

A. The name of the Association is: Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

B. The objects of the Association are:

1. To promote the School as an organisation for its continued work with educating our children. We will do this by supporting any aspects of the Marketing team and School Executive that promote the value of education at Bunbury Cathedral Grammar School.

2. To promote the sense of community within the School. We will do this by supporting and organising, as appropriate, functions and other events that facilitate the coming together of the School community - parents, extended family, children, staff - to enjoy each other's company, share ideas and work together for the betterment of the School.

3. To assist the students within the School community to achieve their goals and grow as a whole person to be all they can be.

C. Any ten members personally present (being members entitled to vote under these rules at a general meeting) will constitute a quorum for the conduct of business at a general meeting.

D. Any four Executive members constitute a quorum for the conduct of the business of an Executive meeting.

E. The association's financial year will be the period of 12 months commencing on 1st July and ending on 30th June of each year.

Document Version Control

Date	Author	Version	Revision Notes
09/03/19	Rachel Lanagan	1.0	First draft
14/03/19	P&F Executive	1.1	Reviewed by full Executive to be presented at Special General Meeting
08/05/19	P&F Members	1.1	Accepted by members present at Special General Meeting



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

BUNBURY CATHEDRAL GRAMMAR SCHOOL PARENTS & FRIENDS ASSOCIATION INC.

CONSTITUTION

PART 1 — PRELIMINARY

1. Terms used

In these rules, unless the contrary intention appears —

Act means the Associations Incorporation Act 2015;

associate member means a member with the rights referred to in rule 7(6);

Association means the Bunbury Cathedral Grammar School Parents & Friends Association Inc;

Board of Governors has the same meaning as defined in the School Constitution;

books, of the Association, includes the following —

- (a) a register;
- (b) financial records, financial statements or financial reports, however compiled, recorded or stored;
- (c) a document;
- (d) any other record of information;

by laws means by-laws made by the Association under rule 64 of the Act;

chairperson means the Executive member acting as the chairperson for a meeting of the Association (usually the President);

Commissioner means the person for the time being designated as the Commissioner under section 153 of the Act;

Executive means the management Executive of the Association;

Executive meeting means a meeting of the Executive;

Executive member means a member of the Executive;

Ex-officio member is the Head of School, Head of Primary, Head of Secondary and any other persons appointed at a general meeting;

financial records include —

- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers; and
- (b) documents of prime entry; and



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (c) working papers and other documents needed to explain —
- (i) the methods by which financial statements are prepared; and
 - (ii) adjustments to be made in preparing financial statements;

financial report, of a tier 2 association or a tier 3 association, has the meaning given in section 63 of the Act;

financial statements means the financial statements in relation to the Association required under Part 5 Division 3 of the Act;

financial year, of the Association, has the meaning given in rule 2;

general meeting, of the Association, means a meeting of the Association that all members are entitled to receive notice of and to attend;

member means a person who is an ordinary member or an associate member of the Association;

ordinary Executive member means an Executive member who is not an office holder of the Association under rule 27(3);

ordinary member means a member with the rights referred to in rule 7(5);

register of members means the register of members referred to in section 53 of the Act;

rules means these rules of the Association, as in force for the time being;

School means Bunbury Cathedral Grammar School;

secretary means the Executive member holding office as the secretary of the Association;

special general meeting means a general meeting of the Association other than the annual general meeting;

special resolution means a resolution passed by the members at a general meeting in accordance with section 51 of the Act;

sub-committee means a sub-committee appointed by the Executive under rule 50(1)(a);

tier 1 association means an incorporated association to which section 64(1) of the Act applies;

treasurer means the Executive member holding office as the treasurer of the Association.

vice president the Executive member holding office as the vice-president of the Association.

2. Financial year

- (1) The first financial year of the Association is to be the period notified to the Commissioner under section 7(4)(e) or, if relevant, section 29(5)(e) of the Act.
- (2) Each subsequent financial year of the Association is the period of 12 months commencing at the termination of the first financial year or the anniversary of that termination.

3. Objects of the Association

The objects of the Association shall be:



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (1) To promote the School as an organisation for its continued work with educating our children. We will do this by supporting any aspects of the Marketing team and School Executive that promote the value of education at Bunbury Cathedral Grammar School.
- (2) To promote the sense of community within the School. We will do this by supporting and organising, as appropriate, functions and other events that facilitate the coming together of the School community - parents, extended family, children, staff - to enjoy each other's company, share ideas and work together for the betterment of the School.
- (3) To assist the students within the School community to achieve their goals and grow as a whole person to be all they can be.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

PART 2 — ASSOCIATION TO BE NOT FOR PROFIT BODY

4. Not-for-profit body

- (1) The property and income of the Association must be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member, except in good faith in the promotion of those objects or purposes.
- (2) A payment may be made to a member out of the funds of the Association only if it is authorised under subrule (3).
- (3) A payment to a member out of the funds of the Association is authorised if it is —
 - (a) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - (b) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - (c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.



PART 3 — MEMBERS

Division 1 — Membership

5. Eligibility for membership

- (1) All parents or guardians of children enrolled at the School and any person who is interested in actively furthering the objects of the Association shall be eligible for membership.
- (2) An individual who has not reached the age of 15 years is not eligible to apply for a class of membership that confers full voting rights.

6. Becoming a member

- (1) Subject to payment of any subscription required by the Constitution, all parents or guardians of children enrolled at the School shall be added to the register of members as per rule 12.
- (2) Ex-officio members who pay a subscription required by the Constitution shall be added to the register of members.
- (3) A person who is not a parent or guardian of children enrolled at the School, but who is interested in becoming a member under rule 5, must apply in writing to the Executive.
- (4) The Executive may reject a written application under subrule (3) if the Executive considers that the person displays conduct that is detrimental to the interests of the Association.
- (5) The Board of Governors will have discretion to refuse membership of the Association to any person or to remove any person from membership, but only after consulting with the Executive of the Association. The Board of Governors must not exercise its discretion in any way that offends any State or Federal laws.

Note for this rule:

- (1) Section 36(1)(b) of the Act provides that the association must give each person who become a member of the association of copy of the rules in force at the time their membership commences. This can be an electronic format, available on a website.

7. Classes of membership

- (1) The Association consists of ordinary members and any associate members provided for under subrule (2) below.
- (2) The Association may have any class of associate membership approved by resolution at a general meeting, for example: honorary membership and life membership.
- (3) An individual who has not reached the age of 15 years is only eligible to be an associate member.
- (4) A person can only be an ordinary member or belong to one class of associate membership.
- (5) An ordinary member has full voting rights and any other rights conferred on members by these rules or approved by resolution at a general meeting or determined by the Executive.
- (6) An associate member has the rights referred to in subrule (5) other than full voting rights.
- (7) The number of members of any class is not limited unless otherwise approved by resolution at a general meeting.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

8. When membership ceases

- (1) A person ceases to be a member when any of the following takes place —
 - (a) the member dies;
 - (b) the person resigns from the Association under rule 9;
 - (c) the person is expelled from the Association under rule 14;
 - (d) the person ceases to be a member under rule 11(5).
- (2) The secretary must keep a record, for at least one year after a person ceases to be a member, of —
 - (a) the date on which the person ceased to be a member; and
 - (b) the reason why the person ceased to be a member.

9. Resignation

- (1) A member may resign from membership of the Association by giving written notice of the resignation to the Secretary.
- (2) The resignation takes effect —
 - (a) when the Secretary receives the notice; or
 - (b) if a later time is stated in the notice, at that later time.
- (3) A person who has resigned from membership of the Association remains liable for any fees that are owed to the Association (the **owed amount**) at the time of resignation.

10. Rights not transferable

The rights of a member are not transferable and end when membership ceases.

Division 2 — Membership fees

11. Membership fees

- (1) The Executive must determine the annual membership fee to be paid for membership of the Association.
- (2) The fees determined under subrule (1) may be different for different classes of membership.
- (3) Annual Subscriptions and conditions of payment shall be determined by the Executive prior to November of each year and subscription shall apply for the next calendar year.
- (4) A member must pay the annual membership fee to the Association, which is collected on behalf of the Association by the School, by 30 June of each year.
- (5) If a member has not paid the annual membership fee within the period of 1 month after the due date, the member ceases to be a member on the expiry of that period.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

Division 3 — Register of members

12. Register of members

- (1) The secretary, or another person authorised by the Executive, is responsible for the requirements imposed on the Association under section 53 of the Act to maintain the register of members and record in that register any change in the membership of the Association.
- (2) In addition to the matters referred to in section 53(2) of the Act, the register of members must include the class of membership (if applicable) to which each member belongs and the date on which each member becomes a member.
- (3) The register of members must be kept at the Bunbury Cathedral Grammar School.
- (4) A member who wishes to inspect the register of members must contact the secretary to make the necessary arrangements.
- (5) If —
 - (a) a member inspecting the register of members wishes to make a copy of, or take an extract from, the register under section 54(2) of the Act; or
 - (b) a member makes a written request under section 56(1) of the Act to be provided with a copy of the register of members,

the Executive may require the member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the Association.



PART 4 — DISCIPLINARY ACTION, DISPUTES AND MEDIATION

Division 1 — Term used

13. Term used: member

In this Part —

- (a) **member**, in relation to a member who is expelled from the Association, includes former member.

Division 2 — Disciplinary action

14. Suspension or expulsion

- (1) The Executive may decide to suspend a member's membership or to expel a member from the Association if —
 - (a) the member contravenes any of these rules; or
 - (b) the member acts detrimentally to the interests of the Association.
- (2) The secretary must give the member written notice of the proposed suspension or expulsion at least 14 days before the Executive meeting at which the proposal is to be considered by the Executive.
- (3) The notice given to the member must state —
 - (a) when and where the Executive meeting is to be held; and
 - (b) the grounds on which the proposed suspension or expulsion is based; and
 - (c) that the member, or the member's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Executive about the proposed suspension or expulsion;
- (4) At the Executive meeting, the Executive must —
 - (a) give the member, or the member's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Executive about the proposed suspension or expulsion; and
 - (b) give due consideration to any submissions so made; and
 - (c) decide —
 - (i) whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
 - (ii) whether or not to expel the member from the Association.
- (5) A decision of the Executive to suspend the member's membership or to expel the member from the Association takes immediate effect.
- (6) The Executive must give the member written notice of the Executive's decision, and the reasons for the decision, within 7 days after the Executive meeting at which the decision is made.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (7) A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Executive's decision under subrule (6), give written notice to the secretary requesting the appointment of a mediator under rule 22.
- (8) If notice is given under subrule (7), the member who gives the notice and the Executive are the parties to the mediation.

15. Consequences of suspension

- (1) During the period a member's membership is suspended, the member —
 - (a) loses any rights (including voting rights) arising as a result of membership; and
 - (b) is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- (2) When a member's membership is suspended, the secretary must record in the register of members —
 - (a) that the member's membership is suspended; and
 - (b) the date on which the suspension takes effect; and
 - (c) the period of the suspension.
- (3) 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.

Division 3 — Resolving disputes

16. Terms used

In this Division —

grievance procedure means the procedures set out in this Division;

party to a dispute includes a person —

- (a) who is a party to the dispute; and
- (b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

17. Application of this Division

The procedure set out in this Division (the grievance procedure) applies to disputes —

- (a) between members; or
- (b) between one or more members and the Association.

18. Parties to attempt to resolve dispute

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.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

19. How grievance procedure is started

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 18, 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.
- (2) Within 28 days after the Secretary is given the notice, an Executive meeting must be convened to consider and determine the dispute.
- (3) The Secretary must give each party to the dispute written notice of the Executive meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (4) The notice given to each party to the dispute must state —
 - (a) when and where the Executive 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 written and oral) submissions to the Executive about the dispute.
- (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 Executive; and
 - (ii) requests the appointment of a mediator under rule 22,the Executive must not determine the dispute.

20. Determination of dispute by Executive

- (1) At the Executive meeting at which a dispute is to be considered and determined, the Executive 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 Executive about the dispute; and
 - (b) give due consideration to any submissions so made; and
 - (c) determine the dispute.
- (2) The Executive must give each party to the dispute written notice of the Executive's determination, and the reasons for the determination, within 7 days after the Executive meeting at which the determination is made.
- (3) A party to the dispute may, within 14 days after receiving notice of the Executive's determination under subrule (1)(c), give written notice to the Secretary requesting the appointment of a mediator under rule 22.
- (4) If notice is given under subrule (3), each party to the dispute is a party to the mediation.



Division 4 — Mediation

21. Application of Division

- (1) This Division applies if written notice has been given to the Secretary requesting the appointment of a mediator —
 - (a) by a member under rule 14(7); or
 - (b) by a party to a dispute under rule 19(6)(b)(ii) or 20(3).
- (2) If this Division applies, a mediator must be chosen or appointed under rule 22.

22. Appointment of mediator

- (1) The mediator must be a person chosen —
 - (a) if the appointment of a mediator was requested by a member under rule 14(7) — by agreement between the Member and the Executive; or
 - (b) if the appointment of a mediator was requested by a party to a dispute under rule 19(6)(b)(ii) or 20(3) — by agreement between the parties to the dispute.
- (2) If there is no agreement for the purposes of subrule (1)(a) or (b), then, subject to subrules (3) and (4), the Executive must appoint the mediator.
- (3) The person appointed as mediator by the Executive 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 14(7); or
 - (b) a party to a dispute under rule 19(6)(b)(ii); or
 - (c) a party to a dispute under rule 20(3) and the dispute is between one or more members and the Association.
- (4) The person appointed as mediator by the Executive 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.

23. Mediation process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (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.
- (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



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (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.
- (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.

Note for this rule:

Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have a dispute determined if the dispute has not been resolved under the procedure provided for in the incorporated association's rules.

24. If mediation results in decision to suspend or expel being revoked

If —

- (a) mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 14(7); and
- (b) 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 an Executive meeting or general meeting during the period of suspension or expulsion.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

PART 5 — EXECUTIVE

Division 1 — Powers of Executive

25. Executive

- (1) The Executive members are the persons who, as the management Executive of the Association, have the power to manage the affairs of the Association.
- (2) Subject to the Act, these rules, the by-laws (if any) and any resolution passed at a general meeting, the Executive has power to do all things necessary or convenient to be done for the proper management of the affairs of the Association.
- (3) The Executive must take all reasonable steps to ensure that the Association complies with the Act, these rules and the by-laws (if any).

Division 2 — Composition of Executive and duties of members

26. Executive members

- (1) The Executive members consist of —
 - (a) the office holders of the Association; and
 - (b) ordinary Executive members.
- (2) The Executive must determine the maximum number of members who may be ordinary Executive members.
- (3) The following are the office holders of the Association —
 - (a) the President;
 - (b) the Senior Vic President;
 - (c) the Junior Vice President
 - (d) the Secretary;
 - (e) the Treasurer;
 - (f) the Merchandise Co-ordinator;
 - (g) the Catering Co-ordinator; and
 - (h) the Social Co-ordinator (may be shared by 2 or 3 people).
- (4) A Board Representative will be appointed from time to time at the discretion of the Board and shall be a member of the Executive for the duration of their Board appointment. They shall have voting rights.
- (5) The Head of School, Head of Secondary and the Head of Primary shall be Ex-officio members of the Executive. They shall have no voting rights.
- (6) A person may be an Executive member if the person is —
 - (a) an individual who has reached 18 years of age; and
 - (b) an ordinary member.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

(7) A person must not hold more than 2 of the offices mentioned in subrule (3) at the same time.

Notes for this rule:

- (1) Under section 39 of the Act the following persons must not, without leave of the Commissioner, accept an appointment or act as a member of a management Executive of an association:
 - (a) a person who is, according to the Interpretation Act 1984 section 13D, a bankrupt or person whose affairs are under insolvency laws;
 - (b) a person who has been convicted, within or outside the State, of-
 - (i) an indictable offence in relation to the promotion, formation or management of a body corporate; or
 - (i) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months; or
 - (ii) an offence under Part 4 Division 3 or section 127 of the Act
- (2) Section 39 only applies to a person who has been convicted of the above offences only for a period of 5 years from the time of the person's conviction, or if the conviction results in a term of imprisonment, from the time of the person's release from custody.
- (3) Section 3 of the Act provides a definition of "officer". The duties provisions will apply to Executive members and to those persons who have the ability to influence the management Executive but who do not hold a formal Executive position
 - (a) Under section 44 of the Act an officer of an association must exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise if that person-
 - (i) were an officer of the association in the association's circumstances; and
 - (ii) occupied the office held by, and had the same responsibilities within the association as, the officer.
 - (b) Under section 45 of the Act an officer of an association must exercise his or her powers and discharge his or her duties-
 - (i) in good faith in the best interests of the Association; and
 - (ii) for a proper purpose.
 - (c) Under section 46 an officer of an association must not improperly use his or her position to-
 - (i) gain an advantage for the officer or another person; or
 - (ii) cause detriment to the Association.
 - (d) Under section 47 a person who obtains information because the person is, or has been, an officer of an association must not improperly use the information to-
 - (i) gain an advantage for the person or another person; or
 - (ii) cause detriment to the Association.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

27. President

- (1) It is the duty of the President to consult with the Secretary regarding the business to be conducted at each Executive meeting and general meeting.
- (2) The President has the powers and duties relating to convening and presiding at Executive meetings and presiding at general meetings provided for in these rules.

28. Secretary

The Secretary has the following duties —

- (a) dealing with the Association's correspondence;
- (b) consulting with the chairperson regarding the business to be conducted at each Executive meeting and general meeting;
- (c) preparing the notices required for meetings and for the business to be conducted at meetings;
- (d) unless another member is authorised by the Executive to do so, maintaining on behalf of the Association the register of members, and recording in the register any changes in the membership, as required under section 53(1) of the Act;
- (e) maintaining on behalf of the Association an up-to-date copy of these rules, as required under section 35(1) of the Act;
- (f) unless another member is authorised by the Executive to do so, maintaining on behalf of the Association a record of Executive members and other persons authorised to act on behalf of the Association, as required under section 58(2) of the Act;
- (g) ensuring the safe custody of the books of the Association, other than the financial records, financial statements and financial reports, as applicable to the Association;
- (h) maintaining full and accurate minutes of Executive meetings and general meetings;
- (i) carrying out any other duty given to the secretary under these rules or by the Executive.

29. Treasurer

The treasurer has the following duties —

- (a) ensuring that any amounts payable to the Association are collected and issuing receipts for those amounts in the Association's name;
- (b) ensuring that any amounts paid to the Association are credited to the appropriate account of the Association, as directed by the Executive;
- (c) ensuring that any payments to be made by the Association that have been authorised by the Executive or at a general meeting are made on time;
- (d) ensuring that the Association complies with the relevant requirements of Part 5 of the Act;
- (e) ensuring the safe custody of the Association's financial records, financial statements and financial reports, as applicable to the Association;



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (f) if the Association is a tier 1 association, coordinating the preparation of the Association's financial statements before their submission to the Association's annual general meeting;
- (g) if the Association is a tier 2 association or tier 3 association, coordinating the preparation of the Association's financial report before its submission to the Association's annual general meeting;
- (h) providing any assistance required by an auditor or reviewer conducting an audit or review of the Association's financial statements or financial report under Part 5 Division 5 of the Act;
- (i) carrying out any other duty given to the treasurer under these rules or by the Executive.

30. Merchandise Co-ordinator

The Merchandise Co-ordinator has the following duties —

- (a) ensuring the P&F merchandise is effectively managed, including purchasing and storage;
- (b) ensuring all accounts are forwarded to the Treasurer for payment; and
- (c) ensuring any new merchandise lines have been approved by the School.

31. Catering Co-ordinator

The Catering Co-ordinator has the following duties —

- (a) managing catering at Association-sponsored events;
- (b) ensuring that the food is properly stored and available for the required event;
- (c) ensuring all accounts are presented to the Treasurer for payment;
- (d) managing the catering equipment owned by the Association; and
- (e) safely store or dispose of perishable supplies after an Association event.

32. Social Co-ordinator

The Social Co-ordinator has the following duties —

- (1) In the Primary School it is their responsibility to:
 - (a) liaise with Primary administration staff to identify Parent Class Representatives;
 - (b) liaise with Parent Class Representatives to create a contact list of all parents or guardians who indicated in the Data Collection Form that they were prepared to share their contact details with the Association; and
 - (c) liaise with Parent Class Representatives to provide support as required for class social events.
 - (d) Co-ordinate parent or guardian volunteer rosters to assist at Association events.
- (2) In the Secondary School it is their responsibility to:
 - (a) Co-ordinate parent or guardian volunteer rosters to assist at Association events; and



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (b) Be the point-of-contact for any class parents wishing to organise class social events

Division 3 — Election of Executive members and tenure of office

33. How members become Executive members

A member becomes an Executive member if the member —

- (a) is elected to the Executive at a general meeting; or
- (b) is appointed to the Executive by the Executive to fill a casual vacancy under rule 40.

34. Nomination of Executive members

- (1) At least 28 days before an annual general meeting, the secretary must send written notice to all the members —
 - (a) calling for nominations for election to the Executive; and
 - (b) stating the date by which nominations must be received by the secretary to comply with subrule (2).
- (2) A member who wishes to be considered for election to the Executive at the annual general meeting must nominate for election by sending written notice of the nomination to the secretary at least 7 days before the annual general meeting.
- (3) A member may nominate for one specified position of office holder of the Association or to be an ordinary Executive member.
- (4) A member whose nomination does not comply with this rule is not eligible for election to the Executive unless the member is nominated under rule 35(2) or 36(2)(b).

35. Election of office holders

- (1) At the annual general meeting, a separate election must be held for each position of office holder of the Association.
- (2) If there is no nomination for a position, the chairperson of the meeting, usually the immediate past-President, may call for nominations from the ordinary members at the meeting.
- (3) If only one member has nominated for a position, the chairperson of the meeting must declare the Member elected to the position.
- (4) If more than one member has nominated for a position, the ordinary members at the meeting must vote in accordance with procedures that have been determined by the Executive to decide who is to be elected to the position.
- (5) Each ordinary member present at the meeting may vote for one member who has nominated for the position.
- (6) A member who has nominated for the position may vote for himself or herself.
- (7) On the member's election, the new President of the Association may take over as the chairperson of the meeting.

36. Election of ordinary Executive members

- (1) At the annual general meeting, the Association must decide by resolution the number of ordinary Executive members (if any) to hold office for the next year.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (2) If the number of members nominating for the position of ordinary Executive member is not greater than the number to be elected, the chairperson of the meeting —
 - (a) must declare each of those members to be elected to the position; and
 - (b) may call for further nominations from the ordinary members at the meeting to fill any positions remaining unfilled after the elections under paragraph (a).
- (3) If —
 - (a) the number of members nominating for the position of ordinary Executive member is greater than the number to be elected; or
 - (b) the number of members nominating under subrule (2)(b) is greater than the number of positions remaining unfilled,

the ordinary members at the meeting must vote in accordance with procedures that have been determined by the Executive to decide the members who are to be elected to the position of ordinary Executive member.
- (4) A member who has nominated for the position of ordinary Executive member may vote in accordance with that nomination.

37. Term of office

- (1) The term of office of an Executive member begins when the member —
 - (a) is elected at an annual general meeting or under subrule 38(3)(b); or
 - (b) is appointed to fill a casual vacancy under rule 40.
- (2) Subject to rule 39, an Executive member holds office until the positions on the Executive are declared vacant at the next annual general meeting.
- (3) An Executive member may be re-elected.

38. Resignation and removal from office

- (1) An Executive member may resign from the Executive by written notice given to the Secretary or, if the resigning member is the Secretary, given to the President.
- (2) The resignation takes effect —
 - (a) when the notice is received by the Secretary or President; or
 - (b) if a later time is stated in the notice, at the later time.
- (3) At a general meeting, the Association may by resolution —
 - (a) remove an Executive member from office; and
 - (b) elect a member who is eligible under rule 26(4) to fill the vacant position.
- (4) An Executive member who is the subject of a proposed resolution under subrule (3)(a) may make written representations (of a reasonable length) to the Secretary or President and may ask that the representations be provided to the members.
- (5) The Secretary or President may give a copy of the representations to each member or, if they are not so given, the Executive member may require them to be read out at the general meeting at which the resolution is to be considered.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

39. When membership of Executive ceases

A person ceases to be an Executive member if the person —

- (a) dies or otherwise ceases to be a member; or
- (b) resigns from the Executive or is removed from office under rule 38; or
- (c) becomes ineligible to accept an appointment or act as an Executive member under section 39 of the Act;
- (d) becomes permanently unable to act as an Executive member because of a mental or physical disability; or
- (e) fails to attend 3 consecutive Executive meetings, of which the person has been given notice, without having notified the Executive that the person will be unable to attend.

Note for this rule:

Where a person ceases to be a member of the association's Executive, Section 14 of the Act requires that person to, as soon as practicable after their membership ceases, deliver to a member of the Executive all of the relevant documents and records they hold pertaining to the management of the association's affairs.

40. Filling casual vacancies

- (1) The Executive may appoint a member who is eligible under rule 26(4) to fill a position on the Executive that —
 - (a) has become vacant under rule 39; or
 - (b) was not filled by election at the most recent annual general meeting or under rule 38(3)(b).
- (2) If the position of Secretary becomes vacant, the Executive must appoint a member who is eligible under rule 26(4) to fill the position within 14 days after the vacancy arises.
- (3) Subject to the requirement for a quorum under rule 47, the Executive may continue to act despite any vacancy in its membership.
- (4) If there are fewer Executive members than required for a quorum under rule 47, the Executive may act only for the purpose of —
 - (a) appointing Executive members under this rule; or
 - (b) convening a general meeting.

41. Validity of acts

The acts of an Executive or sub-committee, or of an Executive member or member of a sub-committee, are valid despite any defect that may afterwards be discovered in the election, appointment or qualification of an Executive member or member of a sub-committee.

42. Payments to Executive members

- (1) In this rule —
 - (a) **Executive member** includes a member of a sub-committee;
 - (b) **Executive meeting** includes a meeting of a sub-committee.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (2) An Executive member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred —
 - (a) in attending an Executive meeting or
 - (b) in attending a general meeting; or
 - (c) otherwise in connection with the Association's business.

Division 4 — Executive meetings

43. Executive meetings

- (1) The Executive must meet at least quarterly each year on the dates and at the times and places determined by the Executive.
- (2) The date, time and place of the first Executive meeting must be determined by the Executive members as soon as practicable after the annual general meeting at which the Executive members are elected.
- (3) Special Executive meetings may be convened by the President or any 2 Executive members.

44. Notice of Executive meetings

- (1) Notice of each Executive meeting must be given to each Executive member at least 48 hours before the time of the meeting.
- (2) The notice must state the date, time and place of the meeting and must describe the general nature of the business to be conducted at the meeting.
- (3) Unless subrule (4) applies, the only business that may be conducted at the meeting is the business described in the notice.
- (4) Urgent business that has not been described in the notice may be conducted at the meeting if the Executive members at the meeting unanimously agree to treat that business as urgent.

45. Procedure and order of business

- (1) The President or, in the President's absence, the Senior Vice President must preside as chairperson of each Executive meeting.
- (2) If the President and Senior Vice-President are absent or are unwilling to act as chairperson of a meeting, the Junior Vice-President will act as chairperson of the meeting.
- (3) The procedure to be followed at an Executive meeting must be determined from time to time by the Executive.
- (4) The order of business at an Executive meeting may be determined by the Executive members at the meeting.
- (5) A member or other person who is not an Executive member may attend an Executive meeting if invited to do so by the Executive.
- (6) A person invited under subrule (5) to attend an Executive meeting —
 - (a) has no right to any agenda, minutes or other document circulated at the meeting; and



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (b) must not comment about any matter discussed at the meeting unless invited by the Executive to do so; and
- (c) cannot vote on any matter that is to be decided at the meeting.

46. Use of technology to be present at Executive meetings

- (1) The presence of an Executive member at an Executive meeting need not be by attendance in person but may be by that Executive member and each other Executive member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (2) A member who participates in an Executive meeting as allowed under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

47. Quorum for Executive meetings

- (1) Subject to rule 40(4), no business is to be conducted at an Executive meeting unless a quorum is present.
- (2) If a quorum is not present within 30 minutes after the notified commencement time of an Executive meeting —
 - (a) in the case of a special meeting — the meeting lapses; or
 - (b) otherwise, the meeting is adjourned to the same time, day and place in the following week.
- (3) If —
 - (a) a quorum is not present within 30 minutes after the commencement time of an Executive meeting held under subrule (2)(b); and
 - (b) at least 2 Executive members are present at the meeting,those members present are taken to constitute a quorum.

48. Voting at Executive meetings

- (1) Each Executive member present at an Executive meeting has one vote on any question arising at the meeting.
- (2) A motion is carried if a majority of the Executive members present at the Executive meeting vote in favour of the motion.
- (3) If the votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- (4) A vote may take place by the Executive members' present indicating their agreement or disagreement or by a show of hands, unless the Executive decides that a secret ballot is needed to determine a particular question.
- (5) If a secret ballot is needed, the chairperson of the meeting must decide how the ballot is to be conducted.

49. Minutes of Executive meetings

- (1) The Executive must ensure that minutes are taken and kept of each Executive meeting.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (2) The minutes must record the following —
 - (a) the names of the Executive members present at the meeting;
 - (b) the name of any person attending the meeting under rule 45(5);
 - (c) the business considered at the meeting;
 - (d) any motion on which a vote is taken at the meeting and the result of the vote.
- (3) The President must ensure that the minutes of an Executive meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next Executive meeting.
- (4) When the minutes of an Executive meeting have been signed as correct they are, until the contrary is proved, evidence that —
 - (a) the meeting to which the minutes relate was duly convened and held;
 - (b) the matters recorded as having taken place at the meeting took place as recorded;
and
 - (c) any appointment purportedly made at the meeting was validly made.

Note for this rule:

Section 42(6) of the Act requires details relating to the disclosure of an Executive member's material personal interest in a matter being considered at an Executive meeting to be recorded in the minutes of the meeting.

Division 5 — Sub-committees and subsidiary offices

50. Sub-committees and subsidiary offices

- (1) To help the Executive in the conduct of the Association's business, the Executive may, in writing, do either or both of the following —
 - (a) appoint one or more sub-committees;
 - (b) create one or more subsidiary offices and appoint people to those offices.
- (2) A sub-committee may consist of the number of people that the Executive considers appropriate.
- (3) Subject to any directions given by the Executive —
 - (a) a sub-committee may meet and conduct business as it considers appropriate; and
 - (b) the holder of a subsidiary office may carry out the functions given to the holder as the holder considers appropriate.

51. Delegation to sub-committees and holders of subsidiary offices

- (1) In this rule —

non-delegable duty means a duty imposed on the Executive by the Act or another written law.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (2) The Executive may, in writing, delegate to a sub-committee or the holder of a subsidiary office the exercise of any power or the performance of any duty of the Executive other than —
 - (a) the power to delegate; and
 - (b) a non-delegable duty.
- (3) A power or duty, the exercise or performance of which has been delegated to a sub-committee or the holder of a subsidiary office under this rule, may be exercised or performed by the sub-committee or holder in accordance with the terms of the delegation.
- (4) The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the Executive specifies in the document by which the delegation is made.
- (5) The delegation does not prevent the Executive from exercising or performing at any time the power or duty delegated.
- (6) Any act or thing done by a sub-committee or by the holder of a subsidiary office, under the delegation has the same force and effect as if it had been done by the Executive.
- (7) The Executive may, in writing, amend or revoke the delegation.



PART 6 — GENERAL MEETINGS OF ASSOCIATION

52. Annual general meeting

- (1) The Executive must determine the date, time and place of the annual general meeting.
- (2) If it is proposed to hold the annual general meeting more than 6 months after the end of the Association's financial year, the secretary must apply to the Commissioner for permission under section 50(3)(b) of the Act within 4 months after the end of the financial year.
- (3) The ordinary business of the annual general meeting is as follows —
 - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then if the minutes of that meeting have not yet been confirmed;
 - (b) to receive and consider —
 - (i) the Executive's annual report on the Association's activities during the preceding financial year; and
 - (ii) as a tier 1 Association, the financial statements of the Association for the preceding financial year presented under Part 5 of the Act; and
 - (c) to elect the office holders of the Association and other Executive members;
 - (d) if applicable, to appoint or remove a reviewer or auditor of the Association in accordance with the Act;
 - (e) to confirm or vary the entrance fees, subscriptions and other amounts (if any) to be paid by members.
- (4) Any other business of which notice has been given in accordance with these rules may be conducted at the annual general meeting.

Note for this rule:

Unless the Commissioner allows otherwise, under section 50(3) of the Act the annual general meeting must be held within 6 months after the end of the Association's financial year. If it is the first annual general meeting, section 50(2) of the Act provides that it may be held at any time within 18 months after incorporation.

53. Special general meetings

- (1) The Executive may convene a special general meeting.
- (2) The Executive must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.
- (3) The members requiring a special general meeting to be convened must —
 - (a) make the requirement by written notice given to the secretary; and
 - (b) state in the notice the business to be considered at the meeting; and
 - (c) each sign the notice.
- (4) The special general meeting must be convened within 28 days after notice is given under subrule (3)(a).



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (5) If the Executive does not convene a special general meeting within that 28 day period, the members making the requirement (or any of them) may convene the special general meeting.
- (6) A special general meeting convened by members under subrule (5) —
 - (a) must be held within 3 months after the date the original requirement was made; and
 - (b) may only consider the business stated in the notice by which the requirement was made.
- (7) The Association must reimburse any reasonable expenses incurred by the members convening a special general meeting under subrule (5).

54. Notice of general meetings

- (1) The Secretary or, in the case of a special general meeting convened under rule 51(5), the members convening the meeting, must give to each member —
 - (a) at least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
 - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must —
 - (a) specify the date, time and place of the meeting; and
 - (b) indicate the general nature of each item of business to be considered at the meeting; and
 - (c) if a special resolution is proposed —
 - (i) set out the wording of the proposed resolution as required by section 51(4) of the Act; and
 - (ii) state that the resolution is intended to be proposed as a special resolution; and
 - (iii) comply with rule 55(7).

Note for this paragraph:

Section 51(1) of the Act states that a resolution is a special resolution if it is passed —

- (a) at a general meeting of an incorporated association; and
- (b) by the votes of not less than three-fourths of the members of the association who cast a vote at the meeting.

55. Proxies

- (1) Subject to subrule (2), an ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting.
- (2) An ordinary member may be appointed the proxy for not more than 5 other members.
- (3) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (4) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (5) If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
- (6) If the Executive has approved a form for the appointment of a proxy, the member may use that form or any other form —
 - (a) that clearly identifies the person appointed as the member's proxy; and
 - (b) that has been signed by the member.
- (7) Notice of a general meeting given to an ordinary member under rule 54 must —
 - (a) state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and
 - (b) include a copy of any form that the Executive has approved for the appointment of a proxy.
- (8) A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.
- (9) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association not later than 24 hours before the commencement of the meeting.

56. Use of technology to be present at general meetings

- (1) The presence of a member at a general meeting need not be by attendance in person but may be by that member and each other member at the meeting being simultaneously in contact by telephone or other means of instantaneous communication.
- (2) A member who participates in a general meeting as allowed under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, the member is taken to have voted in person.

57. Presiding member and quorum for general meetings

- (1) The President or, in the President's absence, the Senior Vice President must preside as chairperson of each general meeting.
- (2) If the President or Senior Vice President are absent or are unwilling to act as chairperson of a general meeting, the Junior Vice President will act as chairperson of the general meeting.
- (3) No business is to be conducted at a general meeting unless a quorum is present.
- (4) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting —
 - (a) in the case of a special general meeting — the meeting lapses; or
 - (b) in the case of the annual general meeting — the meeting is adjourned to —
 - (i) the same time and day in the following week; and
 - (ii) the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
- (5) If —
 - (a) a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under subrule (4)(b); and



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (b) at least 2 ordinary members are present at the meeting, those members present are taken to constitute a quorum.

58. Adjournment of general meeting

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of a majority of the ordinary members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned —
 - (a) if there is insufficient time to deal with the business at hand; or
 - (b) to give the members more time to consider an item of business.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for 14 days or more, in which case notice of the meeting must be given in accordance with rule 54.

59. Voting at general meeting

- (1) On any question arising at a general meeting —
 - (a) subject to subrule (6), each ordinary member has one vote unless the member may also vote on behalf of a body corporate under subrule (2); and
 - (b) ordinary members may vote personally or by proxy.
- (2) An ordinary member that is a body corporate may, in writing, appoint an individual, whether or not the individual is a member, to vote on behalf of the body corporate on any question at a particular general meeting or at any general meeting, as specified in the document by which the appointment is made.
- (3) A copy of the document by which the appointment is made must be given to the secretary before any general meeting to which the appointment applies.
- (4) The appointment has effect until —
 - (a) the end of any general meeting to which the appointment applies; or
 - (b) the appointment is revoked by the body corporate and written notice of the revocation is given to the secretary.
- (5) Except in the case of a special resolution, a motion is carried if a majority of the ordinary members present at a general meeting vote in favour of the motion.
- (6) If votes are divided equally on a question, the chairperson of the meeting has a second or casting vote.
- (7) If the question is whether or not to confirm the minutes of a previous general meeting, only members who were present at that meeting may vote.
- (8) For a person to be eligible to vote at a general meeting as an ordinary member, or on behalf of an ordinary member that is a body corporate under subrule (2), the ordinary member —
 - (a) must have been an ordinary member at the time notice of the meeting was given under rule 54; and



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (b) must have paid any fee or other money payable to the Association by the member.

60. When special resolutions are required

- (1) A special resolution is required if it is proposed at a general meeting —
 - (a) to affiliate the Association with another body; or
 - (b) to request the Commissioner to apply to the State Administrative Tribunal under section 109 of the Act for the appointment of a statutory manager.
- (2) Subrule (1) does not limit the matters in relation to which a special resolution may be proposed.

Note for this rule:

Under the Act, a special resolution is required if an incorporated association proposes to do any of the following—

- (a) to adopt these model rules (section 29(1));
- (b) to alter its rules, including changing the name of the association (section 30(1));
- (c) to decide to apply for registration or incorporation as a prescribed body corporate (section 93(1));
- (d) to approve the terms of an amalgamation with one or more other incorporated associations (section 102(4));
- (e) to be wound up voluntarily (section 121(2)) or by the Supreme Court (section 124(a) and Schedule 4 item 9);
- (f) to cancel its incorporation (section 129).

61. Determining whether resolution carried

- (1) In this rule —
 - (a) **poll** means the process of voting in relation to a matter that is conducted in writing.
- (2) Subject to subrule (4), the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been —
 - (a) carried; or
 - (b) carried unanimously; or
 - (c) carried by a particular majority; or
 - (d) lost.
- (3) If the resolution is a special resolution, the declaration under subrule (2) must identify the resolution as a special resolution.
- (4) If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other ordinary members present in person or by proxy —
 - (a) the poll must be taken at the meeting in the manner determined by the chairperson;



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (b) the chairperson must declare the determination of the resolution on the basis of the poll.
- (5) If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
- (6) If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
- (7) A declaration under subrule (2) or (4) must be entered in the minutes of the meeting, and the entry is, without proof of the voting in relation to the resolution, evidence of how the resolution was determined.

62. Minutes of general meeting

- (1) The Secretary, or a person authorised by the Executive from time to time, must take and keep minutes of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- (3) In addition, the minutes of each annual general meeting must record —
 - (a) the names of the ordinary members attending the meeting; and
 - (b) any proxy forms given to the chairperson of the meeting under rule 55(8); and
 - (c) the financial statements or financial report presented at the meeting, as referred to in rule 52(3)(b)(ii) or (iii); and
 - (d) any report of the review or auditor's report on the financial statements or financial report presented at the meeting, as referred to in rule 52(3)(b)(iv).
- (4) The minutes of a general meeting must be entered in the Association's minute book within 30 days after the meeting is held.
- (5) The chairperson must ensure that the minutes of a general meeting are reviewed and signed as correct by —
 - (a) the chairperson of the meeting; or
 - (b) the chairperson of the next general meeting.
- (6) When the minutes of a general meeting have been signed as correct they are, in the absence of evidence to the contrary, taken to be proof that —
 - (a) the meeting to which the minutes relate was duly convened and held; and
 - (b) the matters recorded as having taken place at the meeting took place as recorded; and
 - (c) any election or appointment purportedly made at the meeting was validly made.



PART 7 — FINANCIAL MATTERS

63. Source of funds

The funds of the Association may be derived from entrance fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Executive.

64. Control of funds

- (1) The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.
- (2) Subject to any restrictions imposed at a general meeting, the Executive may approve expenditure on behalf of the Association.
- (3) The Executive may authorise the Treasurer, President or another nominated Debit Card holder to expend funds on behalf of the Association up to a specified limit without requiring approval from the Executive for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments of the Association must be signed by —
 - (a) 2 Executive members; or
 - (b) one Executive member and a person authorised by the Executive.
- (5) All funds of the Association must be deposited into the Association's account as soon as possible after their receipt.

65. Financial statements and financial reports

- (1) For each financial year, the Executive must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met.
- (2) Without limiting subrule (1), those requirements include —
 - (a) As a tier 1 Association, the preparation of the financial statements; and
 - (b) if required, the review or auditing of the financial statements or financial report, as applicable; and
 - (c) the presentation to the annual general meeting of the financial statements or financial report, as applicable; and
 - (d) if required, the presentation to the annual general meeting of the copy of the report of the review or auditor's report, as applicable, on the financial statements or financial report.

Note for this rule:

- (1) Under section 66 of the Act, an incorporated association must keep financial records that: -
 - (a) correctly record and explain its transactions and financial position and performance; and
 - (b) enable true and fair financial statements to be prepared in accordance with Part 5 Division 3 of the Act.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

- (2) Under section 67 of the Act, an incorporated association must retain its financial records for at least 7 years after the transactions covered by the records are completed.



PART 8 — GENERAL MATTERS

66. By-laws

- (1) The Association may, by resolution at a general meeting, make, amend or revoke by-laws.
- (2) By-laws may —
 - (a) provide for the rights and obligations that apply to any classes of associate membership approved under rule 7(2); and
 - (b) impose restrictions on the Executive's powers, including the power to dispose of the association's assets; and
 - (c) impose requirements relating to the financial reporting and financial accountability of the association and the auditing of the association's accounts; and
 - (d) provide for any other matter the association considers necessary or convenient to be dealt with in the by-laws.
- (3) A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations or these rules.
- (4) Without limiting subrule (3), a by-law made for the purposes of subrule (2)(c) may only impose requirements on the Association that are additional to, and do not restrict, a requirement imposed on the Association under Part 5 of the Act.
- (5) At the request of a member, the Association must make a copy of the by-laws available for inspection by the member.

67. Executing documents and common seal

- (1) The Association may execute a document without using a common seal if the document is signed by —
 - (a) 2 Executive members; or
 - (b) one Executive member and a person authorised by the Executive.
- (2) If the Association has a common seal —
 - (a) the name of the Association must appear in legible characters on the common seal; and
 - (b) a document may only be sealed with the common seal by the authority of the Executive and in the presence of —
 - (i) 2 Executive members; or
 - (ii) one Executive member and a person authorised by the Executive,and each of them is to sign the document to attest that the document was sealed in their presence.
- (3) The Secretary must make a written record of each use of the common seal.
- (4) The common seal must be kept in the custody of the Secretary or person authorised by the Executive.



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

68. Giving notices to members

- (1) In this rule —
 - (a) **recorded** means recorded in the register of members.
- (2) A notice or other document that is to be given to a member under these rules is taken not to have been given to the member unless it is in writing and —
 - (a) delivered by hand to the recorded address of the member; or
 - (b) sent by prepaid post to the recorded postal address of the member; or
 - (c) sent by facsimile or electronic transmission to an appropriate recorded number or recorded electronic address of the member.

69. Custody of books and securities

- (1) Subject to subrule (2), the books and any securities of the Association must be kept in the secretary's custody or under the secretary's control.
- (2) The financial records and, as applicable, the financial statements or financial reports of the Association must be kept in the treasurer's custody or under the treasurer's control.
- (3) Subrules (1) and (2) have effect except as otherwise decided by the Executive.
- (4) The books of the Association must be retained for at least 7 years.

70. Record of office holders

The record of Executive members and other persons authorised to act on behalf of the Association that is required to be maintained under section 58(2) of the Act must be kept in the secretary's custody or under the secretary's control.

Note for this rule

Section 58 of the Act —

- (a) sets out the details of the record that an incorporated association must maintain of the Executive members and certain others; and
- (b) provides for members to inspect, make a copy of or take an extract from the record; and
- (c) prohibits a person from disclosing information in the record except for authorised purposes.

71. Inspection of records and documents

- (1) Subrule (2) applies to a member who wants to inspect —
 - (a) the register of members under section 54(1) of the Act; or
 - (b) the record of the names and addresses of Executive members, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or
 - (c) any other record or document of the association.
- (2) The member must contact the secretary to make the necessary arrangements for the inspection.
- (3) The inspection must be free of charge.



Bunbury Cathedral Grammar School Parents & Friends' Association Inc.

- (4) If the member wants to inspect a document that records the minutes of a Executive meeting, the right to inspect that document is subject to any decision the Executive has made about minutes of Executive meetings generally, or the minutes of a specific Executive meeting, being available for inspection by members.
- (5) The member may make a copy of or take an extract from a record or document referred to in subrule (1)(c) but does not have a right to remove the record or document for that purpose.

Note for this subrule:

Sections 54(2) and 58(4) of the Act provide for the making of copies of, or the taking of extracts from, the register referred to in subrule (1)(a) and the record referred to in subrule (1)(b).

- (1) The member must not use or disclose information in a record or document referred to in subrule (1)(c) except for a purpose —
 - (a) that is directly connected with the affairs of the Association; or
 - (b) that is related to complying with a requirement of the Act.
- (2) Sections 57(1) and 58(5) of the Act impose restrictions on the use or disclosure of information in the register referred to in subrule (1)(a) and the record referred to in subrule (1)(b).

72. Publication by Executive members of statements about Association business prohibited

An Executive member must not publish, or cause to be published, any statement about the business conducted by the Association at a general meeting or Executive meeting unless —

- (a) the Executive member has been authorised to do so at an Executive meeting; and
- (b) the authority given to the Executive member has been recorded in the minutes of the Executive meeting at which it was given.

73. Distribution of surplus property on cancellation of incorporation or winding up

- (1) In this rule —

surplus property, in relation to the Association, means property remaining after satisfaction of —

- (a) the debts and liabilities of the Association; and
- (b) the costs, charges and expenses of winding up or cancelling the incorporation of the Association,

but does not include books relating to the management of the Association.

- (2) On the cancellation of the incorporation or the winding up of the Association, its surplus property must be distributed as determined by special resolution by reference to the persons mentioned in section 24(1) of the Act.

Note for this rule:

- (1) Section 24(1) of the Act sets out a provision that is implied in these rules describing the entities to which the surplus property of an incorporated association may be distributed on the cancellation of the incorporation or the winding up of the association. Part 9 of the Act deals



Bunbury Cathedral Grammar School

Parents & Friends' Association Inc.

with the winding up of incorporated associations, and Part 10 of the Act deals with the cancellation of the incorporation of incorporated associations.

74. Alteration of rules

If the Association wants to alter or rescind any of these rules, or to make additional rules, the Association may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.

Note for this rule:

Section 31 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to change the name of the association.

Section 33 of the Act requires an incorporated association to obtain the Commissioner's approval if the alteration of its rules has effect to alter the objects or purposes of the association or the manner in which surplus property of the association must be distributed or dealt with if the association is wound up or its incorporation is cancelled.