

Merri Creek Management Committee

Statement of Purposes and Rules

MERRI CREEK MANAGEMENT COMMITTEE
INCORPORATED

STATEMENT OF PURPOSES

The primary purpose of the Merri Creek Management Committee (MCMC) is to ensure the preservation of natural and cultural heritage, and the ecologically sensitive restoration, development and maintenance of the Merri Creek and tributaries¹, their corridors and associated ecological communities.

MCMC acknowledges that the Merri Creek flows through the cultural landscape of the Wurundjeri and that recognition, reconciliation and engagement with Aboriginal people is necessary to achieve its primary purpose.

In order to achieve its primary purpose, MCMC:

- consults, co-ordinates, informs, advises and provides a forum for member organisations and other stakeholders;*
- participates in strategic and statutory planning and development assessment processes;*
- advocates for policy, development and resource allocation decisions that are complementary to the primary purpose;*
- carries out conservation and restoration programs and works;*
- develops and maintains skills and expertise in ecological restoration of waterway corridors, and shares these with member organisations and other stakeholders within and beyond the Merri catchment;*
- informs, educates and involves the community;*
- provides support, resourcing and facilitation of skills development to community groups;*
- seeks the consolidation and expansion of public open space along the Creek corridor, particularly in urban and urban fringe areas;*
- undertakes and supports research and monitoring;*
- maintains a gift fund known as the Merri Creek Environment Fund to support MCMC's primary purpose.*

The geographic coverage to which this Statement of Purposes applies is the Merri Creek and its catchment, including its tributaries and their sub-catchments. MCMC may also undertake works in adjoining catchment areas, where such works will contribute to the financial health, knowledge and skills development and maintenance and/or work team viability of MCMC, and where such works are not at the expense of MCMC's core role.

¹ In this document, references to the Merri Creek include its tributaries.

MERRI CREEK MANAGEMENT COMMITTEE INCORPORATED

STATEMENT OF RULES

1. The name of the incorporated association is MERRI CREEK MANAGEMENT COMMITTEE INCORPORATED.

DEFINITIONS AND INTERPRETATION

2. (1) In these Rules, unless the contrary intention appears:-
 - "Association" means Merri Creek Management Committee Incorporated.
 - "Committee" means the Committee of Management of the Association elected in accordance with these Rules.
 - "Financial year" means a period determined in accordance with the Act.
 - "General Meeting" means a general meeting of members convened in accordance with these Rules.
 - "Member" means a member of the Association.
 - "Ordinary Member" means a member of the Committee who is not an office bearer of the Association.
 - "The Act" means the Associations Incorporation Act 1981.
 - "The Regulations" means the Regulations under the Act.
- (2) In these Rules, a reference to the Secretary of the Association is a reference :-
 - (a) where a person holds office under these Rules as Secretary of the Association - to that person; and
 - (b) in any other case, to the Public Officer of the Association.
- (3) Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

MEMBERSHIP OF THE ASSOCIATION

- 3 (1) A corporation, incorporated association, or a body incorporated by statute shall be eligible and may apply to become a member of the Association.
- (2) The Secretary shall keep and maintain a register of members in which shall be entered the name, address and date of entry of the name of each member and the register shall be available for inspection at the address of the Public Officer.
- (3) A nomination for membership of the Association -
 - (a) shall be made in writing and shall include:
 - (i) the name and address of the organisation seeking membership,
 - (ii) a statement that the applicant agrees to abide by the Rules of the Association for the time being in force
 - (iii) the signature of the senior office bearer, executive officer or similar of the organisation seeking membership
 - (b) shall be lodged with the Secretary at the registered address of the Association
 - (c) The entrance fee to be paid by members of the Association shall be nil.

4. As soon as practicable after the receipt of a nomination, the Secretary shall refer the nomination to the Committee, and the Committee shall determine whether to approve or reject the nomination.
5. (1) The Secretary shall, as soon as practicable after approval of membership as provided in Clause (4), enter the nominee's name in the register of members.
- (2) The Association may trade but only in accordance with the requirements of S.51 of the Act.
- (3) The assets and income of the Association must only be applied in furtherance of the Statement of Purposes and no portion will be distributed, directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- (4) If it furthers the Statement of Purposes of the Association to amalgamate with any one or more other organisations having similar purposes, the other organisation(s) must have rules prohibiting the distribution of its assets and income to members.
6. A right, privilege or obligation of a member by reason of their membership of the Association :-
 - (1) is not capable of being transferred or transmitted to another organisation or person, and
 - (2) terminates upon the cessation of their membership whether by dissolution of the member organisation or resignation or otherwise
 - (3) Notwithstanding sub-clauses (1) and (2) of this clause, in the event of name changes of, or amalgamations or land boundary changes between members, any new organisation which is the natural successor of a previous member shall have automatic membership of the Association and shall have the rights, privileges and obligations of its predecessor/s.

RESIGNATION, EXPULSION OR SUSPENSION OF A MEMBER OF THE ASSOCIATION

7. (1) A member of the Association who has paid all moneys due and payable by them to the Association may resign from the Association by first giving twelve months notice in writing to the Secretary of their intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom notice was given, ceased to be a member.
8. (1) Subject to these Rules, the Committee may by resolution :-
 - (a) expel a member of the Association, or
 - (b) suspend a member from membership of the Association for a specified period.

If the Committee is of the opinion that the member :-

 - (c) has refused or neglected to comply with these Rules, or
 - (d) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
- (2) A resolution of the Committee under sub-clause (1) :-
 - (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause, and

- (b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.
- (3) If the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:-
 - (a) setting out the resolution of the Committee and the grounds on which it is based,
 - (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after the service of the notice,
 - (c) stating the date, place and time of that meeting,
 - (d) informing the member that they may do one or more of the following:-
 - (i) be represented at that meeting,
 - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution, and
 - (iii) not later than 24 hours before the date of the meeting lodge with the Secretary a notice to the effect that they wish to appeal to the Association in general meeting against the resolution.
- (4) At a meeting of the Committee held in accordance with sub-clause (2), the Committee:-
 - (a) shall give to the member an opportunity to be heard,
 - (b) shall give due consideration to any written statement submitted by the member, and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Secretary receives a notice under sub-clause (3), he or she shall notify the Committee and the Committee shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- (6) At a general meeting of the Association convened under sub-clause (5):-
 - (a) no business other than the question of the appeal shall be transacted,
 - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution,
 - (c) the member shall be given an opportunity to be heard and,
 - (d) the members' representatives shall vote in person or by proxy by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (7) If at the general meeting :-
 - (a) three-fourths of the members' representatives vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed, and
 - (b) in any other case, the resolution is revoked.

OFFICE BEARERS OF THE ASSOCIATION

- 9. (1) The Office Bearers of the Association shall be :-
 - (a) a President;
 - (b) two (2) Vice Presidents;
 - (c) a Treasurer; and
 - (d) a Secretary,each elected in accordance with these Rules.

- (2) Each Office Bearer of the Association shall hold office until the annual general meeting next after the date of their election but is eligible for re-election.
 - (3) In the event of a casual vacancy in any office referred to in sub-clause (1) the Committee may appoint one of its ordinary members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of their appointment.
10. The Secretary shall act as Public Officer unless another person is appointed, by resolution at a general meeting or Committee meeting, to act as Public Officer.

ELECTION OF OFFICE BEARERS OF THE ASSOCIATION

11. The ballot for the election of Office Bearers of the Association shall be conducted at the annual general meeting of the Association in such usual and proper manner as the Committee may direct.
12. (1) Nominations of candidates for election as Office Bearers of the Association:-
- (a) shall be made in writing, signed by two members of the Committee and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all Office Bearer positions, the candidates nominated shall be deemed to be elected and further nominations shall be received and voted upon at the next Committee meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.
- (4) (a) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (b) If at any election for the position of President there is an equality of voting it shall be decided by lot who of those members with an equal number of votes shall be President.
- (5) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for another office for election at the same election.

SECRETARY

13. The Secretary of the Association shall keep minutes of the resolutions and proceedings of each annual general meeting, special general meeting and Committee meeting in books provided for that purpose together with a record of the names of the persons present at the meetings.
14. (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.

15. Except as otherwise provided in these Rules, the Secretary shall keep custody and/or control of all books, documents and securities of the Association.

TREASURER

16. (1) The Treasurer of the Association :-
- (a) shall collect and receive all monies due to the Association and make all payments authorised by the Association;
 - (b) shall ensure that the Association keeps correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) The Account books referred to in sub-clause (1) shall be available for inspection by members.

ANNUAL GENERAL MEETINGS OF THE ASSOCIATION

17. (1) The Committee shall in each calendar year convene an annual general meeting of the members of the Association.
- (2) The annual general meeting shall be held on such day as the Committee determines.
- (3) The annual general meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be :-
- (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the Office Bearers and the Public Officer reports upon the activities and transactions of the Association during the last preceding financial year;
 - (c) to elect the Office Bearers and appoint the ordinary members of the Committee, and if required appoint the Public Officer, and;
 - (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.
- (5) The annual general meeting may transact special business of which notice is given in accordance with these Rules.
- (6) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

SPECIAL GENERAL MEETINGS OF THE ASSOCIATION

18. All general meetings of the Association other than the annual general meeting shall be called special general meetings.
19. (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this sub-clause, more than 15 months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

- (2) The Committee shall, on the requisition in writing of any one member of the Association, convene a special general meeting of the Association.
 - (3) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the member making the requisition and sent to the address of the Secretary and may consist of several documents in the like form, each signed by one or more of the members making the requisition.
 - (4) If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three (3) months after that date.
 - (5) A special general meeting convened by members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.
20. The Secretary of the Association shall, at least 21 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at their address appearing in the Register of Members, a notice by pre-paid post stating the place, date and time of the meeting, and including any notices of motion and/or a statement of the nature of the business to be transacted at the meeting.

OTHER MATTERS PERTAINING TO THE OPERATIONS OF THE ASSOCIATION

21. (1) These Rules and the Statement of Purposes of the Association shall not be altered except by way of special resolution.
 - (2) A resolution is a special resolution if it is passed by a majority of not less than three-fourths of representatives of members, voting in person or by proxy at a general meeting of the Association, of which not less than 21 days notice specifying the intention to propose the resolution as a special resolution was given in accordance with those Rules.
22. Finance shall be obtained from the subscriptions and contributions of members, endowments, grants, public subscriptions, voluntary contributions, fund raising efforts, trading subject to meeting the conditions of Rule 5 and other approved means.
23. The Auditor appointed by the Association shall be a member of some recognised institute of accountants and he or she shall in every financial year during the currency of the Association cause the Association's books of account to be audited in accordance with approved practice and guidelines.
24. (1) A notice may be served by or on behalf of the Association upon any member by sending it by post to the member at their address shown in the Register of Members.
 - (2) Where a document is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the member at the time at which the letter would have been delivered in the ordinary course of post.
25. If the Association is dissolved, the amount that remains after the dissolution and the satisfaction of all debts and liabilities will be transferred to any organisation which has similar purposes and which has rules prohibiting the distribution of its assets and income to members.

AFFAIRS OF THE ASSOCIATION TO BE MANAGED BY A COMMITTEE OF MEMBER REPRESENTATIVES

26. (1) The affairs of the Association shall be managed by a Committee of Management appointed in accordance with these Rules.
- (2) The Committee :-
- (a) shall control and manage the business and affairs of the Association;
 - (b) may, subject to these Rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) subject to these Rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.
27. (1) Subject to Section 23 of the Act, the Committee shall consist of ordinary members being:-
- (a) one representative from each of the following :
 - (i) each other member which is admitted to membership from time to time
 - (b) two representatives from each of the following:
 - (i) City of Darebin,
 - (ii) City of Hume,
 - (iii) City of Moreland,
 - (iv) City of Whittlesea,
 - (v) City of Yarra
 - (c) six representatives from Friends of Merri Creek Inc.
- and in the interpretation of this clause the expression "representative" shall be deemed to mean and include the representative's nominated substitute (written particulars of which shall be lodged with the Secretary), or in the case of Friends of Merri Creek Inc., one or more of no more than six people nominated as a panel of substitutes, (written particulars of which shall be lodged with the Secretary)
- each of whom shall be appointed at the annual general meeting of the Association in each year.
- (2) Each ordinary member of the Committee shall, subject to these Rules, hold office until the annual general meeting next after the date of their election but is eligible for re-appointment.
 - (3) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the relevant member may appoint a new representative to fill the vacancy and the representative so appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of their appointment.
28. (1) The Committee shall meet at least three times in each year at such place and such times as the Committee may determine.
- (2) Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to them at a reasonable time before the meeting or by sending it by pre-paid post addressed to them at their usual address at least two (2) business days before the date of the meeting.
 - (3) Special meetings of the Committee may be convened by the President.

- (4) Notice shall be given to members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
29. (1) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two (2) members of the Committee or by one (1) member of the Committee and by the Public Officer.
- (2) The Committee may by resolution appoint a member of staff as a co-signatory to cheques, drafts, bills of exchange promissory notes or other negotiable instruments.

VACANCIES AND REMOVAL OF COMMITTEE MEMBERS

30. For the purposes of these Rules, the office of a representative becomes vacant if that representative :
- (a) ceases to be a representative of a member of the Association;
 - (b) becomes an insolvent under administration; or
 - (c) resigns their office by notice in writing given to the Secretary.
31. (1) The Association in general meeting may by resolution remove any member of the Committee before the expiration of their term of office and request the member to appoint another person in their stead to hold office until the expiration of the term of the first mentioned member of the Committee.
- (2) Where the member of the Committee to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or President may send a copy of the representations to each member of the Association or, if they are not so sent, the member of the Committee may require that they be read out at the meeting.

SUB-COMMITTEES

32. The Committee may by resolution and from time to time form standing or temporary sub-committees, which may consist of Committee members but may include members co-opted from other organisations.
33. (1) At the time of forming a sub-committee, the Committee must by resolution establish:
- (a) membership of the sub-committee
 - (b) purpose or objectives of the sub-committee
 - (c) authority of the sub-committee
 - (d) lifespan of the sub-committee
- (2) The Committee may by resolution alter any matter referred to in sub-clause (1) .
34. The Office Bearers shall form a permanent standing sub-committee to be called the Executive sub-committee.

MEETING PROCEDURES

35. (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these Rules as being the ordinary business of the annual general meeting shall be deemed to be special business.
- (2) No item of business shall be transacted at a special general meeting, annual general meeting or Committee of Management meeting unless a quorum of representatives of members entitled under these Rules to vote is present during the time when the meeting is considering that item.
- (3) The number of representatives of members (as provided in Rule 28) that constitutes a quorum for the transaction of the business of a special general meeting, annual general meeting or meeting of the Committee of Management, shall be equal to the number of organisations that are members of the Association.
- (4) If within half an hour after the appointed time for the commencement of a general meeting, annual general meeting or Committee of Management meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the representatives present (being not less than five (5)) shall be a quorum.
- (5) Subject to sub-clauses (3) and (4) the Committee may act notwithstanding any vacancy on the Committee.
36. (1) The President, or in his or her absence, one of the Vice Presidents, shall preside as Chairperson at each special general meeting, annual general meeting or Committee of Management meeting.
- (2) If the President and the Vice Presidents are absent from a special general meeting, annual meeting or Committee of Management meeting the representatives of members present shall elect one of their number to preside as Chairperson at the meeting.
37. (1) The Chairperson of general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (3) Except as provided in sub-clauses (1) and (2) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
38. A question arising at a general meeting of the Association or a meeting of the Committee shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

39. (1) Upon any question arising at a general meeting of the Association or a meeting of the Committee, each member is entitled to the same number of votes as it has representatives to the Committee of Management, subject to sub-clause (2) of this clause.
- (2) All votes shall be given personally by representatives of members or by proxy.
- (3) In the case of equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
40. (1) If at a meeting a poll on any question is demanded by not less than three representatives of members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.
41. (1) Each representative shall be entitled to appoint another person as their proxy by notice given to the Secretary prior to or during the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 1 to these Rules.
42. The provisions authorizing trading (as contained in rule 5.2) and 'winding up' (as contained in rule 25) shall not be altered without the consent of the Minister.

GIFT FUND

43. (1) The Merri Creek Environment Fund (the Fund) must comply with subdivision 30-E of the Income Tax Assessment Act 1997.
- (2) The Fund will be used only to support the Merri Creek Management Committee Inc.'s environmental purposes.
- (3) Members of the general public are to be invited to make gifts of money or property to the Fund for the environmental purposes of the Merri Creek Management Committee Inc.
- (4) Money from interest on donations, income derived from donated property, and money from the realisation of such property are to be deposited into the Fund.
- (5) The fund must not receive any other money or property, including corporate sponsorship money, and gifts to it are to be kept separate from other funds of the Merri Creek Management Committee Inc.
- (6) A separate bank account is to be opened to deposit money donated to the Fund, including interest accruing thereon.
- (7) Receipts are to be issued in the name of the Fund and proper accounting records and procedures are to be kept and used for the Fund.
- (8) Any allocation of funds or property to other organisations, persons or groups will be made in accordance with MCMC's statement of purposes and will not be influenced by the expressed preference or interest of a particular donor.

- (9) The Fund will be administered by a standing subcommittee of the Committee of Management of the Merri Creek Management Committee Inc. to be known as the Merri Creek Environment Fund Subcommittee. The subcommittee will comprise no fewer than 3 persons. A majority of the members of the subcommittee are required to have the requisite degree of responsibility to the general community, that is, persons who, because of their tenure of some public office or their position in the community have a degree of responsibility to the community as a whole as distinct from obligations solely in regard to the environmental objectives of the Merri Creek Management Committee.
- (10) In the event of the winding up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.
- (11) The fund will be operated on a non-profit basis. None of the money or property accumulated by the Fund will be distributed to members of the Association or Members of the Merri Creek Environment Fund Subcommittee apart from proper remuneration for administrative purposes.
- (12) Any changes to the membership of the Merri Creek Environment Fund Subcommittee will be advised to the Department of the Environment within a reasonable time following the making of the changes.
- (13) Any changes to the Rules of the Fund are to be advised to the Department of the Environment within a reasonable time following the making of the changes.
- (14) Statistical data about gifts to the Fund during the financial year will be provided to the Department of the Environment within four months after the end of the financial year and in the form required by the Department.”
- (15) MCMC agrees to comply with any rules that the Treasurer and the Minister with responsibility for the Environment may make to ensure that gifts made to the fund are only used for its principal purpose.

DISPUTES AND MEDIATION

44. (1) The grievance procedure set out in this rule applies to disputes under these Rules between -
 - (a) a member and another member; or
 - (b) a member and the Association.
- (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 all of the parties.
- (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.
- (4) The mediator must be -
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement –
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or

(ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department Justice).

- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must –
 - (a) give the parties to the mediation process every opportunity to be heard; and
 - (b) allow due consideration by all parties of 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.
- (9) The mediator must not determine the dispute.
- (10) 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 otherwise at law.”

APPENDIX 1

MERRI CREEK MANAGEMENT COMMITTEE INCORPORATED

FORM OF APPOINTMENT OF PROXY

I,(name),

being a representative of(member name),

to the Merri Creek Management Committee Incorporated hereby appoint

.....(name),

of(member name)

being a member of the Merri Creek Management Committee Incorporated, as my proxy to vote for me on my behalf at the

general meeting of the Association/meeting of the Committee of Management (delete as appropriate) to be held on

.....(date) and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details)

.....
.....
.....
.....

Signed :

Date: