



RULES OF ASSOCIATION

Central Grampians Local Learning and Employment Network Inc.

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with amendments approved
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ASSOCIATIONS INCORPORATIONS ACT 1981 (VIC)

RULES FOR THE CENTRAL GRAMPIANS LOCAL LEARNING AND EMPLOYMENT NETWORK INCORPORATED

1. NAME

The name of the incorporated association is Central Grampians Local Learning and Employment Network (in these Rules called "**the Association**").

2. PURPOSES

The purposes of the association are;

- Providing services and interventions for the benefit of at-risk and vulnerable young people in our region.
- Working in partnership with the Department of Education, community organisations and other relevant stakeholders to support young people in need to actively participate in education, training, employment, and the community.
- Facilitating and coordinating partnerships that deliver support to young people and their families experiencing disadvantage across the Central Grampians region.

3. DEFINITIONS

3.1 In these Rules -

"**Act**" means the Associations Incorporation Reform Act 2012 and includes any regulations made under that Act;

"**Area**" means the geographical area comprised of the Northern Grampians Shire (excluding St Arnaud) and the Ararat Rural City;

"**the Association**" means Central Grampians Local Learning and Employment Network Incorporated;

"**Category Number**" means any of the category numbers set out in Appendix 4

"**Committee**" means the Board of Management of the Association;

"**Committee Member**" means a person appointed to the Board of Management;

"**Community Member**" means a Member who is an individual person as distinct from an Organisational Member.

"**Financial Year**" means each period of twelve months ending on 31 December;

"General Meeting" means a General Meeting of Members convened in accordance with Rule 10 or Rule 11;

"Member" means member of the Association who may either be a Community Member or an Organisational Member;;

"Membership Category" means any of the categories set out in Appendix 4;

"Organisational Member" means a Member which is an organisation as distinct from an individual person;

"Regulations" means regulations under the Act;

"Relevant Documents" has the same meaning as in the Act;

"Representative" means a person appointed under Rule 20;

"Statement of Purposes" means the statement set out in Rule 2;

"Special Resolution" means a resolution that requires not less than three-quarters of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

3.2 In these Rules, a reference to the Secretary is a reference:

- (a) if 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.

4. ALTERATION OF THE RULES

4.1 These Rules may only be altered by special resolution of a general meeting of the Association.

5. MEMBERSHIP

5.1 An individual or an organisation in the Area who meets the membership criteria is eligible to apply to be a Member of the Association.

5.2 To apply to become a member of the Association, an application must;

- (a) be made in writing in the form set out in Appendix 1;
- (b) lodge application with the secretary of the Association;
- (c) support the purposes of the Association; and
- (d) agree to comply with these Rules.

5.3 As soon as practicable after the receipt of an application, the Secretary must refer the application to the Committee.

5.4 The Committee must determine whether to approve or reject the application.

- 5.5** If the Committee approves an application for membership, the Secretary must, as soon as practicable, notify the applicant in writing of the approval for membership.
- 5.6** The Secretary must enter the applicant's name in the register of Members.
- 5.7** An applicant for membership becomes a Member, and is entitled to exercise the rights of membership, when the name of the applicant is entered in the register of Members.
- 5.8** If the Committee rejects an application, the Committee must, as soon as practicable, notify the applicant in writing that the application has been rejected. No reason need be given for the rejection of an application.
- 5.9** A right, privilege, or obligation of a person by reason of membership of the Association:
- (a) is not capable of being transferred or transmitted to another person; and
 - (b) terminates upon the cessation of membership, whether by death or resignation or otherwise.
- 5.10** There will not be any entrance fees or annual subscriptions.

6. REGISTER OF MEMBERS

- 6.1** The Secretary must keep and maintain a register of Members containing:
- (a) the name, address and date of admission of each Member;
 - (b) the class of Member to which each Member belongs (i.e. Community Member or Organisational Member);
 - (c) if an Organisational Member:
 - (i) the Membership Category to which that Organisational Member belongs; and
 - (ii) the name of its Representative.
- 6.2** A Member may belong to only one Membership Category.
- 6.3** The register is available for inspection free of charge by any Member upon request.

7. CEASING MEMBERSHIP

- 7.1** A Member of the Association may resign from the Association by giving one month's notice in writing to the Secretary of the Member's intention to resign.
- 7.2** After the expiry of the period referred to in Rule 7.1:
- (a) the Member ceases to be a Member; and
 - (b) the Secretary must record in the register of Members, the date on which the Member ceased to be a Member.
- 7.3** A member is taken to have resigned if:

- (a) the Secretary has made a written request to the member to confirm that he or she wishes to remain a member; and
- (b) the member has not, within 3 months after receiving that request, confirmed in writing that he or she wishes to remain a member.

8. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

8.1 Subject to these Rules, if the Committee is of the opinion that a Member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association, the Committee may by resolution:

- (a) fine that Member an amount not exceeding \$500; or
- (b) suspend that Member from membership of the Association for a specified period; or
- (c) expel that Member from the Association.

8.2 A resolution of the Committee under Rule 8.1 does not take effect unless:

- (a) at a meeting held in accordance with Rule 8.3, the Committee confirms the resolution; and
- (b) if the Member exercises a right of appeal to the Association under this Rule, the Association confirms the resolution in accordance with this Rule.

8.3 A meeting of the Committee to confirm or revoke a resolution passed under Rule 8.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the Member in accordance with Rule 8.4.

8.4 For the purposes of giving notice in accordance with Rule 8.3, the Secretary must, as soon as practicable, cause to be given to the Member a written notice:

- (a) setting out the resolution of the Committee and the grounds on which it is based; and
- (b) stating that the Member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that Member; and
- (c) stating the date, place and time of that meeting; and
- (d) informing the Member that the Member may do one or both of the following:
 - (i) attend that meeting;
 - (ii) give to the Committee, before the date of that meeting, a written statement seeking the revocation of the resolution;
- (e) informing the Member that, if at that meeting, the Committee confirms the resolution, the Member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that the Member wishes to appeal to the Association in General Meeting against the resolution.

8.5 At a meeting of the Committee to confirm or revoke a resolution passed under Rule 8.1, the Committee must:

- (a) give the Member an opportunity to be heard; and
- (b) give due consideration to any written statement submitted by the Member; and
- (c) determine by resolution whether to confirm or to revoke the resolution.

8.6 If at the meeting of the Committee, the Committee confirms the resolution, the Member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that the Member wishes to appeal to the Association in General Meeting against the resolution.

8.7 If the Secretary receives a notice under Rule 8.6, he or she must notify the Committee and the Committee must convene a General Meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.

8.8 At a General Meeting of the Association convened under Rule 8.7:

- (a) no business other than the question of the appeal may be conducted; and
- (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
- (c) the Member must be given opportunity to be heard; and
- (d) the Members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

8.9 A resolution is confirmed if, at the General Meeting, not less than two-thirds of the Members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

9. DISPUTES AND MEDIATION

9.1 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.

9.2 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.

9.3 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.

9.4 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.

- 9.5** A Member of the Association can be a mediator.
- 9.6** The mediator cannot be a Member who is a party to the dispute.
- 9.7** The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 9.8** 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.
- 9.9** The mediator must not determine the dispute.
- 9.10** 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 or otherwise at law.

10. ANNUAL GENERAL MEETING

- 10.1** The Committee must convene an annual general meeting of the Association to be held within 5 months after the end of each financial year.
- 10.2** The Committee may determine the date, time and place of the annual General Meeting of the Association.
- 10.3** The notice convening the annual General Meeting must specify that the meeting is an annual General Meeting.
- 10.4** The ordinary business of the annual General Meeting shall be to:
- (a) confirm the minutes of the previous annual General Meeting and of any General Meeting held since then; and
 - (b) to receive and consider -
 - (i) the annual report of the Committee on the activities of the Association during the preceding financial year; and
 - (ii) the financial statements of the Association for the preceding financial year submitted by the Committee in accordance with Part 7 of the Act;
 - (c) elect officers of the Association or suspend elections to next meeting.
- 10.5** The annual General Meeting may also deal with any Special Resolution of which notice has been given in accordance with these Rules.

11. OTHER GENERAL MEETINGS

- 11.1** The Committee may, whenever it thinks fit, convene a General Meeting of the Association.
- 11.2** The Committee must convene a special general meeting if a request to do so is made by at least 10 per cent of the total number of members.

- 11.3** The members request for a General Meeting must:
- (a) state the objects of the meeting;
 - (b) be signed by the Members requesting the meeting; and
 - (c) be sent to the address of the Secretary.
- 11.4** If the Committee does not convene a General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the Members making the request, or any of them, may convene a General Meeting to be held not later than 3 months after that date.
- 11.5** If a General Meeting is convened by Members in accordance with this Rule,:
- (a) it may only consider the business stated in the original request; and
 - (b) it must be convened in the same manner so far as possible as a meeting convened by the Committee;
 - (c) all reasonable expenses incurred in convening the General Meeting must be refunded by the Association to the persons incurring the expenses.
- 11.6** Such other General Meeting may deal with any ordinary resolution or Special Resolution of which notice has been given in accordance with these Rules.

12. SPECIAL RESOLUTIONS

- 12.1** A Special Resolution is passed if not less than three quarters of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.
- 12.2** A special resolution is required to:
- (a) to remove a committee member from office;
 - (b) to alter these association Rules, including change of name or purpose.

13. NOTICE OF GENERAL MEETINGS

- 13.1** The Secretary of the Association, at least 14 days, or if a Special Resolution has been proposed at least 21 days, before the date fixed for holding a General Meeting of the Association, a notice must be sent to each Member of the Association, stating the place, date and time of the meeting, the nature of the business to be conducted at the meeting, and if a Special Resolution is proposed, the notice shall specify the intention to propose the resolution as a Special Resolution.
- 13.2** Notice may be sent:
- (a) by post to the address appearing in the register of Members; or
 - (b) if the Member requests, by electronic transmission.
- 13.3** No business other than that set out in the notice convening the meeting may be conducted at the meeting.

13.4 A Member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next General Meeting.

14. QUORUM AT GENERAL MEETINGS

14.1 No business may be conducted at a General Meeting unless a quorum of Members is present.

14.2 A quorum is 10 per cent of Members (being Members entitled under these Rules to vote at a General Meeting).

14.3 If a quorum is not present 30 minutes after the appointed time for the commencement of a General Meeting:

- (a) in the case of a meeting convened upon the request of Members - the meeting must be dissolved;
- (b) in any other case –
 - (i) the meeting must be adjourned to a date no more than 21 days after the adjournment; and
 - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and conformed by written notice given to all members as soon as practicable after the meeting.
- (c) 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.

14.4 If at the adjourned meeting the quorum is not present within 30 minutes after the time appointed for the commencement of the meeting, the Members personally present (being not less than 6 per cent of the total number of Members entitled to vote) shall be a quorum.

15. PRESIDING AT GENERAL MEETINGS

15.1 The Chairperson, or in the Chairperson's absence, the Deputy Chairperson, shall preside as Chairperson at each General Meeting of the Association.

15.2 If the Chairperson and the Deputy Chairperson are absent from a General Meeting, or are unable to preside, the Members present must select one of their number to preside as Chairperson.

16. ADJOURNMENT OF MEETINGS

16.1 The person presiding may, with the consent of a majority of Members present at the meeting, adjourn the meeting from time to time and place to place.

16.2 No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.

16.3 If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 13.

17. VOTING AT GENERAL MEETINGS

- 17.1** Upon any question arising at a General Meeting of the Association, each Member is entitled to one vote.
- (a) All votes must be given personally or by proxy.
 - (b) Except in the case of a special resolution, the question must be decided on a majority casting vote.
- 17.2** In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- 17.3** If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- 17.4** This Rule does not apply to a vote at a disciplinary appeal meeting

18. BALLOT

- 18.1** If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- 18.2** The returning officer must not be a member nominated for the position.
- 18.3** Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- 18.4** The election must be by secret ballot.
- 18.5** The returning officer must give a blank piece of paper to—
- (a) each member present in person; and
 - (b) each proxy appointed by a member.
- 18.6** If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- 18.7** If the ballot is for more than one position—
- (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (b) the voter must not write the names of more candidates than the number to be elected.
- 18.8** Ballot papers that do not comply with Rule 18.7 (b) are not to be counted.
- 18.9** Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- 18.10** The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- 18.11** If the returning officer is unable to declare the result of an election under Rule 18.10 because 2 or more candidates received the same number of votes, the returning officer must—

- (a) conduct a further election for the position in accordance with Rules 18.4 to 18.10 to decide which of those candidates is to be elected; or
- (b) with the agreement of those candidates, decide by lot which of them is to be elected.

18.12 Examples - The choice of candidate may be decided by the toss of a coin or drawing a name out of a hat.

19. MANNER OF DETERMINING WHETHER RESOLUTION CARRIED

19.1 If a question is raised through electronic transmission, a circular resolution shall be considered approved only after the acceptance of the appropriate number board members (as per Rule 28.1)

19.2 If a question arising at a General Meeting of the Association is determined on a show of hands:

- (a) a declaration by the Chairperson that a resolution has been:
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost;
- (b) An entry to that effect in the minutes of the meeting is conclusive proof of that fact.

20. PROXIES AND REPRESENTATIVES

20.1 Each Member is entitled to appoint another person as a proxy for a General Meeting by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

20.2 A proxy shall be a Community Member or a person who is a Representative of an Organisational Member.

20.3 The notice appointing the proxy must be in the form set out in Appendix 2.

20.4 An Organisational Member must appoint an individual to act as its Representative.

20.5 A Representative shall exercise all or any of the powers the Organisational Member may exercise:

- (a) at a meeting of Members; or
- (b) relating to resolutions to be passed without a meeting of Members.

21. COMMITTEE OF MANAGEMENT

21.1 The affairs of the Association shall be managed by the Committee;

- 21.2** The Committee:
- (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to these Rules, the Act and the Regulations, 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 Act and the Regulations, 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.
- 21.3** Subject to Rule 21.4 and Rule 21.5, each Membership Category shall be represented by one Committee Member or such other number as the Committee decides from time to time in respect of that Membership Category.
- 21.4** The total number of Committee Members shall be a maximum of 22.
- 21.5** If at the time of calling for nominations or at the date of the annual General Meeting, as the case may be, there are no current Members in a Membership Category, no Committee Member shall be elected or appointed, as the case may be, to represent that Membership Category.
- 21.6** Except for such number of Committee Members who shall be appointed by the Committee in accordance with Rule 23, the Committee Members shall be elected in accordance with Rule 22.

22. ELECTION OF COMMITTEE MEMBERS

- 22.1** Before each annual General Meeting, the Secretary shall invite Members in each Membership Category by notice in writing to nominate persons to be elected as Committee Members to represent that Membership Category. The notification shall state the number of persons who may be elected to represent the relevant Membership Category.
- 22.2** If insufficient nominations are received to fill all vacancies on the Committee, the Committee may call for further nominations on or before the day of the General Meeting.
- 22.3** A nomination of a candidate for election as a Committee Member must be:
- (a) in writing on Association's official nomination form and signed by two Members (one of whom must be a Member in the same Membership Category as is to be represented by the candidate), if there is no current Member in the same Membership Category as is to be represented by the candidate, then two current serving Board Members must sign nomination form; and
 - (b) delivered to the Secretary not less than 7 days before the date fixed for the holding of the annual General Meeting.
- 22.4** A person may be a candidate for appointment in respect of more than one Membership Category. Upon election or appointment to the Committee in respect of one Membership Category, that person shall be ineligible to be elected or appointed in respect of any other Membership Category.
- 22.5** The Committee shall satisfy itself that nominations have been properly made in accordance with the Rules

22.6 Subject to these Rules:

- (a) an elected Committee Member who is elected at any annual General Meeting shall hold office for 2 years and be eligible for re-election.
- (b) For the purposes of Rule 22.6 (a) one half of the Committee Members shall retire each year. Those to retire at the second annual General Meeting shall be determined by lot.

23. APPOINTMENT OF ADDITIONAL COMMITTEE MEMBERS

23.1 At its first meeting after each annual General Meeting, the Committee can appoint one person (or such other number as shall apply from time to time in respect of Category Number 11 in Appendix 4) as an additional Committee Member or Committee Members, who shall hold office until the next annual General Meeting and be eligible for reappointment. Such Committee Member or Committee Members, as the case may be, shall be a Community Member or a person representing an Organisational Member.

24. OFFICE BEARERS

24.1 The office bearers shall be appointed by the Committee from among the Committee Members.

24.2 The Committee consists of:

- (a) a Chairperson;
- (b) a Deputy Chairperson;
- (c) a Treasurer;
- (d) a Secretary; and
- (e) Ordinary Members.

24.3 Each office bearer of the Association shall hold office until the annual General Meeting next after the date of his or her appointment and is eligible for re-appointment.

24.4 In the event of a casual vacancy in any office referred to in Rule 25, the Committee may appoint one of the Committee Members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the next annual General Meeting.

24.5 In the event of no office bearers appointed to either the Secretary or Treasurer position;

- (a) the Secretary and Treasurer positions can be held by the one Committee member; or
- (b) the Deputy Chair can also hold the position of either Secretary or Treasurer

25. VACANCIES

25.1 A Committee Member ceases to hold office as a Committee Member and if applicable, as an office bearer, if he or she:

- (a) dies;

- (b) becomes insolvent;
- (c) is removed from office by resolution under Rule 32; or
- (d) resigns from office by notice in writing given to the Secretary.

25.2 The Committee may appoint a person to fill the vacancy. Where the Committee Member ceasing to hold office represents a Membership Category, the Committee shall appoint a replacement after consulting with the Members of that Membership Category.

25.3 A person so appointed must retire at the next annual General Meeting and will be eligible, for re-election or reappointment.

26. MEETINGS OF THE COMMITTEE

26.1 The Committee must meet at least 4 times in each year at such places and such times as the Committee may determine.

26.2 Special meetings of the Committee may be convened by the Chairperson or by any 4 Committee Members.

27. NOTICE OF COMMITTEE MEETINGS

27.1 Written notice of each Committee meeting must be given to each Committee Member at least 2 business days before the date of the meeting. The notice shall specify the general nature of the business to be conducted at the meeting

27.2 Notice may be given by any of the following methods:

- (a) by serving it personally;
- (b) by leaving it at the address of the Committee Member;
- (c) by sending it by post addressed to the Committee Member at the address of the Committee Member; or
- (d) by sending it to an electronic address (if any) nominated by the Committee Member for the purpose of serving notices on the Committee Member.

28. QUORUM FOR COMMITTEE MEETINGS

28.1 Any 4 Committee Members constitute a quorum for the conduct of the business of a meeting of the Committee.

28.2 No business may be conducted unless a quorum is present.

28.3 If within half an hour of the time appointed for a meeting a quorum is not present, the meeting shall stand adjourned to the same place and the same time and day in the following week.

28.4 The Committee may act notwithstanding any vacancy on the Committee.

29. SUB COMMITTEES

29.1 The Committee may appoint sub-committees of the Committee. Membership of sub-committees shall be determined by the Committee and shall comprise Committee Members and other persons.

29.2 Sub-committees shall not perform functions of the Committee but shall act in a consultative and advisory manner and make recommendations to the Committee.

30. PRESIDING AT COMMITTEE MEETINGS

30.1 At meetings of the Committee:

- (a) the Chairperson or, in the Chairperson's absence, the Deputy Chairperson presides; or
- (b) if the Chairperson and the Deputy Chairperson are absent, or are unable to preside, the Committee Members present must choose one of their number to preside.

31. VOTING AT COMMITTEE MEETINGS

31.1 Questions arising at a meeting of the Committee, shall be determined on a show of hands or, if a Committee Member requests, by a poll taken in such manner as the person presiding at that meeting may determine.

31.2 Each Committee Member present at a meeting of the Committee, is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

32. REMOVAL OR VACATION OF COMMITTEE MEMBER

32.1 The Association in General Meeting may, by resolution, remove any Committee Member before the expiration of the Committee Member's term of office.

32.2 A Committee Member who is the subject of a proposed resolution referred to in Rule 31.1 may make representations in writing to the Secretary or Chairperson of the Association (not exceeding a reasonable length) and may request that the representations be provided to the Members of the Association.

32.3 The Secretary or the Chairperson may give a copy of the representations to each Member of the Association or, if they are not so given, the Committee may require that they be read out at the meeting.

32.4 A Committee member may resign from the Committee by written notice addressed to the Committee.

32.5 A person ceases to be a committee member if they-

- (a) cease to be a member of the Association; or
- (b) fail to attend 3 consecutive committee meetings (other than special committee meetings) without leave of absence; or
- (c) Otherwise cease to be a committee member by operation of section 78 of the Act.

33. MINUTES OF MEETINGS

33.1 The Secretary of the Association may keep minutes of the resolutions and proceedings of each General Meeting, and each Committee meeting, together with a record of the names of persons present at Committee meetings.

34. FUNDS

34.1 The Treasurer of the Association must:

- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
- (b) keep 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.

34.2 All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments must be signed and countersigned by any two of the appointed authorised signatories as the Committee may nominate for that purpose.

34.3 The funds of the Association shall be derived from donations and such other sources as the Committee determines.

34.4 The Committee shall appoint an auditor and ensure that the financial statements of the Association for each financial year are duly audited.

35. SEAL

35.1 The common seal of the Association must be kept in the custody of the Secretary.

35.2 The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures of two Committee Members.

36. NOTICE TO MEMBERS

36.1 Except for the requirement in Rule 13, any notice that is required to be given to a Member, by or on behalf of the Association, under these Rules may be given by:

- (a) delivering the notice to the Member personally;
- (b) sending it by prepaid post addressed to the Member at that Member's address shown in the register of Members;
- (c) electronic transmission if the Member has requested that the notice be given to that Member in this manner.

37. WINDING UP

37.1 If the Association is dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to any organisation nominated by the Association which has similar objectives.

37.2 If the association is registered as a deductible gift recipient and is wound up or its endorsement as a deductible gift recipient is revoked (whichever comes first), any surplus of the following assets will be transferred to another charitable organisation to which income tax deductible gifts can be made:

- (a) Gifts or money for the principal purpose of the Association,
- (b) Contributions made in relation to an eligible fundraising event held for the principal purposes of the Association,

38. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

38.1 Except as otherwise provided in these Rules, the Secretary must keep his or her custody or under his or his control all books, documents and securities of the Association.

38.2 Members may on request inspect free of charge-

- (a) The register of members;
- (b) the minutes of general meetings;
- (c) subject to Rule 38.3, the financial records, books and any other relevant document of the Association, including minutes of Committee meetings.

38.3 The Committee may refuse to permit a member to inspect records of the Association that relate to a confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

38.4 The Committee must, on request, make copies of the rules available to members and applicants for membership free of charge.

38.5 Subject to Rule 38.3, a member may make a copy of any of the other records of the Association referred to in this Rule and the Association may charge a reasonable fee for provision of a copy of such a record.

38.6 For purposes of this Rule-

38.7 ***relevant documents*** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following-

- (a) its membership records;
- (b) its financial statements;
- (c) its financial records;
- (d) records and documents relating to transactions, dealings, business or property of the Association.

39. NOT FOR PROFIT

39.1 The assets, income and the capital of the Association shall be applied solely in furtherance of its Statement of Purposes and no portion shall 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.

40. DELEGATIONS

40.1 The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than—

(a) this power of delegation; or

(b) a duty imposed on the Committee by the Act or any other law.

40.2 The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

40.3 The Committee may, in writing, revoke a delegation wholly or in part.



MEMBERSHIP APPLICATION

Class of Member

Please tick the appropriate box for the class of Member to which you belong:

- Community Member (complete Box A only)**
 - Must reside within the geographical area of Northern Grampians Shire (excluding St Arnaud) or Ararat Rural City.
- Organisational Member (complete Box B, membership category and appointment of representative)**
 - Must operate a business or organisation within the geographical area of Northern Grampians Shire (excluding St Arnaud) or Ararat Rural City.

Box A – COMMUNITY MEMBER	
Name:	
Address:	
Phone number:	
Email:	
If admitted as a member, I agree to be bound by the Rules of Central Grampians Local Learning and Employment Network being in force at the time.	
Signature of applicant:	Date:

Box B - ORGANISATIONAL MEMBER	
Name:	
Address:	
Postal Address:	
Phone number:	
Email:	



Membership Category for Organisational Members

If an Organisational Member, please tick one Membership Category box (the most appropriate):

- Schools
- TAFE Institutes or Universities with TAFE sectors
- Adult Community Education organisations
- Other education and training organisations including private registered training organisations, universities, and group training companies
- Trade Unions
- Employers/Peak employer organisations/Regional employer organisations and employment agencies
- Local governments
- Other community agency and organisations, Commonwealth and State government departments, Adult, Community and Further Education Regional Councils, Regional Youth Councils, Area Consultative Committees, parent organisations etc
- Koorie organisations, Peak Koorie agencies or Regional Koorie organisations

Appointment of Representative

If admitted as a member, I/we agree to be bound by the Rules of Central Grampians Local Learning and Employment Network being in force at the time.

This is to certify that _____
(Name of organisation)

Has appointed _____ as its representative.
(Name of representative)

(Signature of Authorised Officer)

(Position Held)

____/____/____
(Date)

(An application for an organisational member must be signed by a person who has the requisite authority, such as a director, chief executive officer, secretary, or other authorised officer of that organisation.)

This form may be returned to:

Office: Central Grampians LLEN
4-30 Barkly Street
ARARAT VIC 3377

Mail: PO Box 255
ARARAT VIC 3377

Email: business@cglLEN.org.au

APPENDIX 2 – APPOINTMENT OF PROXY FORM

CGLLEN, 4-30 Barkly Street, Ararat VIC 3377

Appointment of Proxy



APPOINTMENT OF PROXY

I, _____ of _____,
being a member of the Central Grampians Local Learning and Employment Network Incorporated,
hereby appoint _____ of _____, being a
member of that incorporated Association, as my proxy to vote for me on my behalf at the general
meeting of the Association (annual general meeting or special general meeting, as the case may be)
to be held on the _____ day of _____ 20____ and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the following
resolution(s) set out in the notice of meeting (insert details):

Signed _____

Date _____

APPENDIX 3 – NOMINATION FORM



NOMINATION FORM

Note to Nominees and Nominators

- You should verify your eligibility status and any qualifications required by the Central Grampians LLEN Inc. prior to lodging your nomination.
- If you wish to confirm membership or category, please call 03 5352 3266.
- The nominee must be nominated by **TWO** eligible members, **one in the same membership category** as that of the nominee. (If no members currently in this category, then two **Current serving** members of the board).

We, the undersigned members of the Central Grampians Local Learning and Employment Network Inc. nominate:

Print full name of nominee in block letters

to the Position of Board of Management representing the

_____ membership category.

Print membership category in block letters

Full name of nominators and organisation, if applicable	Membership Category Code	Signature	Date
.....
.....



NOMINEE ENDORSEMENT

I, _____ representing the _____

Print your name as you wish it to appear on the ballot paper

Print organisation you represent, if applicable

and being an eligible member of the above membership category of the Central Grampians Local Learning and Employment Network Inc, consent to this nomination.

Residential Address:

Number _____ Street _____

Town _____ Postcode _____

Date of Birth: _____

Telephone: _____

Email: _____

Signature: _____

Date: _____

CONFLICT OF INTEREST: A member of Central Grampians LLEN, or its committees or working groups, who is directly or indirectly in any business under consideration, who holds any office or possesses any property, which might cause a conflict of duties or interest should declare that interest or potential interest.

ADDRESS AND DEADLINE FOR LODGEMENT OF NOMINATIONS

Nominations must be received by the Returning Officer at Central Grampians LLEN.

Post: PO Box 255, ARARAT VIC 3377 **Email:** eo@cglLEN.org.au **Delivery:** 4-30 Barkly Street, ARARAT VIC 3377

APPENDIX 4 – COMPOSITION OF THE COMMITTEE

Category Number	Membership Category
1.	Schools
2.	TAFE institutes or universities with TAFE sectors
3.	Adult community education organisations
4.	Other education and training organisations including private registered training organisations, universities and group training companies
5.	Trade unions
6.	Employers/peak employer organisations/regional employer organisations and employment agencies
7.	Local governments
8.	Other community agencies and organisations, Commonwealth and State government departments, adult, community and further education, regional councils, regional youth councils, area consultative committees, parent organisations etc
9.	Koori organisations, peak Koorie agencies and regional Koorie organisations
10.	Community Members
11.	Nominated by the Committee who shall be a Community Member or a person associated with an Organisational Member