



ISWA

Indian Society Of Western Australia

CONSTITUTION

OF

INDIAN SOCIETY OF WESTERN AUSTRALIA (ISWA) 2023

(Rules of ISWA 2023)

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1. Name

The name of the Association is: Indian Society of Western Australia (ISWA).

2. Definitions

In this Constitution, unless the contrary intention appears —

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

AGM means the Annual General Meeting;

Association means a body incorporated under the Act;

Business Day means a day (other than a Saturday or Sunday or Public Holiday) on which commercial banks in Western Australia are generally open for business;

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 ISWA under rule 52;

Calendar Day means each day shown in the calendar, including Saturdays, Sundays, and gazette public holidays in Western Australia;

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

Deductible Gift Recipient (DGR) has the same meaning as given to that expression in the Tax Act;

Dispute Resolution Committee (DRC) is appointed by the MC to resolve a dispute;

Financial member is a member of an Associate member or an Association member who is not in arrears of any subscriptions and dues owed to that association;

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

- (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 Year means each period of 12 calendar months commencing 1st January of each calendar year and ending 31st December of the same year;

General Meeting, of ISWA, means a meeting of ISWA that all members are entitled to receive notice of and to attend;

ISWA means Indian Society of Western Australia;

ISWA Council means the body of ISWA referred to in rule 14;

Management Committee (MC) means the committee of ISWA referred to in rule 20;

Member means a Life Member, Association Member, Associate Member, Corporate Member or Honorary Member of ISWA;

Office Holder is the member of the Management Committee holding the position of President, Vice President, Secretary or Treasurer;

Poll means the process of voting in relation to a matter that is conducted in writing;

Public Fund means the fund referred to in rules 41, 42 and 43;

Public Fund Management Committee (PFMC) means the subcommittee referred to in rule 42;

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

Returning Officer (RO) is the officer referred to in rules 17 & 22;

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

Special General Meeting (SGM) means a General Meeting of ISWA other than the AGM;

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

Tax Act means the *Income Tax Assessment Act 1997 (Commonwealth)*;

3. Not For Profit Body

- (1) The property and income of ISWA must be applied solely towards the promotion of ISWA's objects or purposes 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 ISWA only if it is authorized under subrule (3).
- (3) A payment to a member out of the funds of ISWA is authorized if it is –
 - (a) the payment in good faith to the member as reasonable remuneration for any services provided to ISWA, or for goods supplied to ISWA, in the ordinary course of business; or
 - (b) the payment of interest, on money borrowed by ISWA 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 ISWA; or
 - (d) the reimbursement of reasonable expenses properly incurred by the member on behalf of ISWA.

4. Vision, Mission, Values and Objectives

The Vision, Mission, Plans and Objectives of ISWA are as follows:

- (1) **Vision:** To maintain and enhance our role as the effective unifying peak body for the people of Indian origin in Western Australia
- (2) **Mission:**
 - (a) To integrate, share and contribute our cultural heritage with the wider Australian community.
 - (b) To respect and care for all regardless of their origin, age, ethnicity, race, language, religion, background, or gender.
 - (c) To encourage and facilitate integration of the people of Indian origin within the Australian community.
 - (d) To strengthen and maintain our links with India.
 - (e) To encourage the members of the Indian origin to achieve excellence in education, sport, culture, and community wellbeing.
- (3) **Values:**
 - (a) Promote good citizenship and rule of law.
 - (b) Good governance and compliance with the Constitution of ISWA
 - (c) Develop and foster connection with the Stakeholders.
 - (d) Provide effective support to people of Indian origin in Western Australia.
 - (e) Reach out, encourage, and collaborate with our younger generations and recent immigrants of people of Indian to nurture and sustain a healthy balance between Indian and Australian culture and values.

- (f) Be an effective forum representing the needs and aspirations of the people of Indian origin in Western Australia.
- (g) Promote and share Indian heritage and culture.
- (h) Promote excellence, service, charity and demonstrated will to do good as a way of life.
- (i) Support and respect our elders to preserve the values of Indian culture and heritage for future generations.

(4) Objectives:

- (a) Governance in compliance with ISWA Constitution
- (b) Effective representation of people of Indian, all ISWA members.
- (c) Engage with the people of Indian and other stakeholders in Western Australia to foster development of an inclusive, cohesive, and culturally pluralistic society.
- (d) Work towards relief assistance for the local communities.
- (e) Lead and collaborate in resolution of issues of common interest of people of India.
- (f) Facilitate and accept inclusivity and diversity.
- (g) Facilitate awareness and education of Indian arts and culture.
- (h) Facilitate activities to support social welfare, health, and fitness.
- (i) Facilitate social, cultural, and civic awareness activities for the benefit of senior citizens, adults and children.
- (j) Work towards attaining and sustaining DGR status to extend benefits to wider communities.
- (k) Execute plans to reach out, encourage and collaborate with people of Indian origin, international students, and recent immigrants.
- (l) Pursue initiatives that are instrumental in achieving the above objectives.

5. Powers of ISWA

The powers conferred on ISWA are the same as those conferred under the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, ISWA may do all things as necessary and appropriate/relevant for carrying out its vision, mission, values, and objectives, and may: -

- (1) acquire, hold, deal with, and dispose of any real property (land, building) or personal property (good, shares etc.).
- (2) open and operate bank accounts.
- (3) invest money –
 - (a) with an Australian Financial Institution with its registered office in Australia (approved and incorporated under Australian Prudential Regulations Act (APRA)); or
 - (b) in any other lawful manner as authorised at a General Meeting of ISWA.
- (4) borrow money upon such terms and conditions as MC considers fit.
- (5) give such security for the discharge of liabilities incurred by ISWA as MC considers fit and subject to due diligence by independent agency.
- (6) appoint agents to transact any business of ISWA on its behalf.
- (7) enter into any other contract it considers necessary or desirable.

6. Eligibility and Application for Membership

- (1) Membership of ISWA is open to:
 - (a) An individual with the age of 18 years and above, and legal resident of Australia.
 - (b) Any association registered as not for profit association under the Act of Western Australia.
 - (c) Any association registered as not for profit association under the association act of any state or national tertiary (other than WA) of Australia and have:
 - (i) a functional body within Western Australia; or
 - (ii) have demonstrated their substantial presence within Western Australia to the satisfaction of MC.
 - (d) Any trust registered as not for profit or charity with the Australian Charities and Not-for-profits Commission and formed to promote and encourage culture, heritage and/or language of India.
 - (e) Any corporate entity registered within Australia and with valid Australian Business Number (ABN) or Australian Company Number (ACN).
- (2) All members shall conform to and be bound by the Constitution and By-laws of ISWA.
- (3) An eligible individual who wishes to become a member of ISWA must be of good character.
- (4) An eligible individual who wishes to become a member of ISWA must apply in writing to ISWA using the approved form and payment of the application fees
- (5) An eligible Association or Trust who wishes to become a member of ISWA must apply in writing to ISWA using the approved form and payment of the application fees.
- (6) An eligible corporate entity who wishes to become a member of ISWA must apply in writing to ISWA using the approved form and payment of the application fees.
- (7) MC will consider each application made under subrules (3), (4) and (5) in their next scheduled meeting and decide whether to accept or reject the application.
- (8) Subject to subrule (7), the MC must consider applications in the order in which they are received by ISWA.
- (9) The MC may delay its consideration of an application if the MC considers that any matter relating to the application needs to be clarified by the applicant or that the applicant needs to provide further information in support of the application.
- (10) After the MC makes the decision on the application, the secretary must within 7 business days:
 - (a) Notify the applicant about the outcome of their membership application;
 - (b) If the membership application has been rejected, then arrange for the refund of the application fees.
- (11) If an applicant wishes to appeal against the rejection of their application, must give notice to the Secretary of their intention to appeal within a period of 14 business days from the date they were advised of the rejection.
- (12) When notice is given under subrule (11), the Secretary must follow the dispute resolution process referred to in rule 39.

7. Membership Categories

ISWA Membership shall consist of the following categories:

(1) **Association Member:**

- (a) An incorporated not for profit associations formed to promote and encourage culture, heritage and language of India and have minimum of 30 financial members who are residing in Australia or a registered Trust as per rule 6(1)(d);
- (b) Enjoys all benefits and privileges of ISWA membership including voting rights.

(2) **Life Member:**

- (a) An Individual or family (partners married or de facto including maximum of three dependent children up to the age of 25 years of age and residing at the same address).
- (b) Enjoys all benefits and privileges of ISWA membership including voting rights.

(3) **Associate Member:**

- (a) An incorporated not for profit associations formed to promote and encourage Culture, heritage and language of India and have less than 30 financial members residing within Australia.
- (b) Enjoys all benefits and privileges of ISWA membership except voting rights and representation on ISWA Council.

(4) **Corporate Member:**

- (a) A corporate entity (with ABN/ACN) and operating within Australia.
- (b) Enjoy all benefits and privileges of ISWA membership except voting rights and representation on ISWA Council.

(5) **Honorary Member:**

- (a) Honorary membership is an exclusive privilege reserved for illustrious members of the wider Australian community, irrespective of their origin, who provide or have provided meritorious or valuable services for the benefit of the Indian community.
- (b) Enjoy all benefits and privileges of ISWA membership except voting rights and representation on ISWA Council.

8. Voting Rights of Members at General Meetings

(1) **Life Member:**

- (a) Life Member and only one registered partner (in case of family membership) can take part in any ISWA General Meeting.
- (b) Life Member and one registered partner (in case of family membership) can cast:
 - (i) one vote on any resolution at a general meeting; and
 - (ii) one vote to elect representatives of Life Members on to ISWA Council.
- (c) Life Member and one registered partner (in case of family membership) can only vote once they have been a member for a minimum period of 90 calendar days.

(2) **Association Member:**

- (a) Each representative(s) of an Association Member who is appointed to ISWA Council, can cast:
 - (i) one vote on any resolution at a general meeting; and

- (ii) one vote for the election of the MC
 - (b) Must have completed 6 months of its membership with ISWA or have completed its first annual general meeting, whichever is later,
 - (c) Life Members representing another Association or Trust on ISWA Council can only cast one vote either as a representative of the Association Member or as a Life Member.
 - (d) Do not have voting rights to elect representatives of Life Members on to ISWA Council.
- (3) **Associate Member / Corporate Member / Honorary Member**
- (a) Do not have any voting rights at any meeting or elections of ISWA.
 - (b) No representation of ISWA Council
- (4) No person can vote more than once in any circumstances.
- (5) Proxy votes are not allowed at any meetings or elections of ISWA.
- (6) Electronic voting will only be accepted for elections of MC and representatives of Life Members to ISWA Council. To accept the electronic votes as valid:
- (a) the votes must be made from the registered email of the voting member as recorded in the register of members; and
 - (b) the registered email must be unique to the member and not shared with any other member.
- (7) For any general meeting, voting member must be present in person or virtually as decided from time to time by MC.

9. Register of Members

- (1) The Secretary, or another person duly authorised by the MC, is responsible for the requirements imposed on ISWA under section 53 of the Act to maintain the register of members and record in that register any change in the membership of ISWA.
- (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 (digital or otherwise) must be kept secured by the Secretary or authorized representative and must not be shared outside the MC unless is permitted under the Act.
- (4) The register of members must only be used for the objects of ISWA and not to be sold or disclosed to a third party for any activity, commercial or otherwise.
- (5) Any member who wishes to inspect the register of members must submit a written request to the Secretary.
- (6) On receipt of the valid request, the Secretary must arrange inspection or provide records within 21 business days.
- (7) The MC will 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 ISWA 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.

10. Subscription of Members

- (1) The members may from time to time at any AGM determine the amount of the subscription to be paid by each category of membership.
- (2) The MC may from time to time offer promotions to encourage membership enrolment.
- (3) Subscription shall not be refunded on the termination and/or expulsion of membership.

11. Termination of Membership

- (1) Membership of ISWA terminates upon
 - (a) receipt by the Secretary of a written notice from the Member confirming their withdrawal/termination of membership from ISWA, or
 - (b) non-payment by a corporate member of their subscription within three months of the new financial year, or
 - (c) cease to meet eligibility criteria as described in rule 6.
- (2) Honorary membership can be revoked at any time at the discretion of the MC and reported at next general meeting.

12. Expulsion of Membership (Life or Association or Associate)

- (1) The MC may decide to expel a membership (Life or Association or Associate) from ISWA if
 - (a) The member contravenes any of these rules of ISWA; or
 - (b) The member acts detrimentally to the interests of ISWA; or
 - (c) Convicted by law for any criminal activity done before or after becoming a member of ISWA.
- (2) The MC may decide to initiate a process to expel a member from ISWA by passing a resolution with three fourth of the majority in their meeting.
- (3) The Secretary must give the member written notice of the proposed expulsion at least 28 business days before the committee meeting at which the proposal is to be considered by the MC.
- (4) The notice given to the member must state -
 - (a) when and where the committee meeting is to be held; and
 - (b) the grounds on which the proposed 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 and/or oral submissions to the committee about the proposed expulsion.
- (5) At the committee meeting, the MC 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 committee about the proposed expulsion; and

- (b) give due consideration to any submissions so made; and
 - (c) decide whether to expel the member from ISWA.
- (6) A decision of the MC to expel the member from ISWA takes immediate effect.
 - (7) The unaffected member within a life membership (family) is eligible to retain life membership by filling in a new application form.
 - (8) The MC must give the members written notice of the committee's decision, and the reasons for the decision, within 7 business days after the committee meeting at which the decision is made.
 - (9) A member who is expelled from ISWA may, within 14 business days after receiving notice of the committee's decision under subrule (8), give written notice to the Secretary requesting the appointment of a mediator as per rule 40.
 - (10) If notice is given under subrule (9), the member who gives the notice and the MC are the parties to the mediation.
 - (11) The expelled member can reapply for membership under rule 6.

13. Consequences of Expulsion of Life Membership

- (1) The member -
 - (a) loses any rights (including voting rights) arising because of membership; and
 - (b) is not entitled to a refund, rebate, relief, or credit for membership fees paid, or payable, to ISWA.
- (2) If the life member is part of ISWA Council as a representative of Life member or association member, his/her membership to ISWA Council will be revoked.
- (3) In no circumstances, expelled life member can become ISWA council member as a representative of any association member.
- (4) The Secretary must record in the register of members –
 - (a) that the member is expelled; and
 - (b) the date on which the expulsion takes effect.

14. ISWA Council

- (1) ISWA Council shall be an advisory body to provide guidance and direction to MC and to elect the MC.
- (2) ISWA Council will be comprised of:
 - (a) subject to subrule (3), representative(s) of association member.
 - (b) subject to subrule (5), minimum of 32 representatives of ISWA Life Members.
- (3) Association members:
 - (a) Incorporated associations having 30 or more financial members can have representative(s) on ISWA Council as follows:
 - (i) Financial membership of 30 or more but less than or equal to 300 – one representative.
 - (ii) Financial membership of more than 300 but less than or equal to 500 – two representatives.

- (iii) Financial membership of more than 500– three representatives.
 - (b) Representative (s) must be from the management committee of the Association Member.
 - (c) Association Member shall have at least one-woman representative in case of more than one representative in the council.
 - (d) Incorporated Association shall supply a declaration to ISWA, after completion of their annual general meeting:
 - (i) confirming the total number of financial members; and
 - (ii) signed jointly by the president/chairperson and the secretary of the Association Member.
 - (e) The declaration provided in subrule (3)(d), shall be recorded in December by ISWA Secretary prior to AGM.
 - (f) Trustee of an eligible Trust can have only one representative on ISWA council.
 - (g) Trust shall supply every year a declaration to ISWA:
 - (i) confirming the continuation of its activity; and
 - (ii) signed by the trustees.
 - (h) The declaration provided in subrule (3)(g), shall be recorded in December by ISWA Secretary prior to AGM.
- (4) The term of ISWA Council member representing ISWA Life Member will be two years from election at AGM. Association Member can change their representatives at any time by giving 21 business days' notice to the Secretary.
- (5) The minimum size of ISWA Council will be 50 Members and if the strength of ISWA Council is less than 50, the shortfall will be filled by increasing the number of life member representative to ISWA Council

15. Resignation of an ISWA Council Member

- (1) A council member may resign from the Council by a written notice given to the Secretary or delegate. If secretary or their delegate is not available, then to the President of ISWA.
- (2) The resignation takes effect:
 - (a) when the notice is accepted by the Secretary (or their delegate) or the President; or
 - (b) if a later time is stated by the member in their resignation notice, at the later time.
- (3) The President and/or Secretary can accept a resignation from ISWA Council member. They must inform the details of the resignation to ISWA Council at the next council meeting.
- (4) In case of the resignation of council member representing an Association or Trust, the Secretary of that Association or Trustee of the Trust must notify ISWA Secretary or the President. The Association or Trust has the discretion to appoint other members as a representative in ISWA council as per eligibility and appointment criteria defined in these rules.
- (5) In case of the resignation of council member representing ISWA life members, MC has the discretion to replace the resigning council member by nominating another ISWA Life Member.
- (6) A person who has resigned from membership of the council remains liable for any dues and responsibilities that are owed to ISWA at the time of their resignation.

16. Transitional Provisions

Following transitional provisions will apply:

- (1) Amendments to this Constitution shall come into effect after the approval by the Commissioner.
- (2) the representatives of ISWA Life Members on ISWA council shall complete their tenure.
- (3) On approval by the Commissioner under subrule (1), ISWA Secretary shall notify the changes in the Constitution to each existing Association Member and request the following documents and information from the Association Member:
 - (a) current certificate of incorporation or registration.
 - (b) a statutory declaration form:
 - (i) stating the vision/mission/objectives.
 - (ii) confirming the total number of financial members.
 - (iii) endorsing the vision, mission, values, and objectives of ISWA.
 - (iv) agreeing to abide by ISWA code of conduct; and
 - (v) signed jointly by the president/chairperson and the secretary or trustees
- (4) All Association Members must submit all requested documents and information within the time frame mentioned in the request by ISWA Secretary.
- (5) Associations which fail to submit the requested documents and information within the stipulated timeframe would not be eligible to vote as per rule 8 (2).
- (6) ISWA Secretary must verify the documents of each Association Member against the requirement outlined under rule 7 and confirm the eligibility of the membership and representation on ISWA Council under rule 14.
- (7) Once the ISWA Secretary verifies and confirms the details under subrule (6), the Secretary must notify the decision to the relevant Association Members.
- (8) Within 15 business days on receipt of notification under subrule (7), the Association Members shall send to ISWA Secretary, the details of their representative(s) to represent in the ISWA Council.

17. Election of Life Members to ISWA Council

- (1) Representatives of Life Members to ISWA Council are to be elected by the life members at the AGM minimum 21 calendar days prior to the election of MC by ISWA Council.
- (2) A life member nominating themselves for the election in ISWA council representing life members must have been Life Member of ISWA for at least one year prior to the last date for nomination to ISWA Council.
- (3) MC shall appoint a Returning Officer (RO) at least 28 calendar days prior to the date for AGM and the Secretary shall provide to the RO a complete list of eligible voting members of ISWA at least 21 calendar days prior to the close of nominations for election.
- (4) The RO shall perform their functions and duties independently and in good faith. Their functions and duties shall include but not limited to:
 - (a) resolve objections to any nomination.

- (b) ensure there are no irregularities in the election process.
 - (c) authenticate submitted nominations, reject irregular nominations, and advise the affected parties.
 - (d) invite nominations from the floor at the AGM for positions for which no or invalid nominations were received.
 - (e) conduct the election process including counting of votes and announcement of the election results; and
 - (f) attend to any incidental duties falling within their functions.
- (5) At least 21 calendar days prior to the elections of representatives of Life Members to ISWA Council, the Secretary shall issue a written notice to all members inviting nominations. The notice shall also be posted on ISWA website and delivered by email.
 - (6) Nominations must be submitted on the prescribed forms and delivered to the RO in sealed envelopes or by scanned copy of the completed nomination by email directly to the RO, on or before the last date and time specified, being no later than 7 calendar days prior to the elections. Late nominations or nominations not in the prescribed form must be rejected by RO.
 - (7) The RO shall immediately, after the fixed closing time, open all received nominations in the presence of minimum two members of the MC.
 - (8) The RO shall then place the valid nominations on a ballot sheet, in alphabetical order and promptly email the list of valid nominations to all members. Any invalid nominations received shall be kept separately and affected nominee to be informed of this.
 - (9) If vacancies remain after valid nomination, additional valid nominations may be accepted from the eligible members on the floor of the AGM. If such nominations from the floor do not exceed the number of vacancies the RO must declare those persons to be duly elected. Where the number of nominations from the floor exceeds the remaining number of vacancies on the MC, elections for those positions must only be conducted among the nominations received from the floor of AGM

18. ISWA Council Meetings

- (1) The MC:
 - (a) may at any time convene a special meeting of ISWA Council.
 - (b) must convene regular (minimum half yearly) meeting of ISWA Council.
 - (c) must, within 28 calendar days of receiving in writing to do so from not less than 25% of the members of ISWA Council, convene a special meeting of ISWA Council for the purpose specified in that request.
- (2) The members of ISWA Council making a request referred to in subrule (1)(c) must-
 - (a) state in the request the purpose for which the special meeting concerned is required; and
 - (b) sign that request.
- (3) If a special meeting of ISWA Council is not convened by the MC within the relevant period of 28 calendar days referred to in subrule (1)(c) the members who signed and made the request may convene a special meeting of ISWA Council.

- (4) When a meeting (including a special meeting) is convened under this rule, ISWA must pay the reasonable expenses of convening and holding the meeting of ISWA Council.
- (5) The Secretary must give all members of ISWA Council not less than 21 calendar days' notice of the regular meeting of ISWA Council and that notice must specify –
 - (a) when and where the meeting is to be held.
 - (b) details of the business to be transacted at the meeting and of the order in which that business is to be transacted.
 - (c) discussion of ISWA's financials must be a part of the business to transacted at the meeting of the Council meetings.
 - (d) An agenda with a deadline to include any new items into the agenda.
- (6) The Secretary must give to all members of ISWA Council not less than 21 calendar days' notice of a special meeting of the Council and that notice must specify-
 - (a) when and where the special meeting concerned is to be held; and
 - (b) details of the business to be transacted at the special meeting and of the order in which that business is to be transacted.
- (7) The Secretary must give the notice under subrules (5) and (6) by-
 - (a) serving it on a member personally; or
 - (b) sending it to the registered email of the member recorded in the register of members.
- (8) Where a special meeting of ISWA Council is called under subrule (3), the members calling the meeting must give to all members of ISWA Council not less than 21 calendar days' notice of the special meeting and that notice must specify-
 - (a) when and where the special meeting concerned is to be held; and
 - (b) details of the business to be transacted at the special meeting and of the order in which that business is to be transacted.
- (9) The members calling the special meeting must give the notice under subrule (8) by-
 - (a) serving it on a member personally; or
 - (b) sending it to the registered email of the member recorded in the register of members.
- (10) When the notice is sent by email under subrules (7) and (9), sending of the notice will be deemed to be properly affected if the notice is sufficiently addressed and emailed to the member.
- (11) President must chair the meetings of ISWA Council and in his/her absence, the Vice-President must chair the meeting. In absence of both the President and Vice President, ISWA Council may elect a member from the members present in that meeting to chair the meeting.
- (12) Secretary or delegate must take minutes of ISWA Council Meeting in accordance with rule 33.

19. Quorum and Proceedings at ISWA Council Meetings

- (1) Meeting can be virtual or face to face or a combination of both.
- (2) Attendance of minimum of 30 members constitutes a quorum.
- (3) If the quorum is not present at the notified time of the meeting, then the chair may reconvene the meeting:
 - (a) after the lapse of 15 minutes of the notified time;

- (b) the number of members present at the reconvened time shall be deemed to be the quorum; and
 - (c) no vote shall be taken on non-essential business if the quorum is less than 15 members.
- (4) At the meeting, any resolution put to the vote will be decided by the majority of votes cast, subject to subrule (6).
 - (5) Subject to subrule (6), a declaration by the chair that a resolution has been passed is a resolution at the meeting and will be evidence of that fact.
 - (6) At a meeting, on any business, a poll may be demanded by the chair and/or by three or more members present. If a poll is demanded, it must be taken immediately and in such manner as the chair directs.
 - (7) If a poll is taken under subrule (6), a declaration by the chair of the result of the poll is a resolution at the meeting and will be evidence of that fact.

20. Management Committee (MC)

- (1) The affairs of ISWA will be managed exclusively by a MC consisting of-
 - (a) President
 - (b) Vice-President
 - (c) Secretary
 - (d) Treasurer
 - (e) Assistant Secretary
 - (f) Assistant Treasurer
 - (g) Four (4) General Committee Members
 - (h) Two (2) Women Committee Members; and
 - (i) A member of the outgoing MC as elected by the new MC within one month of its election.
- (2) Subject to subrule (6), all MC members shall be eligible for re-election.
- (3) All members of ISWA Council are eligible to nominate for any position on MC, except the position of President. A person is only eligible to nominate for the position of President after the person has served:
 - (a) within any previous MC for at least a continuous period of 24 months; or
 - (b) one full term of MC.
- (4) A MC member shall be entitled to complete their full term on the MC even if they cease to be a member of ISWA Council under rule 14 after their election to the MC.
- (5) The term of the MC shall be two years or until the election of new MC- whichever is later.
- (6) The President cannot nominate themselves for the third consecutive term and all other MC members cannot nominate themselves for the 5th consecutive term.
- (7) They can again serve on the MC in any position (subject to the eligible criteria) after a gap of 4 years.
- (8) The Office Holders shall exclusively represent ISWA and must resign from their position of management committee of the respective associations within four months after their election to MC.

21. Powers of Management Committee

- (1) The MC may, in writing, delegate to one or more sub-committees (consisting of member(s) or any other person as the MC thinks fit) the exercise of any power or the performance of any duty of the MC other than-
 - (a) the power to delegate; and
 - (b) a duty imposed on the MC by the Act or any other written law.
- (2) A power or duty, the exercise or performance of which has been delegated to a subcommittee under this rule, may be exercised or performed by the subcommittee in accordance with the terms of the delegation.
- (3) The delegation may be made subject to any conditions, qualifications, limitations or exceptions that the MC specifies in the document by which the delegation is made.
- (4) The delegation does not prevent the MC from exercising or performing at any time the power or duty delegated.
- (5) Any act or thing done by a subcommittee under the delegation has the same force and effect as if it had been done by the MC.
- (6) The MC may, in writing, amend or revoke the delegation.
- (7) The tenure of any subcommittee formed under subrule (1) ends with the term of the MC.
- (8) The acts and decisions of a MC are valid despite any defect that may afterwards be discovered in the election, appointment, or qualification of the MC or a member of the MC.
- (9) An MC member is entitled to be paid out of the funds of ISWA for any out-of-pocket expenses properly incurred in connection with the business of the ISWA.
- (10) MC can employ or hire any person in managing the affairs of ISWA.

22. Election of Management Committee

The MC will be elected by ISWA Council. The procedure of election to the MC will be as follows:

- (1) Not less than 28 calendar days prior to completion of the term of the management committee (MC), the MC shall appoint a Returning Officer (RO). The RO is independent of the MC and shall have no conflict of interest, and who will conduct the elections in a fair and impartial manner.
- (2) The Secretary shall provide to the RO a complete list of members of ISWA Council prior to the close of nominations for election.
- (3) The RO shall perform their functions and duties independently and in good faith. The functions and duties of RO shall include but not limited to, following:
 - (a) have a dedicated and confidential email for all communication within ISWA Domain;
 - (b) resolve objections to any nomination;
 - (c) ensure there are no irregularities in the election process;
 - (d) authenticate submitted nominations, reject irregular nominations, and advise the affected parties;
 - (e) invite nominations from the floor at ISWA Council for positions for which no valid nominations are there;

- (f) conduct the election process including counting of votes and announcement of the election results;
 - (g) attend to any incidental duties falling within RO functions; and
 - (h) request assistance from non-contesting members.
- (4) At least 21 calendar days prior to the elections of the MC, the Secretary shall issue a written notice to all members of ISWA Council. The notice shall also be posted on ISWA website and delivered by email to all members to their registered email address.
- (5) Nominations for elections must be submitted on the prescribed forms and delivered to the RO in sealed envelopes or by scanned copy or digitally signed copy of the completed nomination by email directly to the specified RO email/address, on or before the last date and time specified, being no later than 7 calendar days prior to the elections. Late nominations or nominations not in the prescribed form must be rejected by RO.
- (6) The nomination must clearly specify if it is being made for the committee positions reserved for women or as a general nomination open to all genders. A person cannot nominate under both categories.
- (7) A valid nomination is one which:
- (a) identifies the position nominated.
 - (b) meets the criteria for the position nominated.
 - (c) states the full names of the proposer, seconder, and the nominee who must all be either Life Member(s) or members of ISWA Council; and
 - (d) is signed by the proposer, seconder, and the nominee.
- (8) The RO shall immediately, after the fixed closing time, list all received nominations to be verified in the presence of minimum two members of the outgoing MC. RO shall then place the valid nominations on a ballot sheet, in alphabetical order, according to positions nominated. Any invalid nominations received shall be kept separately.
- (9) A member of ISWA council may only be nominated for one position. Nomination for more than one position of MC will automatically disqualify the nominated member of ISWA Council for all positions.
- (10) The list of valid nominees shall then be promptly emailed to all members and posted on ISWA website.
- (11) If vacancies remain on the MC after the declaration by RO, additional nominations of committee members may be accepted from the floor at ISWA Council Meeting on election day. If such nominations from those persons present, do not exceed the number of vacancies, the RO must declare those persons to be duly elected as members of MC. Where the number of nominations from the floor exceeds the remaining number of vacancies on the MC, elections for those positions only must be conducted among the nomination received from the floor in the meeting.
- (12) If the nominations from those persons present are less than the number of vacancies the newly elected Committee should appoint a member from ISWA Council to fill that vacancy; and the member(s) appointed under this subrule will hold office for the term of the Committee.

23. President and Vice-President

- (1) The President must preside over all general meetings, MC meetings and meetings of ISWA Council.
- (2) The President can delegate his/her role of presiding over any meeting to a Vice President or any other office holder.
- (3) In the event of the absence of the President and any of the other office holder from a general meeting, a member elected by the voting members present at the general meeting, must preside over that general meeting.
- (4) In the event of the absence from a meeting of ISWA Council of both the President and the Vice-President, a member of ISWA Council elected by the voting members present at the meeting, must preside over that meeting
- (5) In the event of the absence from a MC meeting of both the President and the Vice-President, an MC member elected by the other MC members present at the meeting, must preside the MC meeting.

24. Secretary and Assistant Secretary

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

25. Treasurer and Assistant Treasurer

- (1) The Treasurer has the following duties —

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, ISWA and must issue receipts for those moneys in the name of ISWA.
 - (b) ensuring that any amounts paid to ISWA are credited to the appropriate account of ISWA, as directed by the MC.
 - (c) make payments from the funds of ISWA with the authority of a general meeting or of the MC and in so doing ensure that all the payments are authorised/signed by any two of the following: President, Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer or any other MC member of ISWA who may be authorised from time to time by the MC;
 - (d) comply on behalf of ISWA on Financial records, reporting and accountability required under the Act and maintain the financial records of ISWA by-
 - (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of ISWA.
 - (ii) keeping its accounting records in such manner as will enable true and fair accounts of ISWA to be prepared from time to time.
 - (iii) keeping its accounting records in such manner as will enable true and fair accounts of ISWA to be conveniently and properly audited; and
 - (iv) submitting to members at each annual general meeting of ISWA accounts of ISWA showing the financial position of ISWA at the end of the immediately preceding financial year.
 - (v) retain ISWA's financial records for at least 7 years after the transactions covered by the records are completed.
 - (e) whenever directed to do so by the President, submit to the MC and ISWA council, a report, balance sheet or financial statement in accordance with that direction.
 - (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of ISWA.
 - (g) perform such other duties as are imposed by these rules on the Treasurer. The Assistant Treasurer shall assist the Treasurer in performing their role.
- (2) Duties of the Assistant Treasurer is to be defined by the MC.

26. Resignation or Removal of the Management Committee Member

- (1) A MC member may resign from the MC 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 the President; or
 - (b) if a later time is stated in the notice, at the later time.
- (3) A person who has resigned from MC remains liable for any dues that are owed to ISWA at the time of resignation.
- (4) At any MC meeting, MC can remove any MC member from the MC, if they fail to attend 3 consecutive MC meetings, of which the person has been given notice, without having notified Secretary / President that the person will be unable to attend.
- (5) At any ISWA council meeting, MC may by resolution remove a MC member from the MC.

- (6) A MC member who is the subject of a proposed resolution under subrule (4), may make written representations (of a reasonable length) to the Secretary or President and may ask that the representations be provided to the members or enter the dispute resolution process as per rule 39 (as a party to the dispute).
- (7) The Secretary or President may give a copy of the representations to each ISWA Council member or, if they are not so given, the MC member may require them to be read out at ISWA council meeting at which the resolution is to be considered.

27. Casual vacancies in the Management Committee

- (1) A casual vacancy occurs in the MC, or position considered as vacant if the MC member
 - (a) dies;
 - (b) resigns or removed as per rule 26;
 - (c) is convicted of an offence under the Act; or
 - (d) is permanently incapacitated by mental or physical ill-health.
- (2) MC must appoint a member to that position (other than the position of the President), who is eligible to fill the position as soon as practical after the vacancy arise.
- (3) The vacant position of President may only be filled by
 - (a) Calling for the nomination from the MC members and decision arrived at by majority ballot of the MC.
 - (b) If none of MC member wishes to nominate for the position of the President, then MC must call for the nomination from ISWA Council and decision arrived at by majority of the ballot of ISWA Council.
- (4) Subject to the requirement for a quorum under rule 28, the MC may continue to act despite any vacancy in its membership.
- (5) If there are fewer MC members than required for a quorum under rule 28, the MC may act only for the purpose of appointing MC members or convening an ISWA Council meeting.

28. Proceedings of Management Committee meetings

- (1) The MC must meet for the dispatch of business not less than 9 (nine) times in each financial year and the President, or at least half the members of the MC, may at any time convene a meeting of the MC.
- (2) Each MC member has a deliberative vote.
- (3) A question arising at a MC meeting must be decided by a majority of votes, but, if there is no majority, the person presiding at the MC meeting will have a casting vote in addition to his or her deliberative vote.
- (4) At a MC meeting, 50% of the MC members constitute a quorum. If quorum is not present within 15 minutes after the notified commencement time of a committee meeting, then the meeting can be adjourned.
- (5) Subject to these rules, the procedure and order of business to be followed at a MC meeting must be determined by the MC members present at the meeting.

- (6) Under section 42 of the Act, a MC member who has a material personal interest in a matter being considered at a meeting must disclose the nature and extent of their interest to the MC, as soon as they become aware of the interest.
- (7) Under section 43 of the Act a MC member who has a material personal interest in a matter being considered at a meeting of the MC must not be present while the matter is being considered at the meeting or vote on the matter.
- (8) Under section 42(6) of the Act ISWA must record every disclosure made by a committee member of a material personal interest in the minutes of the MC meeting at which the disclosure is made.

29. Financial Records, Statements and Reports

- (1) ISWA must keep financial records-
 - (a) Correctly 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.
- (2) The financial year comprises of the period from January 1st to December 31st of the same calendar year.
- (3) The financial report for a financial year must consist of –
 - (a) The financial statement for the year; and
 - (b) The notes to the financial statements; and
 - (c) The President and Treasurer’s declaration about statements and notes.
- (4) ISWA must retain its financial records for at least 7 years after the transactions covered by the records are completed.
- (5) 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/Secretary’s control.
- (6) The financial statements of ISWA must include-
 - (a) the financial disclosures required by the regulations; and
 - (b) notes required by the accounting standards; and
 - (c) any other information necessary to give a true and fair view of the financial
 - (d) position and performance of the association.
- (7) The President and Treasurer’s declaration must —
 - (a) be made in accordance with a resolution of the MC; and
 - (b) specify the date on which the declaration is made.
- (8) Must determine its status as a Tier 1, 2 or 3 association under section 64 of the Act and comply with the reporting requirements accordingly.
- (9) In case of Tier 2 or Tier 3 status, the auditor appointed as per rule 30, is entitled to receive all notices and any other communication related to any general meeting.
- (10) The financial reports must be prepared within 4 months after the end of each financial year, audited and presented at the AGM.

30. Auditor

- (1) The annual general meeting shall appoint a qualified and registered accountant in Australia as an auditor for ISWA.
- (2) The person appointed as an auditor need not be a member of ISWA.
- (3) The annual general meeting can determine the fees to be paid to the auditor.
- (4) Should the appointed auditor be a member of ISWA, they must not hold any other office on the MC or ISWA Council during their term as auditor.

31. General Meetings

- (1) The Secretary must give a notice of a general meeting, including clear agenda and attached documents, if any sending it by email of the member appearing in the register of members kept and maintained under rule 9.
- (2) When a notice is sent by email under subrule (1), sending of the notice will be deemed to be properly affected if the notice is sufficiently addressed and emailed to the member concerned.
- (3) Annual General Meetings
 - (a) The committee must determine the date, time and place of the annual general meeting.
 - (b) Except as allowed under section 50 (3) of the Act, ISWA must hold its annual general meeting —
 - (i) within 4 months after the end of the financial year; or
 - (ii) within such longer period as may in a particular case be allowed by the Commissioner.
- (4) The Secretary must give to all members not less than 21 calendar days' notice of an annual general meeting and that notice must specify-
 - (a) when and where the annual general meeting is to be held; and
 - (b) indicate the general nature of each item of business to be considered at the meeting
 - (c) if a special resolution is proposed as required by the Act or as determined by MC,
 - (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
- (5) Special General Meetings
The Committee-
 - (a) may at any time convene a special general meeting.
 - (b) must, within 28 days of receiving a request in writing to do so from not less than 25% of voting members, convene a special general meeting for the purpose specified in that request: or
 - (c) The members making a request referred to in subrule (5)(b) must:
 - (i) state in that request the purpose for which the special general meeting concerned is required; and
 - (ii) sign that request.
- (6) If the committee 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.

- (7) A special general meeting convened by members under subrule (6):
 - (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.
- (8) ISWA must reimburse any reasonable expenses incurred by the members convening a special general meeting under subrule (6).
- (9) The Secretary must give to all members not less than 21 calendar days' notice of a special general meeting and that notice must specify-
 - (a) when and where the general meeting concerned is to be held; and
 - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (10) Requirements for a special resolution
 - (a) Under the section 51(1) of the Act., a resolution is a special resolution if it is passed:
 - (i) at a general meeting of ISWA; and
 - (ii) by the votes of not less than three-fourths of the members of ISWA who cast a vote at the meeting.
 - (b) A person is taken to cast a vote at a general meeting as mentioned in subrule (10)(a)
 - (i) if the person has a right to vote as per the rule 8 on the resolution; and
 - (ii) votes in person and/or virtually at the meeting.

32. Quorum and Proceedings at General Meetings

- (1) At a general meeting 40 members present in person or virtually constitute a quorum.
- (2) If the quorum is not achieved at the time specified for the GM, then:
 - (a) In the case of an AGM or an SGM convened by the Management committee, the President may reconvene the meeting after the lapse of 30 minutes of the scheduled time, where after the members then present shall be deemed sufficient quorum to carry out the agenda matters. However, no vote shall be taken on non-essential business if the number of attendees falls below 30; or
 - (b) in the case of member requisitioned SGM, the meeting shall forthwith lapse and shall not be requisitioned again for the same subject matter for the remainder of the term of that MC.
- (3) At a general meeting at which a resolution proposed, the chairperson of the meeting may, based on 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.
- (4) If the resolution is a special resolution, the declaration under subrule (3) must identify the resolution as a special resolution.

- (5) Subrule (3) does not apply, if a poll is demanded on any resolution by the chairperson of the meeting or by at least 20% of the members present in person in the meeting. If a poll is demanded:
 - (a) the poll must be taken at the meeting in the manner determined by the chairperson;
 - (b) the chairperson must declare the determination of the resolution on the basis of the poll.
- (6) A declaration under subrules (3) and (5), 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.

33. Minutes of meeting of ISWA

- (1) The Secretary or person authorised by the MC must take and keep proper minutes of all general meetings, MC meetings, Sub Committee meetings and ISWA Council meetings.
- (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) Draft minutes of a general meeting must be circulated to the members within 28 days after the holding of each general meeting.
- (4) The minutes (draft & approved) are to be maintained electronically or as hard copies.
- (5) Meetings held with businesses for commercial purposes in related to ISWA business and properties must be available for audit when requested.
- (6) In addition to the minutes, each annual general meeting must record —
 - (a) the names of the members attending the meeting; and
 - (b) the financial statements or financial report presented at the meeting, any report of the review or auditor's report on the financial statements or financial report presented at the meeting.
- (7) The President must ensure that the minutes of each meeting are reviewed and signed as correct by the President /chairperson of the meeting to which those minutes relate or by the President/chairperson of the next succeeding general meeting, MC meeting, ISWA council meeting, as the case requires.
- (8) When minutes have been signed as correct under this rule, they are, until the contrary is proved, evidence that-
 - (a) the meeting to which they relate (in this subrule called "the meeting") was duly convened and held.
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

34. Awards and Recognitions

- (1) The MC may request nominations for awards and recognitions for service in keeping with ISWA objectives and based upon specified criteria as outlined in ISWA Awards and Recognition guidelines, maintained by the MC.
- (2) The MC must appoint a sub-committee called as Awards Committee.
- (3) The Awards Committee must consist of a minimum of three persons, who are independent of the MC and any nominations/recognitions.
- (4) A member of the MC may be appointed as a coordinator of the Awards Committee. The MC member will not be part of the Awards Committee.
- (5) No sitting member of the MC or their partners should be eligible for nomination in any of the categories.

35. Alteration of Rules

- (1) ISWA may alter or rescind any of these rules, or to make additional rules, ISWA may do so only by special resolution and by otherwise complying with Part 3 Division 2 of the Act.
- (2) An amendment of the rules does not take effect until approved by the Commissioner.
- (3) Secretary must, at the request of a member, give to the member a copy of the rules, or of any part of those rules to which the request relates, as in force at the time of the request.
- (4) The amended rules are binding on every ISWA member and ISWA as an association to the same extent as if every member and ISWA had signed and sealed these rules and agreed to be bound by all their provisions.

36. Executing Documents

- (1) ISWA may execute a document if the document is signed by the:
 - (a) President; and Vice President/Secretary/Treasurer; or
 - (b) Vice President; and Secretary/Treasurer
- (2) Notwithstanding anything contained in subrule (1) above, any execution of a document for purchase of land or building or lease of a property must be executed by joint signature of the President and Treasurer only after prior approval by the MC with a three fourth majority of the MC.

37. Inspection of Records

- (1) 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 committee members, and other persons authorised to act on behalf of the ISWA, under section 58(3) of the Act; or
 - (c) any other record or document of ISWA.must contact the Secretary to make the necessary arrangements for the inspection.
- (2) The inspection is free of charge.
- (3) If the member wants to inspect a document that records the minutes of a meeting of MC, the right to inspect that document is subject to any decision the MC has made about minutes of

meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.

- (4) The member may make a copy of or take an extract from a record or document referred to subrule (1)(c) in but does not have a right to remove the record or document for that purpose.
- (5) The member must not use or disclose information in a record or document referred to in subrule (1) except for a purpose:
 - (a) that is directly connected with the affairs of ISWA; or
 - (b) that is related to complying with a requirement of the Act.

38. Resolving Complaints

- (1) Terms used in this rule:
 - Complaint procedure** means procedure set out within this rule.
 - Dispute procedure** means procedure set out if complainant is not satisfied with the response.
 - Mediation process** means procedure set out within rule 40 using an external mediator.
- (2) The procedure set out in these rules applies to disputes/grievances under these rules between:
 - (a) A member and another member.
 - (b) A member and MC; or
 - (c) A member of public who receives service from ISWA and ISWA.
- (3) Complaint resolutions process must be followed to ensure all parties can attempt to resolve any dispute via discussion between themselves. This is to be carried out as follows:
 - (a) Complainant lodges a written complaint with the Secretary via a specific email address for complaints. This written notice must include -
 - (i) the parties to the complaints
 - (ii) the matters that are the subject of the complaints
 - (b) Complainant to sign a non-disclosure agreement.
 - (c) Secretary to acknowledge receipt of written email communication informing complainant of next scheduled MC meeting and reference to nondisclosure agreement.
 - (d) Secretary to add complaint details into complaint register and add to agenda of next MC meeting.
 - (e) MC reviews complaint and decides upon a solution/action to address complaint.
 - (f) Secretary to send response via email to complainant within 5 business days of MC meeting.
 - (g) Should the complainant not be satisfied with the MC response/solution:
 - (i) Complainant must inform the Secretary via email of this dissatisfaction within 5 business days.
 - (ii) Secretary will inform Complainant within 7 business days that the complaint will now be treated as a Dispute. A dispute resolution process set out in rule 39 is to be followed.
 - (h) Should complainant be satisfied by response or fails to respond, the Secretary will inform the MC and close the Complaint on the Complaint Register.

39. Dispute Resolution Process

- (1) A dispute resolution process must be initiated within 7 business days from the notification made to complainant by the secretary as per rule 38 (3)(g)(ii).
- (2) A Dispute Resolution Committee (DRC) is to be appointed by the MC -
 - (a) a minimum of three and maximum of five nominated members from MC and ISWA Council to be appointed. Uneven number is mandatory to allow a decision to be made.
 - (b) Each Member to be appointed to the DRC:
 - (i) must not be a party to the dispute,
 - (ii) must not have any conflict of interest with the dispute or the dispute parties. A document to this effect declaring any pecuniary or conflict interest to the MC,
 - (iii) must maintain confidentiality and sign a NDA (non-disclosure agreement); and
 - (iv) must ensure that natural justice is given to each party to the dispute.
- (3) DRC is to be appointed within 14 business days from the date the complaint has been declared a dispute.
- (4) ISWA Complaint Register to be updated by the Secretary to note the DRC (Dispute Resolution Committee) appointment.
- (5) Secretary to notify complainant of DRC appointment and request time for meeting that is convenient to all parties, with intention to resolve the dispute in a face-to-face meeting.
- (6) Complainant can respond to meeting request within 7 calendar days of issue of notice requesting a meeting with the DRC.
- (7) The meeting notice given to each party to the dispute must state –
 - (a) when and where the meeting is to be held
 - (b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written and/or oral submissions to the DRC.
- (8) If no response is received within 7 calendar days, the Secretary will inform the MC at the next meeting and close the Dispute by recording this in ISWA Complaint Register. The Secretary will inform the complainant of this action via email.
- (9) The face-to-face meeting between the complainant and the dispute resolution committee in which a dispute is considered, the DRC must –
 - (a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written and/or oral submissions to the committee about the dispute; and
 - (b) give due consideration to any submission so made; and
 - (c) determine the dispute.
- (10) If the complainant is satisfied with the DRC resolution of the complaint, the secretary informs the management committee. The dispute is closed by secretary with a relevant note in the complaint register.
- (11) Should the dispute not be resolved by the DRC within 28 calendar days from the date of the appointment of the DRC or after the maximum of two meetings of DRC with complainant, whichever is later, the dispute now progresses to mediation and mediation process set out in rule 40 to be followed.
 - (a) each party to the dispute can request the appointment of a mediator, and
 - (b) each party to the dispute is now party to the mediation.

40. Mediation Process

- (1) Mediation applies if written notice has been given to the Secretary requesting appointment of a mediator for a dispute determined by the DRC between the parties to the dispute or written notice has been received by the secretary from the member who has been expelled from ISWA membership under rule 12.
- (2) The mediator must be a person chosen -
 - (a) If the appointment of a mediator was requested by a complainant under rule 39 (11) - by agreement between the complainant and the management committee; or
 - (b) If the appointment of a mediator was requested by a party to the dispute under rule 12(9) or rule 26(6) - by agreement between the parties to the dispute; or
- (3) If there is no agreement for the purposes of subrule (2)(a) or (b) within 28 calendar days, then, subject to subrule (4), the committee must appoint the mediator. The secretary will note this in the Complaint Register.
- (4) The person appointed as mediator by the MC may be a member or former member of ISWA 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.
- (5) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (6) 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.
- (7) In conducting the mediation, the mediator must –
 - (a) give each party to the mediation every opportunity to be heard; and
 - (b) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (c) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (8) The mediator cannot determine the matter that is the subject of the mediation.
- (9) 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.
- (10) The costs of the mediation are to be shared equally by the party or parties to the mediation that resulted the appointment of the mediator.
- (11) The mediator will simultaneously submit their findings to each party to the dispute.
- (12) If mediation is successful, the secretary will inform the MC and close the dispute by updating ISWA Complaint Register. Complainant will be informed by email within 5 business days of resolution.
- (13) If mediation is unsuccessful, the secretary will inform the MC that the mediation was unsuccessful and update the complaint register. Complainant will be informed by email within 5 business days of the decision of the mediator that the complaints process within the rules are exhausted and no further dispute resolution mechanisms exist within the rules.

41. Establishment of a Public Fund

- (1) ISWA may, and if granted endorsement as a Deductible Gift Recipient must, establish a Public Fund for the specific purpose of supporting the objectives of ISWA.
- (2) The Public Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account.
- (3) The Public Fund must not receive any other money or property into its account, and it must comply with Division 30 of the Tax Act.
- (4) The public will be invited to contribute to the Public Fund.

42. Management of Public Fund

- (1) A Public Fund MC (PFMC) of no less than three (3) persons will manage the Public Fund.
- (2) The PFMC will be appointed by the MC. The members of the PFMC may be Life members / Council members and/or MC members.
 - (a) The term of PFMC ends with the terms of MC.
 - (b) MC shall have power to appoint any new member as a member of PFMC during the term of the PFMC.
- (3) The MC shall have the power to remove any member of the PFMC where it appears to the MC that such member of PFMC:
 - (a) has lost their legal capacity to retain membership of ISWA.
 - (b) has used their position or information obtained as a member, of the PFMC to gain an advantage for any person or entity other than ISWA or the Public Fund.
 - (c) has a conflict of interest.
 - (d) does not devote sufficient time nor effort in discharging his or her duties as a member of the PFMC; or
 - (e) is no longer contributing of sufficient value to the PFMC or to the Public Fund.
- (4) Subject to subrule (5), questions arising at a meeting of the PFMC shall be decided by a majority of votes of PFMC members present and voting and any such decision shall for all purposes be deemed a decision of the PFMC.
- (5) A decision dealing with the disposition of funds more than one thousand dollars (\$1,000.00), whether that disposition be for an isolated transaction or a series of transactions over the period of a year, shall be decided by a unanimous vote of all PFMC members present and voting and any such decision shall for all purposes be deemed a decision of the PFMC.
- (6) The Public Fund must operate on a not-profit basis. No portion of the monies nor non-monetary gifts will be paid, transferred, or distributed directly or indirectly to members of the PFMC except as reimbursement for out- of-pocket expenses incurred on behalf of the Public Fund or proper remuneration for administrative services.

43. Rules Governing the Public Fund

- (1) All gifts of money made to the Public Fund and all income received by the Public Fund as gifts or donations from any member of the public or from any other source are to be deposited to one or more separate bank accounts operated by the ISWA and, in the books of account of the ISWA, credited to one or more separate accounts. For the purposes of this Constitution, any such bank account will be referred to as the Public Fund Account.
- (2) All gifts or donations of a non-monetary nature or type must be specifically identified on a gift register and all such items must in the books of account of ISWA be credited to the Public Fund Account.
- (3) A receipt must be given by the ISWA to the donor of all gifts or donations, whether of a monetary or non-monetary nature. The receipt must show the following items:
 - (a) name of the Public Fund; and
 - (b) the Australian Business Number applicable to the Public Fund.
 - (c) if the gift or donation is of a
 - (i) monetary nature, the quantum of money received; or
 - (ii) non-monetary nature, a full and accurate description of the item or items the subject of the gift or donation; and
 - (d) a statement that the receipt is for a gift.
- (4) The funds standing to the credit of the Public Fund Account must be used solely in pursuance of the purposes of the ISWA. Detailed records are to be maintained of all amounts debited to the Public Fund Account.
- (5) All income and property received by the ISWA from all sources other than from gifts or donations from the public or from any other source such as government grants, funds from sponsors, proceeds of raffles, fundraising activities and the like are to be credited to such other accounts in the books of account of the ISWA and under no circumstances shall any such income be credited to the Public Fund Account.

44. Distribution of Property on Revocation of Endorsement or Winding Up of Public Fund

- (1) Where on the withdrawal or revocation of any endorsement given by the Commissioner of Taxation of the ISWA's status as a Deductible Gift Recipient under Division 30 of the Tax Act, or upon the winding up of the Public Fund, any surplus assets or property of the Public Fund shall not form part of the ISWA's assets or property and as such must be given or transferred to such other fund, authority or institution which has all of the following features
 - (a) it has been approved under Division 30 of the Tax Act as a body which may receive donations of money and/or property with such donations being deductible from the taxable income of the donor; and
 - (b) it has similar objects to those described in rule 4; and
 - (c) it is an institution or body which prohibits the distribution of income, profits or assets to its members; and
 - (d) if ISWA has been registered by the Australian Charities and Not-for-profits Commission as a registered charity, the other fund, authority, or institution is a registered charity; and
 - (e) it has gained approval to be recognised as a body whose income is exempt from taxation.

- (2) Such institution or company will be determined by the members by a three-fourths majority at an SGM, within three (3) months of the ISWA's receipt of formal written notification from the Commissioner of the Taxation of the withdrawal or revocation of endorsement. Failing such a determination, the institution or company shall be determined by application to the Supreme Court in Western Australia.

45. Distribution of Surplus Property on Winding of ISWA

- (1) Surplus property for the purpose of this rule means property remaining after satisfaction of -
 - (a) the debts and liabilities of ISWA; and
 - (b) the costs, charges, and expenses of winding up or cancelling the incorporation of ISWA, but does not include books relating to the management of ISWA.
- (2) If upon the winding up or dissolution of ISWA there remains surplus property after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members.
- (3) The surplus property must be given or transferred to:-
 - (a) having similar purposes to those described in rule 4; and
 - (b) which is an institution or body, and which prohibits the distribution of income, profit or assets to its members; and
 - (c) which has gained approval from the Commissioner of Taxation to be recognised as a body whose income is exempt from taxation; and
 - (d) if the ISWA has been registered by the Australian Charities and Not-for- profits Commission as a registered charity, the other fund, authority, or institution is a registered charity.

46. Establishment of Community Welfare and Charity Fund (CWCF)

- (1) The Association may, establish a community welfare and charity Fund for the specific purpose of supporting the objectives of community welfare and charity. This fund is established to receive all money for this purpose, from any source, and any money received must be credited to the bank account associated with this fund. The fund shall be managed through separate business account with any authorised financial institution.
- (2) Few examples of the objectives of CWCF are outlined below. MC is authorised to add/modify the objectives with an intention to donate to the following:
 - (a) Charity to an Individual from the people of Indian origin in Western Australia-
 - (i) To meet incidental expenses in case of any medical emergency
 - (ii) To meet incidental expenses due to accidental death like Repatriation of a person's body to his/her homeland after death.
 - (b) Charity to the wider Australian community through a contribution to an Australian (federal or state) disaster relief fund for disasters occurring within Australia.

47. Management of Community Welfare and Charity Fund

- (1) The financial authority for this fund will remain with MC like other ISWA accounts.
- (2) If require, MC form Charity Fund Management committee (CFMC) of no less than three (3) persons, to manage this fund.
- (3) The CFMC will be appointed by the MC of ISWA and headed by President or delegate. The members of the CFMC shall be from ISWA Life members / Council members and/or MC Members.
- (4) The term of CFMC ends with the term of the MC.
- (5) MC shall have power to appoint any new eligible person(s) as a member of CFMC and/or remove any person as a member of CFMC during the term of the CFMC.

48. Rules Governing the Community Welfare and Charity Fund (CWCF)

- (1) The CWCF shall be used only to meet the objectives described above.
- (2) Any member of the public of Indian origin can apply to be eligible to receive benefit from this fund by following the process outlined below,
 - (a) He/she shall submit application to Secretary or any nominated person (by MC) describing need in detail and justifying the need.
 - (b) Secretary / Nominated person will scrutinise the form and gather any additional information if required from the applicant.
 - (c) Secretary/nominated person shall call meeting of CFMC to assess the application. If required, applicant may be called in the meeting.
 - (d) Decision of the CFMC shall be conveyed to the applicant by the secretary or nominated person in writing.
- (3) All payment shall be made through EFT only. No cash payment will be permitted.
- (4) MC shall not make the donation appeal in the specific name of an individual, rather for the cause.

49. Distribution of funds on Winding Up of CWCF

- (1) If need arise to winding up this fund, the remaining fund can be transferred to other ISWA accounts by following procedure outlined below:
 - (a) MC pass the resolution with at least three-fourth of majority in the meeting of in MC.
 - (b) After passing the resolution, MC shall get approval in any of the general meetings to transfer the fund into MC accounts.

50. Indian Community Centre (ICC) Sub-Committee

- (1) The MC will appoint the Indian Community Centre (ICC) Sub-Committee. This ICC Sub-Committee will report to the MC.
- (2) The Sub-Committee will be chaired by MC member and function for the term of the MC, at the discretion of the MC.
- (3) The ICC Sub-committee will comprise of a minimum of 3 members or any appropriate odd numbers.

- (4) ICC Sub-Committee shall function until a new sub-committee is appointed as per subrule (5).
- (5) MC will appoint ICC Sub-Committee members within three months of the election of MC.
- (6) Eligibility for ICC Sub-Committee:
 - (c) Sub-Committee chairperson will be MC member;
 - (d) Life Members and/or ISWA Council Members are eligible;
 - (e) Sub-Committee members must accept ISWA Code of Conduct.

51. ICC Sub-Committee Roles and Responsibilities

- (1) The ICC sub-committee needs to adhere to good governance for the financial and procurement process as determined by the MC from time to time. Specifically, awarding of any contracts and procurement process needs to be approved by MC and follow a due process as stipulated by the MC.
- (2) The ICC Sub-Committee shall manage the ICC.
- (3) The main responsibilities of the ICC Sub-Committee shall include, but not be limited to –
 - (a) Providing strategy and advice to the MC in relation to the administration, management, governance, and operation of the ICC.
 - (b) ICC chair shall provide the report in every regular meeting of MC.
- (4) The ICC Sub-Committee will be authorised to spend for the operational activities within the approved budget following good governance and aligning with these rules.
- (5) The ICC sub-committee members will serve and discharge their duties in an honorary capacity.

52. By-laws

- (1) The MC shall have power to frame by-laws for the management of ISWA that are consistent with these rules.
- (2) Such by-laws shall be binding on members until repealed or amended by any General Meeting of members.
- (3) The MC shall have full power to alter, amend or rescind the by-laws as occasion may require and any by-laws made by MC shall be equally as binding as, but shall not be opposed to these rules.
- (4) A copy of all by-laws shall be posted on the notice board or website of ISWA by the Secretary.
- (5) By-laws may –
 - (a) provide for the rights and obligations that apply to any category of membership approved under rule 7; and
 - (b) provide for any other matter the MC considers necessary or convenient to be dealt with in the by-laws.
- (6) A by-law is of no effect to the extent that it is inconsistent with the Act, the regulations, or these rules.
- (7) At the request of a member, the Secretary must make a copy of the by-laws available for inspection by the member.