

The Rules of the

AUSTRALIA WESTERN SAHARA ASSOCIATION

NAME

1. The name of the association shall be the *Australia Western Sahara Association Incorporated*.

AIMS

2. The aim of the association is to work for peace, justice and welfare of the people of the Western Sahara (Saharawis), in particular to:

- (a) raise public awareness in Australia of the plight of the Saharawis, especially refugees;
- (b) relieve the hardships caused to them by conflict and poverty;
- (c) promote the economic and social development of the Saharawis;
- (d) establish links of friendship between Australia and the Saharawis;
- (e) promote the protection of human rights in Western Sahara;
- (f) support the Saharawis in the exercise of their right of self-determination.

3. To achieve these aims, the association will:

- (a) obtain, publish and distribute information about the Western Sahara;
- (b) lobby to support efforts of the United Nations to realise the right of self-determination of the Saharawi;
- (c) campaign for the UN Mission in Western Sahara to monitor the human rights of Saharawis, particularly those living in occupied Western Sahara
- (d) campaign to protect the permanent right of the Saharawi over the natural resources of Western Sahara;
- (e) hold public meetings and events and provide community education;
- (f) seek and contribute financial and other resources for, education, medical and other aid to Saharawis;

- (g) facilitate educational visits between Australia and the Western Sahara;
- (h) develop links with other like-minded agencies;
- (i) support campaigns for the release of the Saharawi prisoners of conscience and the investigation of Saharawis who have disappeared;
- (j) carry out other activities consistent with the Association's aims.

POWERS AND RESPONSIBILITIES

4. In conducting its business, the association may raise funds, receive donations, employ staff, rent premises and equipment, own or inherit property and take any lawful actions necessary to achieve its objectives.

5. The association may establish sub-committees or branches within Australia to carry out its activities.

6. The association may affiliate with other organisations sharing the same aims.

7. The association may maintain insurance.

MEMBERSHIP

Who is eligible to be a member

8. Membership is available to individuals and organisations that support the aims of the association.

Application for membership

9 (1) To apply to become a member of the association, a person must submit a written application to a committee member stating that the person—

- (a) wishes to become a member of the association; and
- (b) supports the aims of the association; and
- (c) agrees to comply with these rules.

(2) The application—

- (a) must be signed by the applicant; and
- (b) may be accompanied by the joining fee.

Consideration of application

10 (1) As soon as practicable after an application for membership is received, the committee must decide by resolution whether to accept or reject the application.

(2) The committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.

(3) If the committee rejects the application, it must return any money accompanying the application to the applicant.

(4) No reason need be given for the rejection of an application.

Fees and subscriptions

11. Membership is subject to a fee payable with the application for admission to membership and a fee payable on every subsequent 1 July.

12. The membership fees for individual members [full and concession] and organisations are to be set by a majority of members present and voting at every annual general meeting.

13. Members may not derive any personal or financial benefit from their membership of the association. Members may be duly reimbursed for expenses incurred on behalf of the association.

Cessation of membership

14. (1) Membership of the association shall cease if a member:

- (a) dies, or resigns by notice in writing to the Association;
- (b) is expelled from the association, or
- (b) fails to pay the annual membership fee for six months after the end of the association's financial year;

Register of members of the association

15 (1) The association must maintain a register of members of the association (whether in written or electronic form), specifying the name, postal address, email address and date of commencement of membership.

(2) This register must be available for inspection by members, free of charge at an advertised address at any reasonable time. If the register of members is kept in electronic form, it must be convertible into hard copy to facilitate inspection by members.

(3) If a member requests that any information contained on the register about the member (other than the member's name and email address) not be available for inspection, that information must not be made available for inspection.

Members' liabilities

16. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association.

THE COMMITTEE

Powers of the committee

17. A committee, elected by the members at the annual general meeting, will control and co-ordinate the affairs of the association and exercise functions consistent with its aims.

Composition and membership of committee

18. The committee is to consist of:

(1) the following office bearers:

- (a) president;
- (b) vice president;
- (c) secretary;
- (d) treasurer;

(2) and at least 3 ordinary committee members, one of whom is the holder of the senior office of any branch of the Association, or another member of the branch appointed to represent the branch at meetings of the Committee.

19. There is no maximum number of consecutive terms for which a committee member may hold office.

Election of committee members

20. (1) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:

- (a) must be made in written or electronic form, signed by 1 member of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
- (b) must be delivered (including by electronic form) to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

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

(3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

(5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

(6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in any usual and proper manner that the committee directs.

(7) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.

Casual vacancies

21. In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.

Secretary

22. The secretary shall be the public officer for the purposes of the Associations Incorporation Act 2009.

23. The secretary shall be responsible for:

- (a) preparing, receiving and registering correspondence (in written or electronic form);
- (b) recording and making available (in written or electronic form) minutes of meetings including the names of members present at meetings;
- (c) preparing the agenda for meetings, in consultation with the president;
- (d) notifying members (in written or electronic form) of the date, time and location of proposed meetings;
- (e) other duties, as required by the committee.

Treasurer

24. The treasurer shall ensure:

- (a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

25. The committee may enlist assistance to perform some or all of the above functions.

Committee meetings

26. The committee shall meet at least three times in any 12-month period.

27. A quorum at committee meetings shall be three members present within 30 minutes of the advertised time of the meeting.

28. Each committee member shall have a deliberative vote at committee meetings.

29. At committee meetings, the president shall have a deliberative and, in case of a tied vote, a casting vote.

Use of technology at committee meetings

30. (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

(2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Resolution of disputes

31. (1) The committee shall establish a process for dealing effectively with disputes and any dispute between a member and another member (in their capacity as members) which cannot be resolved by the committee must be referred to a community justice centre for mediation under the Community Justice Centres Act 1983.

(2) If a dispute is not resolved by mediation within 3 months of the referral to a Community Justice Centre, the dispute is to be referred to arbitration.

(3) The Commercial Arbitration Act 2010 applies to a dispute referred to arbitration.

Disciplining of members

32. (1) A complaint may be made to the committee by any person that a member of the association:

- (a) has refused or neglected to comply with a provision or provisions of this constitution, or
- (b) has wilfully acted in a manner prejudicial to the interests of the association.

(2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

(3) If the committee decides to deal with the complaint, the committee:

- (a) must cause notice of the complaint to be served on the member concerned, and
- (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee about the complaint, and

- (c) must take into consideration any submissions made by the member about the complaint.
- (4) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made about the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under Rule 33(1).
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 33(5). whichever is the later.

Right of appeal of disciplined member

33. (1) A member may appeal to the association in general meeting against a resolution of the committee under Rule 32(4), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
 - (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee, which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
 - (4) At a general meeting of the association convened under subclause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and

- (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by a simple majority of votes cast by members of the association.

GENERAL MEETINGS

Annual general meeting

34. An annual general meeting of members shall be held every calendar year within six months of the end of the financial year at a time agreed by the committee.

35. The annual general meeting shall:

- (a) confirm the minutes of the previous meeting;
- (b) elect the members of the committee and office holders;
- (c) receive reports of the activities of the Association in the past year;
- (d) receive a statement of financial accounts;
- (e) determination any motions of which notice have been given to members.

36. All members shall be given seven (7) days' notice (whether in written or electronic form) of the date, time, agenda and place of all general meetings.

37. Members have the right:

- (a) to attend all general meetings of the association;
- (b) to place items on the agenda of such meetings;
- (c) to vote on questions to be determined at such meetings.

Special General Meetings

38. Special general meetings of the association may be convened as required by the committee, or by any five members of the association (whether in written or electronic form). The requisition must state the purpose or purposes of the meeting, be signed by the members making the requisition and lodged with the secretary.

Use of technology at general meetings

39. (1) A general meeting may be held at 2 or more venues using any

technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.

(2) A member of the association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Making decisions and voting

40. Business shall not be transacted at a meeting unless there is a quorum of five members within 30 minutes of the advertised time of the meeting.

41. (1) Questions shall be determined by a majority of members present and voting at the meeting.

(2) A question arising at a general meeting of the association is to be determined by a show of hands or, if the meeting is one to which Rule 39 applies, any appropriate corresponding method that the committee may determine.

42. Each ordinary member shall have a deliberative vote at general meetings.

43. The president shall have one deliberative vote and may exercise an additional, casting vote in the event of a tie.

44. The president of the association shall chair all meetings of the association. Another person may be elected to preside at a particular meeting in the absence of the president 15 minutes after the scheduled commencement time.

FINANCE

45. The association's financial year shall extend from 1 July to 30 June.

46. The funds of the association may be derived from membership fees, annual fees, donations, bequests and other such sources as the Committee determines.

47. All funds received by the association shall be deposited as soon as possible, and without deduction, in the association's bank, credit union or building society account.

48. The association must, as soon as practicable after receiving any money, issue an appropriate receipt (whether in written or electronic form).

49. Subject to any resolution passed by the association at a general meeting, the funds of the association are to be used only to pursue the objectives of the association in such manner that the committee determines.

50. All cheques, drafts, bills of exchange, promissory notes, withdrawal forms and other negotiable instruments must be signed by any two of the three committee members appointed as authorised signatories by the committee.

Annual financial statement

51. The Committee shall ensure that:

- (a) proper records are kept of the income and expenditure of the association, in written or electronic form,
- (b) the annual statement of account is prepared, examined, and presented to the annual general meeting;
- (c) the annual report and financial statement are submitted to NSW Fair Trading within one month of the annual general meeting.

Keeping of accounts and minutes of proceedings

52. The committee shall ensure that each record and minute required to be kept is kept for a period of not less than 5 years after it was made.

Inspection of books etc

53. (1) The following documents must be open to inspection, by a member of the association at any reasonable hour:

- (a) financial records, and books,
- (b) this constitution, and
- (c) minutes of all committee meetings and general meetings of the association.

(2) If records and minutes are kept in electronic form, they must be convertible into hard copy, and can be made available within a reasonable time to a person who is entitled to inspect the records.

AMENDMENT OF RULES

54. These rules may be amended by a resolution carried by a two-thirds majority of members present and voting at a general meeting and for which notice has been given of the proposed amendment.

DISSOLUTION

55. The association may be dissolved:

(1) by a decision made by a majority of all current members of the association, given seven days' notice in writing, or

(2) if fewer than three persons comprise the membership of the association.

56. After a decision to dissolve the association has been made:

(1) Subject to the Act and the Regulations, any surplus property of the association is to be transferred to another organisation with similar aims and which is not carried on for the profit or gain of its individual members.

(2) In this clause, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association.