

Policy Area: ASSOCIATION & BOARD

Policy 2.1 The ASSOCIATION FOR CHRISTIAN EDUCATION MOUNT EVELYN INC. and membership of this association are established by these

RULES OF ASSOCIATION

PART 1—PRELIMINARY

1. NAME

The name of the incorporated association is "ASSOCIATION FOR CHRISTIAN EDUCATION MOUNT EVELYN INC." (in these rules called "the Association").

2. PURPOSES

The purposes of the Association are:

2.1 Establish and maintain a school or schools to provide Christian education in accordance with the principles expressed in these purposes and in compliance with any relevant law or statute in force in the State.

2.2 Serve the community by providing education which is honouring to God. That is, through unfolding God's world with children in the educational domain, students understand that they are God's creative handiwork, unique, precious and loved, made in God's image and gifted in many ways. They also learn how to work and play within the world, and what God asks of them. As students understand themselves, their world, and have a healthy view of the calling God has for them, they are well equipped and positioned to engage as active participants in society and as disciples of Jesus Christ.

2.3 Each school conducted by the Association is a community which exists to partner with parents to equip their children for effective, God-glorifying lives as Christians in the world both while they are at school and after they leave by:

- equipping students with an understanding of the meaning and implications of the Gospel of Jesus Christ in all areas of life, that is, what it means for them to be 'salt and light' in the world and for them to be transformative disciples in and for the world;
- enabling them to be serve God and love their neighbours (local and global) as a loving response to the love of God;
- establishing an educational environment that is characterised by faith, hope, love, joy, peace and service;
- preparing them to be responsible and caring stewards of God's good, but fallen, creation;
- encouraging them to identify, develop and excel in the use of their own God-given abilities for God's kingdom, and to recognise and respect those of others.

2.4 Employ teachers and other staff necessary to achieve the purposes of the Association

2.5 The Association affiliates with and supports the national organisation known as Christian Education Nation Ltd. (CEN). The Association accepts the general ethos and philosophy of CEN and values the consultative and advisory role of CEN.

2.6 The Association espouses an Educational Creed as its foundational statement of beliefs under pinning the purposes of the Association.

2.7 Organise and conduct Christian religious and public services and meetings.

2.8 The Association is a religious and educational body for the purposes of State and Federal Government legislation.

3. FINANCIAL YEAR

The financial year of the Association is each period of 12 months ending on 31 December.

4. DEFINITIONS

In these rules, unless the contrary intention appears:

absolute majority, of the Board, means a majority of the Board members currently holding office and entitled to vote at the time (as distinct from a majority of Board members present at a Board meeting);

associate member means a member referred to in rule 14.1;

Chairperson, of a general meeting or Board meeting, means the person chairing the meeting, usually the President of the Association;

Board means the governing body of the Association;

Board meeting means a meeting of the Board held in accordance with these Rules;

Board member means a member of the Board elected or appointed under Part 5;

disciplinary appeal meeting means a meeting of the Board of the Association convened under rule 23.3;

This version correct 18 October 2012.

disciplinary meeting means a meeting of the disciplinary subcommittee convened for the purposes of Division 2 of Part 3;

disciplinary subcommittee means the subcommittee appointed under rule 20;

financial year means the 12 month period specified in rule 3;

general meeting means a general meeting of the members of the Association convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

member means a member of the Association;

member entitled to vote means a member who under rule 13.2 is entitled to vote at a general meeting;

special resolution means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

the Act means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;

the Registrar means the Registrar of Incorporated Associations.

PART 2—POWERS OF ASSOCIATION

5. Powers of Association

5.1 Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.

5.2 Without limiting subrule 5.1, solely for the purpose of carrying out its purposes and not otherwise the Association has power:

- i) to buy apply for acquire by lease licence exchange or hire give or accept options over let on lease licence or hire sell exchange develop manage and/or otherwise deal with any real or personal property of whatsoever nature and kind and wheresoever situate;
- ii) to sell and/or otherwise dispose of the whole or any part of the business and/or property of the Association either together or in portions and for such consideration and/or on such terms and conditions as the Association may think fit;
- iii) to improve manage develop work maintain sell lease underlet exchange surrender mortgage charge dispose of and/or otherwise deal with and/or turn to account all or any part of the real and/or personal property for the time being of the Association wheresoever situate;
- iv) to subscribe to, become a member of and co-operate with or amalgamate with any other association or organisation, whether incorporated or not, whose objects are similar to those of the Association PROVIDED that the Association shall not subscribe to or support with its funds or amalgamate with any association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of the Rules of the Association;
- v) to buy, sell and deal in all kinds of apparatus and all kinds of provisions, in any material state, required by the members of the Association or persons frequenting the Association premises;
- vi) to purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges, which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the purposes of the Association PROVIDED that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- vii) to enter into any arrangements with any Government or authority supreme, municipal, local or otherwise that may seem conducive to the Association's purposes or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- viii) to appoint, employ, remove or suspend such educators, managers, clerks, secretaries, servants, workmen, agents and other persons as may be necessary or convenient for the purposes of the Association;
- ix) to establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the Association or the dependants or connections of any such persons; and to grant pensions and allowances; and to make payments towards insurance; and to subscribe or guarantee money for charitable or benevolent objects, or for any public, general or useful object;
- x) to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, altering or control thereof;
- xi) to invest and deal with the money of the Association not immediately required in such manner as may be permitted by law for the investment of trust funds;

- xii) to borrow or raise or secure the payment of money in such manner as the Association may think fit and to secure the same or the repayment or performance of any debt liability contract guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures perpetual or otherwise charged upon all or any of the Association's property (both present and future), and to purchase, redeem or pay off any such securities;
- xiii) open and operate accounts with financial institutions;
- xiv) to make, draw, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- xv) to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- xvi) to take or hold mortgages, liens and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, or any part of the Association's property of whatsoever kind sold by the Association or any money due to the Association from purchasers and others;
- xvii) to take any gift of property whether subject to any special trust or not, for any one or more of the purposes of the Association but subject always to the proviso in paragraph vi) of this Clause 5.2;
- xviii) to take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association in the shape of donations or otherwise;
- xix) to publish any newspapers, periodicals, books, leaflets, websites and web pages, and any other information and communications technologies that the Association may think it desirable for the promotion of its purposes;
- xx) to produce purchase or use any films, videos, radio, television, websites and web pages, and any other information and communications technologies that the Association may think desirable for the promotion of its purposes;
- xxi) to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations with which the Association is authorised to amalgamate;
- xxii) to transfer all or any part of the property assets, liabilities and engagements of the Association to any one or more of the companies, institutions, societies or associations with which the Association is authorised to amalgamate;
- xxiii) to make donations for patriotic or charitable purposes;
- xxiv) to do any other thing conducive to the aims and purposes of the Association.

5.3 The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

6. Not for profit organisation

6.1 The Association must not distribute any surplus, income or assets directly or indirectly to its members.

6.2 Sub-rule (6.1) does not prevent the Association from paying a member—

- (a) wages or salary for employment; or
- (b) reimbursement for expenses properly incurred by the member; or
- (c) for goods or services provided by the member—

if this is done in good faith on terms no more favourable than if the member was not a member.

PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES

7. MINIMUM NUMBER OF MEMBERS

The Association must have at least 5 members.

8. WHO IS ELIGIBLE TO BE A MEMBER

8.1 Full membership is open to persons who:

- a) satisfy the Board as to their commitment to the purposes of the Association; and
- b) can ascribe to the Association's Educational Creed; and
- c) are eighteen years or over; and
- d) pay such fees as the Association may from time to time determine; and
- e) have made an application in the prescribed manner; and
- f) agree to comply with these rules.

8.2 a person who is not a member of the Association at the time of the incorporation of the Association (or who was such a member at that time but has ceased to be a member) shall not be admitted to membership unless -

- a) that person has applied as provided in sub-clause 9;
- b) his/her admission as a member is approved by the Board.

9. APPLICATION FOR MEMBERSHIP

9.1 An application by a person for membership of the Association -

- a) shall be made in writing, signed by the applicant and
- b) shall be lodged with the Secretary of the Association or other person nominated by the Board.

10. CONSIDERATION OF APPLICATION

10.1 As soon as practicable after the receipt of an application the Board shall determine whether to accept or reject the application.

10.2 No reason need be given for the rejection of an application.

11. NEW MEMBERSHIP

11.1 Upon an application being accepted by the Board, the Secretary shall, with as little delay as possible, notify the nominee in writing that he/she is approved for membership of the Association and request payment within a period of 28 days after receipt of the notification of the sum payable under these rules as fees.

11.2 The Secretary shall, upon payment of any amount referred to in sub-clause (12.1) within the period referred to in that sub-clause, enter the nominee's name in the register of members kept by him/her and, upon the name being so entered, the nominee becomes a member of the Association.

12. ANNUAL SUBSCRIPTION AND FEE ON JOINING

12.1 As required, the Board must determine from time to time —

- (a) the amount of the annual subscription for subsequent financial years until such time as the amount is revised; and
- (b) the date for payment of the annual subscription.

12.2 The Board may determine that a lower or no annual subscription is payable by associate members.

12.3 The Board may determine that any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to—

- (a) the full annual subscription; or
- (b) a pro rata annual subscription based on the remaining part of the financial year.

12.4 The rights of a member (including the right to vote) who has not paid the annual subscription by the due date are suspended until the subscription is paid.

12.5 The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by these rules.

13. GENERAL RIGHTS OF MEMBERS

13.1 A member of the Association who is entitled to vote has the right—

- (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (b) to submit items of business for consideration at a general meeting; and
- (c) to attend and be heard at general meetings; and
- (d) to vote at a general meeting; and
- (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 60; and
- (f) to inspect the register of members.

13.2 A member is entitled to vote if—

- (a) the member is not an associate member; and
- (b) more than 10 business days have passed since he or she became a member of the Association; and
- (c) the member's membership rights are not suspended for any reason.

14. ASSOCIATE MEMBERS

14.1 Associate Membership is open to persons or organisations or bodies who do not desire full membership or who in the opinion of the Board do not qualify for full membership and which:

- a) in the opinion of the Board shall be granted associate membership;
- b) contribute to the Association a sum as prescribed from time to time (if any); and
- c) agree with the purposes of the Association.

14.2 Associate members have the right to be represented at any General Meeting, shall have the right to speak but not to vote and shall not be eligible for election to the Board.

15. RIGHTS NOT TRANSFERABLE

15.1 A right, privilege, or obligation of a person by reason of that person's membership of the Association-

- a) is not capable of being transferred or transmitted to another person;
- b) terminates upon the cessation of his/her membership whether by death or resignation or otherwise.

16. CEASING MEMBERSHIP

16.1 The membership of a person ceases on resignation, expulsion or death.

16.2 If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

17. RESIGNATION

17.1 A member may resign by notice in writing given to the Association (refer to rule 74.3).

17.2 A member is taken to have resigned if—

- (a) the member's annual subscription is more than 12 months in arrears; or
- (b) where no annual subscription is payable—
 - (i) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
 - (ii) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

17.3 Upon the expiration of 28 days following notice given under sub-clause (17.1), the Secretary shall make in the register of members an entry recording the date on which the member, by whom the notice was given, ceased to be a member.

18. REGISTER OF MEMBERS

18.1 The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Secretary.

Division 2—Disciplinary action

19. GROUNDS FOR TAKING DISCIPLINARY ACTION

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has refused or neglected to comply with these Rules;
- (b) or no longer ascribes to the Statement of Purposes, in part or whole, of the Association;
- (c) or has engaged in conduct unbecoming a member or associate member or prejudicial to the interests of the Association.

20. DISCIPLINARY SUBCOMMITTEE

20.1 If the Board is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Board must appoint a four member disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.

20.2 The members of the disciplinary subcommittee—

- (a) shall be one Board member to chair the subcommittee, and may be members of the Association or anyone else deemed suitable; but
- (b) must not be biased against, or in favour of, the member concerned.

21. NOTICE TO MEMBER

21.1 Before disciplinary action is taken against a member, the Secretary must give written notice to the member—

- (a) stating that the Association proposes to take disciplinary action against the member; and
- (b) stating the grounds for the proposed disciplinary action; and
- (c) specifying the date, place and time of the **disciplinary meeting** at which the disciplinary subcommittee intends to consider the disciplinary action; and
- (d) advising the member that he or she may do one or both of the following—
 - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
- (e) setting out the member's appeal rights under rule 23.

21.2 The notice must be given no earlier than 28 days, and no later than 14 days, before the disciplinary meeting is held.

22. DECISION OF SUBCOMMITTEE

22.1 At the disciplinary meeting, the disciplinary subcommittee must—

- (a) give the member an opportunity to be heard; and
- (b) consider any written statement submitted by the member.

22.2 After complying with sub-rule (22.1), the disciplinary subcommittee may—

- (a) take no further action against the member; or
- (b) subject to sub-rule (3)—
 - (i) reprimand the member; or
 - (ii) suspend the membership rights of the member for a specified period; or
 - (iii) expel the member from the Association.

22.3 The disciplinary subcommittee may not fine the member.

22.4 The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

22.5 The disciplinary subcommittee must report its decision to the Board.

23. APPEAL RIGHTS

23.1 A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.

23.2 The notice must be in writing and given—

- (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
- (b) to the Secretary not later than 48 hours after the vote.

23.3 If a person has given notice under sub-rule (23.2), a disciplinary appeal meeting of the Board must be convened by the Board as soon as practicable, but in any event not later than 21 days, after the notice is received.

23.4 Notice of the disciplinary appeal meeting must be given to each Board member as soon as practicable and must—

- (a) specify the date, time and place of the meeting; and
- (b) state—
 - (i) the name of the person against whom the disciplinary action has been taken; and
 - (ii) the grounds for taking that action; and
 - (iii) that at the disciplinary appeal meeting the Board members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

24. CONDUCT OF DISCIPLINARY APPEAL MEETING

24.1 At a disciplinary appeal meeting—

- (a) no business other than the question of the appeal may be conducted; and

- (b) the disciplinary subcommittee chair must state the grounds for suspending or expelling the member and the reasons for taking that action; and
- (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard;
- (d) if the member subject to discipline is a Board member they must stand down from the Board until such time as the matter is resolved.

24.2 After complying with sub-rule 24.1, the Board members present must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.

24.3 The decision is upheld if not less than three quarters of the Board members voting at the meeting vote in favour of the decision.

Division 3—Grievance and dispute resolution procedure

25. APPLICATION

25.1 The Association maintains a grievance and dispute resolution process for members that is characterised by Christian love, forgiveness, prayer, and speaking the truth with love.

25.2 In any grievance and dispute resolution process the following biblical principles should be recognised and form the basis of the reconciliation process:

- a) Christians should be reconciled to one another when disputes of any nature arise between them
(Matthew 5:23-24; 6:9-15; 18:15-22).
- b) Christians should resolve their disputes in the context of Christian community
(Matthew 18:15-22; 1 Corinthians 12:25-27; Ephesians 4:15-16; Philippians 2:1-5).
- c) Christians are firmly directed against the resolution of disputes between themselves by recourse to secular courts.
(Luke 12:57-59; 1 Corinthians 6: 1-8).
- d) Christians are to resolve disputes without consideration or calculation of revenge (Romans 13:8).

25.3 The grievance and dispute resolution process set out in this Division only applies to disputes under these Rules between—

- (a) a member and another member;
- (b) a member and the Board;
- (c) a member and the Association.

25.4 A member may not initiate a grievance resolution process in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

26. PARTIES MUST ATTEMPT TO RESOLVE THE DISPUTE

26.1 The parties to a dispute must attempt to resolve the dispute between them in a timely and biblical manner within 14 days of the dispute coming to the attention of each party.

26.2 Member grievances and disputes should be resolved through a staged process. The stages are:

- Stage one: personal and informal resolution
- Stage two: formal discussions
- Stage three: formal mediation (see Sub-rule 27)
- Stage four: arbitration

27. APPOINTMENT OF MEDIATOR

27.1 If the parties to a dispute are unable to resolve the dispute between them within the time required by rule 26.1, the parties must within 10 days—

- (a) notify the Board of the dispute; and
- (b) agree to or request the appointment of a mediator; and
- (c) attempt in good faith to settle the dispute by mediation.

27.2 The mediator must be—

- (a) a person chosen by agreement between the parties; or

- (b) in the absence of agreement—
- (i) if the dispute is between a member and another member—a person appointed by the Board; or
- (ii) if the dispute is between a member and the Board or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria (or its successor).

27.3 A mediator appointed by the Board may be a member or former member of the Association but in any case must not be a person who—

- (a) has a personal interest in the dispute; or
- (b) is biased in favour of or against any party.

28. MEDIATION PROCESS

28.1 The mediator to the dispute, in conducting the mediation, must—

- (a) give each party every opportunity to be heard; and
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties throughout the mediation process.

28.2 The mediator must not determine the dispute.

29. FAILURE TO RESOLVE DISPUTE BY MEDIATION

29.1 If the mediation process does not resolve the dispute, the parties must seek an external arbitrator appointed by Christian Education National Ltd. (or its successor)

29.2 The arbitrator of the dispute, in conducting the arbitration, must—

- (a) give each party every opportunity to be heard; and
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties throughout the arbitration process.

29.3 The arbitrator shall determine the resolution of the dispute.

29.4 If the arbitration process does not result in a resolution, notwithstanding sub-rule 25.2.c, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

PART 4—GENERAL MEETINGS OF THE ASSOCIATION

30. ANNUAL GENERAL MEETINGS

30.1 The Board must convene an annual general meeting of the Association to be held within 5 months after the end of each financial year.

30.2 The annual general meeting shall be held on such date, time and place as the Board determines.

30.3 The annual general meeting shall be specified as such in the notice convening it.

30.4 The ordinary business of the annual general meeting shall be -

- a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
- b) to receive and consider from the Board reports upon the transactions of the Association during the last preceding financial year;
- c) to receive and consider the financial statements of the Association for the preceding financial year submitted by the Board in accordance with Part 7 of the Act;
- d) to vote upon the appointment of members to the Board;
- e) to receive presentations and engage in discussions on matters that promote further understanding of, and engagement with, the purposes of the Association

30.5 The annual general meeting may transact any other business of which notice is given in accordance with these rules.

30.6 The Board shall appoint the Chairperson for the annual general meeting of the Association.

31. SPECIAL GENERAL MEETINGS

31.1 All general meetings other than the annual general meeting shall be called special general meetings.

31.2 The Association may hold a special general meeting or meetings on such date and at such place as the Board may determine each year.

31.3 The Board may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this sub-clause, more than 15 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

31.4 No business other than that set out in the notice under rule 33 may be conducted at the meeting.

31.5 The Board shall appoint the Chairperson for any special general meetings of the Association.

32. SPECIAL GENERAL MEETING HELD AT THE REQUEST OF MEMBERS

32.1 The Board shall on the requisition in writing of members representing not less than 10% of the total number of members, convene a special general meeting of the Association.

32.2 The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

32.3 If the Board does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting.

32.4 A special general meeting convened by members under sub-rule 32.3—

- (a) must be held within 3 months after the date on which the original request was made; and
- (b) may only consider the business stated in that request.

32.5 A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Board and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

33. NOTICE OF GENERAL MEETINGS

33.1 The Secretary (or, in the case of a special general meeting convened under rule 32(3), the members convening the meeting) must give to each member of the Association—

- (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
- (b) at least 14 days' notice of a general meeting in any other case.

33.2 The notice must—

- (a) specify the date, time and place of the meeting; and
- (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is to be proposed—
 - (i) state in full the proposed resolution; and
 - (ii) state the intention to propose the resolution as a special resolution; and
 - (d) comply with rule 34(5).

34. PROXIES

34.1 A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting.

34.2 The appointment of a proxy must be in writing and signed by the member making the appointment.

34.3 The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.

34.4 Even if the Board has approved a form for the appointment of a proxy, the member may use any other written form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.

34.5 Notice of a general meeting given to a member under rule 33 must—

- (a) state that the member may appoint another member as a proxy for the meeting; and
- (b) include a copy of any form that the Board has approved for the appointment of a proxy.

34.6 A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.

34.7 A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 4 hours before the commencement of the meeting.

35. USE OF TECHNOLOGY

35.1 A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.

35.2 For the purposes of this Part, a member participating in a general meeting as permitted under sub-rule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

36. QUORUM AT GENERAL MEETINGS

36.1 No business may be conducted at a general meeting unless a quorum of members is present.

36.2 The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of 25% of the members entitled to vote.

36.3 If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—

- (a) in the case of a meeting convened by, or at the request of, members under rule 32—the meeting must be dissolved;

Note

If a meeting convened by, or at the request of, members is dissolved under this sub-rule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 32.

- (b) in any other case—

- (i) the meeting must be adjourned to a date not more than 30 days after the adjournment; and

- (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.

36.4 If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under sub-rule 36.3.b, the members present at the meeting, if not fewer than five, may proceed with the business of the meeting as if a quorum were present.

37. ADJOURNMENT OF GENERAL MEETING

37.1 The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.

37.2 Without limiting sub-rule 37.1, a meeting may be adjourned—

- (a) if there is insufficient time to deal with the business at hand; or

- (b) to give the members more time to consider an item of business.

37.3 No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.

37.4 Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 33.

38. VOTING AND BUSINESS AT GENERAL MEETINGS

38.1 No business other than that set out in the notice convening the meeting shall usually be transacted at the meeting, but the Chairperson shall have a discretion to allow additional business to be transacted, save only that any resolutions concerning such additional business shall not become effective and binding unless ratified by the Board, or failing such ratification unless approved by a subsequent general meeting of the Association.

38.2 A member desiring to bring any business before a meeting may give not less than 21 days before a meeting, notice of that business in writing to the Secretary, who shall, upon receipt of such notice refer the notice to the Board who shall determine whether such business shall be included as business to be discussed at the next general meeting, or a subsequent general meeting.

38.3 On any question arising at a general meeting—

- (a) subject to sub-rule 38.5, each member who is entitled to vote has one vote; and

- (b) members may vote personally or by proxy; and

- (c) except in the case of a special resolution, the question must be decided on a majority of votes.

38.4 If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.

38.5 If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.

38.6 No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

39. SPECIAL RESOLUTIONS

A special resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

In addition to certain matters specified in the Act, a special resolution is required—

- (a) to remove a Board member from office ;
- (b) to alter these Rules, including changing the name or any of the purposes of the Association.

40. DETERMINING WHETHER RESOLUTION CARRIED

40.1 Subject to subsection 40.2, the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—

- (a) carried; or
- (b) carried unanimously; or
- (c) carried by a particular majority; or
- (d) lost,

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

40.2 If a poll (where votes are cast in writing) is demanded not less than 5% of the present members on any question—

- (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
- (b) the Chairperson must declare the result of the resolution on the basis of the poll.

40.3 A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.

40.4 A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

41. Minutes of general meeting

41.1 The Board must ensure that minutes are taken and kept of each general meeting.

41.2 The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

41.3 In addition, the minutes of each annual general meeting must include—

- (a) the names of the members attending the meeting; and
- (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
- (c) the financial statements submitted to the members in accordance with rule 30.4.c; and
- (d) the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
- (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

PART 5—BOARD

Division 1—Powers of Board

42. THE BOARD

42.1 The affairs of the Association shall be governed by a Board constituted as provided in Rule 45.

42.2 The Board -

- a) shall govern and manage the business and affairs of the Association with power to delegate various matters to such persons as the Board may deem appropriate;
- b) may, subject to the Act, these rules and the regulations under the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association;
- c) subject to the Act, these rules and the regulations under the Act , has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Association.

43. DELEGATION

43.1 The Board may delegate to a member of the Board, a subcommittee, or staff, any of its powers and functions other than—

- (a) this power of delegation; or

(b) a duty imposed on the Board by the Act or any other law.

43.2 The delegation shall be detailed in writing in a governance covenant that outlines the commitments and limitations the Board considers appropriate to the area of delegation.

43.3 The Board may revoke a delegation wholly or in part. When such a delegation is revoked it must be recorded in writing.

44. EXECUTIVE COMMITTEE

Certain Board members appointed specifically by the Board for such purpose shall constitute an executive committee which may issue instructions to the Secretary and the servants of the Association in matters of urgency connected with the management of the affairs of the Association during the intervals between meetings of the Board and where any such instructions are issued, shall report thereon to the next meeting of the Board.

Division 2—Composition of Board and duties of members

45. OFFICERS

45.1 The Officers of the Association shall be -

- a) the President;
- b) the Vice-President;
- c) the Secretary;
- d) the Treasurer

46. BOARD MEMBERS

46.1 Subject to the Act, the Board shall consist of the Officers as set out in rule 45 and up to 5 ordinary members and all members shall be elected at the annual general meeting of the Association.

46.2 The Officers shall be appointed by the Board at its first meeting after each annual general meeting.

46.3 Each member of the Board shall, subject to these rules, hold office for a term of three years and is eligible for re-election.

46.4 In the event of a casual vacancy occurring in the office of an Officer or an ordinary member of the Board, or in the event of the Board desiring to co-opt an extra person or persons onto the Board, the Board may appoint a member or members of the Association to the Board and the member or members so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of his/her appointment.

47. CANDIDATES

47.1 A member is eligible to be elected or appointed as a Board member if the member is entitled to vote at a general meeting provided that neither sub-clause of 47.2 apply.

47.2 Ineligibility of members

- a) A member is ineligible to be elected or appointed to the Board if he or she is an employee of the Association.
- b) A member is ineligible to be elected or appointed to the Board if his or her spouse is an employee of the Association.

47.3 Nominations of candidates for election as members of the Board -

- a) shall be made in writing, signed by two members of the Association (not being associate members) and accompanied by the written consent of the candidate, he/she not being an associate member (which consent may be endorsed on the form of nomination); and
- b) shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- c) the ballot for the election of members of the Board shall be conducted at the annual general meeting in such usual and proper manner as the Board may direct.
- d) balloting lists shall be prepared containing the names of the nominees in alphabetical order.
- e) the nominees must first receive the vote of at least 75 per cent of the members present in person or by proxy at the meeting to be eligible to take office as a Board member.
- f) following the vote referred to in sub-paragraph e), if the number of members eligible to take office does not exceed the number of vacancies to be filled, the persons nominated shall be deemed to be elected and any vacant positions remaining on the Board shall be deemed to be casual vacancies.
- g) following the vote referred to in sub-paragraph e), if the number of members eligible to take office exceeds the number of vacancies, the vacancies will be filled by the nominees who receive the greater number of votes.

48. BOARD VACANCIES

48.1 The position of a member of the Board becomes vacant if the Board member:

- a) ceases to be a member of the Association;
- b) becomes an insolvent under administration within the meaning of relevant Legislation;
- c) resigns his/her office by notice in writing given to the Secretary;
- d) becomes of unsound mind or a person who is liable to be dealt with in any way under the law relating to mental health;
- e) absents him/herself from three or more consecutive meetings of the Board without permission of the Board;
- f) declares that he/she can no longer subscribe to the principles as set out in the Purposes of the Association.

49. GENERAL DUTIES OF THE BOARD

49.1 As soon as practicable after being elected or appointed to the Board, each Board member must become familiar with these Rules and the Act.

49.2 The Board is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Board comply with these Rules.

49.3 Board members must exercise their powers and discharge their duties with reasonable care and diligence.

49.4 Board members must exercise their powers and discharge their duties—

- (a) in good faith in the best interests of the Association; and
- (b) for a proper purpose.

49.5 Board members and former Board members must not make improper use of—

- (a) their position; or
- (b) information acquired by virtue of holding their position—

so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

Note: See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.

49.6 In addition to any duties imposed by these Rules, a Board member must perform any other duties imposed from time to time by resolution at a general meeting.

49.7 The Board determines school policies in harmony with the Rules and Statement of Purposes in accordance with Association decisions;

49.8 The Board selects, appoints, oversees and dismisses the Association's Executive staff;

49.9 The Board devises ways and means for obtaining the necessary funds for operating any school and determine how those funds shall be distributed;

49.10 The Board ensures the faithful carrying out of the school's educational program and policies;

49.11 The Board propagates the cause of Christian education in the community by any means consistent with the Rules and Statement of Purposes;

49.12 The Board appoints such committees as it may deem necessary for the purpose of its duties with the Board to prescribe the powers and functions of such committees and for such committees to be self-governing as to their procedure and conduct but to be accountable to the Board and subject to any direction by the Board.

50. PROCEEDINGS OF THE BOARD

50.1 The Board shall meet at least 6 times in each year at such place and such times as the Board may determine.

50.2 Special meetings of the Board may be convened by the President or by any 4 members of the Board.

50.3 Notice shall be given to members of the Board of any special meeting specifying the general nature of the business to be transacted.

50.4 Four members of the Board shall constitute a quorum for the transaction of the business of a meeting of the Board.

50.5 A Board member who is not physically present at a Board meeting may participate in the meeting by the use of technology that allows that Board member and the Board members present at the meeting to clearly and simultaneously communicate with each other.

50.6 For the purposes of this Part, a Board member participating in a Board meeting as permitted under sub-rule 50.5 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

50.7 No business shall be transacted by the Board unless:

- a) the President or the Vice-President or a person appointed by the Board is present to preside as Chairperson of such meeting;
- b) a quorum is present;

50.8 If within half an hour of the time appointed for the meeting a person referred to in clause 50.5.a or a quorum is not present the meeting shall stand adjourned to another date, time and place as the Board shall determine, unless the meeting was a special meeting in which case it lapses.

50.9 At meetings of the Board the President or in his/her absence the Vice-President or in that person's absence the person appointed by the Board shall preside.

50.10 Questions arising at a meeting of the Board or of any sub-committee of the Board shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.

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

50.12 Notice of each Board Meeting shall be given to each member of the Board at a reasonable time before the meeting.

50.13 Subject to sub-clause 50.4 above the Board may act notwithstanding any vacancy on the Board.

51. RESOLUTION IN WRITING

51.1 A resolution in writing signed by all the members of the Board for the time being entitled to receive notice of a meeting of the Board shall be as valid and effectual as if it had been passed at a meeting of the Board duly convened and held.

51.2 Any such resolution may consist of several documents in like form, each signed by one or more members of the Board.

52. Conflict of interest

52.1 A Board member who has a material personal or contractual interest in a matter being considered at a Board meeting must disclose the nature and extent of that interest to the Board.

52.2 The member—

(a) must not be present while the matter is being considered at the meeting; and

(b) must not vote on the matter, and if he/she does so vote, his/her vote shall not be counted.

Note: Under section 81(3) of the Act, if there are insufficient Board members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

52.3 This rule does not apply to a material personal interest—

(a) that exists only because the member 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.

52.4 If a member of the Board becomes interested in a contract or arrangement after it is made or entered into he/she shall disclose his interest at the first meeting of the Board after he/she becomes so interested.

53. SUB-COMMITTEES

53.1 The Board may at any time appoint a sub-committee from the Board as it may think fit and shall prescribe the powers and functions thereof.

53.2 The Board may co-opt as members of a sub-committee such persons as it thinks fit whether or not those persons are members of the Association.

53.3 Not less than half the appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee, unless otherwise specified by the Board.

53.4 The procedure and conduct of sub-committee meetings shall usually be determined by the sub-committee.

53.5 All sub-committees shall be accountable to the Board and subject to any direction of the Board.

54. MINUTES

54.1 The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every board meeting and committee meeting and general meetings to be entered in a permanent record which can be inspected at all reasonable times by any financial member who previously applies to the Secretary for that inspection.

54.2 For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every board, committee and general meeting shall be verified by the chairperson of that meeting or the chair of the next succeeding meeting their accuracy. A record of the verification shall be kept with the minutes.

54.3 Similarly, the minutes of every general meeting shall be signed by the chairman of that meeting or the chairman of the next succeeding general meeting.

PART 6—FINANCIAL MATTERS

55. MANAGEMENT OF FUNDS

- 55.1 The funds of the Association may be derived from school fees, subscriptions, donations, grants, proceeds of fund raising activities, interest on investments and such other sources as the Board may approve.
- 55.2 The Association must open an account, or accounts, with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- 55.3 All electronic transactions, cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed or authorised by two persons who have been appointed by the Board. More than two such persons may be so appointed.
- 55.4 The Board shall authorise the Executive staff to expend funds on behalf of the Association (including by electronic funds transfer) according to approved budgets or up to a specified limit without requiring approval from the Board for each item on which the funds are expended.
- 55.5 The Board through the Treasurer authorise the Executive staff to maintain a cash float for small scale transactions provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.
- 55.6 The Board through the Treasurer authorise the Executive staff to maintain appropriate credit cards for small scale transactions provided that all money paid from or paid into the credit card accounts is accurately recorded.

56. DUTIES OF TREASURER

- 56.1 The Treasurer of the Association shall be responsible to ensure that effective systems and personnel are in place so that all moneys due to the Association are collected and received and all payments authorised by the Association are made.
- 56.2 The Treasurer shall ensure that effective systems and personnel are in place to keep correct accounts and records showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- 56.3 The Treasurer will have the Association's financial records audited by a suitable person each year and will prepare a full financial statement of income and expenditure and a list of assets and liabilities at the end of each financial year and will present a detailed financial report to the Annual General Meeting.
- 56.4 The Treasurer may be assisted by Executive staff members of the Association in fulfilling his or her duties as Treasurer.

57. FINANCIAL RECORDS

- 57.1 The Association must keep financial records that—
- (a) correctly record and explain its transactions, financial position and performance; and
 - (b) enable financial statements to be prepared as required by the Act.
- 57.2 The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- 57.3 The Treasurer must keep in under his or her control—
- (a) the financial records for the current financial year; and
 - (b) any other financial records as authorised by the Board.

58. FINANCIAL STATEMENTS

- 58.1 For each financial year, the Board must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- 58.2 Without limiting sub-rule 58.1, those requirements include—
- (a) the preparation of the financial statements;
 - (b) if required, the review or auditing of the financial statements;
 - (c) the certification of the financial statements by the Board;
 - (d) the submission of the financial statements to the annual general meeting of the Association;
 - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

59. INCOME AND PROPERTY

The income and property of the Association whencesoever derived, shall be applied solely towards the promotion of the purposes of the Association as set forth in the Statement of Purposes of the Association, and no portion thereof shall be paid or transferred, directly or indirectly by way of dividend, bonus or otherwise, to the members of the Association; provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or Board members (being members of the governing body of the Association by

whatever name called) or servants of the Association or to any member or Board member of the Association in return for any services actually rendered to the Association or for goods supplied in the ordinary and usual way of business nor prevent the payment of interest on money borrowed from any member or Board member of the Association or reasonable and proper rent for premises demised or let by any member or Board member to the Association and nothing herein contained shall prevent any member of the Association being appointed to any salaried office of the Association or any office of the Association paid by fees.

PART 7—GENERAL MATTERS

60. BOOKS AND RECORDS

60.1 The custody of all records, books, documents and securities of the Association, unless otherwise provided for in this Constitution, will be under the control of the Secretary and kept at the registered office of the Association.

60.2 Members may on request inspect free of charge—

- (a) the register of members;
- (b) the minutes of general meetings;
- (c) subject to sub-rule 59.3, the financial records, books, securities and any other relevant document of the Association, including minutes of Board meetings.

60.3 The Board may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

60.4 The Board must on request make copies of these rules available to members and applicants for membership free of charge.

60.5 Subject to sub-rule 59.3, a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.

60.6 For purposes of this rule—

relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

61. COMMON SEAL

61.1 The Common Seal of the Association shall be kept in the custody of the Secretary or in the custody of such other person as the Board may consider appropriate.

61.2 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 either of two members of the Board or of one member of the Board and of an Executive Officer of the Association.

62. REGISTERED ADDRESS

The registered address of the Association is the address determined from time to time by resolution of the Board.

63. NOTICES

63.1 Any notice required to be given to a member or a Board member under these Rules may be given—

- (a) by handing the notice to the member personally; or
- (b) by sending it by post to the member at the address recorded for the member on the register of members; or
- (c) by email or facsimile transmission.

63.2 Any notice required to be given to the Association or the Board may be given—

- (a) by handing the notice to a member of the Board; or
- (b) by sending the notice by post to the registered address; or

- (c) by leaving the notice at the registered address; or
- (d) if the Board determines that it is appropriate in the circumstances—
 - (i) by email to the email address of the Association or the Secretary; or
 - (ii) by facsimile transmission to the facsimile number of the Association.

63.3 Where a document is properly addressed prepaid and posted to a person as a letter, or emailed to a known functioning email address, or sent by facsimile transmission to a known functioning facsimile device, the document shall, unless the contrary is proved, be deemed to have been given to the person.

64. VALIDATION OF ACTS OF BOARD, COMMITTEE OR SUB-COMMITTEE

If it is afterwards discovered that there was some defect in the appointment or election of a person as a member of the Board or of a committee, or of a sub-committee or that a person so appointed or elected was ineligible, all acts done at any meeting of the Board or committee or of a sub-committee or by any person acting as a member of the Board or committee or sub-committee are as valid as if that person had been duly appointed or elected and was eligible to be a member of the Board or the committee or the sub-committee.

65. INDEMNITY

65.1 Every member of the Board, a committee or a sub-committee, every member of the Association and every employee or agent of the Association must be indemnified out of the property of the Association against any liability incurred by that person in that capacity in defending any proceedings:

- a) in which judgement is given in favour of that person; or
- b) in which the person is acquitted; or
- c) in connection with any implication in relation to any such proceedings, in which relief is granted to that person.

66. LIABILITY OF MEMBERS AND OFFICERS

Except as otherwise provided in the Act, a member or officer of the Association shall not, by reason only of his being such a member or officer, be liable to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding-up of the Association.

67. BY-LAWS

67.1 The Board may from time to time make amend or repeal by-laws not inconsistent with these rules for the internal management of the Association, save that the Association in general meeting may pass a resolution to alter, set aside or repeal the action taken by the Board.

68. STAFF

68.1 When appointing staff to the Association, the Board will ensure that such persons are in agreement with the Statement of Purposes of the Association in order to faithfully carry out the educational program and policies of the Association.

68.2 The Board will employ Executive staff on behalf of the Association and be responsible for their employment during their tenure. The relationship between the Board and the Executive staff will be governed by principles of good governance. Such Executive staff as are appointed will be responsible to the Board for the day to day conduct of the business of the Association. Among the Executive staff members, the Principal is the lead executive and will act as the Chief Executive Officer for the Association. The Executive staff will have such powers, duties, rights and responsibilities as are expressly delegated to them by Board policy or resolution and in accordance with the Association's principles, policies and procedures, as may be determined by the Board from time to time.

68.3 The Executive staff will engage and then manage staff for the purposes of the Association upon such usual terms and conditions as the Board deems appropriate, with any such appointments to be reported as soon as practicable to the Board. The Executive staff will thereafter be responsible on behalf of the Board for all matters relevant to the employment, management and leadership of staff but subject always to the right of the Board by resolution to give direction to the Executive staff.

69. WINDING UP

If upon the winding-up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association, but shall be given or transferred to some other institution or institutions having objects similar to the purposes of the Association and whose 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 Association under or by virtue of rule 39 hereof, such institution or institutions to be determined by the members of the Association at or before the time of the dissolution and in default thereof by application to the Supreme Court for determination.

70. ALTERATION OF RULES

These Rules may only be altered by special resolution of a general meeting of the Association.

Note: An alteration of these Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1, 2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.

Policy approved by: Special Resolution of the Association in the General Meeting held on 17 October 2013

Policy to be reviewed

By: Board Chair and Secretary

In: 2016

Policy Type: Board Governance policy