10 *To vary the number and declare classes Of Membership.*
- 13.11 *To terminate the Membership of any Member, to refuse Membership to any person and suspend the Membership of any person for any period.*
- 13.12 *At any time and for any such purpose as shall from time to time be deemed expedient to appoint any two of its Members who are Fellows as trustees in relation to any property of or otherwise in relation to and on behalf of the Society and to vary the terms of and to revoke any such appointment.*
- 13.13 *Without limiting the generality of the foregoing the Board shall in addition to any other express powers herein contained have the following powers namely—*

- 13.13.1 To have recourse against any Member in relation to any subscription or fee or charges or debt payable by such Member or any arrears or unpaid portion thereof;
- 13.13.2 To suspend or terminate the Membership of any unfinancial Member and to reinstate any Member whose Membership shall be so suspended or terminated; and
- 13.13.3 Subject to paragraph 15 of the Constitution to caution reprimand suspend expel fine or otherwise deal with any Member who has been guilty of misconduct which in the opinion of the Board is injurious to the interests of the Society. An aggrieved Member may appeal against the Board's decision in accordance with the procedures detailed in Clause 15.

## 14. PROCEEDINGS OF THE BOARD

- 14.1 *The Board shall hold periodical meetings for the dispatch of business and may adjourn and otherwise regulate its meetings as the Committee shall deem fit. The President or two other Board Members may at any time requisition a meeting of the Board and the Secretary shall on the requisition of such meeting summon a meeting of the Board.*
- 14.2 *At least four (4) days' notice of every meeting of the Board shall be sent to each Board Member but it shall not be necessary to give notice of a meeting of the Board to a Board Member who is absent from the State of South Australia.*
- 14.3 *Subject to the Constitution questions arising at any meeting of the Board shall be decided by a majority of votes and a determination by a majority of the Board shall for all purposes be deemed to be a determination of the Board. Each Board Member shall be entitled to one vote only. In the case of an equality in votes the Chairman of the Meeting shall have a second or casting vote.*
- 14.4 *The quorum necessary for the transaction of the business of the Board shall be three (3).*
- 14.5 *The continuing Board Members may act notwithstanding any vacancy in their body and if and so long as their number is reduced below the number fixed by or pursuant to the Constitution as the necessary quorum of Board Members the continuing Board Members may increase the number of Board Members to establish a quorum for the purpose of convening a General Meeting of the Society but for no other purpose.*
- 14.6 *If the Chairman of the Board is not present within ten (10) minutes after the time appointed for the conduct of any meeting of the Board the Vice President shall be appointed to conduct the meeting but if he or she also is not present within ten (10) minutes of the original time appointed for the conduct of any meeting of the Board then the Board Members present may elect one of their number as Chairman of the meeting.*
- 14.7 *The Board Members may delegate any of their powers to committees consisting of such Board Members and/or Members as they think fit and any committees so formed shall in the exercise of their powers so delegated conform to any regulations that may be imposed on such committee by the Board.*



14.8 *All acts done at any meeting of the Board or a committee or by any person acting as a Board Member shall notwithstanding that it be afterwards discovered that there was some defect in the appointment of such Board or 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 qualified.*

## **15. COMPLAINTS AND DISPUTES AND APPEALS**

15.1 *All complaints and disputes between and against Members shall be detailed in writing to the Secretary who shall within 14 days of receipt thereof provide such details to the President. If the President believes that it would be appropriate to do so, he or she shall refer the complaint or dispute to the Complaints Committee.*

15.2 *A Complaints Committee shall be selected from a panel of not less than three (3) Board Members (who shall include the President) appointed by the Board from time to time. Any complaint or dispute referred to the Complaints Committee shall be determined by–*

15.2.1 *the President or such member nominated by the President from that panel as his or her deputy (who in either case shall be its chairman);*

*and*

15.2.2 *two (2) other members nominated by the President from that panel.*

15.3 *The Complaints Committee shall determine (in the case of a complaint) if there is a case to be answered or (in the case of a dispute) if the dispute is of a kind appropriate to be determined by the Complaints Committee and shall notify the party or parties in writing of such determination. Before reaching such determination, the Complaints Committee may in its absolute discretion have invited the parties to the complaint or dispute to make written representations in relation thereto. If there is a case to answer or further matter to be determined, the Complaints Committee shall fix a time and place for the hearing thereof and may prior to that hearing or any adjournment thereof–*

15.3.1 *invite any party or parties to make written representations or further representations;*

15.3.2 *require any party or parties to provide any document or other evidence;*  
*and*

15.3.3 *require any party or parties to attend the hearing and at any adjournment thereof.*

15.4 *All parties to a complaint or dispute shall be bound by the decision of the Complaints Committee notwithstanding that they did not make any representations to it, submit to its jurisdiction or attend any hearing thereof.*

15.5 *The procedure and conduct of the hearing or other disposal of any complaint or dispute shall be determined by the chairman of the Complaints Committee in his or her absolute discretion.*

- 15.6 *The Complaints Committee may deal with any matter in the absence of any party or in the absence of any representations by any party.*
- 15.7 *The Complaints Committee may, in its absolute discretion–*
  - 15.7.1 *in relation to any matter or complaint, caution, reprimand and/or suspend or expel a Member and in any such case impose a fine not exceeding \$2,000;*
  - 15.7.2 *in relation to any dispute, make any decision it thinks proper;*

and

  - 15.7.3 *in addition thereto or substitution thereof, order any Member to do execute and perform such acts matters and things as it may think proper including, without limiting the generality of the foregoing, the payment of moneys to any person whether a Member or not.*
- 15.8 *Any person aggrieved by the decision of the Complaints Committee whether in relation to a complaint or dispute may by notice in writing given to the Secretary within 14 days of notification of the decision, appeal against the decision of the Complaints Committee to either the Board or, at the appellant's expense, an independent arbitrator nominated by the S. A. Bar Association. The Notice of Appeal shall set forth the grounds of the appeal and the appeal shall be limited to such grounds. The appellant shall with the notice of Appeal lodge the sum of \$200 or such other amount as may be determined by the Board from time to time which shall be forfeited to the Society in the event that the decision of the Complaints Committee is upheld but otherwise shall be refunded to the appellant.*
- 15.9 *The appeal shall be conducted in such manner as the Board or independent arbitrator shall think proper and in particular but without limiting the generality of the foregoing it may adjourn, hear further evidence, re-hear, refer the matter back to the Complaints Committee for re-hearing, uphold reverse or vary the decision of the Complaints Committee or remit increase or vary the fine or penalty imposed and or determine any question raised as to jurisdiction. The Board or independent arbitrator shall publish brief reasons for its decision.*
- 15.10 *A quorum of the Board for the purpose of hearing any appeal from the Complaints Committee shall be three (3) Board Members personally present. Every such Appeal shall be determined by vote of the majority of the Board present and voting.*

**16. MINUTES**

*The Board shall cause minutes of–*

- 16.1 *all appointments of officers;*
  - 16.2 *the names of the Board Members present at each Board meeting;*
  - 16.3 *all resolutions and orders made by the Board;*
- and
- 16.4 *all resolutions and proceedings of General Meetings, to be duly entered in books provided and kept for that purpose.*

## 17. SECRETARY

- 17.1 *The Board shall from time to time appoint a Secretary, and/or Chief Executive Officer who need not be a Board Member or a Member of the Society but who shall at all times be under the control of the Board. The Board may from time to time remove or dismiss a Secretary from office and appoint another in his or her place.*
- 17.2 *The Secretary shall perform the following duties—*
- 17.2.1 assist in the collection of subscriptions and all other moneys due or payable to the Society;
  - 17.2.2 convene all meetings in accordance with the Constitution;
  - 17.2.3 generally to undertake and perform all duties as the Board shall direct;
  - 17.2.4 attend all Meetings of the Society and of the Board and record the minutes of the proceedings thereat;
  - 17.2.5 maintain and keep a complete list of names and addresses of all Members;
  - 17.2.6 attend to the filing of all documents required by law to be filed and to administer the correspondence of the Society;
- and
- 17.2.7 maintain the Registered Office of the Society.

## 18. TREASURER

- 18.1 *The Board shall from time to time appoint a Treasurer who shall at all times be under the control of the Board. The Board may from time to time remove or dismiss the Treasurer from the office and appoint another in his or her place.*
- 18.2 *The Treasurer shall perform the following duties—*
- 18.2.1 To receive or to arrange receipt of all the moneys of the Society and account for same and the written acknowledgment of receipt therefore shall be a sufficient discharge. (All moneys shall within three days after receipt be paid into the Society's account at the bank at which the Society transacts its business. All payment shall be made under order of the Board by cheque.)
  - 18.2.2 To be responsible for a book to be open for inspection by the Board or by the Members at any time an account of all moneys received and disbursed.
  - 18.2.3 To submit at the Annual General Meeting a balance sheet signed by the Auditor and showing the financial position of the Society as at the 30th June last preceding.
  - 18.2.4 To submit to the Board whenever requested by the Chairman so to do a statement showing clearly the financial position of the Society.
  - 18.2.5 Generally undertake and perform all duties as the Board shall direct.

- 18.3 *Petty cash advances as may be determined by the Board may be made as and when required and the Treasurer shall duly report as to the method in which such moneys are expended.*

## **19. PUBLIC OFFICER**

*The Public Officer shall be the Secretary for the time being of the Society who shall do all things as are required to be done by the Public Officer pursuant to the Associations Incorporation Act 1985 and the Regulations made thereunder.*

## **20. AUDITOR**

- 20.1 *At every Annual General Meeting of the Society the Members shall appoint an Auditor for the ensuing year. The Auditor of the Society shall not be a Member of the Society.*
- 20.2 *The Auditor shall at all times have access to all books of account by the Society.*
- 20.3 *At least once in respect of each financial year the accounts of the Society shall be examined by the Auditor whose report thereon shall be placed before the Members of the Society at the Annual General Meeting immediately following the expiry of that financial year.*

## **21. SEAL**

*The Board shall provide for the safe custody of the Seal of the Society which shall only be used with the authority of the Board and the affixing of the Seal to every instrument shall be attested by the President of the Society and not less than one other Board Member.*

## **22. REPEAL AND ALTERATION OF CONSTITUTION**

*The Constitution of the Society may be amended or repealed or a new Constitution adopted or passed by Special Resolution.*

## **23. RULES AND BY-LAWS**

*The Board shall have power to make such Rules and By-laws as may be deemed necessary or desirable for the attainment of the objects of the Society and also to amend and repeal such Rules and By-laws as the Board may from time to time deem necessary in its absolute discretion provided that no such Rule or By-law shall be inconsistent with the provisions of the Constitution.*

## **24. NOTICES**

- 24.1 *A notice may be given by the Society to any Member either personally or by sending it by post to such Member at the address supplied by such Member within the State of South Australia.*
- 24.2 *Where a notice is sent by post service by sending it by prepaid post addressed to the Member at an address within South Australia supplied by such Member, service of the notice shall be deemed to have been effected—*
- 24.2.1 *in the case of a notice of a Meeting on the day after the date of its posting;*

and

24.2.2 in any other case at the time which the notice would be delivered in the ordinary course of post.

24.3 *The accidental omission to give notice of any General Meeting or the non-receipt of any such notice by any of the Members shall not invalidate the proceedings of or any resolution passed at any Meeting.*

24.4 *Notice of every General Meeting shall be given to—*

24.4.1 Every Member entitled to attend and vote at such Meeting except those Members who have not supplied to the Society an address for the serving of notices upon them;

and

24.4.2 The Auditor for the time being of the Society.

24.5 *Any notice or other document to be served on the Society shall be served—*

24.5.1 personally on the Secretary;

24.5.2 by prepaid post addressed to the Secretary at the Registered Office;

or

24.5.3 by leaving it at the Registered Office with any person apparently over the age of eighteen years.

## **25. PROPERTY OF THE SOCIETY**

*No Member shall by reason of his or her Membership of the Society have any transmissible or assignable interest in the property of the Society whether by operation of law or otherwise.*

## **26. INDEMNITY**

26.1 *No Board Member or other officer of the Society shall be liable for—*

26.1.1 any act default neglect or receipt of the Board or any other Board Member or officer;

26.1.2 any loss or expense incurred to or by the Society through the insufficiency or deficiency of title to any property acquired by order of the Board for or on behalf of the Society;

26.1.3 the insufficiency or deficiency of any security in or upon which any of the moneys of the Society shall be invested;

26.1.4 any loss or damage arising from the bankruptcy insolvency or tortious acts of any person with whom any moneys securities or effects shall be deposited;

or

26.1.5 any other loss damage or misfortune whatsoever which shall happen in the execution of that Board Member's duties or in relation thereto unless the same occurred through that Board Member's own wilful act or default.

26.2 *Unless through their own negligence or wilful default all Board Members officers and employees of the Society shall be indemnified by the Society from all losses and expenses incurred by them in any action at law arising out of the discharge of their respective duties.*

## **27. DISSOLUTION**

*The Society may by a resolution passed in accordance with the Associations Incorporation Act 1985 resolve that the Society be dissolved and the Society shall be deemed to have been dissolved at the time specified in the resolution or, where no such time is specified, at the time that resolution is passed and thereupon the assets of the Society shall be disposed of.*

*Any funds remaining after all debts have been collected and properly disposed of and all liabilities have been discharged shall be donated to any fund, institution or authority, which is a non-profit organisation in such manner as shall be directed by the General Meeting at which the resolution for dissolution was passed, or failing such direction, as shall be directed by the persons who at the time of the dissolution constituted the Board provided that no distribution is made to Members or relatives of Members during the life of the Society or upon its winding up.*

*In the event that the assets of the Society upon realisation are insufficient to discharge all liabilities of the Society, no Member at the date of such dissolution shall be liable to contribute to meet such deficiency.*

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## **RULES & REGULATIONS**

### **1. INTERPRETATION**

*Terms used in these Rules shall have the same meaning as is ascribed in the Constitution of the Society of Auctioneers and Appraisers (S.A.) Incorporated unless otherwise appears.*

### **2. CLASSIFICATION OF MEMBERS**

*Members shall be classified as Associate, Practising, Master, Fellow, Affiliate or Life.*

### **3. JOINING FEE**

*A person must pay a Joining Fee determined by the Board from time to time before he or she may become a Member of the Society.*

### **4. APPLICATIONS FOR MEMBERSHIP AND ENTITLEMENTS OF MEMBERS**

#### *4.1 Associate Membership*

4.1.1 An applicant for Associate Membership must–

(a) have satisfactorily completed a course approved by the Board for such purpose or be recommended for such Membership by two persons who are Practising, Master or Fellow Members;

and

(b) make application on the prescribed form and provide all information and declarations required by that form.

4.1.2 An annual subscription fee as determined by the Board from time to time is payable for Associate Membership.

4.1.3 An Associate Member shall not use the logo of the Society or use any initials, - letters or other reference to Membership of the Society in any advertising or promotional material of any kind.

#### *4.2 Practising Membership*

4.2.1 An applicant for Practising Membership must–

(a) be recommended for such Membership by two persons who are Practising, Master or Fellow Members;

(b) make application on the prescribed form and provide all information and declarations required by that form;

(c) satisfy the Board that he or she maintains a high standard as an Auctioneer or as an Appraiser (In assessing the standard of an applicant, the Board or its nominee may request to view two auctions or appraisals.);

(d) hold a current policy of professional indemnity insurance;

and



- (e) primarily carry on the business of an Auctioneer or Appraiser or as an employee primarily be engaged in performing the functions and duties of an Auctioneer or Appraiser on behalf of his or her employer.

4.2.2 An annual subscription fee as determined by the Board from time to time is payable for Practising Membership.

4.2.3 A Practising Member is entitled to use the logo of the Society and use the initials M.S.A.A.

#### 4.3 *Master Membership*

4.3.1 An applicant for Master Membership must—

- (a) be recommended for such Membership by two persons who are Master or Fellow Members and who provide a reference for the applicant in the prescribed form;
- (b) make application on the prescribed form and provide all information and declarations required by that form;
- (c) satisfy the Board that he or she maintains a very high standard of practice as an Auctioneer or as an Appraiser;
- (d) have at least five years practical experience and been a Member for at least five years; or has satisfied the Board that he or she has the appropriate level of expertise.

and

- (e) primarily carry on the business of an Auctioneer or Appraiser or as an employee primarily be engaged in performing the functions and duties of an Auctioneer or Appraiser on behalf of his or her employer.

4.3.2 An annual subscription fee as determined by the Board from time to time is payable for Master Membership.

4.3.3 A Master Member is entitled to use the logo of the Society and use the initials M.S.A.A. (Master).

#### 4.4 *Fellow Membership*

4.4.1 An applicant for Fellow Membership must—

- (a) be recommended for such Membership by two Fellow Members who each provide a reference for the applicant in the prescribed form;
- (b) make application on the prescribed form and provide all information and declarations required by that form;
- (c) satisfy the Board that he or she maintains a very high standard of practice as an Auctioneer or as an Appraiser and is an outstanding member of one of the Professions;

- (d) have made a worthwhile contribution to the advancement of the Society and assisted the Society in the training of members of the Professions;
- (e) have at least seven years practical experience and been a Member for at least seven years;

and

- (f) primarily carry on the business of an Auctioneer or Appraiser or as an employee primarily be engaged in performing the functions and duties of an Auctioneer or Appraiser on behalf of his or her employer.

4.4.2 An annual subscription fee as determined by the Board from time to time is payable for Fellow Membership.

4.4.3 A Fellow Member is entitled to use the logo of the Society and use the initials M.S.A.A. (Fellow).

#### 4.5 *Affiliate Membership*

4.5.1 An applicant for Affiliate Membership must–

- (a) hold Practising, Master or Fellow Membership;
- (b) make application on the prescribed form and provide all information and declarations required by that form;

and

- (c) satisfy the Board that he or she is no longer carrying on the business of an Auctioneer or Appraiser or engaged in performing the functions and duties of an Auctioneer or Appraiser

4.5.2 An annual subscription fee as determined by the Board from time to time is payable for Affiliate Membership.

4.5.3 An Affiliate Member shall not use the logo of the Society or use any initials, letters or other reference to Membership of the Society in any advertising or promotional material of any kind.

#### 4.6 *Life Membership*

4.6.1 Life Membership is conferred by the Society in General Meeting.

4.6.2 There is no annual subscription fee payable for Life Membership.

4.6.3 A Life Member is entitled to use the initials M.S.A.A. (Life).

#### 4.7 *Recommendations for Membership*

4.7.1 A recommendation for Membership shall be in the form prescribed by the Board.

#### 4.8 *Use of Logo*

4.8.1 The logo of the Society may only be printed on any business stationery or advertising material or otherwise displayed–

- (a) if used by or in relation to a Member who is entitled to use the logo on his or her own account;
- and
- (b) where such Member is in the position of a principal or a partner of a firm which does not carry on business solely in such Member's name or is employed by a Corporation of which such Member is a director, the name of such Member appears on the same page or adjacent to the logo in easily readable print.

## 5. CONDUCT OF ELECTIONS

### 5.1 *Election of the President*

*The President shall be elected in accordance with the Constitution.*

### 5.2 *Nominations*

- 5.2.1 At least five weeks prior to the date of the Annual General Meeting, the Secretary shall call for nominations for election to the Board by a notice in writing sent to all Members eligible for election to the Board. The notice shall specify a date (being not less than twenty-one days prior to the Annual General Meeting) and time for the close of nominations.
- 5.2.2 A Member who wishes to be elected to the Board and who is eligible for such election shall forward a Nomination Form (as approved from time to time by the Board) duly signed by him or her to the Secretary at the Registered Office no later than the specified date and time for the close of nominations.
- 5.2.3 The Returning Officers and the Secretary shall attend at the Registered Office on the date at the time fixed for the close of nominations and there and then the Secretary shall announce the nominations which comply with these Rules.
- 5.2.4 If there shall be such number of candidates so nominated as required to be elected and no more, the Returning Officers shall declare such candidates to be duly elected.
- 5.2.5 If the number of candidates nominated for election is greater than the number of vacancies, an election shall be held and determined by postal ballot, and the Secretary shall thereupon appoint a time for which the voting papers shall be returned, being not less than fourteen days from the date of the close of nominations.
- 5.2.6 A nomination may be withdrawn by notice in writing signed by the candidate and delivered to the Secretary at the Registered Office at any time before the ballot papers are printed. If withdrawal renders a ballot unnecessary, the Returning Officers shall declare the remaining candidates to be duly elected.

### 5.3 *Notice of Election*

- 5.3.1 In the event that an election is necessary, the Secretary, not less than ten days before the Annual General Meeting at which the election of candidates is to be declared, shall forward to each Member entitled to vote, a voting paper addressed to the Secretary containing a list of the candidates who have been properly nominated and instructions as to the mode in which the voting is to occur. The list of candidates shall be in such order as the Secretary shall have determined by the drawing of a lot and shall denote those candidates who are seeking re-election.
- 5.3.2 A candidate may supply to the Secretary a biography of himself or herself not exceeding 50 words. If the biography is received not less than three days before the posting of the voting papers, the Secretary shall forward a copy to Members.

### 5.4 *Method of Voting*

*A Member intending to vote shall do so in accordance with the instructions forwarded with the voting paper and must ensure that the voting paper is returned to the Registered Office of the Society no later than the date and time specified in such instructions.*

### 5.5 *Counting*

*At the appointed time the Returning Officers shall count the votes and certify the names of the successful candidates. In the event of the number of votes being found to have been equal for any two or more candidates, the President shall exercise a casting vote to decide which of the candidates shall be elected.*

### 5.6 *Validity of Votes*

- 5.6.1 The omission to forward the voting material or any part thereof to any Member shall not invalidate an election.
- 5.6.2 Any voting paper on which the votes are more than the required number shall be informal but non-compliance with technicalities shall not invalidate a vote when the choice of the voter is, in the opinion of the Returning Officers, clear and the secrecy of the ballot has not been vitiated.
- 5.6.3 The decision of the Returning Officers shall be final as to—
  - (a) due nomination;
  - (b) eligibility of a candidate;
  - (c) necessity for an election;
  - (d) eligibility to vote;
  - (e) validity of the vote;and
  - (f) the conduct of the election generally.

### 5.7 Report of Election

*The Returning Officers shall prepare a written report on the conduct and result of the election for presentation to the Annual General Meeting. Unless the President shall have exercised a casting vote, it shall not be necessary (in the absolute discretion of the Returning Officers) to declare the order of election of candidates or the number of votes cast in favour of such candidates.*

### 5.8 Destruction of Ballot Papers

*The Secretary shall destroy the ballot papers fourteen days after the Annual General Meeting.*

## CODE OF CONDUCT

### Introduction

*The Code of Conduct of the Society of Auctioneers and Appraisers (S.A.) Incorporated prescribes guidelines for the conduct of Members. Adherence to this Code will ensure the prestige of the Society and the Professions and the setting of a high standard of practice in business, both as between Members and the public and as between Members.*

### Interpretation

*"Board" means the Board of Management of the Society from time to time and "Board Member" shall mean a member of the Board;*

*"client" means one who retains a Member to represent their interests in a property transaction;*

*"customer" means one who transacts business with a Member but who does not retain the services of a Member;*

*"Member" means a Member of the Society from time to time;*

*"property" includes any property, whether real or personal, and accordingly includes goods and chattels;*

*"unethical conduct" includes any conduct or practice which is dishonourable, unprofessional, dishonest, unfair or improper or contrary to this Code.*

*Other terms used in this Code shall have the same meaning as in the Constitution of the Society unless the context otherwise requires.*

### Article 1

Members must observe the highest principles and honesty in business practice and must not do anything contrary to this Code or diminish the standard of professional practices established by the Society from time to time.

### Article 2

Members must not do anything to bring the Society into disrepute or to lessen the confidence of the public in the Society or in the Professions.

*Article 3*

Members must do all in their power to:

- Increase the confidence of the public in the Professions
- Promote the auction method of sale
- Promote good feeling and friendly relationship among Members, to advance the interests of the Professions and maintain their integrity and status, to suppress unethical conduct, and to protect and promote the interests of the Professions generally.

*Article 4*

Auctioneers and Appraisers must not offer to buy, or buy property that they have been asked or have offered to Auction or Appraise.

*Article 5*

In all cases Members must act in an impartial manner and with entire fairness.

*Article 6*

Members must offer property placed in their hands for sale, without any form of deception or misrepresentation.

*Article 7*

Members shall not arbitrate in disputes concerning any matter in which they have a professional interest.

*Article 8*

Members must strictly observe all statutory obligations imposed upon them not only in the letter, but also in the spirit.

*Article 9*

Members in the possession of information indicating that another Member has been guilty of unethical conduct or of a breach of the Constitution or Rules or this Code shall report the facts in writing without delay to the Secretary of the Society in order that they can be acted upon by the Board.

*Article 10*

In the event of a dispute between Members, the dispute must be submitted by the Board to the Complaints Committee in accordance with the Constitution.

A Member who is charged with unethical conduct or a breach of the Constitution must promptly provide all pertinent facts and documents for investigation and determination in accordance with the Constitution.

It shall be a breach of this code for members to resort to action at law before first submitting the dispute to the Board for adjudication.

*Article 11*

Members shall at all times be responsible for the actions of their employees in business relations with fellow Members, clients, customers and the public. For the purposes of this Article, an employee includes any person acting on behalf of or under the effective control of a Member.

*Article 12*

In the best interests of clients and customers, it is imperative that Members are always accurately informed regarding the law, proposed legislation, public policies and other essential information which may affect such interests.

*Article 13*

Members must ascertain all available pertinent facts regarding any transaction so as to avoid error, exaggeration or misrepresentation.

*Article 14*

No instructions or inducements from any client or customer will relieve Members from their responsibility to strictly observe this Code.

*Article 15*

Members shall not purport to be either an Auctioneer or Appraiser unless engaged principally in that business.

*Article 16*

Members must always be loyal to the Society and its objectives and willingly share with other Members the lessons of their experience in the best interests of the public, clients and customers.

*Article 17*

Practising, Master, Fellow and Life Members must not wilfully acquire a direct or indirect interest for the purpose of profit making in any property which they have been requested to sell or appraise.

The Society does not represent nor seek to represent persons trading in property or Appraisers who appraise for their own purchase in their own interest.

*Article 18*

Members who receive trust money (being money to which they are not wholly or immediately entitled) must as soon as practicable deposit that money in an account used solely for holding trust moneys at a bank or similar financial institution. Members must not withdraw or allow the withdrawal of that money without the written authority of the person entitled to such money, save for payment of proceeds to their principal.

