



CONSTITUTION

The word "CONSTITUTION" is written in a bold, black, sans-serif font. It is centered within a stylized graphic that resembles a rolled-up document or a banner. The graphic has a central rectangular area with rounded corners, and two large, pointed shapes extending outwards from the sides, resembling the ends of a scroll. The bottom edge of the central area is slightly curved, suggesting a rolled-up edge.

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THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC.)

1) NAME

The name of the organization shall be THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC.) ("Samaj").

2) REGISTERED OFFICE

The registered office of the Samaj shall be at the home of the Secretary or such office as the Samaj may from time to time determine.

3) INTERPRETATION

In this Constitution, unless the contrary intention appears:

"Act" means the Association Incorporation Act 2015(W.A.)

"associate member" is an individual member who applies for a concessional membership rate by virtue of being a pensioner, unemployed or a full time student.

"Board" means the Board of Trustees duly constituted as per clause 15.

"Commissioner" means the Commissioner of Corporate Affairs as defined in the Act.

"Committee" means the Committee of The Gujarati Samaj of Western Australia (Inc.).

"Committee Member" means an officer or general member of the Samaj's Committee.

"corporate member" is a corporation or any incorporated association.

"family member" is a family (comprising husband and/or wife, and any dependent children under the age of twenty-five years who are unmarried and attending a full time course at a school, college or university) which is eligible to be afforded all the privileges of membership of the Samaj subject to the provisions of the Constitution.

"financial year" means the period starting from 1 January to 31 December except for the period starting 1 April 2018 to end on 31 December 2018. This does not affect the financial years concluded prior to 1 April 2018.

"general meeting" means a members' meeting convened under clause 16.1.

"individual member" is an individual who is eligible to be afforded all the privileges of membership of the Samaj subject to the provisions of the Constitution.

"officer" means an officer or any officers referred to in clause 9.2.

"Samaj" means The Gujarati Samaj of Western Australia (Inc.)

“special resolution” means a resolution passed at a general meeting by not less than three-fourths of those present and entitled to vote under the Constitution.

“Trustee” means a member of the Board elected in accordance with clause 15.

4) AIMS AND OBJECTS

- a) The aims of the Samaj shall be to cultivate an understanding and an appreciation of Gujarati culture, language and society amongst all Australians, and in this regard to:
- b) assist, encourage, participate in, and undertake those activities which promote the welfare, social, cultural and educational interests of its members;
- c) conserve, promote and advance generally the cultural, social, educational, linguistic and religious aspirations of its members; and
- d) provide a link between the members of the Samaj and other associations within Australia and throughout the world which share similar aims and objects so that information on matters of common interest may be exchanged and the aims and objects of the Samaj promoted.

5) POWERS

- 5.1) The Samaj shall not ever acquire or construct temples, mosques, churches or any other buildings of religion of any denomination.
- 5.2) However, without limiting the generality of the Samaj’s aims and objects, the Samaj may consistently with its aims and objects:
 - a) Encourage and involve the members’ children to participate in and promote the aims and objects of the Samaj;
 - b) Raise by all lawful means and provide money to enable the Samaj to carry out its aims and objects;
 - c) Subject to Clause 5.1, acquire or lease any real or personal property and any rights or privileges and thereafter improve, manage, develop, sell, lease, dispose of, turn to account or otherwise deal with all or any part of the property which it shall think necessary or expedient for the purpose of attaining its objectives;
 - d) Print, publish, sell or gratuitously distribute any newspapers, periodicals, books or leaflets that may deem desirable for the promotion of its aims and objects;
 - e) Consider and make representations on bills, legislation or other measures or by laws affecting the interests of members of the Samaj; and
 - f) Do all such things as are incidental or conducive to the attainment of the Samaj’s aims and objects.

6) POLITICAL AND RELIGIOUS AFFILIATIONS

The Samaj shall be non-sectarian and shall not be affiliated with any political party in Australia or elsewhere.

7) MEMBERSHIP

7.1) The Samaj's membership shall consist of the following categories:

- (a) individual member
- (b) family member
- (c) associate member
- (d) corporate member

and a reference to a member in this constitution shall mean a reference to any one of the above categories of members.

7.2) Any person who or any family which agrees to work towards the attainment of the aims and objects of the Samaj shall be eligible for membership of the Samaj.

7.3) Any person or family desirous to become a member of the Samaj shall be proposed by one member and seconded by another member and shall submit an application form in the form prescribed by the Committee from time to time accompanied by the annual subscription. Unless otherwise amended modified or substituted the application shall be in accordance with form number 1 attached to this Constitution.

- a) The Committee shall consider each application received under Clause 7.3 as soon as possible at a Committee meeting and shall at that Committee meeting accept or reject those applications.

7.4) The annual subscription shall be payable in advance on the first day of each financial year and shall be such sum as may from time to time be determined by the members at a general meeting.

- a) The Secretary shall before the commencement of each financial year send to each member a reminder of the annual subscription fees payable for the financial year.
- b) Any person or family elected to membership during the currency of any financial year shall pay the full subscription for that year.

7.5) A member whose subscription is not paid by the 120th day of the financial year shall cease to be a member of the Samaj and shall not be entitled to enjoy any of the privileges of the Samaj as long as his/her/its subscription remain in arrears. The Committee may at any time thereafter in their absolute discretion re-admit such person or family to membership upon that person or family submitting a written application and making payment of all arrears of subscriptions and any other amounts then due.

7.6) The Secretary shall on behalf of the Samaj keep and maintain a register of members in accordance with section 53 of the Act and shall enter the full name, address and date of admission of each member, and the date at which any person or family ceases to be a member.

- a) The register shall be available for inspection by members at the registered office of the Samaj.
- 7.7) A member of the Samaj who has paid all moneys due and payable by him, her or it to the Samaj may resign from the Samaj by first giving notice to the Secretary of his, her or its intention to resign and upon the expiration of that period of notice the member shall cease to be a member.
- a) Upon the expiration of a notice given under Clause 7.7, the Secretary shall make an entry in the Register of Members recording the date on which that member ceased to be member.
- 7.8) The membership of a member shall cease;
- (a) On death
 - (b) On non-payment of the annual subscription by the due date as stipulated in Clause 7.5
 - (c) Upon expulsion as outlined in Clause 8.1 below.

8) EXPULSION OF MEMBERS OR WITHDRAWAL OF PRIVILEGES

- 8.1) If any member infringes or neglects to comply with the provisions of the Constitution or whose conduct in the opinion of the Committee is detrimental to or inconsistent with the aims and objects of the Samaj then the member may be expelled from the Samaj. Before any such action is taken against such member, the Committee must give written notice of its intention to expel the member setting out the grounds on which the Committee intends to expel the member. Thereafter, the member shall be entitled to defend such action by way of a hearing at a Committee meeting.
- 8.2) No refund of any subscriptions paid to the Samaj shall be claimed or allowed on expulsion from the Samaj.
- 8.3) The expulsion of a member shall take effect from the date of the resolution of expulsion by the Committee.
- 8.4) Any application for membership from a previous member who has been expelled shall be referred to the next Annual General Meeting for determination of readmission on the basis of a simple majority.
- 8.5) If any person being part of a family member infringes or neglects to comply with the provisions of the Constitution or whose conduct in the opinion of the Committee is detrimental to or inconsistent with the aims and objects of the Samaj then the privileges accorded by the family membership to that person may be withdrawn. Before any such action is taken against such person, the Committee must give a written notice of its intention to withdraw the privileges afforded to that person, setting out the grounds on which the Committee intends to do so. Thereafter, the member shall be entitled to defend such action by way of a hearing at the Committee meeting.

- 8.6) The withdrawal of privileges shall take effect from the date of the resolution of such withdrawal by the Committee.
- 8.7) Any application for the reinstatement of privileges by a person whose privileges have been withdrawn shall be referred to the next Annual General Meeting for determination on the basis of a simple majority.

9) **COMMITTEE**

9.1) Subject to Clause 14.12, there shall be a Committee of the Samaj consisting of the officers of the Samaj as defined in Clause 9.2 and up to seven general Committee members elected as provided in Clause 9.1.a.

- a) The Committee members shall be elected at an Annual General Meeting. Each Committee member shall hold office for 2 years until the Annual General Meeting held 2 years after the Committee member is elected. Subject to clause 9.2(b), the Committee member may stand for re-election.
- b) The Committee members shall serve the Samaj and carry out their duties in an honorary capacity.

9.2) Officers of the Samaj shall consist of the following positions:

- (a) President
(b) Vice President
(c) Secretary
(d) Treasurer

The officers shall be eligible to stand for the position they serve for a maximum of 4 consecutive years.

- 9.3) The meetings of the Committee shall be called by the President at least once in every two calendar months.
- 9.4) At least five Committee members shall be present to constitute a quorum for a meeting of the Committee.
- 9.5) All motions put to a meeting of the Committee shall be decided upon by a majority of votes cast. In the event of a tied vote, the President shall have a casting vote in addition to his/her deliberative vote.
- 9.6) Votes shall be counted by a show of hands unless any member of the Committee calls for a secret ballot.
- 9.7) The Committee shall administer the finances of the Samaj in conformity with the aims and objects of the Samaj and the general directions of the General Meetings and ensure that true and accurate accounts of the finances are kept.
- 9.8) A member of the Committee having any direct or indirect pecuniary interest referred to in Section 42 and 43 of the Act shall comply with that Section.

10) DUTY OF OFFICERS

- 10.1) The President is the head of the Samaj and shall:
- a) do all things reasonably possible to maintain the prestige and promote the good name of the Samaj;
 - b) represent the Samaj on all occasions whenever this is possible;
 - c) be the spokesperson of the Samaj on matters affecting the well-being of members consistent with the aims and objects of the Samaj;
 - d) preside at all General and Committee meetings;
 - e) prepare and deliver at the Annual General Meeting, an annual report on the functions and activities of the Committee and Samaj for the period since the preceding Annual General Meeting.
- 10.2) The Vice-president shall assume the duties and responsibilities of the President in the event of the absence or resignation of the President.
- 10.3) If at any general meeting the President and the Vice President are not present within 15 minutes after the appointed time for holding such a meeting or if they have previously notified the Secretary of their inability to attend the meeting, the meeting shall choose another member of the Committee as chairperson; and if no member of the Committee is present or if all the members of the Committee present decline to take the Chair then the members of the Samaj shall elect an individual member to be the chairperson.
- 10.4) The Secretary shall:
- a) co-ordinate the receipt and dispatch of correspondence of the Samaj;
 - b) keep full and correct minutes of the proceedings of the Committee and of the general meetings of the Samaj;
 - c) comply on behalf of the Samaj with-
 - (i) section 53 of the Act in respect of the register of members of the Samaj;
 - (ii) section 35 of the Act in respect of the Constitution of the Samaj; and
 - (iii) section 58 of the Act in respect of the records of the Committee members, of the Samaj.

- d) have custody of and keep safe the common seal of the Samaj and all books, documents, records and registers of the Samaj, including those referred to in paragraph (b), other than those required to be kept and maintained by, or in the custody of, the Treasurer;
 - e) issue notices of meetings as prescribed in the Constitution;
 - f) accept receipt of any notices required by the Constitution to be served on the Samaj; and
 - g) perform such other duties as are imposed by the Constitution on the Secretary.
- 10.5) The Treasurer shall:

- a) be responsible for the receipt of all moneys paid to or received by him or her on behalf of the Samaj and shall issue receipts in the name of the Samaj for all moneys received;
- b) pay all moneys referred to in paragraph (a) into such account or accounts of the Samaj as the Committee may from time to time direct;
- c) make payments from the funds of the Samaj with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by two offices;
- d) comply on behalf of the Samaj with sections 66 and 67 of the Act in respect of the accounting records of the Samaj;
- e) submit to the Committee at each committee meeting a financial report in accordance with the Committee's requirements;
- f) have custody of and keep safe all securities, books and documents of a financial nature and accounting records of the Samaj, including those referred to in paragraphs (d) and (e);
- g) cause to be prepared and duly audited annual financial statements including a balance sheet and a profit and loss account in conformity with generally accepted accounting principles for the financial year;
- h) present audited financial statements to the Annual General Meeting; and
- i) perform such other duties as are imposed by the Constitution on the Treasurer.

11) DELEGATION OF DUTY OF AN OFFICER

- 11.1) Any duty conferred on an officer under this constitution may be delegated by the Committee to another officer in accordance with the provisions of this clause.
- 11.2) To be valid any delegation of a duty of an officer must be:
- a) made at a meeting of the Committee; or
 - b) documented in writing by the President upon approval by the Committee.
- 11.3) The officers whose duty is delegated in accordance with the provisions of this clause shall remain responsible for ensuring that the delegated duty is carried out.

12) POWERS OF THE COMMITTEE

- 12.1) In addition to and without affecting the generality of the powers conferred upon it by Clause 5.2 or otherwise howsoever the Committee shall have the following powers, authorities and discretions:
- a) the control of the finances of the Samaj as provided in Clause 16 to the Constitution;
 - b) subject to Clause 5.1 power to purchase, lease, hire or otherwise acquire any personal or real assets provided such expenditure does not exceed **\$20,000** or such greater amounts as may be agreed by the members at a general meeting;
 - c) if so authorized by a general meeting called for the express purpose, power to conclude agreements with other persons or bodies relating to the disposal or all or any part of the Samaj's assets or real estate;
 - d) subject to approval by the members of a general meeting, power to borrow or raise upon loan any sum or sums of money and for the purpose of securing the repayment thereof to execute or give any mortgages, charges, bonds, debentures, bill of exchange, promissory notes or other securities over all or any of the property of the Samaj as may be deemed necessary by the Committee and to liquidate, redeem or pay off such obligations and securities or any of them;
 - e) power to invest and deal with the monies of the Samaj not immediately required, upon such securities and in such manner as provided in the Constitution;
 - f) power to authorize in accordance with Clause 20 that the Common Seal of the Samaj be affixed to documents requiring to be executed by the Samaj under its Common Seal;
 - g) subject to prior or subsequent approval of the majority of members of the Samaj, affiliate with any organization which has aims and objects similar to the aims and objects of the Samaj; and
 - h) if the Samaj members do not elect seven general Committee Members in accordance with the provisions of the Constitution, the Committee may, provided there is a quorum in accordance with Clause 9.4, co-opt a member of the Samaj as a general Committee Member so as to make up a full complement of seven general Committee Members. Such a co-opted member shall hold office for the remainder of the Committee's term of office.
- 12.2) Subject to Clause 16.1.a), if the Annual General Meeting of the Samaj is not held within the period herein provided, the Committee shall have no power except to convene the Annual General Meeting of the Samaj.

13) SUB COMMITTEES

- 13.1) The Committee shall from time to time and consistent with the Samaj's aims and objects establish and maintain such sub-committees as are appropriate for the effective conduct and development of specified programs and activities.
- 13.2) The provisions relating to the establishment, conduct and functions of such sub-committees shall be as follows:
 - a) the sub-committee shall be appointed for a specified period which shall not exceed the Committee's term of office;
 - b) the Chairperson of each sub-committee shall be nominated by and be a member of the Committee;
 - c) the role, duties and conduct of such sub-committees shall be directed by the Committee; and
 - d) any casual vacancies as may occur on a sub-committee may be filled by the subcommittee and any person so co-opted shall hold office until the expiration of the term for which his/her predecessor held office.

14) ELECTIONS OF OFFICERS AND MEMBERS OF THE COMMITTEE

- 14.1) The Committee shall be elected at an Annual General Meeting.
 - a) Notice of the proposed election of a committee shall be mailed to each member together with the notice of the Annual General Meeting no less than 21 days prior to the date fixed by the Committee for such election.
 - b) Such notice shall call for nominations for President, Vice President, Secretary, Treasurer and up to seven general Committee members.
- 14.2) Candidates for the position of an officer or of a general member of the Committee shall have been members of the Samaj for not less than three calendar months preceding the election.
- 14.3) All nominations for the position of officer or general member on the Committee shall be:
 - a) in writing;
 - b) on a prescribed form (Form number 2 attached herewith); and
 - c) lodged at the registered office of the Samaj not later than seventy two hours before the commencement of the Annual General Meeting.
- 14.4) A person nominated for the position of President shall if willing be deemed to have been nominated for the position of Vice-President and/or general member of the Committee.
- 14.5) A person nominated for the position of Vice President, Secretary or Treasurer shall if willing be deemed to have been nominated for the position of a general member of the Committee.

- 14.6) Nominations for a position of an officer or general member of the Committee may be accepted at the Annual General Meeting if such a position would otherwise remain vacant.
- 14.7) The elections shall be held in the following order and a separate vote will be held for the: President, Vice President, Secretary, Treasurer and the general Committee members.
- 14.8) Where the number of nominations for any position on the Committee exceeds the number of vacancies, a ballot shall be held. Votes shall be counted by a show of hands only unless the meeting decides by a simple majority to vote by a written ballot. Each person present and entitled to vote shall be eligible if desiring to vote record a vote for as many candidates as there are vacancies.
- 14.9) In the event of a tied vote for any position, the chairperson shall have a casting vote in addition to his/her deliberative vote.
- 14.10) The candidates polling the highest number of votes shall be declared elected according to the number of vacancies to be filled.
- 14.11) The President, Vice President, Secretary, Treasurer and general members of the Committee shall be declared elected immediately after the result of the vote has been ascertained and shall hold office as per clause 9.1) a).
- 14.12) Casual Vacancy
- a) A casual vacancy occurs in the office of the Committee member and that office becomes vacant if the Committee member:
- (i) dies;
 - (ii) resigns by notice in writing delivered to the Registered Office of the Samaj;
 - (iii) is convicted of an offence under the Act;
 - (iv) is permanently incapacitated by mental or physical ill-health;
 - (v) fails to attend three consecutive meetings without a reason acceptable to the Committee;
 - (vi) ceases to be a member of the Samaj; and
 - (vii) is a person whose privileges are withdrawn under Clause 8.5.
- b) A casual vacancy in the office of a general Committee member may be filled by the Committee co-opting a member of the Samaj. Such a co-opted member shall hold office for the remainder of the Committee's term of office.

- c) The casual vacancy in the office of an officer may only be filled by calling for nominations from the general Committee members and a decision arrived at by majority ballot of the Committee at which ballot any general Committee member standing for a position as an officer may not vote. In the event that none of the general Committee members wish to stand for the casual vacancy of the officer, the vacancy may be filled by the Committee co-opting a member of the Samaj. Such a co-opted member shall hold office for the remained of the Committee's term of office.

15) BOARD OF TRUSTEES

15.1) The Trustees Act (WA and proclaimed in 1962) shall not apply to the Board of Trustees.

15.2) The Board of Trustees (the Board) shall comprise three (3) members.

15.3) ROLES AND RESPONSIBILITIES

- a) The main responsibilities of the Board shall include but not be limited to:
- (i) Providing longer term strategy to further the aims and objectives of the Samaj;
 - (ii) Providing oversight on risk management and protecting the Samaj's assets;
 - (iii) Overseeing the lease and/or purchase/development of any real estate that the Samaj's members approve at a General Meeting;
 - (iv) If requested by the President, providing mentorship to the Committee;
 - (v) Have a post-audit meeting with the Auditor of the Samaj at least one week prior to the Annual General Meeting of the Samaj.
- b) Member of the the Board shall serve the Samaj and carry out their duties in an honorary capacity.
- c) Members of the Board shall be indemnified by the Samaj from its funds in respect of any loss, damages or cost of any legal proceedings suffered while performing their honorary duties under the Constitution.

15.4) ELIGIBILITY

A candidate for a position of the Board shall :

- a) have been an individual member of the Samaj for not less than five (5) calendar years preceding the election.
- b) have previously served on one or more Committees of the Samaj for not less than two years. .
- c) not have been on a Samaj committee in the 2 years preceding the election of the Board.
- d) Preferably shall be greater than 40 years age on the election day.
- e) be of good character without any criminal records or any bankruptcy history and shall be a fit and proper person and able to serve as a Trustee.
- f) provide a self-affirmation to support the eligibility criteria.

15.5) ELECTION

- a) The Board shall be elected every 4 years at an Annual General Meeting which follows an Annual General Meeting which elects Committee members.

- b) Notice of the proposed election of the Board shall be mailed to each member together with the notice of the Annual General Meeting no less than 21 days prior to the date fixed by the Committee for such election.
- c) Such notice shall call for nominations for all Board positions.
- d) All nominations for the position of the Board shall be:
 - (i) in writing;
 - (ii) on a prescribed form; and
 - (iii) lodged at the registered office of the Samaj not later than seventy two hours before the commencement of the Annual General Meeting.
- e) The Board shall be elected by casting votes. The votes shall be counted by a show of hands only unless the meeting decides by a simple majority to vote by a written ballot. Each member present and entitled to vote shall be eligible to cast a vote. A member eligible to vote and present at the meeting has maximum three votes.
- f) Subject to clause (j) hereinafter, each member of the Board shall hold office for a period of 4 years from the date voted into the office.
- g) Each member of the Board shall be eligible to stand for re-election for one further period of 4 years and shall demonstrate a minimum two years discontinuation period prior to applying for the position on the Board again.
- h) In the event of insufficient nominations for the position of the Board:
 - (i) Subject to approval by the members of a general meeting, eligibility criteria b) (minimum 2 years on managing committee) may be waived.
 - (ii) If only two members of the Board are elected, the elected members shall have power to choose the third member of the Board.
- i) If no member of the Board is elected at the Annual General Meeting where they should have been elected, the previously elected Board shall continue in that role until the next election.
- j) In case of a casual vacancy on the Board, the remaining members of the Board shall fill the position by co-opting an eligible member of the Samaj. Such a co-opted trustee shall hold office for the remainder of the term of the Board.
- k) In case the casual vacancy has the resultant effect of leaving only one member on the Board, the surviving member of the Board shall immediately instruct the Committee to call a general meeting of the Samaj to elect a Board de novo & such surviving member of the Board shall forthwith demit the office of the Board. The surviving member shall explain at the general meeting the circumstances leading to the casual vacancy of more than one member on the Board. Any decision taken by the Committee during the period for which there is no Board in office to exercise its powers shall not be binding on the Samaj.

15.6) CASUAL VACANCY

- a) A casual vacancy occurs in the Board and that office becomes vacant if a Trustee:
- (i) dies;
 - (ii) resigns by notice in writing delivered to the Registered Office of the Samaj;
 - (iii) is convicted of an offence under the Act;
 - (iv) is permanently incapacitated by mental or physical ill-health;
 - (v) fails to attend three consecutive meetings without a reason acceptable to the Board;
 - (vi) ceases to be a member of the Samaj; and
 - (vii) is a person whose privileges are withdrawn under Clause 8.5.
- b) In case of a casual vacancy on the Board, the remaining members of the Board shall fill the position by co-opting an eligible member of the Samaj. Such a co-opted trustee shall hold office for the remainder of the term of the Board.
- c) In case the casual vacancy has the resultant effect of leaving only one member on the Board, the surviving member of the Board shall immediately instruct the Committee to call a general meeting of the Samaj to elect a Board de novo & such surviving member of the Board shall forthwith demit the office of the Board. The surviving member shall explain at the general meeting the circumstances leading to the casual vacancy of more than one member on the Board.

15.7) POWERS OF THE BOARD

The Board shall have the following powers, authorities and discretions:

- (i) Provide strategic oversight and approval of an event (whether the same or substantially similar event is organised over a single day or a series of days) or asset lease or purchase where the aggregate expenditure/investment budget is greater than \$20,000 or such greater amount as approved by an Annual General Meeting. The Committee shall be responsible for implementation including operational and tactical matters for the event or maintenance of the asset. The Board 's decision shall be final.
- (ii) To request such information from the Committee as may be required to execute its roles and responsibilities.
- (iii) To call a General Meeting of the members if circumstances made this necessary.

16) **GENERAL MEETINGS**

16.1) General meetings shall be held as follows:

- a) The Annual General Meeting shall be held within three months of the end of the financial year upon a date at a time to be fixed by the Committee for the following purposes, such business to be transacted in the following order unless otherwise agreed by the meeting:
 - (i) To receive the President's report and the Treasurer's audited financial statements of the preceding financial year;
 - (ii) To agree membership fees for the financial year following the financial year in which the Annual General Meeting is held;
 - (iii) To elect the officers and general members of the Committee;
 - (iv) To elect the honorary legal adviser for the ensuing year; and
 - (v) To transact any other business of which a due notice has been given.
- b) General meetings shall be held as determined by the Committee from time to time.
- c) The Committee shall on receiving written requisition from such number of members as comprises no less than 5% of the Samaj's total members at that date convene a general meeting. The requisition shall state the purpose for which the meeting is required and shall be sent to the Secretary. The President shall, within fourteen days of the receipt by the Secretary of such requisition, cause a general meeting to be called for a date not later than 35 days after the receipt of the requisition and shall give at least 21 days' notice for such meeting.
- d) Should the Committee fail to convene the General Meeting within one month from the date of the request, the ten or more members requesting the general meeting may themselves call a general meeting giving not less than 21 days' notice to all members of the Samaj entitled to receive such notice.

16.2) The quorum for any general meeting shall be 20 persons present and entitled to vote.

- a) If within 30 minutes from the notified time of a general meeting a quorum is not present, the meeting shall be declared adjourned to a day, time and place as decided by those present at the meeting. The adjourned meeting will not require a quorum provided a notice of not less than 7 days of the adjourned meeting is served upon all members of the Samaj.

- 16.3) Only an individual member, associate member and the husband and/or wife of a family member present at a general meeting shall be entitled to vote at the meeting provided they have been a financial member of the Samaj for at least 3 months on the date of the general meeting.
- a) No member of the Samaj shall be entitled to vote at any meeting of the Samaj by proxy.
 - b) Corporate member of the Samaj is not entitled to vote at general meeting of the Samaj.
 - c) Votes shall be counted by a show of hands only unless the meeting decides by a simple majority to vote by a written ballot.
 - d) In the event of a tied vote, the chairperson shall have a casting vote in addition to his/her deliberative vote.
 - e) At any General Meeting a declaration by the Chairperson that a resolution has been carried and an entry to that effect in the minute book shall be conclusive evidence of the fact without proof of the number or proportion.
- 16.4) Notice of any general meeting shall be sent to every member at the last known address or email address shown on the Register of Members at least 21 days before the general meeting.

17) FINANCE

- 17.1) All the funds of the Samaj shall be managed by the Committee and shall be used for activities approved by the Committee in furtherance of the aims and objects of the Samaj.
- 17.2) The funds of the Samaj shall be kept in any Bank, Building Society or any other financial institution, which shall be of sound financial standing and shall be approved by the Committee. All accounts shall be managed by the Treasurer and operated with the authority of any two of the four officers.
- 17.3) The funds of the Samaj shall not be used by or let to any one or more members of the Committee or members of the Samaj.
- 17.4) The Treasurer may keep an imprest of up to \$50 or such greater amount as may be agreed by the Committee with him/her.

18) INCOME AND PROPERTY

- 18.1) The income and property of the Samaj wheresoever derived shall be applied solely towards the promotion of the aims and objects of the Samaj as set out above and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise however by way of profit to the members of the Samaj. Provided that nothing herein shall prevent the

payment is good faith or remuneration to any Committee member or member of the Samaj or other person in return for any goods supplied to or services rendered to the Samaj.

- 18.2) No member shall be entitled to take any legal action against the Samaj (other than a claim for goods sold and delivered or for services rendered), and must conform to the decisions of the Committee from which decision there shall be an appeal to a general meeting of the Samaj for a decision, which shall be final.
- 18.3) No member shall damage or destroy any property of the Samaj and any articles taken or removed or damaged shall be replaced or repaired or the damage made good forthwith.
- 18.4) As to whether any property is to be repaired or replaced shall be decided by the Committee whose decision shall be final and the member causing such loss or damage shall forthwith pay to the Samaj such amount as the Committee may determine, but not exceeding the actual cost of repair or replacement

19) DISPUTES AND MEDIATION

- 19.1) The grievance procedure set out in this clause applies to disputes under this constitution between-
 - a) A member and another member; or
 - b) A member and the Samaj; or
 - c) If the Samaj provides services to non-members, those non-members who receive services from the Samaj, and the Samaj.
- 19.2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of the parties.
- 19.3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days hold a meeting in the presence of a mediator.
- 19.4) The mediator must be –
 - a) A person chosen by agreement between parties; or
 - b) In the absence of agreement-
 - (i) In the case of dispute between a member and another member, a person appointed by the committee of the Samaj;

- (ii) In the case of dispute between a member or relevant non-member (as defined by sub-rule 19.1 (c)) and the Samaj, a person who is a mediator appointed to, or employed with, a not for profit organisation.
 - c) A member of Samaj can be a mediator.
 - d) The mediator cannot be a member who is a party to the dispute.
- 19.5) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 19.6) The mediator, in conducting mediation, must-
- a) Give the parties to the mediation process every opportunity to be heard;
 - b) allow due consideration by all parties on any written statement submitted by any party; and
 - c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 19.7) The mediator must not determine the dispute.
- 19.8) The mediation must be confidential and without prejudice.
- 19.9) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at Law.

20) COMMON SEAL

- 20.1) The Common Seal of the Samaj shall be used only as required by the Constitution or with the express authority of the Committee and every use of that, Common Seal should be recorded in a register kept with the minutes of the Committee.
- 20.2) The affixing of the Common Seal shall be witnessed by any two officers with the authority of the Committee.

21) LEGAL ADVISER

- 21.1) There may be elected at each Annual General Meeting of the Samaj an Honorary Legal Adviser to the Samaj who must be a qualified barrister or solicitor with a practising certificate in Western Australia.

22)AUDITOR

- 22.1) There shall be elected at each Annual General Meeting of the Samaj an Auditor of the Samaj and fix the remuneration, if any, payable to the Auditor.
- 22.2) The Auditor must be a qualified accountant and may be a member of the Samaj but shall not be a member of the Committee.

23)PUBLIC OFFICER

- 23.1) The Treasurer shall act as the Public Officer of the Samaj.

24)INDEMNITY

- 24.1) The Committee members while performing their honorary duties under the Constitution shall be indemnified by the Samaj from its funds in respect of any loss, damages or cost of any legal proceedings except where the exercise of their duties are ultra vires.

25)PLEDGING CREDIT OF THE ASSOCIATION

- 25.1) Other than as provided by the Constitution, no persons shall have power to pledge the Samaj's credit or involve the Samaj in any financial liability without the consent and direction of the Committee first being obtained.

26)ALTERATION OF THE CONSTITUTION

- 26.1) The Constitution may be amended at an Annual General Meeting provided that:
- a) At least 30 days 'notice of a motion to amend the Constitution setting out the terms of the proposed amendments and signed by the proposer and the seconder is given to the Samaj;
 - b) At least 21 days' notice has been given to members of the notice of a motion proposing the amendment; and
 - c) The motion is carried by a 75 percent majority of those present and entitled to vote.
- 26.2) Unless such amendment is proposed for consideration at the Samaj's Annual General Meeting, notice in writing by at least one third of the members must be given to the Committee containing specific details of the proposed amendment. The Committee must ensure that the notice of the proposed amendment is forwarded to all members of the Samaj within 14 days of receipt in accordance with Clause 26.1 above.

26.3) Alterations to the Constitution shall have no effect unless the procedures set out in section 30 of the Act have been complied with.

27) DISSOLUTION OF THE ASSOCIATION

- 27.1) The Samaj may be dissolved or wound up by special resolution at any General Meeting called for such purpose.
- 27.2) If, on the dissolution or winding up of the Samaj, any property of the Samaj remain after satisfaction of the debts and liabilities of the Samaj and the costs, charges and expenses of that winding up, that property shall be distributed:
- a) to another incorporated association having objects similar to those of the Samaj; or
 - b) for charitable or benevolent purposes, which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorizing and directing the Committee under section 133 of the Act to prepare a distribution plan for the distribution of the surplus property of the Samaj.
- 27.3) Any special resolution for the dissolution or winding up of the Samaj shall be lodged with the Commissioner as set out in Section 130 of the Act.

FORM NUMBER 1 (Application for Membership)

TO: THE COMMITTEE OF THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC).

I/We desire to become a member of the Gujarati Samaj of Western Australia (Inc) for the category indicated below and enclose my/our subscription of \$ _____ for the year ending 31 March 20__ . In the event of my/our admission to membership, I/We agree to be bound by the Constitution and any by-laws of the Gujarati Samaj of Western Australia (Inc) for the time being in force.

Membership Category Applied For _____

Dated this ____ day of _____ 20__ .

Signature of applicant

(1) Name in full: _____

(2) Email Address(es): _____

(3) Telephone Number: _____

Proposer

I hereby nominate the above named person/family as a member of the Samaj and believe that (s)he is/they are in every respect eligible and (a) fit and proper person(s) to be a member of the Samaj.

Name of Proposer: _____

Full Signature : _____

Date : _____

FORM NUMBER 2 (Committee Nomination)

TO: THE SECRETARY THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC).

NOMINATION FOR COMMITTEE OF THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC). FOR THE TWO YEAR TERM 20__ - 20____

I submit my nomination for the position of:

- President
- Vice-President
- Secretary
- Treasurer
- General Member of the Committee

of the Gujarati Samaj of Western Australia (Inc) for the two year term 20__ - 20____ . I confirm that I will have been a member of the Samaj for at least three months at the time of the elections.

To be held on (Date)_____20____

Name in full

Signature Date

Notes: Under the Constitution of the Samaj:

(1) This nomination paper must be lodged at the registered office of the Samaj not later than 72 hours before the commencement of the Annual General Meeting at which the elections will be held.

(2) A person standing for the position of President shall if willing be deemed to have been nominated for the position of Vice-President and/or general member of the Committee.

(3) A person standing for the position of Vice-President, Secretary or Treasurer shall if willing be deemed to have been nominated for the position of general member of the Committee.

FORM NUMBER 3 (Trustee Nomination)

TO: THE SECRETARY THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC).

NOMINATION FOR TRUSTEE OF THE GUJARATI SAMAJ OF WESTERN AUSTRALIA (INC).
FOR THE YEAR 20__ - 20____

I submit my nomination for the position of Trustee on the Board of Trustees for election of Board members at elections of the Gujarati Samaj of Western Australia (Inc) for the 4 years term 20__ - 20____ to be held on _____20____.

I confirm that at the time of the elections, I

1. Shall have been an individual member of the Samaj for not less than ten calendar years preceding the election.
2. Shall have previously served on one or more committees of the Samaj for not less than two years. .
3. Shall not have been on a Samaj committee in the 2 years preceding the election of the Board.
4. Shall be greater than 40 years age..
5. am of good character without any criminal records or any bankruptcy history and shall be a fit and proper person and able to serve as a Trustee.

Name in full _____

Signature Date _____

Notes: Under the Constitution of the Samaj:

(1) This nomination paper must be lodged at the registered office of the Samaj not later than 72 hours before the commencement of the Annual General Meeting at which the elections will be held.