



PARAMEDICS
A U S T R A L A S I A

Constitution of

**PARAMEDICS
AUSTRALASIA
LIMITED**

ACN 095 065 580

A Company Limited by Guarantee





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Adopted at the Annual General Meeting 18 November 2016 following member consultation.

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1. NAME AND NATURE OF THE COMPANY

1.1 Name

The name of the Company shall be Paramedics Australasia Ltd. In this Constitution the name is abbreviated to PA.

1.2 Type of Entity

PA is a not-for-profit Australian Public Company Limited by Guarantee.

1.3 Registered Office

The registered office of PA shall be at such place as the Board shall from time to time determine.

1.4 Replaceable Rules

1.4.1 Except where the contrary intention appears in this Constitution, an expression in a provision of this Constitution that deals with a matter dealt with by a particular provision of the Corporations Act has the same meaning as in the provision of the Act.

1.4.2 The Replaceable Rules as outlined in the Corporations Act are displaced by this Constitution.

1.5 Incorporation

PA shall establish and maintain incorporation status.

2. MISSION

The Board may adopt a mission statement from time to time to reflect the Objects and the Board and Members' strategic aims for the Company.

3. OBJECTS

3.1 Representation

3.1.1 To provide an Australasian platform for policies and representation to enhance the quality of Paramedicine.

3.1.2 To represent the interests of Members on matters relating to professional development of Paramedicine and associated issues.

3.2 Professional Standards and Policies

3.2.1 To enhance the standards of education, training and continuing professional development of the Members.

3.2.2 To maintain policies and practices which continually enhance the skills and professional performance of the Members.

3.2.3 To contribute to the optimal use of resources available for Paramedic services.

3.3 Code of Conduct

3.3.1 To maintain the highest levels of integrity and ethical behaviour in the provision of Paramedic services; and

3.3.2 To establish and enforce a Code of Conduct for Members.

3.4 Affiliation

To encourage communication, cooperation and interaction between Members and allied organisations.

3.5 Advocacy

3.5.1 To foster wide understanding and recognition of the professional and ethical standards, commitment and performance of the profession of Paramedicine.

3.5.2 To establish and promote PA's role as a representative professional body whose Members have nationally registered qualifications and expertise in the provision of Paramedic services.

3.6 Preparedness

To ensure the organisation remains relevant and provides the infrastructure, capacity and flexibility to predict, address and provide leadership in the key strategic or political issues of the day facing Paramedics, Paramedicine and Paramedic services.

4. EFFECT OF THIS CONSTITUTION

This Constitution has effect as a contract:

- (a) Between PA and each Member; and
- (b) Between PA and each Director and Company Secretary; and
- (c) Between one Member and each other Member.

PA must send a copy of the Constitution to a Member within seven (7) days if the Member:

- (a) Asks the Company, in writing, for the copy; and
- (b) Pays any fee (up to the prescribed amount) required by PA.

5. ALTERATIONS TO THE CONSTITUTION

This Constitution may from time to time be altered, added to, or rescinded and a new Constitution substituted in its place at any General Meeting of Members duly convened and constituted, provided that a special resolution effecting such alteration, addition, rescission or substitution shall be carried by a majority of not less than two-thirds of the Members present in person who are entitled to vote or select to vote by postal/email or appoint a proxy to vote on their behalf.

6. MEMBERS

6.1 Membership Categories

PA shall offer membership at one of seven categories. These categories are:

1. Life Member
2. Fellow
3. Honorary Fellow
4. Full Member
5. Associate
6. Student
7. Graduate Transitional.

6.2 Membership Criteria

- 6.2.1 The eligibility, designations and conditions for membership in each of the above categories and such other categories as may be determined, shall be prescribed by the Board from time to time in the Rules.
- 6.2.2 Prospective members must complete the membership application process as determined from time to time by the Board. Applicants must meet the requirements of the Rules pertaining to the category of member referred to in Section 6.1.
- 6.2.3 All Members of PA shall be members of a Chapter.
- 6.2.4 All Members will be required to observe PA's Code of Conduct.

6.3 Overseas Membership

- 6.3.1 Overseas Paramedics, or people providing or contributing directly to the provision of Paramedic services, may apply for membership of PA in the appropriate category.
- 6.3.2 Applicants must meet the requirements of the Rules pertaining to the category of Membership referred to in Section 6.1.

6.4 Subscriptions and Levies

- 6.4.1 Member subscription fees and levies (where deemed necessary by the Board) will be set by the Board in accordance with the prudent financial management of PA and in accordance with the Rules.
- 6.4.2 A percentage of member subscription income to PA shall be available to the Chapters for the provision of services to Members and for the administration of the Chapter.
- 6.4.3 The Chapters will submit an annual budget to the Treasurer. The Executive/Finance Committee will make recommendations for the full Board to determine the annual allocation.

6.5 Members in Arrears

Any Member who fails to pay to PA a subscription or levy duly payable by that Member by a prescribed date becomes an 'unfinancial Member'. Should the Member remain unfinancial for three (3) months from the due date of payment, the member will receive notification of the outstanding subscription or levy and if this is not remedied within a further three (3) months any entitlements will be ceased. The individual can only be re-admitted to membership upon such terms and conditions as determined by the Board.

6.6 Cessation of Membership

A Member may resign from PA by giving written notice in accordance with the Rules.

7. GOVERNANCE

7.1 Organisation

- 7.1.1 PA shall be legally established and maintained as a Public Company limited by Guarantee and shall have geographic Chapters with Members being allocated to a Chapter.
- 7.1.2 PA shall maintain a Board of Directors including officer bearers, a Committee of Management, committees and special interest groups.
- 7.1.3 PA will apply its income and property solely towards promoting the Objects as set out in Section 3 and in supporting the delivery of the relevant, adopted strategic plan.
- 7.1.4 Subject to decisions of Members at properly constituted general meetings, the management of PA shall be vested in the Board.
- 7.1.5 The executive functions of PA shall be delegated by the Board, to officer bearers appointed by the Board and Committees established by the Board.

7.2 Board of Directors

7.2.1 Board Membership

- 7.2.1.1 The Board shall comprise of up to thirteen (13) Directors, comprised as follows:
 - (a) Up to seven (7) persons elected from and by Members
 - (b) Two (2) Members elected from the wider community
 - (c) The President and Vice-President are to be elected from and by the Board
 - (d) The Secretary who may be co-opted by the Board for three (3) year terms
 - (e) The Treasurer who may be co-opted by the Board for three (3) year terms
 - (f) No more than two (2) elected Directors may be Members of any one Chapter.
- 7.2.1.2 The Board may co-opt up to two (2) additional Directors, drawn from either the PA membership, or the wider community, for a period of up to twelve (12) months on any one occasion. These Directors must be elected by a 75 percent majority of the Board voting for this specific purpose.
- 7.2.1.3 Each Board Director is subject to, and shall fully comply with the requirements, obligations and duties imposed on directors of public companies under the Act, the Constitution, the Rules and at common law.

7.2.2 Meetings

The Board will meet no less than four (4) times per year to exercise its functions. This will include a minimum of two (2) face-to-face meetings and the remainder by electronic media.

7.2.3 Election of Board Members

- 7.2.3.1 A member of the Board may only be elected from nominations called and received by the Secretary or Executive Officer acting under a delegated role from the Secretary, prior to the relevant Annual General Meeting (AGM).
- 7.2.3.2 The Secretary will provide a list of nominations in the Notice of Annual General Meeting.
- 7.2.3.3 If insufficient nominations are received under 7.2.3.1 then nominations shall be permitted to be taken from the floor at any AGM.
- 7.2.3.4 Nominations must be accompanied by a nomination form that includes a signed declaration that the nominee is aware of their duties and obligations as a Director and agrees to the nomination.
- 7.2.3.5 Appointments shall take effect immediately after the relevant AGM.

- 7.2.4 The position of a person as a Director and that person's office as a Director shall cease and become vacant if he or she:
 - (a) Dies or resigns
 - (b) Is disqualified from acting as a Director as a consequence of any provision of the Act
 - (c) Becomes bankrupt or makes an assignment to, or composition with, his or her creditors.

- 7.2.5 No proceedings of the Board shall be invalidated by reason of the fact that a Director takes part in a meeting or votes on a Board resolution while disqualified unless the other Directors at the meeting knew or could reasonably have known of the disqualification.

7.3 Chapters

- 7.3.1** Each functional membership area of Australasia will be known as a Chapter. As additional Chapters are commissioned they will become part of the Australasian organisation.
- 7.3.2** The boundaries of Chapters and membership numbers may change over time based on achieving long term optimal service support for Members and the community of interest of the Members.
- 7.3.3** Chapters will be managed by a Chapter committee of duly elected Members.
- 7.3.4** Chapter committees will include a Chairperson, Secretary, Treasurer and up to five (5) other persons elected as nominated by the Chapter Members, and appointed at the Annual Chapter Meeting (ACM).
- 7.3.5** Secretaries and Treasurers of Chapters must be appointed within one (1) month of Chapter establishment, or in the event of a vacancy, within one (1) month of the vacancy arising.
- 7.3.6** Chapter committees will:
- (a)** Prepare and administer the Chapter budgets within the allocation and guidelines provided by the Executive/Finance committee
 - (b)** Assist the Membership Registrar in respect to membership matters
 - (c)** Facilitate member service delivery, including professional development seminars and targeted member activities.
- 7.3.7** The ACM will be held within three (3) months of the AGM.
- 7.3.8** Chapter committees will meet not less than six (6) times a year including face-to-face at least two (2) times per year and through electronic media at other times.

7.4 Standing and Other Committees

7.4.1 Committee of Management

- 7.4.1.1** The Committee of Management shall be comprised of the Chair of each Chapter, the President, Secretary or Executive Officer and Treasurer of the Board and a representative of Student Paramedics Australasia (SPA).
- 7.4.1.2** The Committee of Management shall be chaired by the Executive Officer, or Secretary of the Company.
- 7.4.1.3** Functions of the Committee of Management
Reporting to the Board, the Committee of Management:
- (a)** Shares jurisdictional information for mutual benefit
 - (b)** Provides input into the PA strategic plan
 - (c)** Delivers programs to Members to achieve the goals of the strategic plan
 - (d)** Oversees the operations of the Chapters
 - (e)** Provides advice and recommendations to the Company office through the Board.
- 7.4.1.4** The Committee of Management will meet not less than four (4) times per year including face-to-face at least two (2) times per year and through electronic media at other times.

7.4.2 Executive and Finance Committee

- 7.4.2.1** The Executive Committee shall be a standing committee made up of the President, Vice-President, Secretary, Treasurer, the Membership Registrar and one (1) Board member.
- 7.4.2.2** Functions of the Executive Committee:
In addition overseeing the administrative and operational functions of the organisation, and other functions delegated by the Board from time to time, the Executive Committee may also exercise the functions of the Finance Committee established under Section 10.
- 7.4.2.3** The Executive Committee will meet as needed including face-to-face at least two (2) times per year generally at scheduled Board meetings and through electronic media at other times.

7.4.3 Audit and Risk Committee

- 7.4.3.1** The Audit and Risk Committee shall be a standing committee made up of the President, Vice-President, Secretary, Treasurer, one (1) Board Member and Auditor. The Audit and Risk Committee may meet face-to-face or through electronic media as and when required.
- 7.4.3.2** Functions of the Audit and Risk Committee:
- (a)** Oversee and direct the operational audit and strategic risk management functions including review, assessment, accountability, compliance, reporting and performance
 - (b)** Establish and maintain contemporary best-practice audit and risk management policy and procedures for PA
 - (c)** Make recommendations to the Board on matters relevant to audit and risk.

7.5 Officers

The Board may appoint or authorise the appointment of an Executive Officer, manager or other employee or servant to perform any administrative or operational acts, duties or functions on behalf of PA under the direction of the Board. The Board may delegate functions of the role of Secretary to such a person or persons and, where this occurs, the person so performing such functions will not be considered to be a Board Director as outlined in Section 7.2.1.

7.6 Meetings of Members

7.6.1 Annual General Meetings

The AGM must be held at least once per year, no later than six (6) months after the end of the previous financial year. The following business will be conducted at the AGM:

- (a) Receiving a report from the President on the performance of PA, the performance of the Board and the future directions of PA
- (b) Receiving the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of PA for the past financial year
- (c) Receiving the Auditor's report on the financial affairs of PA for the past financial year
- (d) Presenting the audited statement to the meeting for adoption
- (e) Electing members of the Board
- (f) Appointing an Auditor.

7.6.2 General Meetings of Members

General meetings of Members shall be called in accordance with the following:

- (a) The Board shall call duly scheduled general meetings of Members such as AGMs
- (b) A Director may call the meeting; or
- (c) Members comprising at least five percent of the votes that may be cast at a General Meeting of PA may call and arrange to hold a General Meeting in accordance with section 249F of the Act; or
- (d) Calling of meetings by the Court of Law – the Court may order a meeting of Members to be called in accordance with section 249G of the Act if it is impracticable to call the meeting in any other way.

7.6.3 Failure of Directors to call a General Meeting

Members with more than five percent of the votes of that may be cast at a General Meeting who make a request under section 249D of the Act, may call and arrange to hold a General Meeting where the Directors do not do so with twenty-one (21) days notice after the request is given to the Secretary (in accordance with section 249E of the Act).

7.6.4 Notice of a General Meeting

The Secretary, or person delegated this task by the Board, must give at least twenty-one (21) days notice of the meeting to each Member.

The Secretary, or person delegated this task by the Board, may call a General Meeting with less than twenty-one (21) days notice if:

- (a) In the case of an AGM, all of the Members entitled to attend and vote at the AGM agree to do so
- (b) In the case of any other General Meeting, if Members with at least 95 percent of the votes that may be cast at the meeting agree beforehand
- (c) Notice of a meeting may be given personally, by post, or by email if an email address has been provided by the Member
- (d) A notice of a General Meeting must state the business to be conducted at the meeting.

7.6.5 Extraordinary General Meetings

The Secretary may only call an Extraordinary General Meeting by giving each Member notice of the meeting within twenty-one (21) days after being directed to call the meeting.

7.6.5.1 The meeting may only be called:

- (a) By the Board
- (b) By a written request signed by at least 33 percent of the Members of the Board, or by two (2) or more Chapters, or by more than two percent of the total membership
- (c) By being given a written notice of an intention to appeal against the decision of the Board
 - i. to reject an application for membership; or
 - ii. to terminate a person's membership.

7.6.5.2 A request mentioned in Subsection 7.6.5.1 (b) must state:

- (a) Why the Extraordinary General Meeting is being called; and
- (b) The business to be conducted at the meeting.

7.6.6 Auditor to receive notices and other communications

The Auditor shall be given:

- (a) Notice of a General Meeting in the same way that a Member is entitled to receive notice; and
- (b) Any other communication relating to the General Meeting that a Member is entitled to receive
- (c) The Auditor is entitled to attend the meeting and be heard on any part of the business concerning an audit of PA's accounts
- (d) The Auditor, if present, may be questioned by the Members, as a whole, about the audit.

7.6.7 Quorum for, and adjournment of, General Meetings

- 7.6.7.1** The quorum at a General Meeting shall be twelve (12), and the quorum must be present at all times during the meeting.
- 7.6.7.2** No business may be conducted at a General Meeting unless a quorum of Members is present when the meeting proceeds to business.
- 7.6.7.3** If a quorum is not present within thirty (30) minutes of the time appointed for the respective meeting, or a longer period allowed by the Chairperson, the meeting shall stand adjourned to another day, time and place as determined by the Chairperson.
- 7.6.7.4** At the resumed meeting, if a quorum is not present within thirty (30) minutes of the time appointed for the respective meeting, the Members present and entitled to vote, provided they number at least six (6) and include two (2) office bearers, shall be a quorum and may transact the business for which the meeting was called.
- 7.6.7.5** In determining whether a quorum is present, an individual who is attending as a Member, and as a proxy, is to be counted only once.
- 7.6.7.6** The Chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- 7.6.7.7** If a meeting is adjourned under Subsection 7.6.7.6, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the resumed meeting.
- 7.6.7.8** If a General Meeting has been adjourned for thirty (30) days or more, notice of the resumed General Meeting must be given in accordance with Clause 7.6.4.

8. POWERS

8.1 General Powers

- 8.1.1** Subject to the provisos and constraints in this Constitution, PA may employ all the powers of a natural person to further the attainment of the Objects specified in Clause 3 of the Constitution.
- 8.1.2** The business of PA is managed by or under the direction of the Board, which may exercise all powers of the Company that this Constitution and the Corporations Act do require to be exercised by PA in a General Meeting.

8.2 Powers of the Board of Directors

Without limiting the powers conferred by this Constitution, the Board shall have the power to:

- 8.2.1** Appoint a Member or Members to act as a trustee or trustees of such property of PA as cannot be conveniently vested in PA itself, or act as a trustee, trustees or joint donor/trustees of any donation, gift or property given to PA for a specific object, purpose or benefit.
- 8.2.2** Take disciplinary action against any Member for any alleged breach of the Member's obligations under this Constitution, any rule made thereunder, the Code of Conduct or unbecoming, dishonourable or injurious behaviour.
- 8.2.3** Accept, reject and terminate memberships.
- 8.2.4** Appoint, employ and remunerate officers and employees.
- 8.2.5** Open and maintain bank accounts.
- 8.2.6** Execute negotiable instruments such as cheques, contracts and promissory notes.
- 8.2.7** Adopt a crest or logo for use by the Board and Chapters, as determined by the Board from time to time.
- 8.2.8** In time of 'declared' national emergency waive, suspend or act contrary to any or all of the Rules in so far as they relate to membership and support of individual Members.

- 8.2.9** Make, alter or rescind at any time Rules that are necessary or expedient for giving effect to this Constitution and the administration of the Company's activities that will be binding on all Members.
- 8.2.10** Exercise additional powers as set out by the Rules.
- 8.2.11** Delegate any of their powers (including this power to delegate) to the Executive Committee or to a Committee of any one or more Directors, or to an agent appointed by the Board.
- 8.2.12** Appoint any person to be attorney or agent of PA for any purpose, for any period and on any terms (including as to remuneration) as the Board resolves.
- 8.2.13** Delegate any of their powers (including the power to delegate) to an attorney or agent.
- 8.2.14** Revoke or vary any delegated powers.

9. PROFESSIONAL STANDARDS AND POLICIES

9.1 Policy

The Board shall give high priority to setting and regularly reviewing the Rules and policies which determine the currency, quality and effectiveness of the governance and professional standards of PA and its Members, as reflected in the Objects of PA.

Chapters, through the Committee of Management, shall also regularly assess such standards and policies and ensure that any desirable review is considered.

9.2 Code of Conduct

The Board and Chapters shall ensure that all Members are properly advised of the mission, Objects, Code of Conduct and related Rules by which all Members agree to be bound under this Constitution.

9.3 Disciplinary Action

Disciplinary action may be taken against any Member for any breach of a Member's obligations under the Constitution or Code of Conduct or Rules pursuant.

9.4 Confidentiality

No Member, servant or employee of PA shall, without the authority of the Board publish or communicate to any person not authorised by the Board to receive the same, any matter or thing purporting to be the policy of PA or otherwise privileged or confidential.

PA will appropriately manage any information relative to any Member or intending or past Member in accordance with the Privacy Act 1988.

10. FINANCIAL MANAGEMENT

10.1 Finance Committee

10.1.1 The Board shall establish and maintain a Finance Committee (which may form part of the Executive Committee) to oversee the prudent and compliant financial management of PA, make recommendations to the Board on financial matters and give financial effect to PA's strategic plan.

10.1.2 The Finance Committee will:

- (a) Monitor financial and budgetary performance against provisions, ensuring prudent financial management
- (b) Ensure compliant reporting and auditing on behalf of PA
- (c) Refer all financial matters of significance to the Board
- (d) Lead and direct the financial operations of PA and member services
- (e) Prepare budget submissions and reports to the Board
- (f) Use its best endeavours to pay its debts (obligations) in a timely manner to its creditors or members.

10.2 Financial Year

The financial and accounting year of PA shall begin on the first day of July in each year and shall end on the thirtieth (30) day of June in the following year, or (subject to the Act) on such other day as the Board may determine from time to time.

10.3 Accounts and Audit

10.3.1 The Board shall cause to be prepared and presented to each AGM a statement of income and expenditure of PA during the preceding financial year and a balance sheet as at the end of the same period, together with a report of the Board as to the state and progress of PA and a report of the Auditor in accordance with the Act.

10.3.2 The accounts of PA shall be recorded on an Australian Standard, Auditor-approved electronic accounting system. The Board may also establish Auditor-approved electronic banking processes for PA.

10.3.3 At the end of each financial year, the Board shall distribute to all Members, or make available electronically, copies of the financial report including a copy of the Auditor's report and any other documentation required under the Act.

10.4 Signatories and Financial Delegations

The signatories of PA's annual accounts and report and other formal document shall be authorised by the Board from time to time. Other signature and financial delegations and authorisations standards shall be set out in the Rules.

10.5 Auditor

PA shall appoint and retain a properly qualified company auditor to audit PA's financial statements in accordance with the Act.

11. DISSOLUTION AND WINDING UP

11.1 Procedure to Wind Up

PA shall be wound up voluntarily if a resolution to wind up is proposed at a General Meeting of Members duly convened and constituted, and is carried by a majority of not less than three-fourths (75 percent) of the Members present in person who are entitled to vote, and if such resolution is confirmed by a similar majority at a further General Meeting of Members separately called for that express purpose.

11.2 Distribution of Assets

11.2.1 If upon the dissolution of PA there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the Members but shall be given to or transferred to some institution or institutions, with Objects similar to the Objects of PA and whose rules, regulations and constitution shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on PA under this Constitution.

11.2.2 Such institution or institutions shall be determined by the Board at or before the time of the dissolution and in default thereof by such Judge of the Supreme Court of a state or territory of the Commonwealth of Australia in which the registered office of PA is situated at the date of dissolution as may have or acquire jurisdiction in the matter.

11.2.3 Each Member undertakes to contribute an amount not exceeding \$1.00 (Australian currency) to the property of PA if it is wound up, at a time when that person is a Member; or within one (1) year of the time that person ceased to be a Member, for:

- (a)** Payment of the debts and liabilities of PA contracted before that person ceased to be a Member
- (b)** Payment of the costs, charges and expenses of winding up; and
- (c)** Adjustment of the rights of the contributories among themselves.

12. DEFINITIONS AND INTERPRETATION

12.1 Definitions

- (a)** 'PA' shall mean Paramedics Australasia Ltd.
- (b)** 'Act' shall mean the Corporations Act 2001 or any statutory modification, amendment or re-enactment currently in force.
- (c)** 'AGM' shall mean a duly constituted Annual General Meeting of PA.
- (d)** 'Auditor' shall mean a registered company auditor appointed from time to time at an AGM of PA to audit the PA accounts.
- (e)** 'Board' shall mean the Board of Directors of PA.
- (f)** 'Chapter' shall mean a functional membership area of PA as described in Section 7.3.
- (g)** 'Code of Conduct' means an ethical code of conduct established by PA to guide Members in their dealings with others.
- (h)** 'Committee of Management' shall mean the management body of PA in accordance with Section 7.4.
- (i)** 'Company' shall mean Paramedics Australasia Ltd.
- (j)** 'Constitution' shall mean this Constitution and any supplementary, substituted or amended Constitution for the time being in force.
- (k)** 'Executive Officer' shall mean the person appointed by the Board as described in Clause 7.5.
- (l)** 'Member' shall mean a member of PA.

- (m) 'Paramedic' shall mean a health professional who provides rapid response, emergency medical assessment, treatment and care in the out-of-hospital setting. This definition is consistent with the PA Role descriptor document widely referenced by Australian governments. It is acknowledged that the definition may need to be reviewed in a future nationally registered regime.
- (n) 'Paramedicine' shall mean the specialised realm of clinical practice specific to Paramedics.
- (o) 'Paramedic services' shall mean those acts undertaken by Paramedics within a scope of practice as prescribed by their employer and as required through national registration.
- (p) 'President' shall mean the president at that time of PA.
- (q) 'Registrar' shall mean the membership registrar at that time of PA.
- (r) 'Rules' shall mean the rules given effect by this Constitution as established, maintained and/or modified by the Board.
- (s) 'Special resolution' shall have the meaning assigned to that expression by the Act.
- (t) 'Secretary' shall mean the secretary that may be appointed by the Board.
- (u) 'Treasurer' shall mean the treasurer appointed by the Board.

12.2 Interpretation

- (a) Persons include companies and corporations and vice versa
- (b) The masculine gender includes the feminine gender and vice versa
- (c) The singular number includes the plural number and vice versa.