

Blue Gum Montessori School Inc. Rules of Association

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RULES OF THE ASSOCIATION

1 Name of the Association

- 1.1 The name of the Association is Blue Gum Montessori School Inc.

2 Definitions and Interpretation

- 2.1 In these rules, unless the contrary intention appears:

"Annual General Meeting" is the meeting convened under rule 20.1.2;

"Board Meeting" means a meeting referred to in section 19;

"Chief Executive Officer" is the Principal or Acting Principal of the School;

"Director" means a member of the Governing Board as referred to in section 9;

"dispute resolution" means the procedures set out in section 32;

"enrolled" or "enrolment" of a child means enrolment in the School as a student but for the avoidance of doubt does not include attendance at any playgroup, club or after-school childcare or other service;

"financial year" means a period commencing on 1 January each year and ending on 31 December the same year;

"general meeting" means a meeting to which all Members are invited being either an Annual General Meeting, or a special general meeting;

"Independent Person" means a person who is not a member of the Association by means of rules 6.1 or 6.3 i.e. is not a parent of a child enrolled in the School;

"Member" means a member of the Association;

"Nominations Committee" means the Special Standing Committee of the Board established under section 10;

"ordinary resolution" means a resolution of the Association other than a special resolution;

"parent" means a person who is the mother, father, stepfather, stepmother, or legal guardian of the child; or at law has responsibility for the long term or day-to-day care, welfare and development of the child;

"poll" means voting conducted in written form (as opposed to a show of hands);

"Principal" means the Principal or Acting Principal of the School appointed under section 18;

"rule" refers to all specific clauses in these Rules of the Association beneath that of a "section" (defined below) and is marked with legal style multi-level numbering, such as in "X.Y" through to "X.Y.Z.a.i.";

"School Strategic Plan" means the written or digital document require to be maintained by the Board under rule 13.4.

“section” (using a lower case “s”) refers to the top tier of division in these Rules of the Association and is marked with a cardinal number such as 1, 2, 3, 4 etc., as opposed to a “rule” (defined above), or a Section of the Act (differentiated with an upper case “S”);

“special general meeting” means a general meeting other than the Annual General Meeting;

"special resolution" has the meaning given by Section 51 of the Act;

“Special Standing Committee of the Board” means that while the Committee may be managed by the Board, it may not be dissolved by the Board, and the Board must manage that Committee in accordance with Section 10.

"the Act" means the *Associations Incorporation Act 2015 (Western Australia)*;

"the Association" means Blue Gum Montessori Inc.;

“the Auditor” means the auditor appointed under section 17;

"the Board" means the Governing Board of the Association as set out in section 9, and shall have the same meaning as “Management Committee” under Section 38 of the Act;

“the Board Policy Manual” means the written or digital document required to be kept by the Board under rule 13.1;

"the Chairperson" means the Director appointed to that position in accordance with rule 9.9.1, or otherwise that person referred to in section 14;

“the Commissioner” means the person for the time being designated as the Commissioner under Section 153 of the Act;

“the School” means the school known as Blue Gum Montessori School established and owned by the Association and managed exclusively by the Board;

"the Secretary" means the Secretary referred to in rule 9.9.3 and section 15;

"the Treasurer" means the Treasurer referred to in rule 9.9.4 and section 16;

"the Vice-Chairperson" means the Vice-Chairperson referred to in rule 9.9.2., or otherwise that person referred to in section 14.

3 Objects of the Association

3.1 The objects of the Association are to:

- 3.1.1 Establish and operate, through its Governing Board, the school known as Blue Gum Montessori School at which the educational methods created by Dr. Maria Montessori shall be used;
- 3.1.2 Promote the education of young people in accordance with the educational methods created by Dr. Maria Montessori which aim at developing the self-reliance and the personality of young people;
- 3.1.3 Foster and maintain co-operation, liaison, communication and exchange of information amongst Members and other Montessori groups in Australia and overseas;
- 3.1.4 Observe the propagation, maintenance and furthering the rights of young people in society and spreading knowledge concerning the physical, intellectual, moral and social development of young people, at home as well as at school and in society;
- 3.1.5 Promote the importance of the involvement and participation of a child's parents in the child's education, and to facilitate this through the philosophy and practice of the Association and its school/s;
- 3.1.6 Represent the interests of the Members to education authorities, government and statutory organisations and other institutions;
- 3.1.7 Publicise to the community the existence, aims and objectives of the Association and the Montessori Method;
- 3.1.8 Encourage, advise, and support the establishment of new Montessori schools;
- 3.1.9 Promote the establishment of facilities for the training of teachers in the Montessori Method;
- 3.1.10 Ensure that the school/s remains committed to observing Western Australia's registration standards, and meeting the other requirements, for non-government schools including, but not limited to, the provision of a satisfactory standard of education;
- 3.1.11 Do all such lawful acts and things as may appear to be necessary, incidental or conducive to the attainment of these objects; and
- 3.1.12 Carry out all or any of the powers and duties mentioned in these Rules.

4 Property and Income of the Association

- 4.1 The Association is a not-for-profit organisation and as such, the property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

5 Powers of Association

- 5.1 The powers conferred on the Association are the same as those conferred by Section 14 of the Act, so that subject to the Act and these Rules of the Association, the Association may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -
 - 5.1.1 acquire, hold, deal with, and dispose of any real or personal property; and
 - 5.1.2 open and operate bank accounts; and
 - 5.1.3 invest its money:
 - a. as trust funds may be invested under the *Trustees Act 1962* Part III; or
 - b. in any other manner authorised by these Rules of the Association; and
 - 5.1.4 borrow money upon such terms and conditions as the Association thinks fit; and
 - 5.1.5 give such security for the discharge of liabilities incurred by the Association as the Association thinks fit; and
 - 5.1.6 appoint agents to transact any business of the Association on its behalf; and
 - 5.1.7 enter into any other contract it considers necessary or desirable; and
 - 5.1.8 may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene the Act or these Rules of the Association.

6 Membership of Association

- 6.1 Any parent of a child enrolled in the School is eligible to become a member of the Association.
- 6.2 It is a condition of enrolment of each child that at least one such parent consents to becoming a member of the Association.
- 6.3 Additional parents of a child enrolled in the School, i.e. in addition to that required under rule 6.2, may become members of the Association by providing written notification to the School, allowing for 10 working days for the processing of that notification.
- 6.4 All Board Directors shall be deemed ex officio members of the Association.
- 6.5 The Board may grant membership of the Association to persons not qualifying under rule 6.1 or 6.4, provided that any such member shall cease to be a member unless they are ratified, as the first order of business, at the next Annual General or Special General Meeting.
- 6.6 All Association members shall have their names entered into the Register of Members.
- 6.7 Any Member ceasing to be eligible under rule 6.1, either through written notice to the School of their intention to withdraw all their children from enrolment in the School, or through written notification by the Principal to the Board of the withdrawal of all children from enrolment in the School, shall be deemed to have resigned from Membership of the Association immediately.
- 6.8 Any Member made a Member by virtue of rule 6.3 or rule 6.4 may resign their membership by providing written notification to the School.
- 6.9 Upon resigning from membership of the Association the Member's name shall be removed from the Register of Members.
- 6.10 No right or privilege of Membership shall be in any way transferable but all such rights and privileges shall cease upon the Member ceasing to be a Member.
- 6.11 No Body Corporate may be a Member.

7 Register of Members of Association

- 7.1 The Secretary, or delegate as established under rule 15.2 below, on behalf of the Association, must ensure the Association complies with Section 53 of the Act by seeing that a register of the Members of the Association is kept and maintained in an up to date condition and:
 - 7.1.1 any change in membership must be recorded in the register within 28 days of the change occurring;
 - 7.1.2 the Register must include each Member's postal addresses or residential address or email address; and
 - 7.1.3 the Secretary (or delegate under rule 15.2), upon the request of a Member of the Association supported by a Statutory Declaration to demonstrate consistency with Section 56(2) of the Act, shall make the register available for the inspection of the Member, and the Member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- 7.2 The register must be so kept and maintained at the School or at such other secure location so as to be available to the Secretary as the Board decides.
- 7.3 The Secretary, or delegate as established under rule 15.2 below, must cause the name of a person who dies or who ceases to be a Member under section 6 to be deleted from the register of Members referred to in rule 7.1.

8 Fees

- 8.1 The amount and terms of payment of school fees, deposits, levies and other mandatory payments in respect of the services provided by the Association shall be determined by the Board.
- 8.2 Subject to rule 8.1 the fee arrangements in force during the previous year shall apply.

9 Governing Board – Establishment; Size; Eligibility; Composition and Terms of Directors; Office Bearers; and Allowances and Remuneration

Establishment and Size

- 9.1 The affairs of the Association and the School will be managed exclusively, limited by rule 9.10 below, in accordance with the governance and delegation powers outline in sections 13 and 18 by a Governing Board ("the Board") consisting of no fewer than six (6) and no more than eight (8) Directors, plus the Principal.
- 9.2 The Principal or Acting Principal shall be an ex-officio, non-voting Director of the Board.

Eligibility

- 9.3 A Director must be a fit and proper person to be a BGMS Board Director, as satisfied against criteria contained within the Board Policies Manual (which must be consistent with the minimum requirements of the Act).
- 9.4 A Director may not be an employee, contractor, or consultant to the School, with the exception of the ex-officio position of the Principal or Acting Principal, or where a Director is considered to fall under one of these categories only by virtue that they are paid a remuneration for that position as approved by the Association in rule 9.10 below.

Composition

9.5 The Board shall consist of:

9.5.1 three (3) Directors who are Members of the Association, by virtue of rules 6.1 or 6.3 above (i.e. parents of a child enrolled in the School), and who are elected by the Association;

9.5.2 one (1) Director who is an Independent Person who is appointed by the Association;

9.5.3 two (2) Directors, who may be either Members of the Association by virtue of rules 6.1 or 6.3 above (i.e. parents of a child enrolled in the School) or Independent Persons, who are appointed by the Association; or

9.5.4 a Director/s appointed to any of the above positions as an Acting Director under rule 12.2.1.; and the Board may also consist of

9.5.5 up to two (2) optional Directors, appointed by the Board for the purposes of providing a specific skill or experience set to the Board.

Terms of Directors

9.6 A Director shall have a term of two (2) years commencing from the close of the general meeting at which the Director was elected or appointed, until the position is declared vacant at the second Annual General Meeting after the Director's election or appointment, unless:

9.6.1 that Director is appointed by the Board under rule 9.5.5, in which case that optional Director shall have a term that is determined by the Board which shall be no more than one (1) year commencing from the time of their appointment; or

9.6.2 that Director is elected to fill a casual vacancy as described in section 12, in which case the term of the newly elected Director shall be the remaining balance of the term of the outgoing Director whose departure produced the casual vacancy.

9.7 Wherever possible, to assist with Board succession, the Association should seek to make arrangements so that only half of the Director terms expire in a given year.

9.8 A Director whose term expires under rule 9.6 can seek re-election or re-appointment for another term.

Office Bearers

9.9 A Director shall be appointed by the Board as an Office Bearer for each of the following positions:

9.9.1 Chairperson;

9.9.2 Vice-Chairperson;

9.9.3 Secretary; and

9.9.4 Treasurer; and

9.9.5 in the event of deadlock in any appointment, the appointment shall be decided by the drawing of lots.

Allowances and Remuneration

9.10 The Association may, by a resolution passed by a simple majority at a general meeting, set out limitations with regards to any allowances, reimbursements, or remuneration for Directors (with the exception of the Principal), Office Bearers, or members of a Committee, as defined in rule 13.5 below, to which the Board must adhere. Any allowances, reimbursements or remuneration referred to in this rule must comply with rule 4.1 and the Board Policies Manual.

10 Nominations Committee

- 10.1 The Association shall establish a Special Standing Committee of the Board known as the Nominations Committee which shall:
 - 10.1.1 provide information to the Association on the skills and experience profiles of any nominees for election to the Board of Directors;
 - 10.1.2 provide recommendations to the Association on appointments to the Board of Directors;
 - 10.1.3 undertake other such activities related to the nominations and appointment processes of the Board and its Committees as identified by the Board in writing, consistent with these Rules; and that
 - 10.1.4 the size of this Committee should be between three (3) and five (5) members; and
 - 10.1.5 this Committee should comprise of at least one (1) but no greater than two (2) Directors, and at least two (2) and no greater than three (3) Association Members who are not current Directors nor seeking election or appointment to the Board.

11 Governing Board – Elections and Appointments

Elected Directors – rule 9.5.1

- 11.1 The number of vacancies to be filled by election at an Annual General Meeting shall be that needed to meet the requirement of rule 9.5.1.
- 11.2 A person is only eligible for election to the Board under rule 9.5.1 if:
 - 11.2.1 that person (“the nominee”) is a current Member; and
 - 11.2.2 the nominee or another Member (“the nominator”) has nominated that person in writing for election to the Nominations Committee on or before a date set by the Nominations Committee, which can be no less than fourteen (14) days before the day on which the Annual General Meeting concerned is to be held, signed by:
 - a. the nominee, to signify his or her willingness to stand for election; and as relevant
 - b. the nominator;
 - 11.2.3 that nominee has confirmed in writing that they meet the requirements of being a fit and proper person to be a BGMS Board Director as described in rule 9.3; and
 - 11.2.4 that nominee has provided a written statement of the skills and experience they believe makes them suitable to be a BGMS Board Director; or
 - 11.2.5 that person is a current Member and is elected under rule 11.5 or 11.6.
- 11.3 If the number of persons nominated in accordance with rule 11.2:
 - 11.3.1 exceeds the number of vacancies identified in rule 11.1, then an election shall be held for the vacant positions in accordance with a manner set out by the Board;
 - 11.3.2 does not exceed the number of vacancies identified in rule 11.1, then to be duly elected each nominee must be individually ratified by a simple majority vote of the meeting.
- 11.4 An eligible nominee for election may vote for themselves under rule 11.3.
- 11.5 If vacancies under rule 11.1 still remain after rule 11.3.2 is applied, then:

- 11.5.1 nominations shall be sought from the floor of the Annual General Meeting; and
 - 11.5.2 any such nominations from the floor shall then be referred to the Nominations Committee for consideration subsequent to the meeting; and
 - 11.5.3 the Nominations Committee shall then make a recommendation to the Board regarding the nominee/s suitability for appointment to the Board; after which
 - 11.5.4 the Board may thereby appoint that nominee/s to the Board as an Acting Director/s in the same manner as occurs to fill a casual vacancy under rule 12.2.1.
- 11.6 If vacancies under rule 11.1 still remain after rule 11.5 is applied, then the Board shall, after consultation with the Nominations Committee, appoint an Acting Director/s in the same manner as occurs to fill a casual vacancy under rule 12.2.1.

Independent Director – rule 9.5.2

- 11.7 Appointment of the Independent Director, as described in rule 9.5.2, shall occur when the term of that Directorship is complete at an Annual General Meeting as described in rule 11.8, or after a casual vacancy has occurred in accordance with rule 12.2.
- 11.8 A person is only eligible for appointment under rule 9.5.2 if:
- 11.8.1 that person (“the nominee”) is not a Member;
 - 11.8.2 a signed written nomination for the nominee has been received by the Nominations Committee for the position of Independent Director on or before a date set by the Nominations Committee, which can be no less than fourteen (14) days before the day on which the Annual General Meeting concerned is to be held; and
 - 11.8.3 that nominee has confirmed in writing that they meet the requirements of being a fit and proper person to be a BGMS Director as described in rule 9.3.
- 11.9 The Annual General Meeting shall receive the advice of the Nominations Committee regarding the appointment of the Independent Director and may choose:
- 11.9.1 where there is a single recommendation from the Nominations Committee, by a simple majority at the meeting, to then appoint the Director;
 - 11.9.2 where there are multiple recommendations from the Nominations Committee, conduct a vote to then appoint the Director, through a manner of voting determined by the Board; or may choose
 - 11.9.3 not to accept the recommendation of the Nominations Committee, in which case that Director position shall be considered vacant, and subsequent to the meeting, the Board shall appoint an Acting Director to fill this vacancy in the same manner as occurs to fill a casual vacancy under rule 12.2.1, with the exception that the appointee not be a Member of the Association.

Appointed Directors – rule 9.5.3

- 11.10 The number of other vacancies to be filled by appointment at an Annual General Meeting shall be that needed to meet the requirement of rule 9.5.3.
- 11.11 A person is only eligible for appointment under rule 9.5.3 if:
 - 11.11.1 a signed written nomination for the nominee has been received by the Nominations Committee for the position of Appointed Director on or before a date set by the Nominations Committee, which can be no less than fourteen (14) days before the day on which the Annual General Meeting concerned is to be held; and
 - 11.11.2 that nominee has confirmed in writing that they meet the requirements of being a fit and proper person to be a BGMS Director as described in rule 9.3
- 11.12 The meeting shall receive the advice of the Nominations Committee regarding the appointment of the other Director/s, as described in rule 9.5.3 and may choose:
 - 11.12.1 where there is a recommendation from the Nominations Committee that is equal to or less than the number of vacancies described in rule 11.10, to then appoint the Director/s by a simple majority at the meeting;
 - 11.12.2 where there are recommendations from the Nominations Committee exceeding the number of vacancies described in rule 11.10, conduct a vote to then appoint the Director/s, through a manner of voting determined by the Board; or may choose
 - 11.12.3 not to accept some or all of the recommendation/s of the Nominations Committee, in which case the Board shall, subsequent to the meeting, appoint an Acting Director/s to fill any vacancy/ies that may remain in the same manner as occurs to fill a casual vacancy under rule 12.2.1.

Optional Directors – rule 9.5.5

- 11.13 Appointment of up to two (2) optional Directors, as described in rule 9.5.5, may be made directly by the Board at any time, where the Board determines that person possesses a particular skill or experience set which may add value to the Board's deliberations and functions, or where the Board has determined that the appointment is necessary for succession planning.

Other Matters regarding Elections and Appointments

- 11.14 A Member may nominate for both an elected and an appointed Directors position, but must indicate in their written nominations they want to be considered under both categories of directorship.

12 Governing Board - Casual Vacancies and Acting Directors

- 12.1 A person shall cease automatically to be a Director and a casual vacancy shall occur in the Board if a Director:
- 12.1.1 dies;
 - 12.1.2 resigns by notice in writing delivered to the Chairperson or, if the Director is the Chairperson, to the Vice-Chairperson and that resignation is accepted by resolution of the Board;
 - 12.1.3 becomes an employee, contractor or consultant to the School, with the exception of the ex-officio position of the Principal or Acting Principal, or an Office Bearer who is paid remuneration for that position as approved by the Association in rule 9.10 above;
 - 12.1.4 is no longer considered by an absolute majority of the Board to be a fit and proper person to be a BGMS Board Director as defined in the Board Policies Manual, which includes a person who is not permitted to be a member of a management committee (i.e. in the case of BGMS, "the Board") as outlined in Section 39 of the Act;
 - 12.1.5 is absent in person from:
 - a. 4 consecutive Board Meetings; or
 - b. 3 Board Meetings in the same financial year without tendering an apology to the person presiding at each of those Board Meetings, of which meetings the Director received notice; unless
 - c. that Director has requested in writing, a leave of absence from the Board, and the Board has resolved by an absolute majority to grant that request; or
 - 12.1.6 is subject to a resolution passed by a general meeting of the Association that terminates his or her appointment as a Director.
- 12.2 A casual vacancy in the Board:
- 12.2.1 may, at the discretion of the Board be filled with an Acting Director, who shall be appointed until the next occasion of a general meeting, but shall otherwise have all the other duties and responsibilities of a Director, including being a fit and proper person as described in rule 9.3; or
 - 12.2.2 otherwise, must be filled at the next occasion of an election at a general meeting, but will only serve the remaining term of the outgoing Director as described in rule 9.6.2 above.
- 12.3 Where a Director elected under rule 9.5.1 ceases to be a Member of the Association that Director shall continue to serve as an Acting Director until the next Annual General Meeting, whereby:
- 12.3.1 if they have a further period to serve on their original term the Acting Director may request of the Association to grant them membership in accordance with rule 6.4 for the remainder of their full original term as Director; or
 - 12.3.2 otherwise a vacancy is deemed to have occurred and an election as outlined in section 11 applies.

13 Governance and Delegation

- 13.1 The Board shall maintain a Board Policies Manual reflecting best practices in governance setting out:
 - 13.1.1 the roles and responsibilities of the Board;
 - 13.1.2 the reporting relationships of the Board, its Office Bearers, the Principal and any other delegates as appointed under rule 13.5;
 - 13.1.3 the effective policies and/or processes for monitoring and achieving improvements in student learning;
 - 13.1.4 the effective policies and/or processes for monitoring and managing the School's financial resources in accordance, where relevant, with any purposes for which they were provided;
 - 13.1.5 policies and/or processes to evaluate, and direct changes to improve, the effectiveness of the Board;
 - 13.1.6 any policies and/or processes to ensure compliance with all written and other laws that apply to and in respect of the School and the operation of the School; and
 - 13.1.7 any other policies and/or processes by which the Association's and the School's affairs shall be managed.
- 13.2 The Board Policies Manual may be amended by at least a 75% majority of the votes cast at a Board Meeting.
- 13.3 The Board shall be responsible to ensure that the affairs of the Association and the School are managed in the manner set forth in the Board Policies Manual.
- 13.4 The Board shall maintain and publish a School Strategic Plan that provides the strategic direction of the Association and the School, which it shall review, and if necessary update, from time to time.
- 13.5 The Board may delegate, in writing, to any employee, contractor or Member or to one or more Committees (consisting of such persons as the Board thinks fit) the exercise of such functions of the Board as are specified in the delegation other than:
 - 13.5.1 the power of delegation;
 - 13.5.2 a function which is a duty imposed solely on the Board by the Act or any other law; or
 - 13.5.3 that delegation already granted to the Principal or Acting Principal in rule 18.3.
- 13.6 Any delegation under rule 13.413.5 may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Board may continue to exercise any function delegated.
- 13.7 The Board may, in writing, revoke wholly or in part any delegation under rule 13.413.5.
- 13.8 Any delegation contained in the Board Policies Manual of the powers, function or responsibilities of the Board shall have effect.
- 13.9 To the extent permitted by law, the provisions of this section 13 shall prevail in the event of a conflict with any other provision of these rules.

14 Chairperson and Vice-Chairperson

14.1 The Chairperson must preside at all Board meetings and General Meetings, except that in the absence of the Chairperson, then the Vice-Chairperson will preside, or in the event of the absence of the Chairperson and the Vice-Chairperson:

14.1.1 At a meeting of the Board, a Director elected by the other Directors present at the Board Meeting must preside; and

14.1.2 At a General Meeting a Member elected by a simple majority of the Members present at the General Meeting, must preside.

15 Secretary

15.1 The Secretary must-

15.1.1 co-ordinate the correspondence of the Association;

15.1.2 keep full and correct minutes of the proceedings of the Board and of the Association;

15.1.3 comply on behalf of the Association with-

a. Section 53 of the Act with respect to the register of Members of the Association, as referred to in section 7;

b. Section 53 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a Member of the Association, must make available those rules for the inspection of the Member and the Member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and

c. Section 58 of the Act by maintaining a record of the names and residential or postal addresses of the persons who:

i. are Directors and persons who are authorised to use the common seal of the Association under rule 26.3; and

ii. are appointed or act as trustees on behalf of the Association, and the Secretary must, upon the request, that is demonstrated to be connected with the affairs of the Association consistent with Section 58(5) of the Act, of a Member of the Association, make available the record for the inspection of the Member and the Member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose; and

15.1.4 assure themselves that the Association has fit for purpose processes in place to comply with rules 15.1.1 through 15.1.3.

15.2 The Board may delegate in whole or in part any of the functions set out in rule 15.1 except rule 15.1.4

15.3 Any delegation under rule 15.2 may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Board may continue to exercise any function delegated.

15.4 The Board may, in writing, revoke wholly or in part any delegation under rule 15.2.

15.5 Any register, record, book or document of the Association may be kept solely in electronic or in paper form to the extent permitted by relevant law.

16 Treasurer

16.1 Subject to rule 16.2, the Treasurer must-

16.1.1 be responsible for the receipt of all moneys paid to or received by, or by the Treasurer on behalf of, the Association and must issue receipts for those moneys in the name of the Association;

16.1.2 pay all moneys referred to in rule 16.1.1 into such account or accounts of the Association as the Board may from time to time direct;

16.1.3 make payments from the funds of the Association with the authority of a general meeting or of the Board and in so doing ensure that all payments are authorised in line with the Board Policy Manual or otherwise by the Treasurer and at least one other authorised Director, or by any two others as are authorised by the Board;

16.1.4 comply on behalf of the Association (which under Section 64 of the Act is classified as a **tier 3 association**) with Sections 66, 74 and 76 of the Act with respect to the financial records of the Association by-

a. keeping such financial records:

- i. as correctly record and explain the transactions and financial position and performance of the Association;
- ii. that will enable true and fair financial statements of the Association to be prepared from time to time; and that
- iii. will enable them to be conveniently and properly audited;

b. keeping its accounting records in a secure location;

c. preparing, within 6 months after the end of the financial year, an annual financial report for that financial year that includes financial statements and notes to those statements that:

- i. give a true and fair view of the financial position and performance of the association; and
- ii. comply with the Accounting Standards as defined in Section 62 of the Act;

d. ensuring that this annual financial report is audited in accordance with Divisions 5, 6 and 7 of the Act; and

e. submitting to Members at each Annual General Meeting of the Association this annual financial report and a copy of the auditor's report of that annual financial report;

16.1.5 whenever directed to do so by the Chairperson, or an absolute majority of the Board, submit to the Board a report, balance sheet or financial statement in accordance with that direction;

16.1.6 ensure the Association's compliance with any legal obligation to make financial records available for inspection, and perform such other duties as are imposed by these rules on the Treasurer; and

16.1.7 must assure them self that the Association has processes in place to comply with rules 16.1.1 - 16.1.6.

16.2 The Board may delegate in whole or in part any of the functions set out at rule 16.1 to the Principal, except rule 16.1.7.

16.3 Any delegation under rule 16.2 will be subject to such conditions and limitations as to the exercise of that function, or as to time and circumstances, as are specified in the written delegation, and the Board may continue to exercise any function delegated.

16.4 The Board may, in writing, revoke wholly or in part any delegation under rule 16.2.

17 Auditor

- 17.1 There shall be one auditor of the Association who shall be appointed annually by a General Meeting. The Treasurer or delegates shall comply with all lawful requests for information made by the Auditor in the discharge of his or her duties.
- 17.2 The Auditor shall have rights with regards to meetings of the Association, as outlined in section 20 .

18 Principal

- 18.1 The Board may appoint and manage the performance of a Principal in accordance with the Board Policies Manual. A decision to appoint or dismiss the Principal shall require a majority of 75% of those present and eligible to vote at a Board Meeting.
- 18.2 The Board may appoint an Acting Principal for a term not exceeding one year by simple majority of those present and eligible to vote at a Board Meeting.
- 18.3 The Board delegates the responsibility for the day-to-day operations of the Association and the School to the Principal or Acting Principal.
- 18.4 The Principal, or Acting Principal, is also the Chief Executive Officer of the Association and the School, and is also an Officer Bearer of the Association as defined in the Act, and has all the duties as outlined in Division 3 (Duties of officers) of the Act.
- 18.5 The Principal is expected to attend Board meetings as per rule 19.7 below.

19 Proceedings of Board

- 19.1 The Board must meet together for the dispatch of business at least six (6) times per year and the Chairperson, or at least half of all Directors in office, may at any time convene a meeting of the Board upon giving five days' written notice to all Directors.
- 19.2 Any Director may attend a meeting by telephone or other means of instantaneous communication and shall be entitled to vote and to count in the quorum as if physically present.
- 19.3 When the administration of the business of the Association requires, the Chairperson may propose a resolution by email to all Directors and upon receipt of clear agreement from at least 75% of Directors the Chairperson shall declare the resolution passed with the same effect as if the Board had met in person.
- 19.4 Each Director, except the Principal as set out in rule 9.2, has a deliberative vote.
- 19.5 A question arising at a Board Meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the Board Meeting will have a casting vote in addition to his or her deliberative vote.
- 19.6 At a Board Meeting, a quorum shall be half the total number of board directors as set out in rule 9.1 plus one, rounded up.
- 19.7 The Principal must attend all Board Meetings where possible, but under the direction of the Chairperson or simple majority vote of the Board, may be excluded from Board deliberations where there is a perceived conflict of interest with regards to the business before the Board.
- 19.8 Subject to these rules, the procedure and order of business to be followed at a Board Meeting must be determined by the Directors present at the Board Meeting.
- 19.9 As required under Sections 42 and 43 of the Act, a Director who has a material personal interest in a matter that is being considered at a Board meeting, must:

- 19.9.1 as soon as the Director becomes aware of that interest, disclose the nature and extent of the interest and relation of the interest to the activities of the Association to the Board; and
- 19.9.2 these details must be recorded in the minutes of the meeting of the Board at which the disclosure is made; and
- 19.9.3 disclose the nature and extent of the interest and relation of the interest to the activities of the Association at the next general meeting of the Association.
- 19.10 Rule 19.9 does not apply in respect of a material personal interest that exists only:
 - 19.10.1 because the Director is a member of a class of persons for whose benefit the Association is established, or that the Director has in common with all, or a substantial proportion of, the membership of the Association; or
 - 19.10.2 by virtue of that the fact that the Director is the Principal or Acting Principal.
- 19.11 A Director who has a material personal interest in a contract or proposed contract that is being considered at a meeting of the Board must not:
 - 19.11.1 be present while the matter is being considered at the meeting; or
 - 19.11.2 vote on the matter.
- 19.12 Rule 19.11 does not apply in respect of a material personal interest that exists only because the Director is a member of a class of persons for whose benefit the Association is established, or that the Director has in common with all, or a substantial proportion of, the membership of the Association.
- 19.13 If a Director discloses a material personal interest in a contract or proposed contract and has complied with rule 19.11, or the interest is not required to be disclosed because of rule 19.12, then:
 - 19.13.1 the contract is not liable to be avoided by the Association on any ground arising from the fiduciary relationship between the Director and the Association; and
 - 19.13.2 the Director is not liable to account for profits derived from the contract.
- 19.14 If there are not enough Directors to form a quorum to consider a matter because of rule 19.11 one or more Directors (including those who have a material personal interest in the matter) may call a general meeting, and the general meeting may pass a resolution to deal with the matter.

20 General Meetings

- 20.1 The Board-
 - 20.1.1 may at any time convene a special general meeting, giving no less than 14 days' notice, and outlining the purpose of the meeting;
 - 20.1.2 must convene Annual General Meetings within the time limits provided for the holding of such meetings by Section 50 of the Act, that is, in every calendar year within six (6) months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner; and
 - 20.1.3 must, within 30 days of receiving a request in writing to do so from not less than 15 Members, convene a special general meeting for the purpose specified in that request.
- 20.2 The Members making a request referred to in rule 20.1.3 must-
 - 20.2.1 state in that request the purpose for which the special general meeting concerned is required; and
 - 20.2.2 sign that request.

- 20.3 If a special general meeting is not convened within the relevant period of 30 days referred to in rule 20.1.3, the Members who made the request concerned may themselves convene a special general meeting as if they were the Board.
- 20.4 When a special general meeting is convened under rule 20.3 the Association must pay the reasonable expenses of convening and holding the special general meeting.
- 20.5 The Secretary must give to all Members, Directors and the Auditor not less than 14 days' notice of an Annual General Meeting and that notice, subject to rule 20.7 related to special resolutions, must specify-
- 20.5.1 when and where the Annual General Meeting is to be held;
- 20.5.2 the particulars of the business to be transacted, as follows:
- a. the consideration of the Board's annual report and the financial report of the Association for the preceding financial year presented under Part 5 of the Act;
 - b. a copy of the report of the review or auditor's report on the financial report of the Association;
 - c. the election and/or appointment of Directors to replace outgoing Directors; and
 - d. any other business requiring consideration by the Association at the Annual General Meeting.
- 20.6 The Secretary must give to all Members not less than 14 days' notice of a special general meeting and that notice, subject to rule 20.7 related to special resolutions, must specify-
- 20.6.1 when and where the special general meeting concerned is to be held; and
- 20.6.2 the particulars of the business to be transacted at the special general meeting concerned, and the order in which that business is to be transacted.
- 20.7 A special resolution may be moved at any general meeting, however in addition to the notifications required in either rule 20.5 or 20.6 the Secretary, or delegate, must also include in the notice of the meeting:
- 20.7.1 the wording of the proposed resolution;
- 20.7.2 state that the resolution is intended to be proposed as a special resolution; and
- 20.7.3 state that the Member may appoint another Member as a proxy for the meeting, and include a copy of any form the Board has approved for the appointment of a proxy.
- 20.8 The Auditor is entitled to attend any general meeting and to be heard by the Members on any part of the business of the meeting that concerns the Auditor in the capacity of auditor.
- 20.9 The Secretary, in the case of a Special General Meeting called under rule 20.1.1 or an Annual General Meeting, or the Members who made the request under rule 20.1.3, may also specify who else – in addition to Members, Directors and the Auditor – is invited to attend, in whole or in part, that General Meeting.

21 Quorum and Proceedings at General Meetings

- 21.1 At a general meeting 20 percent of the total number of Members, present in person or via web-conferencing, teleconference or other means of instantaneous communication, shall constitute a quorum.
- 21.2 If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 20.5 or 20.6:

- 21.2.1 as a result of a request or notice referred to in rule 20.1.3 or as a result of action taken under rule 20.3, a quorum is not present, the general meeting lapses; or
- 21.2.2 otherwise than as a result of a request, notice or action referred to in rule 21.2.1, the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.
- 21.3 If within 30 minutes of the time appointed by rule 21.2.2 for the resumption of an adjourned general meeting a quorum is not present, the Members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
- 21.4 The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.
- 21.5 There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
- 21.6 When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under section 20 of the adjourned general meeting as if that general meeting were a fresh general meeting.
- 21.7 At a general meeting:
 - 21.7.1 an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to rule 21.9; and
 - 21.7.2 a special resolution put to the vote will be decided in accordance with Section 51 of the Act, and, if a poll is demanded, in accordance with rules 21.9 and 21.11.
- 21.8 A declaration by the Chairperson of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with rule 21.9.
- 21.9 At a general meeting, a poll may be demanded by the Chairperson or by three or more Members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.
- 21.10 If a poll is demanded and taken under rule 21.9 in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.
- 21.11 A poll demanded under rule 21.9 must be taken immediately on that demand being made.

22 Minutes of Meetings of Association

- 22.1 The Secretary must cause proper minutes of all proceedings of all general meetings and Board Meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Board Meeting, as the case requires, in a minute book or suitable electronic record kept in a secure location, for that purpose.
- 22.2 The Chairperson must ensure that the minutes taken of a general meeting or Board Meeting under rule 22.1 are checked and signed as correct by the Chairperson of the general meeting or Board Meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Board Meeting, as the case requires.
- 22.3 When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-
 - 22.3.1 the general meeting or Board Meeting to which they relate (in this rule called "the meeting") was duly convened and held;

- 22.3.2 all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
- 22.3.3 all appointments or elections purporting to have been made at the meeting have been validly made.

23 Voting Rights of Members of Association

- 23.1 Subject to these rules, each Member present in person or by proxy at a general meeting is entitled to a deliberative vote.

24 Proxies of Members of Association

- 24.1 A Member (in this section called "the appointing Member") may appoint another Member who is a natural person to be the proxy of the appointing Member and to attend, and vote and speak on behalf of the appointing Member at, any general meeting.
- 24.2 The appointment of a proxy must be in writing and signed by the appointing Member.
- 24.3 The appointing Member may give specific directions as to how the proxy is to vote on the appointing Member's behalf, but if no instructions are given to the proxy, the proxy may vote on behalf of the appointing Member as the proxy sees fit.
- 24.4 If the Board has approved a form for the appointment of a proxy, the appointing Member may use that form or any other form that clearly identifies the person appointed as the appointing Member's proxy and that has been signed by the appointing Member.
- 24.5 Notice of a general meeting given to a Member under section 20 must state that the Member may appoint another Member as a proxy for the meeting, and include a copy of any form the Board has approved for the appointment of a proxy.
- 24.6 A form appointing a proxy must be given to the Secretary, or delegate, before the commencement of the general meeting for which the proxy is appointed, however a proxy sent by post or electronically is of no effect unless it received by the Association no later than 24 hours before the commencement of the meeting.

25 Rules of the Association

- 25.1 The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in Sections 30, 31 and 33 of the Act, which is as follows-
- 25.1.1 Subject to rules 25.1.2 and 25.1.3, the Association may alter its rules by special resolution but not otherwise.
- 25.1.2 Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a Director certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so altered conform to the requirements of this Act.
- 25.1.3 An alteration of the rules of the Association does not take effect until rule 25.1.2 is complied with and the Commissioner has ratified the changes in writing.
- 25.2 Notification of changes to the rules of the Association, once approved by the Commissioner, are to be given to those entities and agencies as described in the Board Policies Manual.

26 Common Seal of Association

- 26.1 The Association must have a common seal on which its corporate name appears in legible characters.
- 26.2 The common seal of the Association must not be used without the express authority of the Board and every use of that common seal must be recorded in the minute book referred to in rule 22.1.
- 26.3 The affixing of the common seal of the Association must be witnessed by any two of the Chairperson, the Vice-Chairperson, the Secretary, the Treasurer, or the Principal.
- 26.4 The common seal of the Association must be kept in the custody of the Secretary or of such other person as the Board from time to time decides.

27 Inspection of Records, etc. of Association

- 27.1 Subject to any reasonable restrictions as to time, place and notice period imposed by the Board or its delegates, a Member may upon request inspect and obtain a copy of the following documents of the Association:
 - 27.1.1 register of Members;
 - 27.1.2 these rules;
 - 27.1.3 record of Office Bearers;
 - 27.1.4 the latest available profit and loss statement, and balance sheet
 - 27.1.5 the latest approved School Strategic Plan; and
 - 27.1.6 the latest approved version of the Board Policy Manual.

28 Notices

- 28.1 A notice may be served by or on behalf of the Association upon a Member or Director either:
 - 28.1.1 personally;
 - 28.1.2 by prepaid post, addressed to the Member, to the address recorded in the register of Members or record of office bearers;
 - 28.1.3 by leaving the notice during term time in the pigeon-hole on school premises assigned to the Member; or
 - 28.1.4 electronically to an email address supplied by the Member for correspondence.
- 28.2 Service shall be deemed effective immediately in the case of the methods outline in rules 28.1.1 and 28.1.4, 48 hours in the case of the method outlined in rule 28.1.3, and 96 hours in the case of the method outlined in rule 28.1.2.

29 Distribution of Surplus Property on Cancellation or Winding Up of the Association

- 29.1 Upon the cancellation or winding up of the Association, the Association will determine, by resolution of the Members, the distribution of surplus property in accordance with the restrictions contained in Section 24 of the Act.

30 Indemnity

30.1 To the extent permissible by law:

30.1.1 The Directors, Acting Directors and office bearers of the Association shall at all times be kept indemnified from and against all costs, charges, losses, damages and expenses which all or any of them shall incur in any actions and proceedings which all or any of them shall be plaintiffs or defendants PROVIDED THAT such Director/s, Acting Director/s or Office Bearer/s, acted by direction or with the approval of the Association; and

30.1.2 No Member or employee of the Association shall be liable for the acts, receipts, deeds, neglects or defaults of any other Member or employee of the Association but only for his own acts, receipts, deeds, neglects and defaults alone.

31 Suspension or Expulsion

31.1 For the purposes of this section the term *Member*, in relation to a member who is expelled from the Association, also includes former member.

31.2 The Board may decide to suspend a Member's membership or to expel a Member from the Association, subject to the other rules contained within this section, if the Member:

31.2.1 contravenes any of these rules; or

31.2.2 acts detrimentally to the interests of the Association.

31.3 The Secretary must give the Member written notice of the proposed suspension or expulsion at least 28 days before the Board meeting at which the proposal is to be considered by the Board.

31.4 The notice to the Member must state:

31.4.1 when and where the Board meeting is to be held;

31.4.2 the grounds on which the proposed suspension or expulsion is based; and

31.4.3 that the Member, or the Member's representative, may attend the meeting the meeting and will be given a reasonable opportunity to make written and oral (or both) submissions to the Board about the proposed suspension or expulsion.

31.5 At the Board meeting, the Board must:

31.5.1 give the Member, or the Member's representative, a reasonable opportunity to make written or oral (or both) submissions to the Board about the proposed suspension or expulsion;

31.5.2 give due consideration to any submission made; and

31.5.3 decide –

a. whether or not to suspend the Member's membership and, if the decision is to suspend the membership the period of suspension; or

b. whether or not to expel the Member from the Association.

31.6 A decision of the Board to suspend the Member's membership has immediate effect.

31.7 A decision of the Board to expel the member from the Association takes immediate effect, unless that member gives written notice in accordance with rule 31.9, in which case that person shall be consider suspended until such time as the dispute resolution process is complete.

31.8 The Board must give the member written notice of the committee's decision, and the reasons for the decision, within 7 days after the Board meeting at which the decision is made.

- 31.9 A Member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the committee's decision under rule 31.7 or 31.8, give written notice to the Secretary requesting the appointment of a mediator under rule 33.3.
- 31.10 If notice is given under rule 31.9, the Member who gives the notice and the Board are the parties to the mediation.
- 31.11 The consequence of suspension shall be that during the period a Member's membership is suspended the Member:
- 31.11.1 loses any rights (including voting rights) arising as a result of membership – except that the suspension shall not affect the enrolment of any child at the school; and
 - 31.11.2 is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 31.12 When a Member's membership is suspended, the Secretary must record in the register of members:
- 31.12.1 that the Member's membership is suspended; and
 - 31.12.2 the date of which the suspension takes effect; and
 - 31.12.3 the period of the suspension.
- 31.13 When the period of the suspension ends, the Secretary must record in the register of members that the Member's membership is no longer suspended.
- 31.14 The consequence of expulsion shall be that:
- 31.14.1 is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association; and
 - 31.14.2 the former member loses any rights (including, voting rights) arising as a result of membership, including the right to enrol, or maintain enrolment, of a child or children at the School; however
 - 31.14.3 the expulsion of a Member, shall in no way limit the rights of any other parent to be a Member of the Association, and as a natural consequence enrol or maintain enrolment of a child or children at the School.

32 Dispute Resolution

- 32.1 For the purposes of this section:
- 32.1.1 the term *Member*, in relation to a member who is expelled from the Association, also includes former member; and
 - 32.1.2 *party to a dispute* includes a person who:
 - a. is a party to the dispute; and
 - b. ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.
- 32.2 This dispute resolution procedure applies to disputes:
- 32.2.1 between Members; or
 - 32.2.2 between one or Members and the Association.
- 32.3 The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

32.4 How dispute resolution procedure is started:

32.4.1 If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 32.3, any party to the dispute may start the grievance procedure by giving written notice to the secretary of:

- a. the parties to the dispute; and
- b. the matters that are the subject of the dispute.

32.4.2 Within 28 days after the Secretary is given the notice, a Board meeting must be convened to consider and determine the dispute.

32.4.3 The Secretary must give each party to the dispute written notice of the Board meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.

32.4.4 The notice given to each party to the dispute must state:

- a. when and where the committee meeting is to be held; and
- b. that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both) submissions to the Board about the dispute.

32.4.5 If:

- a. the dispute is between one or more Members and the Association; and
- b. any party to the dispute gives written notice to the Secretary stating that the party:
 - i. does not agree to the dispute being determined by the Board; and
 - ii. requests the appointment of a mediator under rule 33.3;the Board must not determine the dispute.

32.5 Determination of dispute by Board:

32.5.1 At the Board meeting at which a dispute is to be considered and determined, the Board must:

- a. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
- b. give due consideration to any submissions so made; and
- c. determine the dispute.

32.5.2 The Board must give each party to the dispute written notice of the Board's determination, and the reasons for the determination, within 7 days after the Board meeting at which the determination is made.

32.5.3 A party to the dispute may, within 14 days after receiving notice of the Board's determination under rule 32.5.1c, give written notice to the Secretary requesting the appointment of a mediator under rule 33.3.

32.5.4 If notice is given under rule 32.5.3, each party to the dispute is a party to the mediation.

33 Mediation

33.1 This section applies if written notice has been given to the Secretary requesting the appointment of a mediator:

33.1.1 by a member under rule 31.9; or

33.1.2 by a party to a dispute under rule 32.4.5b or rule 32.5.3.

33.2 If this section applies, a mediator must be chosen or appointed under rule 33.3.

33.3 Appointment of mediator:

33.3.1 The mediator must be a person chosen:

- a. if the appointment of a mediator was requested by a Member under rule 31.9 – by agreement between the member and the Board; or
- b. if the appointment of a mediator was requested by a party to a dispute under rule 32.4.5b or 32.5.3 — by agreement between the parties to the dispute.

33.3.2 If there is no agreement for the purposes of rule 33.3.1a or 33.3.1b, then, subject to rules 33.3.3 and 33.3.4, the Board must appoint the mediator.

33.3.3 The person appointed as mediator by the Board must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by:

- a. a Member under rule 31.9; or
- b. a party to a dispute under rule 32.4.5b; or
- c. a party to a dispute under rule 32.5.3 and the dispute is between one or more Members and the Association.

33.3.4 The person appointed as mediator by the Board may be a Member or former member of the Association but must not:

- a. have a personal interest in the matter that is the subject of the mediation; or
- b. be biased in favour of or against any party to the mediation.

33.4 Mediation process:

33.4.1 The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

33.4.2 Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.

33.4.3 In conducting the mediation, the mediator must:

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

33.4.4 The mediator cannot determine the matter that is the subject of the mediation.

33.4.5 The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.

33.4.6 The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

33.5 If the dispute has not been resolved under the dispute resolution procedure or by mediation, then Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have the dispute determined.

33.6 If:

33.6.1 mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 31.9; and

33.6.2 as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked;

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.