

# **DANDENONG RANGES COMMUNITY CULTURAL CENTRE Inc**

## **RULES of ASSOCIATION AOO36860V**

Current as at November 2009



**Building Community through Arts**

**Dandenong Ranges Community Cultural Centre  
Rules of Incorporation**

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## **NAME**

1. The name of the incorporated Association is Dandenong Ranges Community Cultural Centre Incorporated (in these Rules called “the Association”). The Association may trade under its registered business names.

## **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 30 June.
  - “General Meeting” means a general meeting of members convened in accordance with these rules.
  - “Member” means a member of the Association.
  - “Ordinary Member of the Committee” means a member of the Committee who is not an officer of the Association under Rule 21.
  - “The Act” means the Associations Incorporation Act 1981.
  - “The Regulations” means Regulations under the Act.
  - “Natural Person” means an individual person.
  - “Public Officer” is a natural person residing in Victoria appointed by the Committee to undertake the Association’s administration with the relevant Government authority as prescribed by the Act. If the office of Public Officer becomes vacant the Committee must appoint a new Public Officer within 14 days and notify the Registrar.
- 2.2 In the 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 or 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.

## **APPLICATION FOR MEMBERSHIP**

- 3.1 A natural person 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.
- 3.2 A nomination of a person for membership of the Association must -
  - (a) be made in writing in the form set out in Appendix 1,
  - (b) be accompanied by a nomination from two existing financial members, and;
  - (c) be lodged with the Secretary of the Association.
- 3.3 Upon a nomination being approved the Association shall, with as little delay as possible, notify the nominee in writing of the approval for membership of the Association and request payment within the period of 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.

- 3.4 The Secretary shall upon payment of the amounts referred to in Clause 3.3 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.
- 3.5 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 or resignation or otherwise.
- 3.6 Financially current members who are aged 16 and over only are entitled to vote.
- 3.7 Under section 14A of the Act these rules are an enforceable contract between the Association and each member.
- 3.8 Under section 15 of the Act members (including Committee members) are not liable to contribute to the debts and liabilities of the Association by reason only of their membership.

#### **ENTRANCE FEE AND ANNUAL SUBSCRIPTION**

- 4.1 The entrance fee is \$5.00
- 4.2 The annual subscription will be determined by the Committee from time to time.

#### **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 the name 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 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 Clause 6.1, 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, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the Committee may by resolution –
- (a) fine that member an amount not exceeding \$500; or
  - (b) expel that member from the Association; or
  - (c) suspend that member from membership of the Association for a specified period; if the Committee is of the opinion that the member:

- 7.2 A resolution of the Committee under Clause 7.1 does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under Clause 7.3 –
- (a) confirms the resolution in accordance with this clause; and
  - (b) where the member exercise 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 Clause 7.1 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 it is based;
  - (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not less than 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 that meeting;
    - (ii) Give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution; and
  - (e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give 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 Clause 7.2, the Committee must –
- (a) give to the member or his or her representative, an opportunity to be heard;
  - (b) give due consideration to any written statement submitted by the member; and
  - (c) by resolution determine whether to confirm or to revoke the resolution.
- 7.5 If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 7.6 If the Secretary receives a notice under sub-rule (5), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 7.7 At a general meeting of the Association convened under Clause 7.6 –
- (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, or his or her representative, must 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.

- 7.8 If at the general meeting –
- (a) two thirds of the members vote in person in favour of the confirmation of the resolution, the resolution is confirmed;
  - (b) and in any other case the resolution is revoked.

## **DISPUTES AND MEDIATION**

- 8.1 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.
- 8.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- 8.3 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 10 days, hold a meeting in the presence of a mediator.
- 8.4 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).
- 8.5 A member of the Association can be a mediator.
- 8.6 The mediator cannot be a member who is a party to the dispute.
- 8.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 8.8 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.
- 8.9 The mediator must not determine the dispute.
- 8.10 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 or otherwise at law.

## **ANNUAL GENERAL MEETING**

- 9.1 The Association shall in each calendar year convene an annual general meeting of its members.
- 9.2 The annual general meeting shall be held on such day as the Committee determines.
- 9.3 The annual general meeting shall be specified as such in the notice convening it.
- 9.4 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 from the Committee reports upon the transaction of the Association during the last preceding financial year;
  - (c) to elect officers 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.
- 9.5 The annual general meeting may transact special business of which notice is given in accordance with these Rules.
- 9.6 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

## **SPECIAL GENERAL MEETING**

- 10.1 All general meetings other than the annual general meeting shall be called special general meetings. (These are other than the Committee meetings).
- 10.2 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 months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
- 10.3 The Committee shall, on the requisition in writing of members representing not less than 5 percent of the total number of members, convene a special general meeting of the Association.
- 10.4 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.
- 10.5 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 general meeting to be held not later than three months after that date.

- 10.6 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 shall, at least 14 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at the address appearing in the register of members, a notice by prepaid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 11.2 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 11.3 A member desiring to bring any business before a meeting may give notice of that business in writing of the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

## **PROCEEDINGS AT GENERAL 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 Fifteen members personally present (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 a quorum is not present within half an hour after the appointed time for the commencement of a general meeting, 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 3)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 a 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 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 14.3 Except as provided in Clauses 14.1 and 14.2, 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 the 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.
- 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.
- 17.1 If at a meeting a poll or any question is demanded by more than half of a quorum 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 of the Association have been paid other than the amount of the annual subscription payable in respect of the current financial year.
- 19 There shall be no proxy voting.

## **COMMITTEE OF MANAGEMENT**

- 20.1 The constituted Committee of Management as provided in Clause 22 should manage the affairs of the Association.
- 20.2 The Committee –
- (a) is responsible for both the governance and management 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,

- (c) subject to the 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,
- (d) may delegate its powers as it thinks appropriate,
- (e) does not through such delegation under this clause limits the duties and liability of each member of the Committee; and
- (f) may delegate the daily operational business management of the Association to the Executive Officer, who shall formally report at a minimum to each Committee meeting on the operations, activities and finances of the Association.

20.3 The Committee shall -

- a. develop, adopt and regularly review a set of Policies designed to regulate and make transparent to members, staff and the public both the governance and operational structure, protocols and practices of the Association,
- b. maintain or delegate to maintain a register of such adopted Policies, and;
- c. develop, adopt and regularly review a document outlining the functions, duties and responsibilities of the Committee and its bodies.

20.4 All members of the Committee shall present a report to each annual general meeting of their contribution to the Association over the preceding year.

21.1 The officers of the Association shall be

- (a) a President;
- (b) a Vice-President;
- (c) a Treasurer ; and
- (d) a Secretary.

21.2 The provisions of Clause 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 above mentioned in Clause 21.1

21.3 The term of office for all Committee members shall be three (3) years, concluding at the annual general meeting three years after the date of his or her election, at which time Committee members are eligible for re-election.

21.4 A President shall be permitted to hold office for no more than three (3) consecutive years at any one time.

21.5 One third of the Board shall conclude their term at each annual general meeting.

21.6 If a committee member fails to attend three (3) consecutive meetings of the Committee without seeking leave of absence, that committee member, subject to reasonable attempts having been made to notify, in advance, the committee member of the place and time of such meetings, shall be deemed to have resigned from the Committee.

- 21.7 If a committee member fails to attend 50% of the Committee meetings that he or she was eligible to attend in the preceding 12 months, the Committee can rule that committee member ineligible for re-election.
- 21.8 In the event of a casual vacancy in any office referred to in Clause 21.1, 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 nine (9) elected members and one (1) appointed member, being;
- (a) the four officers of the Association; and
  - (b) a minimum of three up to a maximum of five ordinary members; each of whom shall be elected at the annual general meeting of the Association in accordance with Section 21, and
  - (c) one member as nominated by the Shire of Yarra Ranges.
- 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 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.
- 22.4 Sub-Committees
- (a) The Committee of Management may appoint sub-committees as required by resolution of the committee.
  - (b) Sub-committees shall
    - (i) have clear guidelines as to their purpose and be oriented towards particular tasks, projects and outcomes;
    - (ii) be time-limited to the duration of the particular project or outcomes of their purpose;
    - (iii) deal only with those matters requested of it by the full Committee and as set within its guidelines; and,
    - (iv) report to the Committee of Management regularly and as requested by the Committee.
  - (c) The composition of Sub-committees shall:
    - (i) include a member of the Committee of Management who may, at the discretion of the Committee, be appointed the Chairperson of the Sub-committee;
    - (ii) contain such Members who may be appropriate in assisting with consideration of the specific issues being examined or project being undertaken by the Sub-committee; and,
    - (iii) include its own formal structure for meetings, administration, operating and reporting.

(d) The relationship of the sub-committee is directly to the Committee of Management and not to the staff employed by the Association.

(e) Resources of the Association shall be made available to sub-committees only at the discretion of the Committee.

(f) A Sub-committee shall:

(i) act at all times in accordance with policies established by the Committee of Management and the rules of the Association;

(ii) not present its views or opinions as being those of the Committee;

(iii) not act as an agent of the Association; and

(iv) not incur liabilities without the express permission of the Committee.

(g) At any meeting of a Sub-committee, no business shall be transacted unless there is a majority of the sub-committee present.

## **ELECTION OF COMMITTEE, OFFICERS AND VACANCY**

23.1 Nominations of candidates for election as officers of the Association or as an ordinary member of the Committee –

(a) shall only be accepted from financial members of the Association entitled to vote,

(b) 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),

(c) shall include a summary of the nominee's relevant skills, values, interests and experience, including a summary of previous contributions to the Committee if re-nominating, which shall be made publicly available via the Association's information media; and,

(d) shall be delivered to the Secretary of the Association not less than seven 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 The ballot for the election of officers and the 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.

- 24.1 For the purposes 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 a member -
- (a) ceases to be a member of the Association ;
  - (b) becomes an insolvent under the administration within the meaning of the Corporations Law ;
  - (c) resigns from office by notice in writing given to the Secretary ; or
  - (d) if Clause 21.5 or clause 21.6 is invoked in his or her case, then every vacancy shall be deemed a casual vacancy.

## **PROCEEDINGS OF COMMITTEE**

- 25.1 The committee shall meet at least eight (8) 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 Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
- 25.4 More than half of the members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 25.5 No business shall be transacted unless a quorum is present and if within the 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 the 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 shall be determined by consensus, with a vote by show of hands taken only as a last option.
- 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 status-quo prevails.
- 25.9 Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to the member at a reasonable time before the meeting or by sending it by pre-paid post addressed to him or her at his or her usual or last known place of abode at least two business day before the date of the meeting.
- 25.10 Subject to Clause 25.4, the Committee may act notwithstanding any vacancy of the Committee.

25.11 A copy of these rules must be provided to each member of the Committee upon appointment.

## **SECRETARY**

26 The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each Committee meeting in a format and medium deemed permanent and suitable and provided for that purpose together with a record of the names of persons present at Committee meetings.

## **TREASURER**

27 The Treasurer of the Association –

- a. shall monitor the receipt and collection of all moneys due to the Association and monitor all payments authorised by the Association as duly delegated,
- b. shall monitor the maintenance of correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association as delegated,
- c. shall apply assets and income of the Association exclusively to the promotions 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,
- d. shall supply a Treasurer's report to each scheduled regular Committee meeting and the Annual General Meeting outlining the Association's true, current financial position,
- e. shall oversee with the Executive Officer a full, independent annual audit of the Association's finances, within the designated reporting period required by the Association; and,
- f. shall work with the Executive Officer on financial planning, budgeting and reporting to ensure best financial practices are followed by the Association.

## **REMOVAL OF MEMBER OF COMMITTEE**

28.1 The Association in general meeting may by resolution remove any member of the Committee before expiration of 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.

28.2 Where the member to whom a proposed resolution referred to in Clause 28.1 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 the representations 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.

## **PAYMENTS**

- 29.1 The Committee, on an annual basis, will appoint by written delegation of authority a person or persons to sign for amounts drawn on the Association's operational bank accounts to a set limit per transaction. This includes the authority to write, sign and authorise cheques, drafts, bills of exchange, transfers, promissory notes, electronic funds transfers, direct debit, and other electronic payments. The delegation of authority is to be reviewed and re-signed annually, and can be revoked by the Committee at any time.
- 29.2 The limit per transaction as detailed in the delegation of authority shall be set by the Treasurer and approved by the Committee in accordance with budgetary forecasts each financial year. The Treasurer shall be responsible for ensuring the annual limit for expenditure is not exceeded by the authorised person. The limit per transaction is to be reviewed and approved annually as part of the budget process.
- 29.3 Other cheques, drafts, bills of exchange, transfers, promissory notes and other negotiable instruments shall be signed by two members of the Committee, or a person authorised by the Committee to co-sign cheques with a member of the Committee.
- 29.4 All transactions of the Association shall be recorded in a monthly Transactions report provided to the Treasurer and available to the Committee.

## **SEAL**

- 30.1 The Common Seal of the Association shall be kept in the custody of the Secretary.
- 30.2 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 Public Officer of the Association.

## **ALTERATION OF RULES AND STATEMENT OF PURPOSES**

31. These Rules and the Statement of Purposes of the Association shall not be altered except in accordance with a resolution passed in accordance with these rules at an annual general meeting or special general meeting of the Association and in accordance with the Act.

## **NOTICES**

- 32.1 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at the address shown in the Register of members.
- 32.2 Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

## **DISSOLUTION**

33. In the event of the winding up, dissolving or cancellation of the Incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act. The amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Association in accordance with its powers to a cultural body with similar objectives which is eligible for tax deductibility of donations under division 30-B of the Income Tax Assessment Act 1997.

## **CUSTODY OF RECORDS**

- 34.1 Except as otherwise provided in these Rules including powers of delegation [20.2 (d)], the Secretary shall keep in his or her custody or under his or her control all books, documents and securities of the Association.
- 34.2 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**

- 35.1 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determine.
- 35.2 The Association is authorised to trade under Section 51 of the Association Incorporation Act 1981.
- 36 The Association will establish and maintain a public fund.
- 36.1 Donations will be deposited into the public fund listed on the Register of Cultural Organisations.
- 36.2 These monies will be kept separate from other funds of the Association and will only be used to further the principal purpose of the Association. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office.
- 36.3 The fund will be administered by a management committee or a subcommittee of the management committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely in regard to the cultural objectives of the Dandenong Ranges Community Cultural Centre Inc.
- 36.4 No monies/assets in this fund will be distributed to members or office bearers of the Association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services.
- 36.5 The Department responsible for the administration of the Register of Cultural Organisations will be notified of any proposed amendments or alterations to provisions for the public fund, to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status.

- 37 If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among its members, but shall be given or transferred to some other fund, authority or institution having objects similar to the objects of this public fund, and whose rules shall prohibit the distribution of its or their income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the Income Tax Assessment Act 1997 and listed on the Register of Cultural Organisations maintained under the Act.