

ORGANISATION FOR MIDDLE EASTERN DANCE IN AUSTRALIA (OMEDA) INC.

RULES APPROVED AT THE 2004-2005 ANNUAL GENERAL MEETING
HELD ON 26th FEBRUARY, 2006

1. The name of the incorporated Association is Organisation for Middle Eastern Dance in Australia (OMEDA) Inc. (In these Rules called “the Association”).

INTERPRETATION

2. (1) In these Rules, unless the contrary intention appears:-
“Committee” means the Committee of Management of the Association.
“Financial Year” means the year ending on 30 June.
“General Meeting” means a general meeting of members convened in accordance with Rule 11.

“Member” means a member of the Association.

“The Act” means the Associations Incorporation Act 1981.

“The Regulations” means Regulations under the Act.

2. (2) In these Rules, a reference to the Secretary of an Association is a reference:-
(a) where a person holds office under these Rules as Secretary of the Association – to that person; and
(b) in any other case, to the Public Officer of the Association.

2. (3) Words of expressions contained in these Rules shall be interpreted in accordance with the Interpretation of Legislation Act 1984 and the Act as in force from time to time.

ELIGIBILITY FOR MEMBERSHIP AND CONTINUING MEMBERSHIP

3. (1)a A natural person who has an interest in Middle Eastern Dance and who is nominated and approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the Entrance Fee and Annual Subscription payable under these Rules.

3. (1)b A legal person which is nominated and approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the Entrance Fee and Annual Subscription payable under the Rules, and shall nominate a representative who may attend meetings, hold office and be entitled to only one vote on behalf of the legal person which they represent.

3. (2) A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) shall not be admitted to membership:-

- (a) unless nominated as provided in sub-clause (3); and
- (b) the admission as a member is approved by the Committee.

3. (3) A nomination of a person for membership of the Association:-

- (a) shall be made in writing in the form set out in Appendix 1; and
- (b) shall be lodged with the Secretary of the Association.

4. (4) As soon as is practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Committee.

3. (5a) Upon a nomination being referred to the Committee, the Committee shall determine whether the eligibility criteria has been satisfied and decide whether to approve or reject the nomination, providing written reasons for any decisions to the applicant within twenty-eight (28) days of the Committee making the decision to reject application for membership.

3. (5b) An Applicant whose application for membership of the Association has been rejected by the Committee may lodge a written submission in support of re-consideration of the application for membership of the Association, which written submission must be lodged with the Secretary of the Association within twenty-eight (28) days of the Applicant being notified of the rejection of the application for membership.

3. (5c) The Committee must consider a written submission lodged in support of re-consideration of a rejected application for membership within twenty-eight (28) days of the Secretary receiving the submission and decide whether or not to accept the application of membership. The Committee must notify the Applicant for membership of the Association of its decision, in writing, providing the reasons for decision if the application is rejected, within fourteen (14) days of the Committee making its decision on the application.

3. (5d) The Committee's decision on re-considered application for membership of the Association is final and shall not be called into question in any Court of Law.

3. (6) Upon a nomination being approved by the Committee, the Secretary shall, with as little delay as possible, notify the nominee in writing of the approval for the membership of the Association and request payment within the period of twenty-eight (28) days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.

3. (7) The Secretary shall, upon payment of the amounts referred to in sub-clause (6) within the period referred to in that sub-clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the Association.

3. (8) A right, privilege, or obligation of a person by reason of membership of the Association:-

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon the cessation of membership whether by death, resignation or upon non-payment of a subscription within three months of it falling due and, if a corporate legal person upon completion of winding up or liquidation or otherwise.

Honorary Life Members and Matrons Rule

3. (9) The Committee may select and appoint persons who have provided distinguished support and service to the promotion of Middle Eastern Dance to hold Honorary Life Membership in the Association with all the privileges, entitlements, rights and responsibilities of ordinary members, except the obligation to pay an entrance fee and annual subscriptions.

3. (10) The Committee may select and appoint persons who have provided an extraordinary level of distinguished support and service in the promotion of Middle Eastern Dance to hold the position of Matron with all of the privileges, entitlements, rights and responsibilities of ordinary members, except the obligation to pay an entrance fee and annual subscriptions.

3. (11) Membership of the Association terminates automatically upon non-payment of subscriptions within three months of falling due, unless the Committee, at its discretion accepts as valid, the reason given for non-payment.

ENTRANCE FEE AND ANNUAL SUBSCRIPTION

4. (1) The entrance fee is \$10.00.

4. (2) The annual subscription is payable in advance, the amount and method of payment of which may be altered by a resolution voted on by the members at the Annual General Meeting.

4. (3) The financial year for the Association runs from 1st July to 30th June, in the following year.

REGISTER OF MEMBERS

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

RESIGNATION AND EXPULSION OF MEMBERS

6. (1) A member of the Association who has paid all moneys due and payable by the member to the Association may resign from the Association by first giving one (1) months notice in writing to the Secretary of his or her intention to resign and upon the expiration of that period of notice, the member ceases to be a member.

6. (2) Upon the expiration of a notice given under sub-clause (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.

7. (1) Subject to these Rules, the Committee may by resolution:-

- (a) expel a member from the Association;
- (b) suspend a member from membership of the Association for a specified period; or
- (c) fine a member an amount not exceeding \$20.00; or
- (d) censure a member

if the Committee is of the opinion that the member:-

- (a) has refused or neglected to comply with these Rules; or
- (b) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.

7 (2) A resolution of the Committee under sub-clause (1):-

- (a) does not take effect unless the Committee, at a meeting held not earlier than fourteen (14) and not later than twenty-eight (28) after the service on the member of a notice, under sub-clause (3) confirms the resolution in accordance with this clause; and
- (b) where the member exercises a right of appeal to the Association under this clause, does not take effect unless the Association confirms the resolution in accordance with this clause.

7. (3) If the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:-

- (a) setting out the resolution of the Committee and the grounds on which is based;
- (b) stating that the member may address the Committee at a meeting to be held not earlier than fourteen (14) and not less than twenty-eight (28) days after the service of the notice;
- (c) stating the date, place and time of that meeting;
- (d) informing the member that he or she may do one or more of the following:
 - (i) Attend the meeting;
 - (ii) Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - (iii) Not later than twenty-four (24) hours before the date of the meeting lodge with the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.

7. (4) At a meeting of the Committee held in accordance with the sub-clause (2), the Committee:-

- (a) shall give to the member an opportunity to be heard;

- (b) shall give due consideration to any written statement submitted by the member; and
- (c) shall by resolution determine whether to confirm or to revoke the resolution.

7. (5) If the Secretary receives a notice under sub-clause (3), he or she shall notify the Committee and the Committee shall convene a general meeting of the Association to be held within twenty-one (21) days after the date on which the Secretary received the notice.

7. (6) At a general meeting of the Association convened under sub-clause (5):-
- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the member shall be given an opportunity to be heard; and
 - (d) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

7. (7) A resolution is confirmed if, at the general meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the resolution. In any other case the resolution is revoked.

ANNUAL GENERAL MEETING

8. (1) The Committee may determine the date, time and place of the Annual General Meeting of the Association.

8. (2) The Notice convening the Annual general Meeting must specify that the meeting is an Annual General Meeting.

8. (3) 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 from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect the Executive of the Association and the ordinary members of the Committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30 (3) of the Act.

8. (4) The annual general meeting may transact special business of which notice is given in accordance with these Rules.

8. (5) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

SPECIAL GENERAL MEETING

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

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

10.(2) The Committee shall, on the requisition in writing from members representing not less than five (5) per cent of the total number of members, convene a special general meeting of the Association.

10.(3) 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.

10.(4) If the Committee does not cause a special general meeting to be held within the 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 meeting to be held not later than three (3) months after that date.

10.(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 Committee and, all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

NOTICE OF GENERAL MEETINGS

11.(1) The Secretary of the Association, at least 14 days, or if a Special Resolution has been proposed, at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.

11.(2) Notice may be sent:-

- (a) by prepaid post to the address last appearing for the member in the register of members; or
- (b) if the member requests, by facsimile transmission or by electronic transmission.

11.(3) No business other than that set out in the Notice convening the meeting may be conducted at the meeting.

11.(4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the Notice calling the next general meeting.

PROCEEDINGS AT MEETINGS

12.(1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these Rules as being the ordinary business of the annual general meeting shall be deemed to be special business.

12.(2) 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.

12.(3) Five members personally (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

12.(4) 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 members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.

13.(1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association..

13.(2) If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chairperson at the meeting.

14.(1) The Chairperson of a general meeting at which a quorum is present may, with the consent of 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.

14.(2) Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjournment meeting shall be given as in the case of the general meeting.

14.(3) Except as provided in sub-clause (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

15. A question arising at a general meeting of the Association shall be determined on a show of hands and unless, before or on the declaration of the show of hands a poll is 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, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

16.(1) Upon any question arising at a general meeting of the Association, a member has one vote only.

16.(2) All votes shall be given personally or by proxy.

16.(3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

16.(4) If a question arising at a general meeting of the Association is determined on a show of hands:-

(a) a declaration by the Chairperson that a resolution has been:-

(i) carried ; or

(ii) carried unanimously; or carried by a particular majority; or

(iv) lost ; and

(b) an entry to that effect in the Minute Book of the Association, is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

17.(1) If at a meeting a poll on any question is demanded by not less than three (3) members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

17.(2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chairperson may direct.

18. A member is not entitled to vote at any general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

19.(1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than twenty-four (24) hours before the time of the meeting in respect of which the proxy is appointed.

19.(2) The notice appointing the proxy shall be in the form set out in Appendix 2.

COMMITTEE OF MANAGEMENT

20.(1) The affairs of the Association shall be managed by the Committee of Management constituted as provided in Rule 22.

20.(2) The Committee:-

- (a) shall control and manage the business and affairs of the Association;
- (b) may, subject to these Rules, the Regulations and 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; and
- (c) subject to these Rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

21.(1) The officers of the Association shall be:-

- (a) A President who is to handle all media relations and be the sole public spokesperson for the Association unless the Committee so authorises another member of the Association;
- (b) A Vice-President;
- (c) A Treasurer who must also hold the position of Public Officer for purposes of the Associations Incorporation Act 1981; and
- (d) A Secretary;

which officers shall constitute the Executive with a quorum of three to conduct business at any Executive meeting and who may meet whenever, wherever or however, on a consensus basis, they deem it necessary to deal with administrative matters affecting the Association.

21.(2) The provisions of Rule 23 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause (1).

21.(3) Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.

21.(4) In the event of a casual vacancy in any office referred to in sub-clause (1) the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

22.(1) Subject to section 23 of the Act, the Committee shall consist of:-

- (a) the officers of the Association; and

(b) up to eight ordinary members;
each of whom shall be elected at the Annual General Meeting of the Association in each year.

22.(2) Each ordinary member of the Committee shall, subject to these Rules, hold office until the annual general meeting next after the date of the election but is eligible for re-election.

22.(3) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

ELECTION OF OFFICERS AND VACANCY

23.(1) Nominations of candidates for election as officers of the Association or as ordinary members of the Committee:-

(a) shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
and

(b) shall be delivered to the Secretary of the Association not less than seven (7) days before the date fixed for the holding of the annual general meeting.

23.(2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

23.(3) 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.

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

23.(5) If the ballot for the election of officers and ordinary members of the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

23.(6) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.

24. For the purpose of these Rules, the office of an officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member:-

(a) ceases to be a member of the Association;

(b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;

or

(c) resigns from office by notice in writing given to the Secretary.

PROCEEDINGS OF COMMITTEE

25.(1) The Committee shall meet at least three (3) times in each year at such place and such times as the Committee may determine.

25.(2) Special meetings of the Committee may be convened by the President or by any four of the members of the Committee.

25.(3) Written notice, which can be delivered by electronic transmission, of any special meeting must be given to each member of the Committee, which Notice must specify the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

25.(4) Any four (4) members of the Committee constitute a quorum for the transactions of the business of a meeting of the Committee.

25.(5) No business shall be transacted 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 shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.

25.(6) At meetings of the Committee:-

- (a) the President or in the President's absence the Vice-President shall preside; or
- (b) if the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

25.(7) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee 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.

25.(8) Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (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.

25.(9) Written notice, which can be delivered by electronic transmission, of each committee meeting must be given to each member of the Committee at least 2 business days before the date of the meeting.

25.(10) Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

25. (11) The Secretary of the Association must keep Minutes of the resolutions and proceedings of each general meeting and Committee meeting, together with a record of the names of persons present at both general and Committee meetings.

OFFICE BEARERS

Patron(s)/Matron(s)

26.(1) The Patron/Matron acts (if available) as master of ceremonies at functions organised by the Association, which are open to the general public.

26.(2) Duties:

- (a) to preside at 'open' events using the Associations prepared event outlines or approved self prepared material;
- (b) to lend their repute for the benefit of the Association;
- (c) to permit their name to appear on the Association's official letterhead and other publications;
- (d) to give appropriate assistance to the Medial Liaison Officer in publicising nominated events.

26.(3) Requirements:

- (a) high public profile;
- (b) willingness to participate in special events;
- (c) desire to promote the growth and reputation of the Association.

26.(4) Contacts:

- (a) press and electronic media
- (b) The Association's Committee and membership
- (c) general public.

President

27.(1) The President presides at regular, annual and committee meetings and represents the Society at office functions and makes appropriate presentations on behalf of the Association.

27.(2) Duties:

- (a) open and close all meetings of the Association and assists in Agenda preparation;
- (b) officiate at certificate/plaque presentations;
- (c) represents the Association at community activities and media events;
- (d) provide leadership in issues of Association concerns;
- (e) encourage the membership to research relevant historical data;
- (f) negotiate on behalf of the Association;
- (g) answer enquires as a shared duty with the Secretary;
- (h) prepare speaking notes for use by the Patron/Matron at public events.

27.(3) Requirements:

- (a) experience in conducting meetings;
- (b) good written and oral communication skills;
- (c) confidence in public speaking;
- (d) broad administrative experience.

27.(4) Contacts:

- (a) media and general public;
- (b) officials of similar groups and organisations;
- (c) elected and appointed officials of the Association.

Vice-President

28.(1) The Vice-President deputises for the President when he/she is unable to preside at regular, annual and committee meetings, makes appropriate presentations on behalf of the Association and assists in organising events.

28.(2) Duties:

- (a) contribute to the development of the Association;
- (b) liaise with the President in nominating/organising events held in association with meetings and preparing notes of them for the Secretary in a timely manner;

28.(3) Requirements:

- (a) experience in conducting meetings;
- (b) leadership qualities;
- (c) creative aptitude;
- (d) organising ability.

28.(4) Contacts:

- (a) committee members;
- (b) general membership;
- (c) guest speakers, etc.

Secretary

29.(1) The Secretary is responsible for preparing draft agendas and recording the Minutes of regular, annual and committee meetings. He/she also processes all correspondence and produces copies of notices, brochures, etc. for the Association.

29.(2) Duties:

- (a) assist the President in conducting all meetings of the Association and write the Minutes of the proceedings;
- (b) prepare a draft agenda for the President's approval for all regular and annual meetings;
- (c) process all correspondence and write appropriate responses;
- (d) maintain an up-to-date register of members;
- (e) issue 'welcome' letters and membership cards to new members;
- (f) responsibility for all bulk postage activities;

- (g) maintain all (except financial) records of the Association;
- (h) maintain currency of information brochures, etc. and produce quantities of same;
- (i) duplicate all official documents/notices as necessary;
- (j) purchase stationery and office supplies;

29.(3) Requirements:

- (a) high level administration and organisational experience;
- (b) good written and oral communication skills;
- (c) confidence in public speaking;
- (d) initiative in programme development

29.(3) Contacts:

- (a) committee members;
- (b) postal and equipment suppliers.

Treasurer/Public Officer

30.(1) The office of Treasurer and Public Officer is combined and is responsible for the financial accounting of the Association and membership administration. This is a statutorily required appointment to liaise with Corporate Affairs to ensure that the Law is complied with. This is an appointment rather than elected, and the appointee should attend all Committee meetings.

30.(2) Duties:

- (a) record income and expenditure and prepare statutory financial statements;
- (b) issue official receipts for membership and renewal fees and keep the Secretary informed on a weekly basis;
- (c) manage the Association's banking activities;
- (d) provide cheques for approved purchases;
- (e) arrange for the Association's books to be audited annually;
- (f) table status report of the funds position at each meeting.

30.(3) Requirements:

- (a) experience in a similar financially accountable position;
- (b) awareness of the necessity to maintain the Association's credit rating;
- (c) accurate methodical clerical aptitude;
- (d) willingness to process in/out cheques promptly.

30.(4) Contacts:

- (a) Corporate Affairs officers;
- (b) accounting/auditing staff;
- (c) committee members.

REMOVAL OF MEMBER OF COMMITTEE

31.(1) The Association in general meeting may by resolution remove any member of the Committee before the expiration the member's term of office and appoint another member in his or her stead to hold office until the expiration of the term of the first-mentioned member.

31.(2) Where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of that representation to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

CHEQUES

32. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed to by two members of the Committee.

SEAL

33. (1) The Common Seal of the Association shall be kept in the custody of the Secretary.

33 .(2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

ALTERATION OF RULES AND STATEMENT OF PURPOSE

34.(1) These Rules ,the Statement of Purposes of the Association and the name of the Association shall not be altered except in accordance with the Act;

34.(2) The Committee may, at its discretion, direct that any Special Resolution in relation to a change in the name of the Association, or alterations to the Rules or Statement of Purposes of the Association, be put to members by way of postal ballot, paid for by the Association and conducted in compliance with directions issued by the Registrar of Business Affairs or the successor to that person under the Act.

NOTICES

35. Except for the requirement in Rule 11 ,any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:-

- (1) delivering the notice to the member personally;
- (2) sending it by prepaid post addressed to the member at the member's address as last shown in the Register of Members; or

- (3) facsimile transmission, if the member has requested that the notice be given to the member in this manner; or
- (4) electronic transmission, if the member has requested that the notice be given to the member in this manner.

WINDING UP OR CANCELLATION

36. In the event of the winding up or the cancellation of the Incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.

CUSTODY OF RECORDS

37. (1) Except as otherwise provided in these Rules, the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Association.

37. (2) All accounts, books, documents and securities of the Association shall be available for inspection and copying by any member of the Association upon request.

FUNDS

38. The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

NON PROFIT ASSOCIATION

39. The assets and income of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Association except as bona fide remuneration for services rendered or expenses incurred on behalf of the Association.

.DISPUTES AND MEDIATION

40. (1) The grievance procedure set out in this rule applies to disputes under these Rules between:-

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

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.

- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten (10) days, hold a meeting in the presence of a mediator.
- (4) The mediator must be-
- (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement-
 - (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must-
- (a) give the parties to the mediation process 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 to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act, otherwise at law.

(Rules finish at Rule Number 40)