

**House of Assembly—No 158**

As laid on the table and read a first time, 24 August 2021

South Australia

**Associations Incorporation (Miscellaneous)  
Amendment Bill 2021**

A BILL FOR

An Act to amend the *Associations Incorporation Act 1985*.

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## The Parliament of South Australia enacts as follows:

### Part 1—Preliminary

#### 1—Short title

- 5 This Act may be cited as the *Associations Incorporation (Miscellaneous) Amendment Act 2021*.

#### 2—Commencement

This Act comes into operation on a day to be fixed by proclamation.

#### 3—Amendment provisions

- 10 In this Act, a provision under a heading referring to the amendment of a specified Act amends the Act so specified.

## Part 2—Amendment of *Associations Incorporation Act 1985*

### 4—Amendment of section 3—Interpretation

- (1) Section 3(1), definition of *accounts*—delete ", other than auditors' reports," and substitute:

(other than reports of a kind prescribed by the regulations)

- (2) Section 3(1), definition of *authorised person*—after "means a person" insert:

, or person of a class,

- (3) Section 3(1), definition of *gross receipts*—delete the definition

- (4) Section 3(1)—after the definition of *member* insert:

*model rules*—see section 23B;

- (5) Section 3(1), definition of *prescribed association*, (a)—delete paragraph (a) and substitute:

(a) that had revenue in that association's previous financial year in excess of—

(i) \$500 000; or

(ii) such greater amount as is prescribed by regulation; or

- (6) Section 3(1)—after the definition of *prescribed association* insert:

*public officer*—see section 56;

- (7) Section 3(1)—after the definition of *the repealed Act* insert:

*revenue* of an incorporated association means the total amount of the receipts of the association including any money received as a devise or bequest and any grant or subsidy paid to or on behalf of the association by the Government of the State or the Commonwealth, local government or an agency of the Crown in right of the State or the Commonwealth, but not including any money received by the association from the sale of any of the association's assets that had not been originally purchased by the association for the purpose of resale;

### 5—Amendment of section 6—Access to information

- (1) Section 6—after subsection (1) insert:

(1a) The Commission may make any of the following information publicly available in such manner as the Commission thinks fit:

(a) information from a register maintained under subsection (1);

(b) information of a kind prescribed by the regulations relating to prescribed associations.

- (2) Section 6(2)(a)—delete paragraph (a)

## 6—Insertion of section 8

After section 7 insert:

### 8—Annual verification statements

- 5 (1) An incorporated association must, in respect of each financial year during which the association operates, give the Commission an annual verification statement in accordance with the regulations.  
Maximum penalty: \$2 500.  
Expiation fee: \$210.
- 10 (2) The Commission may, by notice in the Gazette, exempt an incorporated association or a class of incorporated associations from the obligation to provide statements under this section.
- 15 (3) If an incorporated association fails to give the Commission an annual verification statement as required by this section, the Commission may enter the association on the Register maintained under section 44AA as an association suspected of being defunct.

## 7—Substitution of Part 2 Division 2

Part 2 Division 2—delete the Division and substitute:

### Division 2—Enforcement and compliance powers

#### 10—Powers of authorised persons

- 20 (1) For the purposes of this Act an authorised person may require an incorporated association or any person—
- (a) to answer any questions, orally or in writing; or
  - (b) to produce books or documents.
- 25 (2) An authorised person may, for the purposes of subsection (1), by notice in writing served on a person, including the public officer of an incorporated association, require the person to attend at a specified time and place.
- 30 (3) A person must not—
- (a) refuse or fail to comply with a reasonable requirement under this section; or
  - (b) without reasonable excuse, refuse or fail to attend at the time and place specified in a notice under subsection (2) (or some other time and place allowed by an authorised person); or
  - 35 (c) knowingly make a statement that is false or misleading in a material particular (whether by reason of the inclusion or omission of a particular) in an answer given or information provided under this section.

Maximum penalty: \$20 000.

- 5
- (4) An authorised person may require that the answer to a question under this section be verified by statutory declaration or given under oath.
  - (5) A natural person is not required to answer a question or produce a book or document if the answer or the production of the book or document would result in or tend towards self-incrimination.

### **11—Entry and inspection**

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- (1) For the purposes of this Act, an authorised person may at any reasonable time—
    - (a) enter and search any premises; and
    - (b) make any inspection; and
    - (c) examine, copy and take extracts from any books or documents; and
    - (d) take any books or documents; and
    - (e) seize and remove anything that constitutes evidence of an offence against this Act; and
    - (f) take photographs, films or video recordings; and
    - (g) give directions reasonably required in connection with the exercise of a power conferred by any of the above paragraphs or otherwise in connection with the administration, operation or enforcement of this Act.

- (2) A person who, without reasonable excuse, fails to comply with a direction of an authorised person under this section is guilty of an offence.

Maximum penalty: \$20 000.

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### **12—Use and inspection of books or documents produced or seized**

- 30
- 35
- 40
- (1) This section applies to a book or document that has been produced to an authorised person or taken by an authorised person.
  - (2) A book or document to which this section applies may be retained for the purpose of enabling the book or document to be inspected and enabling copies of, or extracts or notes from, the book or document to be made or taken by or on behalf of the Commission.
  - (3) However, if the book or document is required by the Commission as evidence for the purposes of legal proceedings, the book or document may be retained until the proceedings are finally determined.
  - (4) The Commission must permit a person who would be entitled to inspect the book or document if it were not in the possession of the Commission to inspect the book or document at any reasonable time.
  - (5) Nothing in this section prejudices a lien a person has on the book or document.

### **13—Commission may require compliance with Act etc**

- (1) If the Commission suspects on reasonable grounds that—
- (a) an incorporated association has failed to comply with a provision of this Act or the association's rules; or
  - (b) there has been an irregularity in the affairs of an incorporated association,

the Commission may, by notice in writing to the association or to any member of the committee, require the association or member to take the action specified in the notice, within the period specified in the notice, for the purpose of complying with the Act or the rules or remedying the irregularity, as the case may be.

- (2) If a notice has been issued by the Commission under this section then, regardless of whether the period specified in the notice has expired or not, the Commission may take any other action under this Act in relation to the association that the Commission thinks appropriate.

### **8—Amendment of section 18—Eligibility for incorporation**

Section 18—after subsection (4) insert:

- (4a) An association is not eligible for incorporation under this Act if the association has less than 5 members (all of whom must have voting rights under the rules of the association).

### **9—Amendment of section 20—Incorporation of association**

Section 20(3)(a)(i)—delete "and a common seal"

### **10—Amendment of section 22—Amalgamation**

Section 22(6)(a)(i)—delete "and a common seal"

### **11—Amendment of section 23—Rules binding on association and its members**

Section 23—after subsection (1) insert:

- (1a) However, a provision of the rules of an incorporated association is of no effect to the extent to which it is contrary to this or any other Act or law.

### **12—Amendment of section 23A—Contents of rules of incorporated association**

- (1) Section 23A(1)(c)(iii)—delete subparagraph (iii)

- (2) Section 23A(1)(c)—after subparagraph (vii) insert:

- (vii) the mechanism for the resolution of disputes between members of the committee, between members (in their capacity as members) and between members and the association;

(3) Section 23A—after subsection (1) insert:

- 5 (1a) If the regulations prescribe minimum internal governance principles in relation to associations generally or in relation to any class of association, it will be implied in the rules of associations or that class of association (as the case may be) that they will comply with the prescribed principles (but nothing prevents an association from complying with internal governance principles that will apply in addition to the principles so prescribed).

### 13—Insertion of sections 23B and 23C

10 After section 23A insert:

#### **23B—Application of model rules**

- 15 (1) The regulations may prescribe model rules for associations generally or any class of associations.
- (2) The model rules may—
- 15 (a) specify rules that are mandatory rules; and
- (b) specify rules that are replaceable rules; and
- (c) specify rules that are recommended.
- (3) If the rules of an incorporated association adopt any provisions of the model rules without modification (either by reference or by reproducing the provisions), the provisions are taken to be part of the rules of the incorporated association.
- 20 (4) If the rules of an incorporated association fail to address a matter that is prescribed by the regulations as a mandatory rule, or include a rule that is inconsistent with a such a mandatory rule, the mandatory rule prescribed by the regulations is taken to be part of the rules of the association and any such inconsistent rule is taken not to be part of the rules of the association.
- 25 (5) If the rules of an incorporated association fail to address a matter that is prescribed by the regulations as a replaceable rule, the replaceable rule prescribed by the regulations is taken to be part of the rules of the association.
- 30 (6) If the rules of an incorporated association address a matter that is prescribed by the regulations as a replaceable rule in a way that is inconsistent with the replaceable rule, the replaceable rule prescribed by the regulations is taken not to be part of the rules of the association.
- 35 (7) If the rules of an incorporated association fail to address a matter that is prescribed by the regulations as a recommended rule, or include a rule that is inconsistent with a such a recommended rule, the recommended rule prescribed by the regulations is taken not to be part of the rules of the association.
- 40

5 (8) Provisions of the model rules that are taken to be, or that are taken to be part of, the rules of an incorporated association under this section apply as in force for the time being (and accordingly, an amendment to those provisions changes the rules of the incorporated association without any action under section 24).

10 (9) Model rules prescribed under this section will not apply to an association in existence immediately before the commencement of the model rules unless the association alters its rules under section 24 after the commencement of the model rules, in which case this section will apply to the association from the day on which the alteration takes effect.

15 (10) The regulations may make provisions of a savings or transitional nature in relation to the application of the prescribed model rules to an association in the circumstances specified in subsection (9) (including, to avoid doubt, by further disapplying or modifying the application of this section in relation to such an association).

### **23C—Commission may change incorporated association's rules on application**

20 (1) The Commission may, on application by the committee of an incorporated association, change the incorporated association's rules in the circumstances set out in this section.

(2) An application under this section must be made in the prescribed form.

25 (3) The Commission may change the rules if the Commission is satisfied that the change is in the best interests of the association and that the proposed change is not such that a special resolution of the association should be required. .

(4) The Commission makes the change by registering it.

(5) If the Commission changes an association's rules—

30 (a) the Commission must give the association written notice within 28 days after registration of the changes—

(i) stating that the Commission has changed the rules; and

(ii) setting out the terms of the change; and

35 (b) the committee of the association must ensure that members of the association are notified of the change in accordance with the requirements (if any) prescribed by the regulations.

40 (6) In making a change under this section, the Commission does not have to comply with any other requirements under this Act relating to changing the rules of an association.

#### **14—Amendment of section 24—Alteration of rules**

Section 24(5)—after paragraph (b) insert:

and

- (c) the change of name does not affect—
  - (i) the identity of the incorporated association; or
  - (ii) the exercise of a right, or the enforcement of an obligation, by or against the incorporated association; or
  - (iii) the continuation of legal proceedings by or against the incorporated association.

#### **15—Amendment of section 25—Powers of incorporated association**

- (1) Section 25—delete "and its rules"
- (2) Section 25—after its present contents (as amended by subsection (1) of this section and now to be designated as subsection (1)) insert:
  - (2) The rules of an incorporated association may impose limitations on any powers specified in subsection (1) but may not further extend those powers.

#### **16—Amendment of section 29—Management of incorporated associations**

Section 29—after subsection (1) insert:

- (1a) The committee of an association must consist of at least 3 members who are ordinarily resident in Australia and all members of the committee must be aged 18 years or over.
- (1b) The Commission may, on application, exempt an association from the operation of subsection (1a).
- (1c) An application under subsection (1b)—
  - (a) must be made in the prescribed form; and
  - (b) must be accompanied by the prescribed fee.

#### **17—Amendment of section 30—Certain persons not to be members of committee**

Section 30—after subsection (1) insert:

- (1a) A person who is disqualified under a law of the Commonwealth, or of another State or a Territory, from being concerned in or taking part in the management of a body corporate (whether or not an incorporated association) must not, without leave of the Commission, be a member of the committee of an incorporated association, or be in any way (whether directly or indirectly) concerned in or take part in the management of an incorporated association.

Maximum penalty: \$10 000.

## 18—Substitution of sections 31 and 32

Sections 31 and 32—delete the sections and substitute:

### 30A—Disqualified person declaration

(1) The Commission—

- 5                   (a) must, in writing, declare a person to be disqualified from being a member of the committee of any incorporated association if the Commission is satisfied that the person—
- (i) is ineligible under section 30 to be such a member; or
- 10                   (ii) has in any way (whether directly or indirectly) been concerned in or taken part in the management of at least 2 bodies corporate (whether or not incorporated associations) that have ceased to exist because of financial mismanagement; and
- 15                   (b) may, in writing, declare a person to be disqualified from being a member of the committee of any incorporated association or any class of incorporated associations if—
- (i) within 7 years immediately before the Commission gives a notice under subparagraph (ii)(A)—
- 20                           (A) the person has been an officer of 2 corporations; and
- (B) each of those corporations was either an incorporated association or a corporation under the *Corporations Act 2001* of the Commonwealth; and
- 25                           (C) while the person was an officer, or within 12 months after the person ceased to be an officer of those corporations, each of the associations was wound up and a liquidator lodged a report under subsection 533(1) of the *Corporations Act 2001* of the Commonwealth (including that section as applied by this Act) about the association's inability to pay its debts; and
- 30                           (ii) the Commission has given the person—
- (A) a written notice requiring them to demonstrate why the person should not be disqualified; and
- 35                                    (B) an opportunity to be heard on the question; and
- 40                           (iii) the Commission is satisfied that the disqualification is justified; and

- 5 (c) may, in writing, declare a person to be disqualified from being a member of the committee of a particular incorporated association or class of incorporated associations if the Commission is satisfied that, having regard to the objects of the association, the person is not a fit and proper person to be a member of the committee.
- 10 (2) The Commission may, by notice in writing served on a member of the committee of an incorporated association, declare the person's membership of that committee, or of a specified class of such committees or of all such committees, to be suspended while the Commission determines whether or not to disqualify the person under this section.
- 15 (3) The suspension takes effect from the time when a notice referred to in subsection (2) is served on the person.
- (4) A declaration of suspension under subsection (2) remains in force—
- (a) while the Commission determines whether or not to disqualify the person under this section; or
  - (b) for a period of 4 months,
- whichever is the shortest.
- 20 (5) In determining whether disqualification is justified under subsection (1)(b)(iii), the Commission—
- (a) must have regard to whether any of the corporations mentioned in subsection (1)(b) is a related body corporate (within the meaning of the *Corporations Act 2001* of the Commonwealth) to any of the other corporations; and
  - (b) may have regard to—
    - 30 (i) the person's conduct in relation to the management, business or property of any incorporated association or other corporation; and
    - (ii) whether the disqualification would be in the public interest; and
    - (iii) any other matters that the Commission considers appropriate.
- 35 (6) If the Commission disqualifies a person from managing any incorporated association, or associations, under this section, the Commission must give a written notice to the person advising the person of the disqualification.
- (7) The disqualification takes effect from the time when a notice referred to in subsection (6) is served on the person.
- 40 (8) A notice of suspension or disqualification under this section must state the following:
- (i) in general terms, the effect of the declaration;

(ii) the person may, within 21 days after the date of the notice, seek a review of the decision under section 50.

(9) A declaration of disqualification under this section is in force for 5 years from the date it is made, or such shorter period as may be specified by the Commission in the notice.

(10) A declaration of disqualification may be revoked or varied at any time on application by the disqualified person.

(11) A disqualified or suspended person must not, while the declaration is in force—

(a) if the disqualification or suspension relates only to a particular incorporated association or class of associations—be a member of the committee of that incorporated association or class of associations, or be in any way (whether directly or indirectly) concerned in or take part in the management of that incorporated association or class of associations; or

(b) in any other case—be a member of the committee of any incorporated association, or be in any way (whether directly or indirectly) concerned in or take part in the management of any incorporated association.

Maximum penalty: \$10 000.

(12) In this section—

*disqualified person* means a person the subject of a declaration of disqualification in force under this section;

*suspended person* means a person the subject of a declaration of suspension in force under this section.

### 31—Disclosure of material personal interest

(1) A member of the committee of an incorporated association who has a material personal interest in a matter being considered at a committee meeting—

(a) must, as soon as the member becomes aware of their interest in the matter, disclose the nature and extent of that interest to the committee; and

(b) must disclose the nature and extent of their interest in the matter at the next general meeting of the association.

Maximum penalty: \$10 000.

(2) Subsection (1) does not apply in respect of a material personal interest—

(a) that exists only because the member—

(i) is an employee of the association; or

(ii) belongs to a class of persons for whose benefit the association is established; or

- (b) that the member has in common with all, or a substantial proportion of, the members of the association.
- (3) If a member of the committee of an incorporated association discloses a material personal interest in a contract or proposed contract in accordance with this section, and the member has complied with section 32(1) or the member's interest is not required to be disclosed because of subsection (2)—
- (a) the contract is not liable to be avoided by the association on any ground arising from the fiduciary relationship between the member and the association; and
- (b) the member is not liable to account for profits derived from the contract.
- (4) A disclosure of a material personal interest required by subsection (1) must give details of—
- (a) the nature and extent of the interest; and
- (b) the relation of the interest to the activities of the incorporated association.
- (5) The details referred to in subsection (4) must be recorded in the minutes of the committee meeting at which the material personal interest is disclosed.

**32—Matter on which committee member has material personal interest**

- (1) A member of the committee of an incorporated association who has a material personal interest in a matter being considered at a committee meeting must not—
- (a) be present while the matter is being considered at the meeting; or
- (b) vote on the matter.
- Maximum penalty: \$10 000.
- (2) Subsection (1) does not apply in respect of a material personal interest—
- (a) that exists only because the member belongs to a class of person for whose benefit the association is established; or
- (b) that the member has in common with all, or a substantial proportion of, the members of the association.
- (3) If there are not enough committee members to form a quorum to consider a matter because of subsection (1)—
- (a) 1 or more committee members (including those who have a material personal interest in the matter) may call a general meeting; and
- (b) the general meeting may pass a resolution to deal with the matter.

### 32A—Duty to deliver up documents

5                   Within 14 days after vacating office, a former committee member of an incorporated association must ensure that all documents in their possession that belong to the association are delivered to the public officer for delivery to their successor.

Maximum penalty: \$2 500.

Expiation fee: \$210.

### 19—Heading to Part 4 Division 2

Heading to Part 4 Division 2—delete "and audit"

### 10   20—Amendment of section 35—Accounts to be kept

(1) Section 35(1)—after "accounting records" insert:

in accordance with applicable accounting standards (as in force from time to time)

(2) Section 35(1)(b)—delete "audited" and substitute:

15                   reviewed

(3) Section 35(2), (3) and (4)—delete subsections (2), (3) and (4) and substitute:

(2) A prescribed association must, after the end of a financial year of the association, cause accounts in respect of the financial year to be prepared, reviewed (or audited) and verified in accordance with the requirements prescribed by the regulations.

20                   Maximum penalty: \$10 000.

(3) An incorporated association of a class prescribed by the regulations must cause accounts to be prepared, reviewed (or audited) and verified in accordance with the requirements prescribed by the regulations.

25                   Maximum penalty: \$10 000.

(4) An incorporated association that is given a written notice by the Commission under this subsection must, before the day specified in the notice, cause accounts in respect of a period specified in the notice to be audited and verified in accordance with any requirements prescribed by the regulations or specified in the notice.

30                   Maximum penalty: \$10 000.

(4a) Regulations made for the purposes of this section may make provision in relation to—

35                   (a) access to accounting records and other records of an association by a person reviewing or auditing the accounts and the provision of any other information and explanations to such a person; and

(b) remuneration of; and

- (c) provision of information by a person reviewing or auditing the accounts of an association to the association and to the Commission; and
- (d) any other matter relating to the preparation, retention, review, audit or verification of accounts.

(4) Section 35(6)—delete subsection (6) and substitute:

- (6) The committee of a prescribed association must cause the documents prescribed by the regulations relating to the accounts to be provided to members of the association in accordance with any requirements prescribed by the regulations—
  - (a) before the annual general meeting of the association; or
  - (b) if an annual general meeting is not to be held, within 5 months of the end of the financial year to which the accounts relate.

## **21—Repeal of sections 37 and 37A**

Sections 37 and 37A—delete the sections

## **22—Substitution of heading to Part 4 Division 3**

Heading to Part 4 Division 3—delete the heading and substitute:

### **Division 3—Meetings**

## **23—Insertion of section 39AA**

After section 39 insert:

### **39AA—Commission may call general meeting or annual general meeting**

- (1) The Commission may call and arrange to hold a general meeting (including an annual general meeting) of an incorporated association if—
  - (a) the association has called the meeting for a particular day but it has not been held for 14 days after that day; or
  - (b) the Commission has been requested to do so in writing by at least the required number of members of the association under subsection (7); or
  - (c) the association has not held a general meeting within 3 months after the association is registered; or
  - (d) the Commission is satisfied that, in the circumstances of the association, there is a need to do so.
- (2) The Commission may call and arrange to hold the meeting for any purpose relevant to the association that the Commission thinks appropriate and, in the case of a meeting called under subsection (1)(a), the Commission may include in the notice of the meeting a matter that was not in the original notice of meeting.

- (3) A meeting called by the Commission under this section is to be chaired by—
- (a) the Commission; or
  - (b) another person authorised by the Commission.
- 5 (4) Subject to this section, the Commission may determine in writing the rules that will apply to the meeting (but must, in doing so, have regard to the rules that would normally apply to meetings of the association).
- 10 (5) The Commission may call and hold a meeting under this section even if the notice of meeting indicates that no resolutions are to be put at the meeting.
- (6) The Commission may authorise a person to attend a meeting called under this section as an observer (and a person so authorised is entitled to attend the meeting).
- 15 (7) The required number of members for an incorporated association is the greater of—
- (a) 5 members of the association; or
  - (b) 10% of the members of the association.
- 20 (8) The regulations may prescribe a different number of members for the purposes of applying subsection (7)(a) to—
- (a) a particular incorporated association; or
  - (b) a particular class of incorporated association.
- (9) The regulations may prescribe a different percentage for the purposes of applying subsection (7)(b)—
- 25 (a) a particular incorporated association; or
- (b) a particular class of incorporated association.

#### **24—Amendment of section 39A—Duties of officers etc**

Section 39A(4)—delete subsection (4)

#### **25—Substitution of section 39B**

30 Section 39B—delete the section and substitute:

#### **39B—Provisions indemnifying officers, auditor or other reviewers**

- (1) An incorporated association—
- 35 (a) may not exempt from liability or indemnify an officer, auditor or other reviewer of the association in respect of negligence, default, breach of duty or breach of trust by the officer, auditor or other reviewer in relation to the association; but

(b) must indemnify each of its officers against any other liability incurred in good faith by the officer in the course of performing their duties as an officer.

5 (2) A provision in the rules of an incorporated association or in a contract or other agreement or arrangement that is in breach of subsection (1)(a) is void.

(3) Subsection (1)(a) does not apply to—

10 (a) any indemnity for an officer, auditor or other reviewer in respect of a liability incurred by them in defending civil proceedings in which judgment is given in their favour or criminal proceedings in which they are acquitted; or

(b) a contract of insurance.

### **26—Amendment of section 39D—Inspection of records**

15 (1) Section 39D(1)—delete "apply to the District Court for an order authorising an inspection of the association's books on behalf of the member by a person authorised under this Act to audit the accounts of a prescribed association or a legal practitioner" and substitute:

20 , on payment of the prescribed fee, apply to the Commission for authorisation for a specified person (being a legal practitioner or a person authorised under this Act to audit or otherwise review the accounts of the association) to inspect the association's books on behalf of the member

(2) Section 39D(2)—delete "Court" first occurring and substitute:

Commission

25 (3) Section 39D(2)—delete "Court may make an order authorising a person authorised under this Act to audit the accounts of a prescribed association or a legal practitioner, at a time specified in the order," and substitute:

Commission may authorise a specified person, at a specified time or within a specified period,

(4) Section 39D(3)—delete subsection (3) and substitute:

30 (3) If the Commission grants an authorisation under this section—

(a) all relevant officers of the association must take any action necessary to facilitate the inspection so authorised; and

(b) a person must not, without reasonable excuse, obstruct or hinder the person conducting the inspection.

35 Maximum penalty:

(a) if the offence is committed in respect of a prescribed association—\$5 000; or

(b) in any other case—\$2 500.

## 27—Insertion of section 39E

After section 39D insert:

### 39E—Membership register

- 5 (1) An incorporated association must maintain a register of members of the association in accordance with any requirements prescribed by the regulations.  
Maximum penalty: \$2 500.
- 10 (2) A member of an incorporated association is entitled, on request, to be provided with the names of members and the dates on which their membership commenced (as recorded in the register).
- 15 (3) An authorised person may, by notice in writing, require any incorporated association to produce to the authorised person a copy of the register maintained under this section within 7 days after the notice is given to the association.
- (4) An incorporated association must not, without reasonable excuse, refuse or fail to comply with a requirement under subsection (3).  
Maximum penalty: \$2 500.  
Expiation fee: \$210
- 20 (5) An incorporated association must not disclose information recorded in the register except as required by this section or as authorised by the Commission.  
Maximum penalty: \$2 500.

## 28—Insertion of section 40C

After section 40B insert:

### 40C—Appointment of administrator by Commission

- 25 (1) The provisions of the *Corporations Act 2001* of the Commonwealth as applying under section 40B do not apply to the appointment of an administrator under this section or to an administrator so appointed.
- 30 (2) This section does not apply to the appointment of an administrator under section 40B or to an administrator so appointed.
- (3) The Commission may appoint an administrator to conduct the operations of an incorporated association if the Commission is satisfied of any of the following:
- 35 (a) that the association has contravened or failed to comply with a condition imposed in relation to the association by the Commission or the Minister under this Act;
- (b) that the association has ceased to be an association eligible to be incorporated under this Act;
- 40 (c) that the incorporation of the association has been obtained by mistake or fraud;

- (d) that the association has, after notice by the Commission of any breach of this Act or the rules of the association, failed, within the time referred to in the notice, to remedy the breach;
- 5 (e) that the association has not, within 3 months of notice being given by the Commission under section 42, requested the Commission to transfer its undertaking to another body corporate;
- (f) that the association is defunct.
- 10 (4) On the appointment of an administrator of an incorporated association—
- (a) the committee of the association cease to hold office; and
- (b) all contracts for the provision of secretarial or administrative services for the association are terminated; and
- 15 (c) the administrator may terminate any contract of employment with the association or any contract for providing other services to the association.
- (5) An administrator of an association has the functions of the committee of the association.
- 20 (6) The expenses of, and incidental to the conduct of, the operations of an incorporated association by an administrator are payable from the association's funds.
- (7) The expenses of conducting the operations of an incorporated association include—
- 25 (a) if the administrator is not a public sector official—remuneration of the administrator at a rate approved by the Commission; or
- (b) if the administrator is a public sector official—the amount the Commission certifies should be paid to the Commission as repayment of the administrator's remuneration.
- 30 (8) An amount certified under subsection (7)(b) may be recovered by the Commission in a court of competent jurisdiction.
- (9) An administrator has, in relation to the expenses referred to in subsection (6), the same priority on the winding up of an incorporated association as a liquidator appointed under the *Corporations Act 2001* of the Commonwealth (as applying under this law) has.
- 35 (10) If an incorporated association incurs loss because of fraud, dishonesty, negligence or wilful failure to comply with this Act or the rules of the association by an administrator, the administrator is liable for the loss.
- 40 (11) An administrator is not liable for a loss that is not a loss to which subsection (10) applies but must account for the loss in a report given in accordance with the regulations.

- (12) The regulations may make further provision in relation to administration under this section.

### **29—Amendment of section 41—Winding up of incorporated associations**

- (1) Section 41(1)(a)—after "Supreme Court" insert:  
5                                   on application by any interested person
- (2) Section 41(1)(c)—delete "issued with the consent of the Minister"
- (3) Section 41(3)—after paragraph (b) insert:  
                                  (ba) that more than 1 year has elapsed since the association has undertaken any activity or function; or
- 10   (4) Section 41(3)(e) and (f)—after "as a whole" wherever occurring insert:  
                                  or to the public interest
- (5) Section 41(7)—after paragraph (a) insert:  
                                  (ab) that the association has ceased to be an association eligible to be incorporated under this Act;
- 15   (6) Section 41(7)(d)—delete ", within three months of notice being given by the Commission under section 42, requested the Commission to transfer its undertaking to another body corporate" and substitute:  
                                  complied with a direction in a notice under section 42(3a)(b) within the period specified in the notice

### **20   30—Amendment of section 42—Transfer of activities or registration**

- (1) Section 42(1)(b)—delete "a body corporate incorporated under some other Act, or would more appropriately be carried on by such a body corporate" and substitute:  
                                  another incorporated association or a body corporate incorporated under some other Act, or would more appropriately be carried on by such an association  
25                                   or body corporate
- (2) Section 42(1)—after "give notice to the association under this section" insert:  
                                  that the Commission intends to make an order transferring its undertaking to a body corporate specified in the notice on a day specified in the notice (which must be at least 3 months after the date of the notice).
- 30   (3) Section 42(2)—delete subsection (2) and substitute:  
                                  (2) On the day specified in the notice the Commission may, by instrument published in the Gazette, order that the undertaking of the association be transferred accordingly.
- (4) Section 42—after subsection (3) insert:  
35                                   (3a) An incorporated association—  
                                  (a) may, if authorised by a special resolution passed by the association; or  
                                  (b) must if directed to do so by the Commission by notice in writing,

apply to the Commission for a transfer of registration declaration in relation to its proposed registration as a prescribed body corporate.

- 5
- (3b) The Commission may only direct an incorporated association to make an application under subsection (3a) if the Commission is of the opinion that—
- 10
- (a) the incorporated association has ceased to be an association eligible to be incorporated under this Act; or
- (b) it is otherwise no longer appropriate that the undertaking or operations of the incorporated association are being carried on by an association incorporated under this Act.
- (3c) A notice under subsection (3a)(b) must specify the period (being not less than 3 months) during which the application must be made by the incorporated association.
- (3d) An application under subsection (3a) must—
- 15
- (a) be in the prescribed form and be accompanied by the prescribed fee; and
- (b) include a copy of the special resolution (if any) referred to in subsection (3a)(a); and
- (c) include any information indicated in the prescribed form.
- 20
- (3e) The Commission may make a transfer of registration declaration in relation to an incorporated association if—
- (a) the Commission has directed the association to make the application (under subsection (3a)(b)); or
- 25
- (b) in the opinion of the Commission, it would be more appropriate for the activities of the association to be carried on by a prescribed body corporate.
- (3f) An incorporated association must act in accordance with any terms and conditions specified in the Commission's declaration—
- 30
- (a) in making the application for registration as a prescribed body corporate; and
- (b) in doing the things that are reasonably necessary to obtain such registration.
- (3g) The registration of an incorporated association as a prescribed body corporate in accordance with the transfer of registration declaration automatically cancels the incorporation of the association under this Act.
- 35
- (3h) If an incorporated association becomes registered as a prescribed body corporate, the body must notify the Commission in writing of the registration within 14 days after it occurs.

40

Maximum penalty: \$2 500.

Expiation fee: \$210.

(3i) The transfer of registration to a prescribed body corporate in accordance with a transfer of registration declaration does not affect—

- (a) the identity of the incorporated association; or
- (b) the exercise of a right, or the enforcement of an obligation, by or against the incorporated association; or
- (c) the continuation of legal proceedings by or against the incorporated association.

(5) Section 42—after subsection (5) insert:

(6) In this section—

*prescribed body corporate* means—

- (a) a company within the meaning of the *Corporations Act 2001* of the Commonwealth; or
- (b) a co-operative under the *Co-operatives National Law (South Australia)*; or
- (c) a body corporate that—
  - (i) is incorporated, registered or otherwise established under a law of this State, the Commonwealth or another place; and
  - (ii) is prescribed for the purposes of this section.

### 31—Substitution of section 43

Section 43—delete the section and substitute:

#### 43—Distribution of assets

(1) There is implied in the rules of every incorporated association a provision that, on the winding up of the association, its surplus property can only be distributed to 1 or more of the following (in accordance with the rules, a special resolution or a distribution plan approved under section 43AA):

- (a) an incorporated association;
- (b) a company limited by guarantee that is registered as mentioned in section 150 of the *Corporations Act 2001* of the Commonwealth;
- (c) a company holding a licence that continues in force under the *Corporations Act 2001* of the Commonwealth;
- (d) a body corporate that at the time of the distribution is the holder of a licence under the *Collections for Charitable Purposes Act 1939*;
- (e) a body corporate that—
  - (i) is a member or former member of the incorporated association; and

(ii) at the time of the distribution of surplus property, has rules that prevent the distribution of property to its members;

(f) a trustee for a body corporate referred to in paragraph (e);

(g) a co-operative registered under the *Co-operatives National Law (South Australia)* that, at the time of the distribution of surplus property, is a non-distributing co-operative as defined in that law.

(2) Subject to this section and any order of the Supreme Court, the surplus assets of an incorporated association are, on a winding up of the association, to be distributed in accordance with—

(a) a distribution plan approved under section 43AA; or

(b) if there is no distribution plan—the rules of the association; or

(c) if there is no distribution plan or valid rules governing distribution of the surplus assets—a special resolution of the association.

(3) The Supreme Court may, on the application of the Commission, a liquidator or a member of an incorporated association, determine how surplus assets of the association are to be distributed on a winding up.

(4) The Supreme Court must, in determining how the surplus assets of an association are to be distributed, have regard to the objects of the association and any relevant provisions of the rules of the association (and may have regard to any other relevant matter).

(5) In this section—

*surplus assets*, in relation to the winding up of an incorporated association, means those assets that remain after the liabilities of the association have been discharged and the costs and expenses of the winding up have been paid.

(6) The application of this section extends to an association that is, or is deemed to be, an incorporated association immediately before the commencement of this section.

#### **43AA—Distribution plans**

(1) An incorporated association of a class determined by the Commission by notice in the Gazette may apply to the Commission in the prescribed form for approval of a distribution plan.

(2) The distribution plan must have been approved by special resolution of the incorporated association during the period of 28 days before the making of the application.

(3) The Commission may require an application under this section to be advertised in accordance with any requirements of the Commission.

- (4) A distribution plan is of no effect unless it has been approved by the Commission.
- (5) An incorporated association that has had a distribution plan approved under this section must—
- 5 (a) ensure that its surplus assets are properly distributed in accordance with the distribution plan within the period specified by the Commission in the approval; and
- (b) provide such information or documents to the Commission on the implementation of the distribution plan as the
- 10 Commission may in writing require.
- (6) In this section—
- distribution plan* means a statement showing—
- (a) the intended recipients of surplus assets of the incorporated association concerned; and
- 15 (b) an estimate of the amount or value of the assets that each intended recipient is to receive.

### 32—Amendment of section 43A—Application for deregistration

- (1) Section 43A(3)(d)—delete paragraph (d)
- (2) Section 43A(5)—after "the two" insert:
- 20 or more
- (3) Section 43A(7)—delete "1 month of the receipt of an application under this section, publish a notice, in a manner and form determined by the Commission to be most appropriate in the circumstances," and substitute:
- 25 3 months of the receipt of an application under this section, publish a notice on a website determined by the Commission
- (4) Section 43A(12), definition of *prescribed amount*, (a)—delete "\$5 000" and substitute:
- \$20 000

### 33—Insertion of section 43B

30 After section 43A insert:

#### 43B—Deregistration by Commission

- (1) If the Commission is of the opinion that an incorporated association has ceased to be an association eligible to be incorporated under this Act it may—
- 35 (a) by notice served on the association; or
- (b) where service cannot reasonably be effected in accordance with this Act—by notice published in a manner and form determined by the Commission to be most appropriate in the circumstances,

require the association to show good cause why the association should not be deregistered.

- 5
- (2) If, on the expiration of 3 months from giving notice under subsection (1), the Commission is satisfied that the incorporated association should be deregistered, it may publish a notice in the Gazette advising members of the public that the association named in the notice was deregistered under this section on the date specified in the notice.
- 10
- (3) On publication of a notice in the Gazette under subsection (2), the association named in the notice will be taken to be dissolved.

### **34—Amendment of section 44—Defunct associations**

- (1) Section 44(1)(b)—delete "in a manner and form determined by the Commission to be most appropriate in the circumstances" and substitute:

on a website determined by the Commission

- 15
- (2) Section 44(3)—delete subsection (3)

### **35—Insertion of sections 44AA and 44AB**

After section 44 insert:

#### **44AA—Possible defunct associations**

- 20
- (1) The Commission may publish (on a website determined by the Commission and in any other manner the Commission thinks fit)—
- (a) the name and any other particulars of an incorporated association that is suspected of being defunct; and
- (b) information as to how an association may apply to the Commission to establish that it is not defunct.
- 25
- (2) If the prescribed period has elapsed since the publication of any particulars of an incorporated association under subsection (1) and the Commission has not been provided with any application from the association establishing that it is not defunct, the Commission may, by notice published in the Gazette, cancel the incorporation of the association, whereupon the incorporated association is dissolved.
- 30

#### **44AB—Reinstatement where association dissolved or deregistered in error**

35

If the Commission is satisfied that an incorporated association was dissolved or deregistered under any provision of this Division as a result of an error on the part of the Commission, the Commission may reinstate the association as an incorporated association after which the association is to be taken to have continued in existence as if it had not been dissolved or deregistered and any property which may have vested in the Commission under section 45 is revested in the association.

40

**36—Substitution of section 46**

Section 46—delete the section and substitute:

**46—Disposal of outstanding property**

- 5 (1) On the vesting of property in the Commission under section 45, the Commission, on behalf of, and in the name of, the State has power to realise such property, pay the debts and liabilities of the association, deal with surplus outstanding property in accordance with subsection (2) and wind up its affairs.
- 10 (2) Surplus outstanding property of a dissolved association may be—
- (a) distributed to any body corporate of a kind listed in section 43(1) that has identical or similar aims and objects; or
- 15 (b) if the Commission is not aware of any such bodies corporate—applied by the Commission (at such time as the Commission thinks fit) for the benefit of incorporated associations generally in such manner as the Commission thinks fit.
- 20 (3) The rules of an incorporated association may, for the purposes of subsection (2), specify other bodies corporate that have identical or similar aims and objects.
- (4) Nothing in this section imposes an obligation or liability on the Commission or the State to do any act or thing required by law to be done by the owner or occupier of the property other than the satisfaction or payment of the charge, claim or liability out of the
- 25 property of the incorporated association so far as it is, in the opinion of the Commission, properly available for and applicable to the payment.
- (5) The Commission may for the purposes of this section or any incidental purpose—
- 30 (a) do all such other acts and things as are reasonably necessary or expedient; and
- (b) appoint a person to investigate the affairs of the association and exercise any power on behalf of the Commission; and
- (c) give such directions as the Commission thinks fit; and
- 35 (d) do or omit any act or thing, or take any step, that is prescribed.
- (6) The reasonable costs, charges and expenses of the Commission or the State and a person appointed under subsection (5)(b) relating to the exercise and performance of the powers and functions conferred
- 40 by or under this section in respect of an incorporated association are to be paid out of the property of the association.

### 37—Insertion of sections 49B and 49C

After section 49A insert:

#### 49B—Commission may require statutory declaration

5           The Commission may require any document or information provided to the Commission for the purposes of this Act to be verified by statutory declaration.

#### 49C—Secrecy

- 10           (1) An authorised person who, by reason of the authority granted under this Act, acquires information must not, except to the extent necessary to perform their official duties or to perform a function or exercise a power authorised by this Act, make a record of, or divulge or make use of in any other way, the information acquired.

Maximum penalty: \$20 000.

- 15           (2) Notwithstanding subsection (1), a person is not guilty of an offence if the person—
- (a) produces a document to a court in the course of criminal proceedings or proceedings taken under this or any other Act; or
- 20              (b) divulges to a court during the course of any proceedings referred to in paragraph (a), any matter or thing coming under his or her notice in the performance of his or her official duties or in the performance of a function or exercise of a power referred to in subsection (1); or
- 25              (c) in the course of proceedings before the Tribunal, produces a document to the Tribunal or divulges to the Tribunal any matter or thing coming under his or her notice in the performance of his or her official duties or in the performance of a function or exercise of a power referred to in subsection (1); or
- 30              (d) produces a document or divulges information to a person to whom, in the opinion of the Commission, it is in the public interest that the document be produced or the information be divulged; or
- 35              (e) produces a document or divulges information that is required or permitted by any other Act to be produced or divulged, as the case may be; or
- (f) makes a record of, or divulges or makes use of, information in circumstances authorised by the Commission.

### 38—Insertion of section 50A

After section 50 insert:

#### 50A—Meetings etc may occur remotely

5 (1) An incorporated association may hold meetings, or permit members to take part in its meetings, remotely using 1 or both (including a combination) of the following means of communication:

- (a) audio visual;
- (b) audio,

10 provided that each participating member is able to communicate contemporaneously with each other participating member when making any deliberation, or taking part in any vote, during the meeting.

15 (2) A person who participates in a meeting in accordance with this section is taken to be present at the meeting, and to form part of any quorum for the meeting, even if the person is not physically present at the same place as another person participating in the meeting.

### 39—Amendment of section 51—Minutes

(1) Section 51(1)(a)—after "purpose" insert:

within 4 weeks after each such meeting

20 (2) Section 51(2)—delete "a prescribed" and substitute:

an incorporated

(3) Section 51(4)(c)—delete "or auditors" and substitute:

, auditors or other reviewers

(4) Section 51(6)—delete subsection (6) and substitute:

25 (6) The minutes of proceedings of general meetings must be made available to members in accordance with the requirements prescribed by the regulations.

### 40—Amendment of section 53A—Reservation of name

Section 53A(1)—delete "for a proposed incorporated association." and substitute:

30 , being either—

- (a) a name for a proposed incorporated association; or
- (b) a new name for an existing incorporated association.

### 41—Amendment of section 56—Public officer

(1) Section 56(2)—delete subsection (2) and substitute:

35 (2) The public officer of an association—

- (a) must be a natural person of or above the age of 18 years who is resident in the State; and

- (b) may be a member of the committee of the association (but is not required to be such a member).

(2) Section 56—after subsection (3) insert:

(3a) If the Commission is satisfied that an incorporated association does not have a public officer, or that there is a dispute or uncertainty within the association about who has been appointed as the public officer, the Commission may appoint a person (by notice in writing to the association and with the consent of the person being appointed) as the public officer for the association.

(3b) To avoid doubt, the fact that the Commission has appointed a person as the public officer of an association under subsection (3a) does not affect the power of the association to subsequently appoint a different person as the public officer (in accordance with the rules of the association).

## **42—Insertion of sections 57A and 57B**

After section 57 insert:

### **57A—Hindering authorised person**

A person who hinders an authorised person acting in the exercise of powers conferred by or under this or any other Act is guilty of an offence.

Maximum penalty: \$5 000.

### **57B—False information**

(1) A person must not, in purported compliance with a requirement made under this Act, give information, or make a statement, that is false or misleading in a material particular.

Maximum penalty: \$20 000 or 2 years imprisonment.

(2) It is a defence to a prosecution for an offence against this section if the defendant proves that they believed on reasonable grounds that the information or statement was true and was not misleading.

## **43—Amendment of section 58—Falsification of books**

Section 58—after subsection (1) insert:

(1a) If a requirement under Part 2 Division 2 has been made to produce a book, a person must not—

(a) in any case—engage in conduct that results in the concealment, destruction, mutilation or alteration of the book; or

(b) if a book is in a particular State or Territory—engage in conduct that results in the taking or sending of the book out of that State or Territory or out of Australia.

Maximum penalty: \$20 000 or 2 years imprisonment.

**44—Amendment of section 67—Regulations and fee notices**

- (1) Section 67(2)(a)—delete "with a view to their adoption by incorporated associations or associations intending to apply for incorporation under this Act"
- 5 (2) Section 67(2)(ab)—delete "Commonwealth registered entities (within the meaning of section 33)" and substitute:
- entities that are registered under any Act of the Commonwealth
- (3) Section 67(2)(c)—delete paragraph (c)
- (4) Section 67(2)(e)—delete paragraph (e) and substitute:
- 10 (e) impose a fine not exceeding \$2 500 for contravention of, or non-compliance with, a regulation or an expiation fee not exceeding \$500 for an alleged contravention of, or non-compliance with, a regulation.
- (5) Section 67—after subsection (2) insert:
- 15 (3) The regulations may—
- (a) refer to or incorporate, wholly or partially and with or without modification, rules, forms or any other document prepared or published by the Commission or a prescribed body, either as in force at the time the regulations are made or as in force from time to time; and
- 20 (b) be of general or limited application; and
- (c) make different provision according to the matters or circumstances to which they are expressed to apply; and
- (d) make provisions of a saving or transitional nature consequent on the commencement of specified provisions of this Act or on the making of regulations under this Act; and
- 25 (e) provide that a matter or thing in respect of which regulations may be made is to be determined according to the discretion of the Minister, the Commission or any other specified person or body.
- 30 (4) If rules, forms or another document are referred to or incorporated in the regulations—
- (a) a copy of the rules, forms or other document must be made available on a website determined by the Commission; and
- (b) evidence of the contents of the rules, forms or other document may be given in any legal proceedings by production of a document apparently certified by the Minister to be a true copy of the rules, forms or other document.
- 35 (5) The Minister may prescribe fees for the purposes of this Act by fee notice under the *Legislation (Fees) Act 2019*.
- 40 (6) A fee notice may provide for the waiver, reduction or remission of fees.

## Schedule 1—Transitional provisions

### 1—Principal place of operations

If an incorporated association solely or primarily operates in a particular jurisdiction, the public officer of the association must, within the period of 6 months after the commencement of this clause, notify the Commission in a form approved by the Commission.

Maximum penalty: \$1 250.

Expiation fee: \$160.

### 2—Requirements relating to number of members

An association that was incorporated before the commencement of section 8 is not required to comply with section 18(4a) of the *Associations Incorporation Act 1985* (as inserted by section 8) for a period of 12 months after the commencement of that section.

### 3—Requirements relating to Committee members

An association that was incorporated before the commencement of section 16 is not required to comply with section 29(1a) of the *Associations Incorporation Act 1985* (as inserted by section 16) for a period of 12 months after the commencement of that section.

## Schedule 2—Further amendments of *Associations Incorporation Act 1985*

### 1—Amendment of penalties

The *Associations Incorporation Act 1985* is further amended as set out in the table below.

Provision amended	How amended
Section 7(5), penalty provision	Delete the penalty provision and substitute: Maximum penalty: (a) if the offence is committed in respect of a prescribed association—\$10 000; or (b) in any other case—\$2 500.
Section 24(2), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$2 500.
Section 30(1), (2) and (3), penalty provisions	Delete each penalty provision and substitute: Maximum penalty: \$10 000.
Section 34(5), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 35(1), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.

<b>Provision amended</b>	<b>How amended</b>
Section 35(7), penalty provision	Delete the penalty provision and substitute: Maximum penalty: (a) if the offence is committed with intent to deceive or defraud the association, creditors of the association or creditors of any other person or for any fraudulent purpose—\$50 000 or imprisonment for 4 years; or (b) in any other case—\$10 000.
Section 36(3), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 39A(1), (2) and (3), penalty provisions	Delete each penalty provision and substitute in each case: Maximum penalty: \$50 000 or imprisonment for 4 years.
Section 39C(3), penalty provision	Delete the penalty provision and substitute: Maximum penalty: (a) if the offence is committed in respect of a prescribed association—\$5 000; or (b) in any other case—\$2 500.
Section 41B(5), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 41C(5), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000 or imprisonment for 1 year.
Section 41D(4), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 41E, penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000 or imprisonment for 1 year.
Section 49AB(1) and (2), penalty provisions	Delete each penalty provision and substitute in each case: Maximum penalty: \$20 000 or imprisonment for 2 years.
Section 49AC(1), penalty provision	Delete the penalty provision and substitute: Maximum penalty: (a) if the offence is committed in respect of a prescribed association—\$10 000 or 1 year imprisonment; or (b) in any other case—\$10 000.
Section 49AD(1), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000 or imprisonment for 1 year.
Section 49AD(3), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$20 000 or imprisonment for 2 years.
Section 49AF(1), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$20 000 or imprisonment for 2 years.
Section 49A(3), penalty provision	Delete the penalty provision and substitute: Maximum penalty:

<b>Provision amended</b>	<b>How amended</b>
	(a) if the offence is committed in respect of a prescribed association—\$10 000; or (b) in any other case—\$2 500.
Section 51(2), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$5 000. Expiation fee: \$315.
Section 51(7), penalty provision	Delete the penalty provision and substitute: Maximum penalty: (a) if the offence is committed in respect of a prescribed association—\$5 000; or (b) in any other case—\$2 500. Expiation fee: \$315.
Section 53(5), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 54, penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$2 500. Expiation fee: \$210.
Section 55(4), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000 or imprisonment for 1 year.
Section 56(4) and (5), penalty provisions	Delete each penalty provision and substitute in each case: Maximum penalty: \$2 500. Expiation fee: \$210.
Section 57(1), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$2 500.
Section 57(2), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$5 000. Expiation fee: \$315.
Section 58(1) and (2), penalty provisions	Delete each penalty provision and substitute in each case: Maximum penalty: \$10 000 or 1 year imprisonment.
Section 59(2), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$2 500. Expiation fee: \$210.
Section 60, penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$10 000.
Section 61(14), penalty provision	Delete the penalty provision and substitute: Maximum penalty: \$1 250. Expiation fee: \$160.
Section 62(6), (7), (8), (9) and (11), penalty provisions	Delete each penalty provision and substitute in each case: Maximum penalty: \$20 000 or imprisonment for 2 years.