**CONSTITUTION**

Constitution of

SMETHURST MINISTRIES INC

**1. Name**

The name of the association is SMETHURST MINISTRIES INC.

**2. Objects**

The objects for which this Association is established are:

1. religious education and the encouragement and promotion of Christian doctrine and practises and to this end go anywhere within the Commonwealth of Australia and overseas as principal trustee agent or otherwise and either alone or in conjunction with any person or other association, federation or organisation whether incorporated or not and either by or through servants, agents, trustees or otherwise any of the following acts or things namely:
   1. To train, teach and educate Christians in all fundamentals of the Christian faith.
   2. To evangelise and hold public meetings in private and public facilities and in the open air.
   3. To found or aid and assist in founding of churches, schools, clinics, hospitals and medical facilities, hostels, associations, training centres and/or departments and programmes for the above.
   4. To aid and assist those in need in any way deemed appropriate: and
2. to advance the health, education and wellbeing of children in need by, without limitation:
3. raising funds for and supporting international programs and aid activities in developing countries.
4. raising funds for and supporting activities to advance the health, education and wellbeing of children in need both domestically and internationally;
5. making citizens, corporations and governments in Australia aware of, educated and interested in, the health, education and wellbeing of children throughout the world and the assistance available to them through Smethurst Ministries Inc;
6. promoting recognition that programs for the benefit of children should be an integral part of social and economic development.

**3. Method**

1. By any method the Association may decide to employ to achieve it’s objects.

**4. Powers**

1. To purchase or construct, alter , maintain furnish and equip any house or building necessary or convenient for the purpose of the Association.
2. To purchase, take on, lease or in exchange, hire or accept in donations and gifts

by will inheritance or any other means goods, effects, herediments, land and

tenements or any other real and personal estate and any rights or privileges which

may be deemed necessary or convenient for any purpose of the Association.

1. To sell, improve, manage, develop, exchange, lease, hire charge, mortgage (whether on fluctuating current account or otherwise) or dispose of all or any property or assets, real or otherwise) or dispose of all or any property or assets, real or personal in the same manner as fully and effectually as an individual owner could do and for such purpose to execute all such transfers, deeds, mortgages, assurances, instruments, writing and things as may be necessary or other wise deal with all or part of the property and rights of the Association.
2. To lend, borrow or raise or secure the payment of money in such manner as the Association may think fit and to give and receive donations and alms.
3. To invest any of the monies of the Association not immediately required for any of it’s objects in such manner as may from time to time be determined.
4. To establish and support and to aid in the establishment and support of any other society institution or Association formed for all or any of the objects of the association and for such purpose transfer any of the property of the Association either by sale or gift to such other society, institution or Association.
5. To make rules and regulations consistent with and for the purpose of carrying into effect the above objects.

**5. Doctrinal Basis**

The following fundamental truths shall be the Doctrinal basis of the Association:

We believe in God, the Almighty (the Father), Maker of the heavens and the earth. And in Jesus Christ, His only Son, our Lord, who was conceived by the Holy Spirit, was born of the virgin Mary and who suffered under Pontius Pilate, was crucified, died and was buried and descended into hell. On the third day, he rose from the dead and He ascended into heaven and sits at the right hand of God, the Father, the Almighty. And He shall come again. We believe in the Holy Spirit; the body of all believers, the Church; the forgiveness of sins and healing, and life without end, as stated in the Divinely inspired Word of God.

**6. Income and Property**

1. The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as herein set forth and no portion thereof shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise howsoever by way of profit to any other member of the Association PROVIDED THAT nothing herein contained shall prevent the payment in good faith of reasonable remuneration to any officers or servants of the Association or other persons not being a member of the Association in return for any services actually rendered to the Association (as approved by the members of the Association) nor prevent the payment of interest at a rate not exceeding current bank rate on money borrowed from or lawfully due to any member of the Association nor the payment to any other member for occasional services.
2. The Association must open an account in the name of the Association with a financial institution from which all expenditure of the Association is made and into which all funds received by the Association are deposited.

Subject to any restrictions imposed at a general meeting, the committee may approve expenditure on behalf of the Association.

The committee may authorise the treasurer to expend funds on behalf of the Association up to a specified limit without requiring approval from the committee for each item on which the funds are expended.

All funds of the Association must be deposited into the Association’s account within 5 working days after their receipt.

The treasurer shall keep proper accounts of income and expenditure and submit the same regularly to the Association and at the Annual General Meeting a proper audited financial statement and balance sheet for the previous financial year.

An Auditor shall be appointed by the members at the Annual General Meeting each year who shall audit the accounts to be submitted to the Annual General Meeting.

**7. Membership**

The Association shall consist of such person or persons as shall be invited by the Director/s from time to time to become members of the Association and who accept that invitation. A person shall cease to be a member by submitting his or her resignation or expelled by the passage of a resolution to the effect passed at a special meeting of the members called for that purpose at which the member concerned shall have been given opportunity to speak in defence. The ground of expulsion can be for moral turpitude or failure to adhere to the doctrinal statement in clause 5 or observe the terms of the constitution or direction of the Association, the Director being in agreement.

The secretary, or another person authorised by the committee, is responsible for the requirements imposed on the Association under section 53 of the Associations Incorporation Act 2015 (WA) (the Act) to maintain the register of members and record in that register any change in the membership of the Association.

The committee must determine the entrance fee (if any) and the annual membership fee (if any) to be paid for membership of the Association. Any fees payable must be paid to the Treasurer within three months of the due date or membership will cease.

**8. Management**

**Committee**

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

**Committee Members**

1. The Committee of the Association shall be:

a The Director, David Smethurst

b The Treasurer and Secretary

c Such other officers as shall from time to time be appointed by the

Director. Officers apart from the Director shall hold office for one year

but shall be eligible for re-appointment.

1. The Director shall hold office until they:
2. die; or
3. become permanently unable to act as Director because of a mental or physical disability.
4. A person shall cease to be an officer by submitting his or her written resignation or by passage of a resolution to the effect that his or her membership be terminated for reasons which seem good to the Director.
5. The committee shall supervise the work with sub-committees formed for responsibility of areas of the work as required.

### Committee meetings

* + 1. The committee must meet at least 3 times in each year on the dates and at the times and places determined by the committee.
    2. Special committee meetings may be convened by the chairperson or any 2 committee members.

### Notice of committee meetings

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

### Procedure and order of business

1. The Director must preside as chairperson of each committee meeting.
2. If the Director is absent or is unwilling to act as chairperson of a meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
3. The procedure to be followed at a committee meeting must be determined from time to time by the committee.
4. The order of business at a committee meeting may be determined by the committee members at the meeting.
5. A member or other person who is not a committee member may attend a committee meeting if invited to do so by the committee.
6. A person invited under subrule (e) to attend a committee meeting —
7. has no right to any agenda, minutes or other document circulated at the meeting; and
8. must not comment about any matter discussed at the meeting unless invited by the committee to do so; and
9. cannot vote on any matter that is to be decided at the meeting.

### Use of technology to be present at committee meetings

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

### Quorum for committee meetings

1. Subject to subrule (c), no business is to be conducted at a committee meeting unless a quorum is present. At any meeting of the Committee, a quorum shall consist of the Director, the Treasurer and Secretary.
2. If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting —
3. in the case of a special meeting — the meeting lapses; or
4. otherwise, the meeting is adjourned to the same time, day and place in the following week.
5. If —
6. a quorum is not present within 30 minutes after the commencement time of a committee meeting held under subrule (b); and
7. at least 2 committee members are present at the meeting,

those members present are taken to constitute a quorum.

### Voting at committee meetings

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

### Minutes of committee meetings

1. The committee must ensure that minutes are taken and kept of each committee meeting.
2. The minutes must record the following —
   1. the names of the committee members present at the meeting;
   2. the name of any other person invited to attend the meeting;
   3. the business considered at the meeting;
   4. any motion on which a vote is taken at the meeting and the result of the vote.
3. The minutes of a committee meeting must be entered in the Association’s minute book within 30 days after the meeting is held.
4. The chairperson must ensure that the minutes of a committee meeting are reviewed and signed as correct by —
5. the chairperson of the meeting; or
6. the chairperson of the next committee meeting.
7. When the minutes of a committee meeting have been signed as correct they are, until the contrary is proved, evidence that —
8. the meeting to which the minutes relate was duly convened and held; and
9. the matters recorded as having taken place at the meeting took place as recorded; and
10. any appointment purportedly made at the meeting was validly made.

**9. General Meetings**

**General**

1. The financial year of the Association is 1 July to 30 June each year. The Annual General Meeting shall be held within 4 months of the end of each financial year and the accounts from the previous financial year shall be presented.
2. Special meetings may be convened by the Director or by any two members of the Association, at the Director’s approval or by the Director’s officially delegated representative.
3. At any meeting of the Association a quorum shall consist of the members who shall each be entitled to one vote, the Director being in agreement.

**Annual general meeting**

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

**Special general meetings**

1. The committee may convene a special general meeting.
2. The committee must convene a special general meeting if at least 20% of the members require a special general meeting to be convened.
3. The members requiring a special general meeting to be convened must —
   1. make the requirement by written notice given to the secretary; and
   2. state in the notice the business to be considered at the meeting; and
   3. each sign the notice.
4. The special general meeting must be convened within 28 days after notice is given under subrule (c).
5. 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.
6. A special general meeting convened by members under subrule (e) —
   1. must be held within 3 months after the date the original requirement was made; and
   2. may only consider the business stated in the notice by which the requirement was made.
7. The Association must reimburse any reasonable expenses incurred by the members convening a special general meeting under subrule (e).

**Notice of general meetings**

1. The secretary or, in the case of a special general meeting convened by members, the members convening the meeting, must give to each member —
   1. at least 21 days’ notice of a general meeting if a special resolution is to be proposed at the meeting; or
   2. at least 14 days’ notice of a general meeting in any other case.
2. The notice must —
   1. specify the date, time and place of the meeting; and
   2. indicate the general nature of each item of business to be considered at the meeting; and
   3. if the meeting is the annual general meeting, if applicable, include the names of the members who have nominated for election to the committee; and
   4. if a special resolution is proposed —
      1. set out the wording of the proposed resolution as required by section 51(4) of the Act; and
      2. state that the resolution is intended to be proposed as a special resolution; and
      3. comply with these rules.

**Proxies**

1. Subject to these rules, an ordinary member may appoint an individual who is an ordinary member as his or her proxy to vote and speak on his or her behalf at a general meeting.
2. An ordinary member may be appointed the proxy for not more than 5 other members.
3. The appointment of a proxy must be in writing and signed by the member making the appointment.
4. The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf.
5. If no instructions are given to the proxy, the proxy may vote on behalf of the member in any matter as the proxy sees fit.
6. If the committee has approved a form for the appointment of a proxy, the member may use that form or any other form —

i) that clearly identifies the person appointed as the member's proxy; and

ii) that has been signed by the member.

1. Notice of a general meeting given to an ordinary member must —
2. state that the member may appoint an individual who is an ordinary member as a proxy for the meeting; and
3. include a copy of any form that the committee has approved for the appointment of a proxy.
4. A form appointing a proxy must be given to the secretary before the commencement of the general meeting for which the proxy is appointed.
5. A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association not later than 24 hours before the commencement of the meeting.

**Use of technology to be present at general meetings**

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

**Presiding member and quorum for general meetings**

1. The Director must preside as chairperson of each general meeting.
2. If the Director is absent or is unwilling to act as chairperson of a general meeting, the committee members at the meeting must choose one of them to act as chairperson of the meeting.
3. No business is to be conducted at a general meeting unless a quorum is present. A quorum shall comprise 75% of the members.
4. If a quorum is not present within 30 minutes after the notified commencement time of a general meeting —
   1. in the case of a special general meeting — the meeting lapses; or
   2. in the case of the annual general meeting — the meeting is adjourned to —
      1. the same time and day in the following week; and
      2. the same place, unless the chairperson specifies another place at the time of the adjournment or written notice of another place is given to the members before the day to which the meeting is adjourned.
5. If —
   1. a quorum is not present within 30 minutes after the commencement time of an annual general meeting held under subrule (d); and
   2. at least 2 ordinary members are present at the meeting,

those members present are taken to constitute a quorum.

**Adjournment of general meeting**

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

**Voting at general meeting**

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

**When special resolutions are required**

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

**Determining whether resolution carried**

1. In this rule —

***poll*** means the process of voting in relation to a matter that is conducted in writing.

1. Subject to subrule (d), the chairperson of a general meeting may, on the basis of general agreement or disagreement or by a show of hands, declare that a resolution has been —
   1. carried; or
   2. carried unanimously; or
   3. carried by a particular majority; or
   4. lost.
2. If the resolution is a special resolution, the declaration under subrule (b) must identify the resolution as a special resolution.
3. If a poll is demanded on any question by the chairperson of the meeting or by at least 3 other ordinary members present in person or by proxy —
4. the poll must be taken at the meeting in the manner determined by the chairperson;
5. the chairperson must declare the determination of the resolution on the basis of the poll.
6. If a poll is demanded on the election of the chairperson or on a question of an adjournment, the poll must be taken immediately.
7. If a poll is demanded on any other question, the poll must be taken before the close of the meeting at a time determined by the chairperson.
8. A declaration under subrule (b) or (d) 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.

**Minutes of general meeting**

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

**10. The Common Seal**

1. The Common Seal of the Association shall be in the custody of the Director.
2. All deeds instruments and other documents or writings required to be executed by the Association shall be signed or executed by the Common Seal being affixed thereon by at least two of the Sealholders and such Sealholders countersigning thereon, the Director always being one of the two.
3. Three Sealholders shall be appointed from time to time by the Director at any General Meeting and shall hold office until they submit a written resignation or until they cease to be members or are removed by passage of a resolution to the effect that their membership be terminated for reasons which seem good to the Director.

### 11. Custody of books and securities

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

### 12. Record of office holders

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

### 13. Inspection of records and documents

1. Subrule (b) applies to a member who wants to inspect —
   1. the register of members under section 54(1) of the Act; or
   2. the record of the names and addresses of committee members, and other persons authorised to act on behalf of the Association, under section 58(3) of the Act; or
   3. any other record or document of the Association.
2. The member must contact the secretary to make the necessary arrangements for the inspection.
3. The inspection must be free of charge.
4. If the member wants to inspect a document that records the minutes of a committee meeting, the right to inspect that document is subject to any decision the committee has made about minutes of committee meetings generally, or the minutes of a specific committee meeting, being available for inspection by members.
5. The member may make a copy of or take an extract from a record or document referred to in subrule (a)(c) but does not have a right to remove the record or document for that purpose.
6. The member must not use or disclose information in a record or document referred to in subrule (a)(c) except for a purpose —
   1. that is directly connected with the affairs of the Association; or
   2. that is related to complying with a requirement of the Act.

**14. Alteration to the Constitution**

Any alteration amendment rescission or addition to this Constitution shall be resolved by special resolution ie by the majority of seventy five percent of members present and voting and by the approval of the Director, at a Special or General Meeting convened for that purpose for which fourteen days written notice of the intended alteration amendment rescission or addition has been given.

**15. Dissolution**

1. A Special Meeting shall be called for that purpose.
2. If upon the dissolution or winding up of the Association there remains after the satisfaction of all its debts and liabilities any property whatever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to such association or organisation having objects similar wholly or in part to the objects of this Association as shall be determined by the majority of seventy five percent of the members and in default of agreement among them as determined by the order of a Supreme Court Judge.

## 16. Disciplinary action

### Term used: member

In this Clause —

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

### Suspension or expulsion

1. The members may decide to suspend a member’s membership or to expel a member from the Association if —
   1. the member contravenes any of these rules; or
   2. the member acts detrimentally to the interests of the Association.
2. The secretary must give the member written notice of the proposed suspension or expulsion at least 28 days before the special meeting at which the proposal is to be considered by the members.
3. The notice given to the member must state —
   1. when and where the meeting is to be held; and
   2. the grounds on which the proposed suspension or expulsion is based; and
   3. that the member, or the member’s representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the members about the proposed suspension or expulsion;
4. At the meeting, the members must —
   1. 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 suspension or expulsion; and
   2. give due consideration to any submissions so made; and
   3. decide —
      1. whether or not to suspend the member’s membership and, if the decision is to suspend the membership, the period of suspension; or
      2. whether or not to expel the member from the Association.
5. A decision of the members to suspend the member’s membership or to expel the member from the Association takes immediate effect.
6. The committee must give the member written notice of the member’s decision, and the reasons for the decision, within 7 days after the committee meeting at which the decision is made.
7. A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the decision under subrule (f), give written notice to the secretary requesting the appointment of a mediator.
8. If notice is given under subrule (g), the member who gives the notice and the committee are the parties to the mediation.

### Consequences of suspension

1. During the period a member’s membership is suspended, the member —
   1. loses any rights (including voting rights) arising as a result of membership; and
   2. is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
2. When a member’s membership is suspended, the secretary must record in the register of members —
   1. that the member’s membership is suspended; and
   2. the date on which the suspension takes effect; and
   3. the period of the suspension.
3. When the period of the suspension ends, the secretary must record in the register of members that the member’s membership is no longer suspended.

## 17. Resolving disputes

### Terms used

In this Rule —

***grievance procedure*** means the procedures set out in this Division;

***party to a dispute*** includes a person –

* 1. who is a party to the dispute; and
  2. who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

### Application of Division

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

* 1. between members; or
  2. between one or more members and the Association.

### Parties to attempt to resolve dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

### How grievance procedure is started

1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
   1. the parties to the dispute; and
   2. the matters that are the subject of the dispute.
2. Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
3. The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
4. The notice given to each party to the dispute must state —
   1. when and where the committee meeting is to be held; and
   2. that the party, or the party’s representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
5. If —
   1. the dispute is between one or more members and the Association; and
   2. any party to the dispute gives written notice to the secretary stating that the party —
      1. does not agree to the dispute being determined by the committee; and
      2. requests the appointment of a mediator,

the committee must not determine the dispute.

### Determination of dispute by committee

1. At the committee meeting at which a dispute is to be considered and determined, the committee must —
   1. give each party to the dispute, or the party’s representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
   2. give due consideration to any submissions so made; and
   3. determine the dispute.
2. The committee must give each party to the dispute written notice of the committee’s determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
3. A party to the dispute may, within 14 days after receiving notice of the committee’s determination under subrule (a) (c), give written notice to the secretary requesting the appointment of a mediator.
4. If notice is given under subrule (c), each party to the dispute is a party to the mediation.

## 18. Mediation

### Application of Division

1. This Division applies if written notice has been given to the secretary requesting the appointment of a mediator —
   1. by a member; or
   2. by a party to a dispute.
2. If this Division applies, a mediator must be chosen or appointed under these rules.

### Appointment of mediator

1. The mediator must be a person chosen —
   1. if the appointment of a mediator was requested by a member— by agreement between the Member and the committee; or
   2. if the appointment of a mediator was requested by a party to a dispute — by agreement between the parties to the dispute.
2. If there is no agreement for the purposes of subrule (a) or (b), then, subject to subrules (c) and (d), the committee must appoint the mediator.
3. The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —
   1. a member; or
   2. a party to a dispute; or
   3. a party to a dispute and the dispute is between one or more members and the Association.
4. The person appointed as mediator by the committee may be a member or former member of the Association but must not —
   1. have a personal interest in the matter that is the subject of the mediation; or
   2. be biased in favour of or against any party to the mediation.

### Mediation process

1. The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
2. Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
3. In conducting the mediation, the mediator must —
4. give each party to the mediation every opportunity to be heard; and
5. allow each party to the mediation to give due consideration to any written statement given by another party; and
6. ensure that natural justice is given to the parties to the mediation throughout the mediation process.
7. The mediator cannot determine the matter that is the subject of the mediation.
8. 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.
9. The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

### If mediation results in decision to suspend or expel being revoked

If —

* 1. mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice; and
  2. as the result of the mediation, the decision to suspend the member’s membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.