

Membership Charter

January 2026

achieve
australia

1 Introduction and scope

- a) This Charter explains the rights, responsibilities and expectations of Achieve members. In this Charter members are called as 'you' or 'your'.
 - b) This Charter applies to you as a member. It covers your involvement with Achieve, including at general meetings, official Achieve events, or any time where you act as a member.
 - c) You should read this Charter together with the Constitution. If there is a difference between this Charter and the Constitution, the Constitution applies.
 - d) Words with capital letters have the meanings given in the Dictionary in clause 8.1.
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2 Member rights, responsibilities and engagement

2.1 Member rights and your relationship with Achieve

- a) As a member you have rights under the Constitution and the *Corporations Act 2001* (Cth). These rights include:
 - i. getting notice of, attending, and voting at Achieve general meetings (e.g., in person, online or by proxy);
 - ii. standing for election as, and voting for, Member Elected Directors (if allowed by the Constitution);
 - iii. accessing certain documents, like the Constitution and minutes of general meetings; and
 - iv. proposing resolutions and requesting general meetings (if certain requirements are met).
- b) The Constitution governs your relationship with Achieve. It is a contract between Achieve and each member, and between members.

- c) As a member, your liability is limited to the amount in the Constitution. This is usually a small amount if Achieve is wound up. When you became a member, you agreed to pay up to \$5 to Achieve's assets if Achieve is wound up while you are a member, or within one year after you stop being a member, and Achieve's debts are more than its assets.
- d) As a member, you do not own Achieve or its assets. But you do play an important role in how Achieve is run, including by taking part in general meetings and electing Member Elected Directors.

2.2 Member values, principles and responsibilities

As a member, you must:

- (a) act honestly, with integrity, in good faith and in Achieve's best interests;
- (b) do your role and any activities with Achieve with reasonable care and diligence;
- (c) treat others with respect, fairness and equality;
- (d) be open and accountable to Achieve and the public for your actions and how you do anything connected with Achieve;
- (e) not make media announcements or deal with the media about Achieve;
- (f) not do anything that:
 - i. does, or could, harm the reputation of Achieve or its related entities;
 - ii. is unseemly, or uses bad language;
 - iii. is discrimination, bullying or harassment, including physical, psychological or verbal abuse; or
 - iv. otherwise interferes with or compromises the safety, comfort or wellbeing of other members or the public;
- (g) not make improper or negative public claims about Achieve (unless they are true and in the public interest); and
- (h) understand and follow to the laws, rules and regulations that apply to your involvement with Achieve.

2.3 Member engagement

- (a) Achieve expects you to be actively involved and to take your role seriously.
- (b) You agree to do your best to attend, take part in and vote at general meetings at least every 12 months.

2.4 Member support

- (a) Achieve is committed to diversity and inclusion. Achieve values and appreciates the time and contributions of its members and knows different members have different needs and experiences.
 - (b) If you need reasonable adjustments or other support to do your role as a member, please contact the CEO to discuss how Achieve can best support you.
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3 Conflicts of interest

- (a) A conflict of interest:
 - i. happens when your private interest improperly interferes with Achieve's interests; and
 - ii. can happen when your actions or private interests make it hard to do your role as a member fairly and properly.
- (b) You must:
 - i. tell the CEO in writing about any actual or perceived conflict of interest as soon as you know about it, including any gifts you get or are offered because of your membership;
 - ii. follow all Achieve rules and policies about managing conflicts of interest;
 - iii. not use, or try to use, your position with Achieve to get any personal benefit; and

- iv. not ask for or try to get gifts or other benefits for yourself through your connection with Achieve.
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4 Confidential Information

- (a) You must:
 - i. keep all Confidential Information you get as a member confidential; and
 - ii. not use any Confidential Information or information you get as a member, in the wrong way or take unfair advantage of your role as a member.
 - (b) Your obligations under clause 4(a) last forever and do not end if you stop being a member.
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5 Dispute resolution

- (a) If possible, any dispute between you and other members (in your capacity as members) should be sorted out directly between you and the other member(s).
- (b) If you cannot sort out a dispute directly, the member who thinks there is a dispute must write to the CEO and explain the dispute (this is called a 'Dispute Notice').
- (c) The CEO will tell everyone involved and arrange a meeting to try to sort out the dispute within 10 business days after getting the Dispute Notice. If the dispute is not sorted out within another 10 business days, the parties can take any action they think is needed to resolve it.

6 Non-compliance and reporting breaches

- (a) If you know or find out about something you or another member has done that you think breaches this Charter or any Achieve policy or procedure, you should tell the CEO in writing.
- (b) You agree that not complying with this Charter, including clause 2.3(b), may be a breach of this Charter. This can lead to disciplinary action under the Constitution.

7 Review and amendment of the Charter

- (a) The directors will review this Charter at least every three years and may change it by a directors' resolution.
- (b) The directors may choose to ask for and consider member feedback for future changes to the Charter.
- (c) You must comply with the current version of the Charter, as adopted by the directors.

8 Dictionary

8.1 Dictionary

In this Charter:

- (a) Achieve means Achieve Australia Limited (ABN 49 133 306 902);
- (b) CEO means the Chief Executive Officer or the person in an equivalent role at Achieve;
- (c) Charter means this membership charter;
- (d) Confidential Information means information of any kind (which is not public) about the business, dealings, finances, property or affairs of Achieve or any client or business partner of Achieve or any related entity of Achieve;
- (e) Constitution means the constitution of Achieve;
- (f) Dispute Notice has the meaning given at rule 5(b);
- (g) Member Elected Directors has the meaning given in the Constitution;
and
- (h) you and your have the meaning given at clause 1(a).

8.2 Interpretation

In this Charter unless the context requires otherwise:

- (a) the words 'director', 'member' and similar terms refer to a director, member and the like (as the case may be) of Achieve;
- (b) headings are for convenience only and do not affect the interpretation of this Charter;
- (c) 'such as', 'including', 'particularly' and similar expressions are not words of limitation;
- (d) the singular includes the plural and vice versa;

- (e) words that are gender neutral or gender specific include every other gender;
- (f) where a word or phrase has a particular meaning, other parts of speech and grammatical forms of that word or phrase have corresponding meanings; and
- (g) a law includes a constitutional provision, treaty, decree, convention, statute, regulation, ordinance, by-law, judgment, rule of common law or equity and a reference to that law as amended, consolidated or replaced.