

CORPORATIONS LAW
COMPANY LIMITED BY GUARANTEE

**MEMORANDUM OF ASSOCIATION OF
TELEPHONE INFORMATION SERVICES STANDARDS COUNCIL LIMITED**

1. The name of the company is Telephone Information Services Standards Council Limited.
2. The objects for which the company is established are:
 - (a) to set standards in the form of a code (the "Code") for the content, advertising and operation of telephone information services;
 - (b) to hear and determine complaints of breaches of the Code;
 - (c) to hear and determine appeals against decisions made in relation to breaches of the Code according to the appeal procedures prescribed in the Code;
 - (d) to arbitrate, where it sees fit, disputes between carriers and service providers and, in order to do so, provide for and maintain an adequate arbitration system;
 - (e) to facilitate community awareness of the Code;
 - (f) to undertake relevant research, monitoring and investigative activities in the area of the telephone information services or other telecommunications information services; and
 - (g) to set standards to assist carriers in fulfilling their obligation to prevent telecommunications networks and facilities from being used directly or indirectly in breaches of the law.
3. Neither paragraph 2 of this Memorandum of Association nor Article 5.1 or Article 5.2 or Article 12.5 of the company's Articles of Association shall be altered or added to without the prior written consent of every telecommunications carrier holding a current licence under Australia's Telecommunications Act 1991 or any modification or re-enactment of that Act or legislative provision substituted for that Act, being a carrier which has contributed to the funding of the Council in the Council's previous and current financial year.
4. The income and property of the company shall be applied solely towards the promotion of the objects of the company as set out in the Memorandum of Association, and no portion thereof shall be paid or transferred directly or indirectly by the way of dividend, bonus or otherwise howsoever by the way of profit to the members of the company or any of them.
5. The liability of the members is limited.

6. Each member of the company undertakes to contribute to the property of the company, in the event of it being wound up whilst he or she is a member or within one year after he or she ceases to be a member, for payment of the debts and liabilities of the company contracted before he or she ceases to be a member and of the costs, charges and expenses of winding up and for adjustment of the rights of the contributories among themselves, such amount as may be required not exceeding \$20.

7. If upon the winding up or dissolution of the company there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall only be paid to or distributed to such other institution or institutions, having objects similar to the objects of the company and whose memorandum of association or constitution shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the company under or by virtue of this Memorandum of Association, such institution or institutions to be determined by the members of the company at or before the time of dissolution and in default thereof by such Judge of the Supreme Court of New South Wales as may have or acquire jurisdiction in the matter.

WE, the several persons whose full names and addresses are subscribed, are desirous of being formed into a company pursuant of the Memorandum of Association.

Full names, addresses and occupations of Subscribers	Signatures of Subscribers	Witnesses
Samuel Galea 24 Dympna Street Wheeler Heights New South Wales 2098 Company Director		
Maxwell Thomas Rowbottom 68 Mcllwraith Street North Carlton, Victoria 3054		
Victoria Mary Rubensohn 7/34 Woolcott Street Waverton New South Wales 2060 Company Director		
Samuel Seabury 14 Gaudion Road East Doncaster, Victoria 3109		
Janet Strickland 24 Willis Avenue St. Ives, New South Wales 2075 Company Director		