



Australian Research & Education
Australian Institute of Pharmacognosy

Australian Institute of Pharmacognosy

Constitution 2025





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Australian Institute of Pharmacognosy

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CONSTITUTION OF THE AUSTRALIAN INSTITUTE OF PHARMACOGNOSY

PART 1 - PRELIMINARY

1. NAME

The organisation's name shall be "The Australian Institute of Pharmacognosy" (hereinafter referred to as "the Institute").

2. DEFINITIONS

In this constitution:

- (a) "ACNC" means the Australian Charities and Not-for-profits Commission.
- (b) "ACNC Act" means the Australian Charities and Not-for-profits Commission Act 2012.
- (c) "Board" means the governing body of the Institute.
- (d) "Director" means a member of the Board.
- (e) "Financial Year" means the year ending on 30 June.
- (f) "General Meeting" means a meeting of members of the Board of Directors convened in accordance with this constitution.
- (g) "Secretary" means the person holding office under this constitution as secretary of the Institute.
- (h) "Special Resolution" means a resolution passed by at least 75% of the votes cast by members entitled to vote on the resolution.





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(i) "Responsible Person" means an individual who meets the requirements in the ACNC Governance and External Conduct Standards.

(j) "Chair or Chairperson" means the member of the Board who is responsible for overseeing the institute's operations, strategic directions and ensuring it meets its goals.

(k): Vice Chair or Vice Chairperson means the member of the Board who assists the chairperson with their duties and assumes their responsibilities in their absence.

3. OBJECTS AND PURPOSES

The Institute is established for the charitable purpose of conducting and advancing scientific research in the field of pharmacognosy. All activities of the Institute—including but not limited to laboratory and field research, publication, education, traditional knowledge integration, infrastructure development, staff employment, administration, and public engagement—exist solely to support, enable, or disseminate scientific inquiry into botanical drugs and their health applications.

The Institute is established for the following charitable purposes:

- (a) To advance scientific knowledge in the field of pharmacognosy, particularly the study of drugs of botanical origin and their applications in healthcare;
- (b) To document, research, and investigate drugs used for healing by traditional cultures from around the world;
- (c) To conduct and publish scientific research on botanical drugs and their potential applications;





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- (d) To collaborate with universities, research institutions, healthcare providers, and traditional knowledge holders to advance the field of pharmacognosy;
- (e) To establish and maintain scientific facilities for the research and analysis of botanical drugs;
- (f) To provide educational resources and opportunities for the scientific community and the general public regarding pharmacognosy and ethnobotanical research;
- (g) To advocate for the scientific investigation of botanical drugs in healthcare systems;
- (h) To protect, preserve, and appropriately acknowledge traditional knowledge related to medicinal plants and botanical drugs;
- (i) To foster international cooperation in the field of pharmacognosy research;
- (j) To do all such things as are incidental or conducive to the attainment of these objects.

4. APPLICATION OF INCOME AND PROPERTY

- (a) The income and property of the Institute shall be applied solely towards the promotion of the objects of the Institute as outlined in this constitution.
- (b) No portion of the income or property of the Institute shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise to the members of the Board outside of remuneration for services provided to the Institute.
- (c) Nothing in this constitution shall prevent the payment in good faith:
 - (i) of reasonable remuneration to any officer or employee of the Institute or any member in return for services rendered to the Institute;
 - (ii) for goods supplied in the ordinary course of business;
 - (iii) of interest at a reasonable rate on money borrowed from any member;
 - (iv) of reasonable rent for premises let by any member to the Institute;





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(v) for out-of-pocket expenses incurred by a Director or other officer on behalf of the Institute.

(d) A Director may be:

(i) reimbursed for out-of-pocket expenses reasonably incurred in the performance of any duty as a Director;

(ii) paid reasonable remuneration for services provided to the Institute in a professional or technical capacity, including as their capacity as a Director;

(iii) Is within the institutes financial capabilities without causing financial strain or burden.

PART 2 - STAFF, RESEARCHERS, AND VOLUNTEERS

5. ORGANISATIONAL STRUCTURE

(a) The Institute shall consist of:

(i) Directors, who comprise the Board;

(ii) Staff members, who are employed by the Institute;

(iii) Researchers who conduct scientific research for the Institute; and

(iv) Volunteers, who contribute their time and expertise to the Institute without remuneration.

(b) The Board may establish additional categories of association with the Institute as it deems necessary.

6. STAFF MEMBERS

(a) The Board may employ such staff as it considers necessary for the proper functioning of the Institute.

(b) The terms and conditions of employment shall be determined by the Board.





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(c) Staff members shall be responsible to the Board through the Chair or another designated Director.

(d) The Board shall develop and maintain appropriate policies and procedures regarding staff employment, performance management, and professional development.

7. RESEARCHERS

(a) The Institute may engage researchers to conduct scientific research aligned with the Institute's purposes.

(b) Researchers may be:

- (i) Employed directly by the Institute;
- (ii) Engaged as independent contractors;
- (iii) Appointed as honorary researchers; or
- (iv) Affiliated with the Institute through partnerships with other research organisations.

(c) The Board shall establish policies and procedures for:

- (i) Appointing researchers;
- (ii) Overseeing research activities;
- (iii) Ensuring ethical conduct of research;
- (iv) Managing intellectual property arising from research; and
- (v) Publishing and disseminating research findings.

(d) The Board may establish a Research Advisory Committee to provide scientific guidance and oversight of the Institute's research activities.

8. VOLUNTEERS

(a) The Institute may engage volunteers to assist with its activities.





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(b) Volunteers shall:

- (i) Support the purposes of the Institute;
- (ii) Comply with this constitution and any policies and procedures established by the Board;
- (iii) Act in the best interests of the Institute; and
- (iv) Perform their duties as directed by the Board or staff members authorised by the Board.

(c) The Board shall establish policies and procedures for:

- (i) Recruiting, inducting, and training volunteers;
- (ii) Defining volunteer roles and responsibilities;
- (iii) Supporting volunteers in their roles; and
- (iv) Recognising volunteer contributions.

(d) The Institute shall maintain appropriate insurance coverage for volunteers.

(e) The Board may terminate the involvement of a volunteer with the Institute if the volunteer:

- (i) Fails to comply with this constitution or any policies or procedures established by the Board;
- (ii) Acts in a manner that is detrimental to the interests of the Institute; or
- (iii) Is no longer able or willing to contribute to the Institute's activities.

9. REGISTER OF STAFF, RESEARCHERS, AND VOLUNTEERS

(a) The Secretary shall establish and maintain a register of staff, researchers, and volunteers specifying:

- (i) The name and contact details of each person;
- (ii) The category of their association with the Institute;





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- (iii) The date on which they commenced their association with the Institute; and
 - (iv) The date on which their association with the Institute ceased (if applicable).
- (b) The register shall be kept at the principal place of administration of the Institute and shall be available for inspection by Directors at any reasonable hour.

10. CONFIDENTIALITY AND INTELLECTUAL PROPERTY

- (a) All staff, researchers, and volunteers shall maintain the confidentiality of the Institute's confidential information both during and after their association with the Institute.
- (b) Intellectual property created by staff, researchers, or volunteers in the course of their work for the Institute shall be owned by the Institute, subject to any specific agreements to the contrary.
- (c) The Board shall establish policies and procedures regarding:
- (i) The protection of confidential information;
 - (ii) The management of intellectual property; and
 - (iii) The sharing of research findings and other information with external parties.

PART 3 - THE BOARD

14. POWERS OF THE BOARD

- (a) The Board, subject to the ACNC Act, the regulations, and this constitution, and to any resolution passed by the Institute in General Meeting:
- (i) shall control and manage the affairs of the Institute;





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(ii) may exercise all such functions as may be exercised by the Institute other than those functions that are required by this constitution to be exercised by a General Meeting of members of the Institute; and

(iii) has power to perform all such acts and do all such things as appear to the Board to be necessary or desirable for the proper management of the affairs of the Institute.

15. CONSTITUTION AND MEMBERSHIP OF THE BOARD

(a) The Board shall consist of: (i) the office-bearers of the Institute; and (ii) up to five ordinary members, each of whom shall be elected or appointed in accordance with this constitution.

(b) The office-bearers of the Institute shall be: (i) the Chair; (ii) the Vice-Chair; (iii) the Treasurer; and (iv) the Secretary.

(c) The founding Chairperson, Dr Luke Iggulden ND, shall remain as the Chairperson until he retires or appoints a successor.

(d) The founding Vice Chairperson, Miss Sharee Rickert ND, shall remain as the Vice Chairperson until she retires or appoints a successor.

(e) Each member of the Board shall, subject to this constitution, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.

(f) In the event of a casual vacancy occurring in the membership of the Board, the Board may appoint a member of the Institute to fill the vacancy and the member so appointed shall hold office, subject to this constitution, until the conclusion of the Annual General Meeting next following the date of the appointment.

16. ELECTION OF BOARD MEMBERS

(a) Nominations of candidates for election as office-bearers of the Institute or as ordinary members of the Board:





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(i) shall be made in writing, signed by two members of the Board and accompanied by the written consent of the candidate; and

(ii) shall be delivered to the Secretary of the Institute not less than 7 days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.

(b) If insufficient nominations are received to fill all vacancies on the Board, the candidates nominated shall be deemed to be elected, and further nominations shall be received at the Annual General Meeting.

(c) If insufficient further nominations are received, any vacant positions remaining on the Board shall be deemed to be casual vacancies.

(d) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(e) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

(f) The ballot for the election of office-bearers and ordinary members of the Board shall be conducted at the Annual General Meeting in such usual and proper manner as the Board may direct.

17. SECRETARY

(a) The Secretary of the Institute shall, as soon as practicable after being appointed as Secretary, lodge notice with the Institute of his or her address.

(b) It is the duty of the Secretary to keep minutes of:

(i) all appointments of office-bearers and members of the Board;

(ii) the names of members of the Board present at a Board meeting or a General Meeting; and

(iii) all proceedings at Board meetings and General Meetings.





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(c) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

18. TREASURER

It is the duty of the Treasurer of the Institute to ensure that:

- (a) all money due to the Institute is collected and received, and that all payments authorised by the Institute are made;
- (b) correct books and accounts are kept showing the financial affairs of the Institute, including full details of all receipts and expenditure connected with the activities of the Institute; and
- (c) Financial statements are prepared for each Board meeting and Annual General Meeting.

19. CASUAL VACANCIES

For the purposes of this constitution, a casual vacancy in the office of a member of the Board occurs if the member:

- (a) dies;
 - (b) ceases to be a member of the Institute;
 - (c) becomes insolvent under administration within the meaning of the Corporations Act;
 - (d) resigns office by notice in writing given to the Secretary;
 - (e) is removed from office under section 20;
 - (f) becomes mentally incapacitated;
 - (g) is absent without the consent of the Board from three consecutive meetings of the Board;
 - (h) becomes prohibited from being a director of a company under the Corporations Act;
- or





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(i) becomes disqualified by the ACNC from being a responsible entity.

20. REMOVAL OF BOARD MEMBER

(a) The Institute in a General Meeting may, by resolution, remove any member of the Board from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

(b) Where a member of the Board to whom a proposed resolution referred to in clause

(c) relates makes representations in writing to the Secretary or Chair (not exceeding a reasonable length) and requests that the representations be notified to the members of the Board, the Secretary or the Chair may send a copy of the representations to each member of the Board or, if they are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

21. BOARD MEETINGS AND QUORUM

(a) The Board shall meet at least three times in each period of 12 months at such place and time as the Board may determine.

(b) Additional meetings of the Board may be convened by the Chair or by any two members of the Board.

(c) Oral or written notice of a meeting of the Board shall be given by the Secretary to each member of the Board at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Board) before the time appointed for the holding of the meeting.

(d) Notice of a meeting given under clause

(c) shall specify the general nature of the business to be transacted at the meeting, and no business other than that business shall be transacted at the meeting, except business which the Board members present at the meeting unanimously agree to treat as urgent business.





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- (e) Any three members of the Board constitute a quorum for the transaction of the business of a meeting of the Board
- (f) If three members of the Board are not holding office, a quorum of the Chair and the Vice Chair is permitted until such time that the vacant positions in office are filled.
- (g) No business shall be transacted by the Board unless a quorum is present, and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (h) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (i) At a meeting of the Board:
 - (i) the Chair or, in the Chair's absence, the Vice-Chair shall preside; or
 - (ii) if the Chair and the Vice-Chair are absent or unwilling to act such one of the remaining members of the Board as may be chosen by the members present at the meeting shall preside.

22. DELEGATION BY BOARD TO COMMITTEE

- (a) The Board may, by instrument in writing, delegate to one or more committees (consisting of such member or members of the Institute as the Board thinks fit) the exercise of such of the functions of the Board as are specified in the instrument, other than:
 - (i) this power of delegation; and
 - (ii) a function which is a duty imposed on the Board by the Act or by any other law.
- (b) A function the exercise of which has been delegated to a committee under this section may, while the delegation remains unrevoked, be exercised from time to time by the committee in accordance with the terms of the delegation.





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(c) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.

(d) Notwithstanding any delegation under this section, the Board may continue to exercise any function delegated.

(e) Any act or thing done or suffered by a committee acting in the exercise of a delegation under this section has the same force and effect as it would have if it had been done or suffered by the Board.

(f) The Board may, by instrument in writing, revoke wholly or in part any delegation under this section.

(g) A committee may meet and adjourn as it thinks proper.

23. VOTING AND DECISIONS

(a) Questions arising at a meeting of the Board or of any committee appointed by the Board shall be determined by a majority of the votes of members of the Board or committee present at the meeting.

(b) Each member present at a meeting of the Board or of any committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote, but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(c) Subject to section 21(e), the Board may act notwithstanding any vacancy on the Board.

(d) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a committee appointed by the Board, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or committee.





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24. BOARD MEETINGS USING TECHNOLOGY

(a) A Board meeting may be held using any technology consented to by all the Directors. The consent may be a standing one.

(b) A Director may only withdraw their consent within a reasonable period before the meeting.

(c) A Director who participates in a Board meeting using technology is taken to be present at the meeting and, if the Director votes at the meeting, is taken to have voted in person.

PART 4 - GENERAL MEETINGS

25. ANNUAL GENERAL MEETINGS - HOLDING OF

(a) The Institute shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Institute, convene an Annual General Meeting of its Board members.

26. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

(a) The Annual General Meeting of the Institute shall, subject to the Act and to section 25, be convened on such date and at such place and time as the Board thinks fit.

(b) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:

(j) to confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;

(ii) to receive from the Board reports upon the activities of the Institute during the last preceding financial year;

(iii) to elect office-bearers of the Institute and ordinary members of the Board;
and





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(iv) to receive and consider the financial statement which is required to be submitted to the ACNC pursuant to the ACNC Act.

(c) An Annual General Meeting shall be specified as such in the notice convening it.

27. SPECIAL GENERAL MEETINGS - CALLING OF

(a) The Board may, whenever it thinks fit, convene a Special General Meeting of the Institute.

(b) The Board shall, on the requisition in writing of not less than a minimum quorum, convene a Special General Meeting of the Institute.

(c) A requisition of Directors for a Special General Meeting:

(i) shall state the purpose or purposes of the meeting;

(ii) shall be signed by the Directors making the requisition;

(iii) shall be lodged with the Secretary; and

(iv) may consist of several documents in a similar form, each signed by one or more of the Directors making the requisition.

(d) If the Board fails to convene a Special General Meeting to be held within 1 month after the date on which a requisition of Directors for the meeting is lodged with the Secretary, any one or more of the Directors who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.

(e) A Special General Meeting convened by a Director or Directors as referred to in clause (d) shall be convened as nearly as is practicable in the same manner as General Meetings are convened by the Board.

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28. NOTICE

(a) Except where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Institute, the Secretary shall, at least 14 days before the date fixed for the holding of the General Meeting, cause to be sent to





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each Director at the Director's address appearing in the records of the Institute, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

(b) Where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution of the Institute, the Secretary shall, at least 21 days before the date fixed for the holding of the General Meeting, cause notice to be sent to each Director in the manner provided in clause (a) specifying, in addition to the matter required under clause (a), the intention to propose the resolution as a special resolution.

(c) No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to section 26(b).

29. PROCEDURE

(a) No item of business shall be transacted at a General Meeting unless a quorum of Directors entitled under this constitution to vote is present during the time the meeting is considering that item.

(b) Three Directors present in person constitute a quorum for the transaction of the business of a General Meeting.

(c) If three members of the Board are not holding office, a quorum of the Chair and the Vice Chair is permitted until such time that the vacant positions in office are filled.

(d) If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present, the meeting if convened upon the requisition of Directors shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Directors given before the day to which the meeting is adjourned) at the same place.





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(e) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Directors present (being not less than 2) shall constitute a quorum.

30. PRESIDING MEMBER

(a) The Chair or, in the Chair's absence, the Vice-Chair, shall preside as chairperson at each General Meeting of the Institute.

(b) If the Chair and the Vice-Chair are absent from a General Meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

31. ADJOURNMENT

(a) The chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(b) Where a General Meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each member of the Institute stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(c) Except as provided in clauses (a) and (b), notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

32. MAKING OF DECISIONS

(a) A question arising at a General Meeting of the Institute shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is





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demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Institute, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(b) At a General Meeting of the Institute, a poll may be demanded by the chairperson or by not less than 2 Directors present in person at the meeting.

(c) Where a poll is demanded at a General Meeting, the poll shall be taken:

(i) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or

(ii) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

33. SPECIAL RESOLUTION

A special resolution may only be passed by the Institute in accordance with the ACNC Act.

34. VOTING

(a) Upon any question arising at a General Meeting of the Institute, a Director has one vote only.

(b) All votes shall be given personally.

(c) In the case of an equality of votes on a question at a General Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.





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PART 5 - MISCELLANEOUS

36. INSURANCE

The Institute may affect and maintain insurance.

37. FUNDS - SOURCE

- (a) The funds of the Institute shall be derived from fundraisers, donations, grants, corporate sponsorships, and, subject to any resolution passed by the Institute in General Meeting, such other sources as the Board determines.
- (b) All money received by the Institute shall be deposited as soon as practicable and without deduction to the credit of the Institute's bank account.
- (c) The Institute shall, as soon as practicable after receiving any money, issue an appropriate receipt.

38. FUNDS - MANAGEMENT

- (a) Subject to any resolution passed by the Institute in the General Meeting, the funds of the Institute shall be used in pursuance of the objects of the Institute in such manner as the Board determines.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Board or employees of the Institute, or employees authorised to do so by the Board, one of those signatures must be that of the Chair or Vice Chair.

39. ALTERATION OF OBJECTS AND CONSTITUTION

The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the Institute.





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40. COMMON SEAL

- (a) The common seal of the Institute shall be kept in the custody of the Secretary.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Board, and the affixing of the common seal shall be attested by the signatures of two members of the Board, one of which being the Chair or Vice Chair.

41. CUSTODY OF BOOKS

Except as otherwise provided by this constitution, the Secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the Institute.

42. INSPECTION OF BOOKS

The records, books and other documents of the Institute shall be open to inspection, free of charge, by a member of the Board at any reasonable hour.

43. SERVICE OF NOTICES

- (a) For the purpose of this constitution, a notice may be served on or given to a person:
- (i) by delivering it to the person personally;
 - (ii) by sending it by pre-paid post to the address of the person; or
 - (iii) by sending it by electronic transmission to an address specified by the person for giving or serving the notice.
- (b) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served;
- (i) in the case of a notice given or served personally, on the date on which it is received by the addressee;





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(ii) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post; and

(iii) in the case of a notice sent by electronic transmission, on the date it was sent.

44. FINANCIAL YEAR

The financial year of the Institute is each period of 12 months ending on 30 June.

45. NON-PROFIT CLAUSE

The assets and income of the Institute shall be applied solely in furtherance of its above-mentioned objects, and no portion shall be distributed directly or indirectly to the members of the Board of directors except as bona fide compensation for services rendered or expenses incurred on behalf of the Institute.

46. DISSOLUTION CLAUSE

In the event of the Institute being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is not carried on for the profit or gain of its individual constituents.

47. DEDUCTIBLE GIFT RECIPIENT (DGR) STATUS

(a) The Institute must maintain a public fund to be called The Australian Institute of Pharmacognosy Research Fund ("the Fund") for the principal purpose of conducting, supporting, and advancing scientific research in the field of pharmacognosy, including the study of botanical drugs, traditional medicines, and their applications in human health.





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(b) The Fund is established to receive all gifts of money or property for this purpose, and all donations must be credited to a separate bank account. The Fund must not receive any other money or property into this account except for interest or income earned on those gifts.

(c) The Institute affirms that all its operations and activities—including staff employment, administration, education, travel, outreach, infrastructure, and procurement—are undertaken exclusively in service of its scientific research objectives. Accordingly, all expenses necessary for the effective operation of the Institute shall be considered eligible for payment from the public fund, provided they directly or indirectly support the Institute's principal research purpose.

(d) The Fund shall be administered by a management committee comprising at least the quorum of Directors currently holding office as defined in Section 21(f), provided that the committee consists of no fewer than two persons, a majority of whom must be 'responsible persons' as defined by the ATO

(e) The Institute must issue receipts in the name of the Fund for all gifts received. Each receipt must include the name of the Fund, the Institute's ABN, and state that the receipt is for a gift.

(f) If the Fund is wound up or if the Institute's DGR endorsement is revoked, any remaining assets must be transferred to another fund, authority or institution that is DGR-endorsed under item 1 of the table in section 30-15 of the Income Tax Assessment Act 1997 and shares similar purposes.

48. ESTABLISHMENT AND OPERATION OF PUBLIC FUND

(a) The Fund shall operate exclusively to support the Institute's scientific research objectives. This includes but is not limited to: field studies, laboratory research, researcher and staff salaries, equipment purchases, education programs, outreach, facilities development, and the dissemination of findings.

(b) A separate bank account must be maintained in the name of the Fund. All donations and income derived from donations must be deposited into this account.





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(c) The Fund must be operated on a not-for-profit basis. Donations must not be used for private gain or for purposes unrelated to the Institute's research mission.

(d) The Institute shall keep proper records of all donations and provide compliant receipts as outlined in Section 47(e).

(e) If the Fund is wound up, or the Institute's DGR endorsement is revoked, surplus assets must be distributed in accordance with Section 47(f).

49. COMPLIANCE WITH ACNC REQUIREMENTS

The Institute shall comply with all requirements of the ACNC Act and the ACNC Regulation, including:

- (a) maintaining its eligibility as a registered entity;
- (b) complying with governance standards and external conduct standards;
- (c) notifying the ACNC of changes to its governing documents or responsible persons;
- and (d) submitting Annual Information Statements and financial reports as required.

ADOPTION OF THE CONSTITUTION

This constitution was adopted by special resolution of the members of the Australian Institute of Pharmacognosy on the **17th day of May, 2025**.

Chair:

Full Name: Dr Luke Anthony Iggulden, ND

Qualifications: PhMN; BHSc; Adv.Dip. WHM

Signature: Digitally Signed by L. Iggulden 17/05/2025 @ 15:00

Vice Chair:





Australian Research & Education
Australian Institute of Pharmacognosy

Full Name: Miss Sharee Ann Rickert ND

Qualifications Adv.Dip. Nat; Adv.Dip. WHM

Signature: Digitally Signed by S. Rickert 17/05/2025 @ 15:00

