



SIMPSONS SOLICITORS
Level 2, Pier 8/9 23 Hickson Road Millers Point NSW 2000 Sydney
Phone +61 2 8014 5050 Fax +61 2 8014 5060
www.simpsons.com.au

CONSTITUTION OF THE

AW HOWARD MEMORIAL TRUST INCORPORATED

ABN 52 218 428 050

An Incorporated Association under the *Associations Incorporation Act 1985 (SA)*
A Charitable Institution registered with the Australian Charities and Not-for-profits Commission and
endorsed as a Deductible Gift Recipient under the *Income Tax Assessment Act 1997 (Cth)*

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1. NAME

- 1.1 The name of the incorporated association is the A.W. Howard Memorial Trust Incorporated, referred to in this Constitution as the "**Association**".

2. OBJECTS

- 2.1 The objects of the Association are to encourage and promote research and investigation in the fields of natural science and social science (including economics) which relate to the development, management and use of pastures.
- 2.2 PROVIDED that none of the objects set out in this clause 2 will be used for the purpose of trading or for the purpose of securing pecuniary profit to the members of the Association as set out in this Constitution.

3. POWERS

- 3.1 Subject to this Constitution, the Management Committee will have the powers conferred by the Act. In addition to those powers, the Management Committee can:
- (a) receive and will hold on trust for beneficiaries of the Trust the Trust Fund raised by the AW Howard Subterranean Clover Memorial Appeal established on or about 3 October 1963 and all Gifts made by the public to the Gift Fund;
 - (b) invest the money of the Trust Fund in a way in which trustees are permitted to invest under the laws of Australia or of any State or Territory of Australia;
 - (c) invest the money of the Trust Fund either in the name of the Association or in the name of any trustee association incorporated by an Act of parliament of any of the Australian states or in the name of any nominee company controlled by any banking association operating in any of the Australian states to be held on trust; and
 - (d) apply the Trust Fund as set out in this Constitution and the By-Laws.

4. ASSOCIATION TO MAINTAIN A GIFT FUND

- 4.1 The Association will maintain a Gift Fund:
- (a) to which Gifts given to promote the Objects of the Association will be credited; and
 - (b) to which any money received by the Association because of such Gifts will be credited; and
 - (c) that does not receive any other money or property.
- 4.2 The public will be invited to contribute to the Gift Fund.
- 4.3 The Gift Fund will be controlled and administered by a majority of Responsible Persons.
- 4.4 The Gift Fund will only be used in accordance with the Objects of the Association.
- 4.5 Gifts to the Gift Fund will be kept separate from any other funds of the Association.
- 4.6 If the Association's DGR endorsement is revoked the Gift Fund property:
- (a) must not be paid to or distributed among the Members; but
 - (b) must be given or transferred to a fund, authority or institution to which income tax deductible gifts can be made.

- 4.7 The Association will comply with any rules that the Commissioner makes to ensure that Gifts made to the Gift Fund are only used for the Objects of the Association.
- 4.8 The Association will keep records of all transactions and other acts the Association engages in that are relevant to its status as a DGR entity as required by law.

5. RECEIPTS

- 5.1 The Association can receive capital and other money and give valid receipts for all purposes as trustee for the beneficiaries under the Trust including:
- (a) those of any statute; and
 - (b) the receipt of any capital money which may or may not be deemed to be capital money for the purposes of any law relating to settled land.
- 5.2 The Association must issue a receipt for each Gift upon request.
- 5.3 Receipts will state the information required under the ITAA.

6. NO PROFIT TO MEMBERS

- 6.1 All income and property (including profits) of the Association including the Trust Fund and all income and property received by the Association will be applied solely towards the promotion of the Objects of the Association as the Management Committee sees fit. No portion of the Trust Fund will be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to the Members of the Association.
- 6.2 However, nothing in this Constitution prevents the payment, in good faith, of reasonable and proper remuneration to any Member, officer, or servant of the Association in return for any services actually provided to the Association, or to any Member in relation to any contract, right or claim in which the Member is interested and which arises otherwise than by that Member's membership. Without limiting the generality of the foregoing, nothing in this Constitution prevents the payment for goods or services supplied by any Member in the ordinary or usual course of business, nor prevents the payment of interest for money lent or reasonable and proper rent for premises leased or let by any Member to the Association.

7. WINDING UP AND DISSOLUTION OF THE ASSOCIATION

- 7.1 The Association may be wound up in the manner provided for by the Act provided that, if after the satisfaction of all its debts and liabilities, there remains any money or property whatsoever, that money or property may not be paid or distributed among Members of the Association but must be given or transferred to some other institution having objects similar to the objects of the Association to be determined by the Management Committee at or before the time of dissolution, or otherwise by a Judge of the Supreme Court of the State of South Australia as may have or acquire jurisdiction in the matter.

8. MEMBERSHIP

- 8.1 The Members of the Management Committee will be the Members for the time being of the Association.
- 8.2 Any Member may resign their membership by giving written notice of their resignation to the Secretary or Public Officer of the Association.

- 8.3 Subject to giving a Member an opportunity to be heard or to make a written submission, the Management Committee can resolve to expel a member upon a charge of misconduct detrimental to the interests of the Association, as follows:
- (a) Particulars of the charge must be communicated to the Member at least one month before the meeting of the Management Committee at which the matter will be determined.
 - (b) The determination of the Management Committee must be communicated to the Member, and if an adverse determination is made the Member will (subject to 6.3(c) below) cease to be a Member 14 days after the Management Committee has communicated its determination to the member.
 - (c) The expelled Member can appeal the expulsion to the Association at a General Meeting provided that the intention to appeal must be communicated to the Secretary or Public Officer of the Association within 14 days after the determination of the Management Committee has been communicated to the Member.
- 8.4 A right, privilege or obligation that a person has by reason of being a Member is not capable of being transferred to another person.
- 8.5 A register of Members must be kept and contain:
- (a) the name and address of each Member;
 - (b) the date on which each Member was admitted to the association; and
 - (c) if applicable, the date of and reason(s) for termination of membership.

9. MANAGEMENT COMMITTEE

- 9.1 The management and administration of the affairs of the Association will be vested in a Management Committee comprising any person appointed under clause 10.1 and the holders for the time being of the following offices and qualifications or as otherwise resolved by the Association in General Meeting:
- (a) The Chairman of the Board, AIAST or nominee;
 - (b) The President, South Australian Branch, AIAST;
 - (c) The Dean of Waite Campus, University of Adelaide or equivalent;
 - (d) The Dean of Roseworthy Campus, University of Adelaide or equivalent;
 - (e) Executive Director of SARDI or the equivalent officer within the South Australian Public Service;
 - (f) A nominee of the Federal Committee of the Australian Agricultural and Resource Economics Society, who is resident in South Australia;
 - (g) A person skilled in tropical grassland science;
 - (h) A person skilled in perennial crop and pasture science;
 - (i) A previous recipient of support by the AW Howard Memorial Trust;
 - (j) The Secretary for the time being of the Association; and
 - (k) The Financial Adviser for the time being of the Association.

10. APPOINTMENT TO MANAGEMENT COMMITTEE

- 10.1 In addition to or in the place of the persons set out at clause 9.1 the Management Committee may include any person appointed to the Management Committee by Unanimous Resolution of the Management Committee.
- 10.2 Notwithstanding anything in this clause 10 the Management Committee must have no more than 14 members at any time.
- 10.3 The Management Committee will from time to time elect one Member to be Chairperson.
- 10.4 The Management Committee will appoint a Secretary and a Treasurer.

11. DISQUALIFICATION

- 11.1 A person's membership of the Management Committee will immediately cease if the person:
- (a) resigns in writing;
 - (b) is disqualified by the Act;
 - (c) is expelled under this Constitution;
 - (d) is permanently incapacitated by ill health; or
 - (e) has been convicted of an indictable offence (within the meaning of Part III of the *Taxation Administration Act 1953*).

12. MANAGEMENT COMMITTEE PROCEDURE

- 12.1 The Management Committee must meet at least once in every calendar year and decisions will be by a majority of those present. In the event of a deadlock the Chairperson will have a deliberative and casting vote.
- 12.2 Any five members of the Management Committee will constitute a quorum provided that those members present include a representative of each of AIAST, the University of Adelaide and SARDI.
- 12.3 A member of the Management Committee who has a pecuniary interest in a contract or other matter with the Association must disclose that interest to the Management Committee as required by the Act and may be requested by the Chairperson to absent himself or herself from the meeting and must not vote in respect to that contract or other matter.

13. THE SEAL

- 13.1 The Association may have a common Seal upon which its corporate name will appear in legible characters.
- 13.2 The Seal must only be affixed by an Ordinary Resolution of the Management Committee and each authority granted for use of the seal must be recorded in the minute book of the Association. The affixing of the seal must be witnessed by three members of the Management Committee including the Secretary and the Treasurer.
- 13.3 The Seal must be kept in the custody of the Treasurer or such person as the Management Committee may from time-to-time appoint to be the custodian.

14. MEETINGS

- 14.1 The Management Committee will call an Annual General Meeting in accordance with the Act and may call a Special General Meeting as required in accordance with the Act. As at the date

of the adoption of this Constitution, the Association is required to hold an Annual General Meeting in any year in which the Association had gross receipts in the previous financial year in excess of \$500,000.

- 14.2 On receiving a requisition in writing the Management Committee will, within one calendar month, give notice of the date of a Special General Meeting for the purpose of dealing with the business stated in the requisition.
- 14.3 Every requisition for a Special General Meeting must state the purpose for which the meeting is requested and be signed by no fewer than four Members of the Association.
- 14.4 If a Special General Meeting is not convened by the Management Committee within one month as required by clause 14.2 the requisitionists may convene a Special General Meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Management Committee and, for this purpose, the Management Committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association.
- 14.5 Subject to clause 14.6 at least fourteen days notice of any General Meeting must be given to Members. Such notice shall set out where and when the meeting is to be held, together with particulars of the business to be transacted at the meeting. In the case of an Annual General Meeting the order of business at the meeting shall be: the consideration of the accounts and reports of the Management Committee and the Auditor; the appointment of Auditor and Management Committee Members (if required); and such other business requiring consideration by the Association in Annual General Meeting.
- 14.6 Any meeting at which a Special Resolution is to be proposed must be classed as a Special General Meeting, for which at least 21 clear days notice prior to the date of the meeting shall be given.
- 14.7 The Association may give notice to its Members by serving them with the notice personally, or by electronic means.

15. PROCEEDINGS AT MEETINGS

- 15.1 Five Members present in person or by proxy constitutes a quorum at any General Meeting provided that those members include a representative of each of AIAST, the University of Adelaide and SARDI.
- 15.2 If within thirty minutes of the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of Members shall lapse. In any other case, the meeting will stand adjourned to the same day in the next week, at the same time and if at such adjourned meeting a quorum is not present within thirty minutes of the time appointed for the meeting the members present constitutes a quorum.
- 15.3 At any General Meeting of the Association the Chairperson of the Management Committee or the Vice Chairperson of the Management Committee (if any) will preside or in their absence or on their declining to take or retiring from the Chair, one of the Management Committee chosen by the meeting will preside.
- 15.4 The Chairperson can with the consent of any meeting at which a quorum is present, and will if so directed by the meeting, adjourn the meeting from time-to-time and from place-to-place, but no business can be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

- 15.5 When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of members.
- 15.6 At any General Meeting, a resolution put to vote shall be decided on a show of hands, and a declaration by the Chairperson of the meeting that a resolution has been carried or lost, shall, unless a poll is demanded, be conclusive evidence of the fact, without proof of the number or the proportion of votes recorded in favour of, or against, the resolution.
- 15.7 If a poll is demanded by the Chairperson of the meeting or by three or more members present personally or by proxy, it shall be taken in such manner as the Chairperson directs. The result of such poll shall be the resolution of the meeting, except that, in the case of a special resolution, a majority is required of not less than three quarters of the members entitled to vote personally or by proxy at the meeting.
- 15.8 A poll demand on the election of a Chairperson of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.

16. MINUTES

- 16.1 Proper minutes of all proceedings of meetings of the Association and of meetings of the Management Committee must be recorded, within fourteen days, in the document kept for this purpose.
- 16.2 The minutes kept pursuant to this clause must be signed at the next succeeding meeting by the Chairperson.
- 16.3 Where minutes are entered and signed they shall be evidence that the meeting was convened and duly held and that all proceedings of the meeting and all appointments made at the meeting are deemed to be valid.
- 16.4 Members of the Association have the right to inspect the minute book after having given reasonable notice of such intention to the Chairperson or the Chairperson's delegate. Such inspection will be at a time mutually convenient to the member and the Chairperson or the Chairperson's delegate.

17. VOTING RIGHTS

- 17.1 Subject to this Constitution each Member present at any duly constituted meeting of the Association either in person or by proxy will be entitled to one vote on any matter placed before the meeting for decision save that, in the event of a tied vote, the Chairperson may exercise a casting vote.

18. PROXIES

- 18.1 A Member will be entitled to nominate in writing for presentation to the Chairperson of the meeting any person who is also a Member of the Association to act as their proxy and vote on their behalf at any meeting of the Association at which Members are entitled to vote.

19. FINANCIAL YEAR

- 19.1 The financial year of the Association shall be for the period of twelve months commencing on 1 January in any year and ending on 31 December in that year.

20. ACCOUNTS

- 20.1 The Association must keep such accounting records as are necessary to correctly record and explain the financial transactions, position and performance of the Association.

- 20.2 The accounts must be audited as soon as practicable after the end of the Financial Year. Such auditor shall not be a Member of the Association but shall be a qualified accountant or firm of accountants in public practice and shall be appointed each year by the Members at the AGM to hold office for one year to audit the accounts for the ensuing year and to present and report on the audited accounts to the next AGM.
- 20.3 If for any reason a vacancy should occur in the office of auditor during the appointed term, the Management Committee shall appoint another person to act during the balance of that term.
- 20.4 The accounts of the Association will be submitted to the Board of the AIAST on or before 1 March in the following year and the Board may publish those accounts.

21. BY-LAWS

- 21.1 The Management Committee may from time-to-time make, repeal and amend such by-laws and regulations (not being inconsistent with this constitution) as may be necessary for the efficient management and well being of the Association.
- 21.2 All By-Laws and regulations made shall remain in force until repealed by the Management Committee.
- 21.3 All By-Laws made, repealed or amended by the Management Committee must be laid before the Members of the Association at the next General Meeting.
- 21.4 The By-Laws in force as at the date of adoption of this Constitution by the Association are annexed to this Constitution at Annexure 1.

22. OFFICERS' INDEMNITY

- 22.1 To the extent permitted by law, the Association indemnifies every person who is or has been an officer of the Association against:
- (a) any liability (other than a liability for legal costs); or
 - (b) reasonable legal costs incurred in defending an action for a liability,
- incurred by that person as an officer of the Association.
- 22.2 The amount of any indemnity payable under this clause will include an additional amount ("**GST Amount**") equal to any GST payable by the officer being indemnified ("**Indemnified Officer**") in connection with the indemnity (less the amount of any input tax credit claimable by the Indemnified Officer in connection with the indemnity). Payment of any indemnity which includes a GST Amount is conditional upon the Indemnified Officer providing the Association with a GST tax invoice for the GST Amount.
- 22.3 The indemnity in this clause:
- (a) is enforceable without the officer having first to incur any expense or make any payment; and
 - (b) is a continuing obligation and is enforceable by the officer even though the officer may have ceased to be an officer of the Association.
- 22.4 For the purposes of this clause, "**officer**" means:
- (a) a member of the Management Committee; or
 - (b) a Secretary or Treasurer.

23. ALTERATIONS

- 23.1 The clauses of this Constitution can only be added to, revoked or altered by a Special Resolution of the Management Committee. Any alteration of this Constitution will be registered with the appropriate government department as required under the Act and any other relevant law.

24. DEFINITIONS AND INTERPRETATION

24.1 Definitions

- (a) **“Act”** means the *Incorporated Associations Act 1985* (SA) as amended.
- (b) **“AGM”** means Annual General Meeting.
- (c) **“AIAST”** means the Australian Institute of Agricultural Science and Technology or equivalent body.
- (d) **“Association”** means the A.W. Howard Memorial Trust Incorporated.
- (e) **“By-Laws”** means the by-laws made by the Management Committee in accordance with this Constitution and the Act in force from time-to-time.
- (f) **“Constitution”** means this Constitution as amended or substituted.
- (g) **“DGR”** means deductible gift recipient endorsed under subdivision 30-BA of the *Income Tax Assessment Act 1997* (Cth).
- (h) **“General Meeting”** means any AGM or Special General Meeting.
- (i) **“Gift”** means a gift of money, property or deductible contributions.
- (j) **“Gift Fund”** means the gift fund set up by the Association to receive Gifts pursuant to section 30.130 of the ITAA.
- (k) **“ITAA”** means *Income Tax Assessment Act 1997* (Cth).
- (l) **“Management Committee”** means the members of the management committee of the Association appointed in accordance with this Constitution from time-to-time.
- (m) **“Member”** means a person who is a member of the Association under clause 8.1 of this Constitution.
- (n) **“Ordinary Resolution”** means any resolution passed by a simple majority at a meeting of Members.
- (o) **“Personally”** means personally served, or sent by post, fax or e-mail.
- (p) **“Public Officer”** means the public officer of the Association appointed as required under the Act.
- (q) **“Responsible Persons”** means natural persons with a degree of responsibility to the general community including justices of the peace, members of the clergy, church authorities, trustees or board members of a non-profit school or college, judges/magistrates, solicitors, accountants, directors/senior executives of large companies, medical practitioners and other professional persons, teachers in senior positions, persons holding public or elected office, people who hold (or have held) other public positions or people with honours.

- (r) **“SARDI”** means the South Australian Research and Development Institute.
- (s) **“Seal”** means the common seal of the Association.
- (t) **“Secretary”** means any person appointed to perform the duties of a secretary of the Association and includes an honorary secretary.
- (u) **“Special General Meeting”** means a general meeting of Members convened in accordance with the Act and this Constitution other than an AGM.
- (v) **“Special Resolution”** means a resolution of which notice is given pursuant to the Act and that is passed by an affirmative vote of the Members who hold at least 75% of the total voting rights of the Members who are entitled to vote on the relevant resolution.
- (w) **“Trust”** means the trust established by the Association for the purposes of promoting the Objects of the Association.
- (x) **“Trust Fund”** means:
 - (i) all money, investments and assets paid or transferred to and accepted by the Association including all Gifts;
 - (ii) all income of the Trust Fund including income earned or to which it is entitled;
 - (iii) all accretions to the Trust Fund;
 - (iv) all accumulations of income; and
 - (v) all money, investments and property from time to time representing the above or into which they are converted,
 and includes any part of the Trust Fund.
- (y) **“Unanimous Resolution”** means a resolution of which notice is given pursuant to the Act and that is passed by an affirmative vote of the Members who hold all of the total voting rights of the Members who are entitled to vote on the relevant resolution.

24.2 Interpretation

- (a) A word or phrase that is given a meaning by the Act has the same meaning in this Constitution unless otherwise stated.
- (b) Expressions referring to ‘writing’ shall be construed as references to any mode of representing or reproducing words in a visible form irrespective of medium or technology.
- (c) Unless the context otherwise requires, where words are used in the singular they shall include the plural and plural words shall include the singular. Similarly, words referring to the masculine gender, feminine gender or which are gender neutral, shall always be taken as referring to the others.
- (d) Headings are for convenience only and do not affect interpretation.
- (e) A reference to an Act of parliament or regulation includes a reference to that Act or regulation as amended or replaced from time-to-time.

ANNEXURE 1

BY LAWS OF THE AW HOWARD MEMORIAL TRUST INCORPORATED

The Fellowship will be awarded annually or at such other intervals as the Management Committee thinks fit to assist the recipient in undertaking a course of post graduate study and research in a field relating to the objects of the Trust at a tertiary institution approved by the Management Committee.

Applications to the Fellowship will be invited on an Australia wide basis.

Only applicants who have been continuously resident in Australia for the period of three years preceding the closing date for applications will be eligible for each award.

Each applicant shall be required to submit his or her proposed programme of research.

The tertiary institution in respect of which the Fellowship is held shall be a research institute (whether in the Commonwealth of Australia or elsewhere) approved by the AIAST, and be an approved Research Institute as defined in Section 73(A)(6) of the *Income Tax Assessment Act 1936* (Cth).

Before approving the conduct of any research project outside the Commonwealth of Australia the Management Committee shall obtain such undertaking as they shall think fit that the holder of the Fellowship will return to Australia upon the completion of the project.

In making the Award the Management Committee must have regard to the suitability of the applicant and the nature of the proposed research project and may award the fellowship subject to such conditions as they think fit but must in any event reserve the right in their discretion to cancel suspend or defer payment under each award at any time if they are not satisfied with the conduct or work of the holder.

MEMORANDUM DEFINING THE AWARD OF GRANTS BY THE AW HOWARD MEMORIAL TRUST INCORPORATED

To achieve these objects the Management Committee proposes to establish a Research Fellowship, a Study Award and to provide Grants-in-Aid as specified in By-Laws I, II and III respectively.

1. BY-LAW 1 - RULES GOVERNING THE AW HOWARD MEMORIAL RESEARCH FELLOWSHIPS

- 1.1 The Management Committee of the Trust may award from time to time a Fellowship to be known as The AW Howard Memorial Research Fellowship.
- 1.2 Fellowships provide a "top up" role to a post graduate student (i.e. Masters or Doctorate) focussed on pastures and open to all tertiary institutions.
- 1.3 The Fellowship quantum be \$10,000 per annum from 2014, tenable per individual for up to three years. (This effectively makes the Fellowship triennial in its awarding). The quantum of the Award may be able to be increased upon a two-thirds majority agreement of the committee
- 1.4 The successful student will be recognised as the "AW Howard Fellow".
- 1.5 Applications shall be invited on an Australia wide basis from persons who will have been continuously resident in Australia for the period of three years immediately preceding the closing day of applications.
- 1.6 Each holder of a fellowship shall be required to carry out at a tertiary institution approved by the Management Committee a course of postgraduate study and research in a field relating to the objects of the Trust.

- 1.7 At the conclusion of the tenure of the award, the Fellow shall present to the Trust, a report on his study and research project. Any publications describing work which has been supported wholly or partly by the Trust, shall make acknowledgment of such support.
- 1.8 Before approving the conduct of any study and research project outside the Commonwealth of Australia the Management Committee shall obtain such undertaking as it shall think fit that the holder of the Fellowship will return to Australian upon the completion of the study and research project.
- 1.9 In making the awards the Management Committee shall have regard to the suitability of the applicant and the nature and location of the proposed study and research project. It may award the Fellowship subject to such conditions as it shall think fit but shall in any event reserve the right in its discretion to cancel suspend or defer payment under such award at any time if it is not satisfied with the conduct or work of the holder.
- 1.10 The Fellowship will initially be tenable for one year, but the tenure may be extended with the approval of the Management Committee.
- 1.11 The Fellowship may be held concurrently with grants from other provided that no such grant conflicts with the objects of the Trust.

2. BY-LAW II - RULES GOVERNING THE A W HOWARD MEMORIAL STUDY AWARDS

- 2.1 The Management Committee of the Trust may from time to time make a grant to be known as an A W Howard Memorial Study Award.
- 2.2 The value of a study award shall on each occasion be determined by the Management Committee of the Trust.
- 2.3 Application for a Study Award shall be invited on an Australia wide basis from persons who will have been continuously resident in Australia for a period of three years immediately preceding the closing date for the applications.
- 2.4 Applicants shall have tertiary qualifications or relevant experience or both which are accepted by the Management Committee as adequate to fulfil the terms under which the Award is granted.
- 2.5 Each holder of an Award shall be required to carry out a study and investigation in a field relating to the objects of the Trust.
- 2.6 The holder of an Award shall EITHER be a member of the staff of an organisation which is an approved research institution as defined in Section 734(6) of the *Income Tax Assessment Act* 1936 (Cth) carrying out the work under the Study Award with the approval of that organisation, OR, carry out his study under the Award at a research institute as defined in Section 73A(6) of the said Act.
- 2.7 At the conclusion of the tenure of a Study Award the recipient shall present to the Trust a report on his study and investigation, any publications describing work which has been supported wholly or partly by the Trust, shall make acknowledgment of such support.
- 2.8 Before granting a Study Award involving travel outside the Commonwealth of Australia, the Management Committee shall obtain such undertaking as it shall think fit that the holder of the Study Award will return to Australia upon the completion of his study and investigation.
- 2.9 In making the Study Award the Management Committee shall have regard to the suitability of the applicant and the nature and location of the proposed study and research project. The Award may be made subject to such conditions as it shall think fit but shall in any event reserve

the right in its discretion to cancel suspend or defer payment under such award at any time if it is not satisfied with the conduct or work of the holder.

- 2.10 The Award may be held concurrently with grants from other sources provided that such grant permits the purposes of the Award to be fulfilled.

3. BY-LAW III – RULES GOVERNING GRANTS-IN-AID

- 3.1 The Management Committee may from time to time make a grant to any person having the qualifications specified in Rules 3 and 4 of By-Law II OR, formally constituted organisation or association recognised as appropriate by the Management Committee for one or more of the following purposes in furtherance of the objectives of the Trust as set out in Rule 2 of the Rules of the A W Howard Memorial Trust Incorporated, namely:- payment of salaries, purchase of equipment, payment of travel expenses, purchase of consumable supplies or for any other purpose which the Committee shall think fit.
- 3.2 The Management Committee may seek a report on the use of the funds provided. Any publications describing work which has been supported wholly or partly by the Trust, shall make due acknowledgment of such support.

4. BY-LAW IV – RULES GOVERNING THE DR TIM HEALEY MEMORIAL SCHOLARSHIP

- 4.1 The Management Committee of the Trust may award annually scholarship to be known as the Dr Tim Healey Memorial Scholarship.
- 4.2 Scholarship recipients must be a current holder of, or be approved for, an existing base scholarship such as an Australian Postgraduate Award (APA) or an industry-based fund of similar value; have been granted enrolment acceptance in an appropriate full-time HDR program at a recognised Australian university (approved by the Management Committee); conduct research within the related research disciplines and interests reflected in Schedule A; and satisfy the selection criteria, including research interests, detailed within Schedule B.
- 4.3 Applications shall be invited on an Australia wide basis and open to all tertiary institutions.. Preference will be given to recipients with Australian citizenship or permanent residency, although international students with research interests consistent with the research programs will be encouraged to apply.
- 4.4 The Scholarship provides a “top up” role to a post graduate student (i.e. Masters or Doctorate) focussed on research in a field that the objects of the Dr Tim Healey Memorial Scholarship.
- 4.5 The value of the Dr Tim Healey Memorial Legacy Scholarship is the difference between the approved existing base scholarship (such as an APA) and the nominal value of an Australian HDR stipend / scholarship at that time. This value will be reviewed annually with consideration of any changes to current HDR awards including, but not limited to, an Australian Postgraduate Award (APA), university, industry or government recognised awards.
- 4.6 The Scholarship quantum be \$10,000 per annum from the time of the first award in 2014, tenable per individual for up to three years and six months full time enrolment subject to satisfactory university approved progress and performance. Scholarship extensions would only be considered in exceptional circumstances.
- 4.7 The quantum of the Scholarship may be increased upon a two-thirds majority agreement of the committee.
- 4.8 It is intended that a Dr Tim Healey Memorial Scholarship will be offered each and every year to two recipients, subject to the availability of applicants. In this manner up to a maximum of eight holders of a Scholarship could be in place at any one time from the fourth year of its availability

(two for each year of their PhD enrolment: two in year one, two in year two, two in year three and two in the final 6 months of their study).

- 4.9 The Selection Committee reserves the right to select more than two applicant at any particular time subject to the availability of funds. This allows the Selection Committee to address gaps in scholarship recipients that may occur due to attrition, lack of suitable applicants in the previous year, or acknowledgement of more than one outstanding applicant in any one year.
- 4.10 In making the awards the Management Committee shall have regard to the suitability of the applicant and the nature and location of the proposed study and research project. It may award the Scholarship subject to such conditions as it shall think fit, but shall in any event reserve the right in its discretion to cancel suspend or defer payment under such award at any time if it is not satisfied with the conduct or work of the holder.
- 4.11 The Scholarship may be held concurrently with grants from others provided that no such grant conflicts with the objects of the Trust.
- 4.12 A Scholarship Selection Committee will comprise a sub-committee of the AW Howard selection committee with two additional panel members who will meet the skills set out in Schedule C. In the first instance the additional panel members will be Mr Andrew Inglis and Dr Scott Glyde.
- 4.13 Funds from the AW Howard Trust will be paid directly to the host University of the recipient each financial year, subject to ongoing full-time enrolment.
- 4.14 AW Howard Trust will acknowledge the contribution of the FFI CRC in all future advertising and promotion of the Dr Tim Healey Memorial Legacy Scholarship.
- 4.15 At the conclusion of the tenure of the award, the Scholar shall present to the Trust, a report on his study and research project. Any publications describing work which has been supported wholly or partly by the Trust, shall make acknowledgment of support by the Dr Tim Healey Scholarship and the AW Howard Trust.

SCHEDULE A TO BY-LAW IV

Research Disciplines and Interests of the Dr Tim Healey Memorial Scholarship

Eligible research activities need to demonstrate a positive contribution to the improvement, modification, adaptation or increased understanding of Australia's farming industries.

Specific research areas or interests that are encouraged include, but are not limited to:

- (a) farming systems (including climate adaptation and mitigation, on-farm salinity and sustainable resource utilisation, on-farm biodiversity)
- (b) pastures
- (c) field crops
- (d) livestock management
- (e) soils or agronomy
- (f) farm business management
- (g) agricultural system based woody crops
- (h) rural social research in relation to farming (including resilience)
- (i) economic research in relation to farming

SCHEDULE B TO BY-LAW IV

Selection Criteria

Selection for a Dr Tim Healey Memorial Legacy Scholarship is based on merit. This includes merit of an academic and / or non-academic nature.

Applicants will need to provide written applications that clearly state their capacity to address one or more of the research interests in Schedule A.

Applicants should also provide details of their

- (a) research proposal, including outputs;
- (b) industry contribution, including how the industry will benefit (outcomes);
- (c) supervisory support, including industry-based supervision; and
- (d) history, commitment and passion for research in this area.

SCHEDULE C TO BY-LAW IV

Selection Committee

A scholarship Selection Committee will comprise a sub-committee of the AW Howard selection committee with two additional panel members who will meet the skills set defined as follows:

- (a) an understanding of research, development and / or extension in Australian agriculture;
 - (b) a demonstrable commitment to the agricultural research, development and extension (refer to Schedule A); and
 - (c) an awareness of and appreciation for HDR contributions to Australian agriculture.
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Amended Constitution approved at a meeting of the AW Howard Memorial Trust held 18 November 2016



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Dr John Clive Radcliffe AM FTSE FAIAS
(Chairperson of meeting)

18/11/2016

(date)