

# **CONSTITUTION OF TAMIL CONSORTIUM OF VICTORIA, VICTORIA**

## **1. NAME**

The name of the Incorporated Association is **Tamil Consortium of Victoria Incorporated** (*hereafter referred to as 'Consortium'*).

## **PART 1 – PRELIMINARY**

### **2. PURPOSES AND AIMS**

1. The vision of the not for profit, apolitical, secular Consortium is to build a strong, harmonious and resilient Victorian Tamil community preserving Tamil Language, Tamil Culture, Values, fostering Community unity and working together achieving common goals.
2. The mission of the Consortium is to assist the Victorian Tamil community in particular and the broader Australian and International Tamil communities in general to maintain its identity by facilitating co-operation and understanding amongst the Member Organisations and promoting the welfare of the community. In this respect the Consortium will seek to maintain a harmonious coexistence with all other communities in Australia in the context of multi-culturalism approach by the Australian Government.
3. **To achieve its vision and mission the Consortium will aim to:**
  - (a) foster a strong relationship with Australian Curriculum, Assessment and Reporting Authority (ACARA), Victorian Department of Education and Training (DET), Victorian Multicultural Commission (VMC), Victorian State Government and various other statutory bodies or organisations that support Tamil language and community.
  - (b) enhance co-operation between Victorian Community Tamil language schools and promote/improve awareness of the education facilities available to the community.
  - (c) establish and maintain a common curriculum (F-12) for Tamil language and promote it in all Victorian schools including community language schools.
  - (d) promote and establish a strong Partnership between Victoria State of Australia and Countries/States that patronise Tamil for ongoing collaborations and growth in culture and language.
  - (e) promote and seek Victorian Government recognition for declaring the Month of January every year as Tamil Thai Heritage month; to celebrate January 14 every year as 'Thai' day across the state; and to recognise Tamil festivals/sports/competitions, organised by member organisations & TCV.
  - (f) work closely with state and council libraries and encourage them to offer Tamil books in their council libraries.
  - (g) promote and support Tamil research in Australia, recognise Victorian Tamil Scholars and establish Tamil chair in Victoria.
  - (h) establish a mechanism and support ongoing preservation of valuable Tamil literature and books through digitisation and other means.
  - (i) establish Tamil schools in countries where there are unfulfilled needs for the local Tamil community.
  - (j) install a statue for Thiruvalluvar in Melbourne and promote his philosophies to the Australian community.
  - (k) encourage and promote the younger generation to take initiatives and to participate in activities related to the Tamil language, culture and community.

### **3. FINANCIAL YEAR**

The financial year of the Association is each period of 12 months ending on 30 June.

#### 4. DEFINITIONS

In these Rules –

- (a) **absolute majority**, of the Committee, means a majority of the committee members entitled to vote at the time;
- (b) **Member Representative** means the person who is authorised by a member organisation to attend the meetings of the Consortium with eligibility shall vote at meetings of the Consortium for the Member Organisation specified in Rule 14;
- (c) **Associate Member Representative** means the person is authorised by a member organisation to attend the meetings of the Consortium and who is not eligible to vote at meetings of the Consortium for the Member Organisation specified in Rule 14.;
- (d) **Chairperson**, of a general meeting or committee meeting, means the person chairing the meeting as required under Rule 45;
- (e) **Management Committee** means the committee consisting of the nominated Member Representatives of each Member Organisation;
- (f) **Committee meeting** means a meeting of the Management committee held in accordance with these Rules;
- (g) **Incorporated Association** means an association, registered as incorporated in Victoria through Consumer Affairs Victoria (CAV); or registered as company with ASIC, that also has an Australian Charities and Not-for-profits Commission (ACNC) registration;
- (h) **Member Organisation** means an organisation functioning in VIC and which has been admitted as a member of the Consortium and whose name appears as such in the register of members maintained by the Secretary of Consortium;
- (i) **Founding Member** means an incorporated not-for-profit, apolitical, secular, non-caste based Tamil organisation, operating in Victoria State that aligns with the Vision, Mission and Objectives of the Consortium whose membership in the Consortium commenced at the incorporation meeting of the Consortium. (Refer to Appendix A for the list of Founding Members);
- (j) **Associate Founding Member** means an apolitical, secular, non-caste based Tamil organisation, operating in Victoria State that aligns with the Vision, Mission and Objectives of the Consortium whose membership in the Consortium commenced at the incorporation meeting of the Consortium. Associate Founding Member shall not have any voting rights in the management of the Consortium. (Refer to Appendix A for the list of Associate Founding Members);
- (k) **disciplinary appeal meeting** means a meeting of the members of the Association convened under Rule 23(3);
- (l) **disciplinary meeting** means a meeting of the Committee convened for the purposes of Rule 22;
- (m) **disciplinary subcommittee** means the subcommittee appointed under Rule 20;
- (n) **financial year** means the 12-month period specified in Rule 3;
- (o) **general meeting** means a general meeting of the members of the Association convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;
- (p) **member** means a member organisation of the Association;
- (q) **member entitled to vote** means a member who under rule 13(2) is entitled to vote at a general meeting;
- (r) **special resolution** means a resolution that requires not less than 75% of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;
- (s) **standing order** means a procedure approved, authorised, adopted or formulated by the Consortium for special purposes.
- (t) **the Act** means the **Associations Incorporation Reform Act 2012** and includes any regulations made under that Act;
- (u) **the Registrar** means the Registrar of Incorporated Associations
- (v) **Forum** means a gathering of member representatives, invited guests and general public for discussion, debate, lectures, seminars or workshops organised by the Consortium under the rules provided hereafter.

- (w) **Operating Procedure** means any operating procedure approved by the majority of the management committee
- (x) **Initiatives List** means list of agreed initiatives by the Founding Members at the time of Incorporation. (Refer to Appendix B for the list).

## **PART 2 – POWERS OF ASSOCIATION**

### **5. POWERS OF ASSOCIATION**

- (1) Subject to the Act, the Consortium has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting sub-rule (1), the Association may –
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
  - (h) form a trust or any other legal mechanism to achieve the above
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### **6. NOT FOR PROFIT ORGANISATION**

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Sub-rule (1) does not prevent the Association from paying a member -
  - (a) reimbursement for expenses properly incurred by the member; or
  - (b) for goods or services provided by the member— if this is done in good faith on terms no more favourable than if the member was not a member.

## **PART 3 - MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES**

### **DIVISION 1 - MEMBERSHIP**

#### **7. MINIMUM NUMBER OF MEMBERS**

The Association must have at least 5 members.

#### **8. MEMBERSHIP QUALIFICATIONS**

- (1) An organisation, which is not a Founding Member, should apply for membership in the Consortium. Organisation to apply for membership in the Consortium shall be an Incorporated Not-For-Profit Tamil organisation, operating in Victoria that aligns with the Vision, Mission and Objectives of the Consortium. The organisation must be Incorporated for at least one year before applying for membership in the Consortium and must have a minimum of 5 members in the organisation.
- (2) Membership in Consortium is not open to Individuals.

## **9. APPLICATION FOR MEMBERSHIP**

- (1) An application for membership in the Consortium shall be made by an eligible organisation in writing to the Secretary of Consortium stating that the organisation –
  - (a) wishes to become a member of the Consortium;
  - (b) supports the purposes and aims of the Consortium;
  - (c) agrees to comply with these Rules.
- (2) As part of its application, demonstrate and provide documentary evidence that it is a not for profit, incorporated apolitical, secular and non-caste based Tamil Organisation operating in Victoria state.
- (3) The application must be signed by the Secretary and another office bearing member of the applicant organisation.

## **10. CONSIDERATION OF APPLICATION**

- (a) On receipt of an application for membership, the Secretary must refer such application to the Management Committee for consideration by electronic mail within 7 days of receiving the application for membership.
- (b) The Management Committee shall take a decision on the application for membership by a resolution whether to accept or reject the application at the next meeting of the Management Committee subject to membership qualifications sub-rules 8(1) and 8(2) above.
- (c) The Secretary shall notify the applicant, in writing, the decision of the Management Committee, within 14 days after the Management Committee makes a determination.
- (d) If the Management Committee rejects the application, no reason need be given for the rejection of an application.

## **11. NEW MEMBERSHIP**

- (1) If an application for membership is approved by the Management Committee –
  - (a) the resolution to accept the membership must be recorded in the minutes of the management committee meeting;
  - (b) the approved applicant will be required to pay the appropriate joining fees within 14 days from the date of acceptance notification sent by the Secretary;
  - (c) the Secretary shall, on receipt of the payment, enter the applicant's name in the register of members. The applicant is thereafter deemed a member of the Consortium.

## **12. FEES AND SUBSCRIPTIONS**

- (1) At each annual general meeting, the Consortium shall determine –
  - (a) the amount of the annual subscription for the following financial year; and
  - (b) the date for payment of the annual subscription.
- (2) Any new member who joins after the start of a financial year must, for that financial year, pay a fee equal to the full annual subscription.

- (3) The rights of a member, including the right to vote, who has not paid the annual subscription by the due date are suspended until the subscription is paid.
- (4) The Management committee may from time to time decide to recommend for the approval of the members at a general meeting to levy additional fees other than annual subscription and joining fees. Such fees, when approved at a general meeting by minimum 67% of the members of the Consortium in favour, will become due and payable from the date such decisions are made. Member organisations are required to pay the appropriate approved fees within 14 days of the date of such decision.

### **13. GENERAL RIGHTS OF MEMBERS**

- (1) A member organisation of the Consortium has the right –
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the Consortium as provided under Rule 75; and
  - (f) to inspect the register of members.
- (2) A member is entitled to vote if –
  - (a) The member's membership rights are not suspended for any reason.

### **14. MEMBER AND ASSOCIATE MEMBER REPRESENTATIVES**

- (a) Each Member Organisation shall nominate, in writing, addressed to the Secretary of the Consortium, an office bearer from its membership as its Member Representative to participate in the activities of the Consortium. Such representative will have the right to vote at general meetings of the Consortium. The nominee must be a resident of Australia.
- (b) Each Member Organisation shall also nominate, in writing, addressed to the Secretary of the Consortium, one additional office bearer or ordinary member of the Member Organisation as its Associate Member Representative to participate in the activities of the Consortium. The Associate Member Representative will not have the right to vote at general meetings of the Consortium. The nominee must be a resident of Australia.
- (c) Until such time as the Member Organisation withdraws the name of its representatives in writing, addressed to the Secretary of the Consortium, such previously nominated Member Representative shall continue to be such and all such actions been taken as such Member Representative shall be binding on the member organisation as if the member organisation itself has performed such functions.
- (d) In the event a Member Representative or Associate Member Representative is not desirous of continuing to serve as such, such decisions shall be handled by the Member Organisation and the Member Organisation shall make suitable arrangements to nominate a replacement.

### **15. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

A right, privilege or obligation of a member is not transferable to another organisation or individual. Such right, privilege or obligation will end when membership ceases.

## **16. CEASING MEMBERSHIP**

A Member Organisation ceases to be a member of the Consortium if the organisation ceases to exist, or resigns or expelled from the Consortium.

## **17. RESIGNATION OF MEMBERSHIP**

- (a) A Member Organisation of the Consortium may resign from membership by giving written notice addressed to the Secretary of Consortium at least 28 days of the member organisation's intention to resign and, on the expiration of the said period of notice, the Member Organisation ceases to be a member of the Consortium.
- (b) The Secretary shall thereafter make an appropriate entry in the register of Member Organisations recording the date on which the Member Organisation ceased to be a member of the Consortium.

## **18. REGISTER OF MEMBERS**

- (a) A Register of Members shall be maintained by the Secretary of Consortium and shall comprise, amongst any other details the following information:
  - (i) Full name of the organisation with Incorporation and ABN details;
  - (ii) Registered and Location addresses;
  - (iii) Contact telephone and email details of Secretary of the organisation and other key office bearers of the organisation;
  - (iv) Contact telephone and email details of nominated member representative and associate member representative.
- (b) A Member Organisation may request the Secretary permission to peruse the register free of charge and such requests shall not be refused, provided a reasonable notice has been given to the Secretary.

## **DIVISION 2 – DISCIPLINARY ACTION**

### **19. GROUNDS FOR TAKING DISCIPLINARY ACTION**

- (a) The Consortium shall take disciplinary action against a member organisation in accordance with this Division if it is determined that the member –
  - (1) has failed to comply with these Rules; or
  - (2) refuses to support the purposes of the Consortium; or
  - (3) has engaged in conduct prejudicial to the Consortium.
- (b) A complaint shall be made against the member organisation to the management committee by any member representative or associate member representative in writing, addressed to the Secretary of the Consortium.

### **20. DISCIPLINARY SUBCOMMITTEE**

- (a) On receiving such a complaint, if the management committee is satisfied that there are sufficient grounds for taking disciplinary action against a member organisation, the management committee shall appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member organisation.
- (b) The management committee shall appoint an internal disciplinary committee of the Consortium comprising of 3 members of the management committee.

- (c) Management committee may, by a decision of 67% of the Committee in favour, decide to include an outsider to be a member of the panel, the total number, however, remaining 3.

## **21. NOTICE TO MEMBER**

- (a) After the management committee decides that an inquiry into the complaint is necessary, the Secretary of the Consortium must give written notice to the member organisation –
- (1) stating that the Consortium proposes to take disciplinary action against the member organisation; and
  - (2) stating the grounds for the proposed disciplinary action; and
  - (3) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
  - (4) advising the member organisation to –
    - i. attend the disciplinary meeting and address the disciplinary subcommittee at that meeting represented by the organisation's member representative;
    - ii. to make written submissions, within 7 days from the time of notice served, to the management committee in connection with the complaint.
  - (5) setting out the member's appeal rights under rule 23.
- (b) The notice must be given no earlier than 28 days and no later than 14 days, before the disciplinary meeting is held.

## **22. DECISION OF DISCIPLINARY SUBCOMMITTEE**

- (1) At the disciplinary meeting, the disciplinary subcommittee must –
- (a) give the member organisation an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), The disciplinary subcommittee shall thereafter make a decision on the matter and may –
- (a) take no further action against the member; or
  - (b) subject to subrule (3) –
    - (i) reprimand the member; or
    - (ii) suspend the membership rights of the member for a specified period; or
    - (iii) expel the member from the Consortium.
- (3) The disciplinary subcommittee may not fine the member organisation.
- (4) The suspension of membership rights or the expulsion of a member organisation by the disciplinary subcommittee under this rule take effect immediately after the vote is passed.
- (5) The findings and the disciplinary subcommittee's decision shall be submitted in writing to the Secretary of the Consortium no later than 48 hours after the vote is passed at the disciplinary meeting. The Secretary of the Consortium shall convey the decision to the member organisation concerned in writing within 7 days from the date the report by the disciplinary subcommittee was submitted to the Secretary.

## **23. APPEAL RIGHTS**

- (1) A member organisation whose membership rights have been suspended or who has been expelled from the Consortium under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given –
  - (a) To the disciplinary subcommittee immediately after the vote to suspend or expel the member organisation is taken; or
  - (b) To the Secretary of the Consortium not later than 48 hours after the vote.
- (3) If a member organisation has given notice under sub-rule (2), a disciplinary appeal meeting must be convened by the management committee as soon as practicable, but in any event not later than 21 days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member organisation of the Consortium who is entitled to vote as soon as practicable and must –
  - (a) specify the date, time and place of the meeting; and
  - (b) state –
    - (i) the name of the member organisation against whom the disciplinary action has been taken; and
    - (ii) the ground for taking that action; and
    - (iii) that at the disciplinary appeal meeting the management committee members present must vote on whether the decision to suspend or expel the member organisation should be upheld or revoked.

## **24. CONDUCT OF DISCIPLINARY APPEAL MEETING**

- (1) At a disciplinary appeal meeting –
  - (a) No business other than the question of the appeal may be conducted; and
  - (b) the management committee must state the grounds for suspending or expelling the member organisation and the reasons for taking that action; and
  - (c) the member organisation whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with sub-rule (1), the management committee members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the member organisation should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The decision is upheld if not less than 75% of the members voting at the meeting vote in favour of the decision.

## **DIVISION 3 – GRIEVANCE PROCEDURE**

### **25. APPLICATION**

- (1) The grievance procedure set out below applies to disputes between -
  - (a) a member representative and another member representative or associate member representative;
  - (b) an associate member representative and another member representative or associate member representative;
  - (c) a member organisation and the Consortium.

(2) A member Representative, Associate Member Representative or Member Organisation must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

## **26. PARTIES MUST ATTEMPT TO RESOLVE THE DISPUTE**

(1) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

## **27. APPOINTMENT OF MEDIATOR**

(1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 26 above, the parties must within 10 days –

- (a) notify the management committee in writing of the dispute; and
- (b) agree to or request the appointment of a mediator; and
- (c) attempt in good faith to settle the dispute by mediation.

(2) The mediator must be –

- (a) a management committee member chosen by agreement between the parties; or
- (b) in the absence of agreement –
  - (i) if the dispute is between representatives as defined in sub-rules 25 1(a) and 25 1(b) above – a person appointed by the management committee, by a decision of 67% of the management committee in favour; or
  - (ii) if the dispute is between a member organisation and the Consortium – a person appointed or employed by the Dispute Settlement Centre of Victoria.

(3) A mediator appointed by the management committee must not be a person who –

- (a) has a personal interest in the dispute; or
- (b) is biased in favour of or against any party.

## **28. MEDIATION PROCESS**

(1) A mediator to the dispute, in conducting the mediation, must –

- (a) give each party every opportunity to be heard; and
- (b) allow due consideration by all parties of any written statement submitted by and party; and
- (c) ensure that natural justice is accorded to the parties throughout the mediation process.

(2) The mediator must not determine the dispute.

## **29. RESOLUTION OF INTERNAL DISPUTES**

(a) If the mediation process does not resolve the dispute, the management committee shall appoint an internal committee of the Consortium comprising of 3 members of the Management Committee who are not parties to the dispute.

(b) If the dispute is between a member organisation and the Consortium one person appointed or employed by the Dispute Settlement Centre of Victoria shall be included as a member of the panel, the total number, however, remaining 3.

- (c) At least 7 days before an internal committee mediation session is to commence, the parties to a complaint shall exchange statement of issues that are in dispute between the parties and supply copies to the inquiring panel.
- (d) The findings and the panel's recommendations shall be submitted to the Management Committee within a period of 14 days from the date the matter was referred to the panel.
- (e) Thereafter the Management Committee shall make a decision which shall be final and binding on the parties to the complaint on the matter and the Secretary of the Consortium shall convey the decision to the parties to the dispute in writing within 14 days from the date the report by the panel was submitted to the Committee.

## **PART 4 - GENERAL MEETINGS OF THE ASSOCIATION**

### **30. ANNUAL GENERAL MEETINGS**

- (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.
- (2) Despite sub-rule (1), the Association may hold its first annual general meeting at any time within 18 months after its incorporation.
- (3) The management committee may determine the date, time and place of the annual general meeting.
- (4) The ordinary business of the annual general meeting is as follow –
  - (a) To confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) To receive and consider –
    - (i) The annual report of the management committee on the activities of the Consortium during the preceding financial year; and
    - (ii) The financial statement of the Consortium for the preceding financial year submitted by the management committee in accordance with Part 7 of the Act;
    - (iii) The Annual Reports of the President, Secretary and Treasurer.
  - (c) to elect the members of the management committee for the ensuing year;
  - (d) to confirm or vary the amounts of the annual subscription and joining fee.
- (5) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.
- (6) Any member may advise the Secretary of his intention to discuss a subject and if the matter is to be brought in as a motion, at least 14 days' notice needs to be given to the Consortium. On receipt of such a motion, the Secretary shall advise all members of the intention that a motion is to be presented at the meeting of which a minimum of 7 days' notice shall be given.
- (7) Each member organisation has one vote to exercise at the Annual General Meetings. Where a voting is necessary, the members of the Management Committee only shall be eligible to vote.
- (8) A resolution passed at such meetings shall be determined by 67% majority voted in favour of that resolution by the Management Committee.
- (9) Annual General Meetings will be open to all members of member organisations of the Consortium.

### **31. SPECIAL GENERAL MEETINGS**

- (1) Any general meeting of the Consortium, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The management committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under Rule 33 may be conducted at the meeting.

### **32. SPECIAL GENERAL MEETING HELD AT REQUEST OF MEMBERS**

- (1) The management committee must convene a special general meeting if a request to do so is made in accordance with sub-rule (2) by at least 30% of the total number of members.
- (2) A request for a special general meeting must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
  - (c) include the names and signatures of the members requesting the meeting; and
  - (d) be given to the Secretary.
- (3) The management committee must convene a special general meeting within one month after the date on which the request is made.

### **33. NOTICE OF GENERAL MEETINGS**

- (1) The Secretary must give to each member of the Consortium -
  - (a) at least 21 days' notice for a special general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least 14 days' notice of a general meeting in any other case.
- (2) The notice must—
  - (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed in a special general meeting—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and
  - (d) comply with rule 34(5).
- (3) This rule does not apply to a disciplinary appeal meeting.

### **34. PROXIES**

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may use any other form that clearly identifies the person appointed as the member's proxy and that has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
  - (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) include a copy of any form that the management committee has approved for the appointment of a proxy.
- (6) A form appointing a proxy must be given to the Chairperson of the meeting before or at the commencement of the meeting.

- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Association no later than 24 hours before the commencement of the meeting.

### **35. USE OF TECHNOLOGY**

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### **36. QUORUM AT GENERAL MEETINGS**

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of 50% of the members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting -
  - (a) in the case of a meeting convened by, or at the request of, members under rule 32—the meeting must be dissolved;
  - (b) in any other case—
    - (i) the meeting must be adjourned to a date not 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 confirmed by written notice given to all members as soon as practicable after the meeting.
- (4) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 30%) may proceed with the business of the meeting as if a quorum were present.

### **37. 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 members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
  - (a) if there is insufficient time to deal with the business at hand; or
  - (b) 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 rule 33.

### **38. VOTING AT GENERAL MEETING**

- (1) On any question arising at a general meeting—
  - (a) subject to sub-rule (2), each member who is entitled to vote has one vote; and
  - (b) members may vote personally or by proxy; and
  - (c) except in the case of a special resolution, the question must be decided on by a 67% majority voting of the management committee in favour.
- (2) 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.
- (3) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

### **39. SPECIAL RESOLUTIONS**

- (a) A special resolution is passed if not less than 75% of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.
- (b) A special resolution is required –
  - (i) to remove a management committee member from office;
  - (ii) to alter these Rules, including changing the name or any of the purposes of the Consortium.

### **40. DETERMINING WHETHER RESOLUTION CARRIED**

- (1) The Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
  - (a) carried; or
  - (b) carried unanimously; or
  - (c) carried by a particular majority; or
  - (d) lost—

and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.

### **41. MINUTES OF GENERAL MEETING**

- (1) The management committee must ensure that minutes are taken and kept 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 include—
  - (a) the names of the members attending the meeting; and
  - (b) proxy forms given to the Chairperson of the meeting under rule 34(6); and
  - (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
  - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Consortium; and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5 - COMMITTEE**

### **DIVISION 1 – POWERS OF COMMITTEE**

#### **42. ROLE AND POWERS**

- (1) The business of the Consortium must be managed by or under the direction of a Management Committee.
- (2) The management committee may exercise all the powers of the Consortium except those powers that these Rules or the Act require to be exercised by general meetings of the members of the Consortium.
- (3) The management of the Consortium shall be conducted by the management committee comprised of all member representatives nominated by the member organisations.
- (4) The management committee may—
  - (a) formulate the Standing Orders of the Consortium to be applicable to such meetings as the Management Committee may determine;

- (b) establish such sub-committees as it may deem necessary to effectively manage and achieve the objectives of the Consortium;
- (c) provide for the appointment of members or one or more non-members in the capacity as experts in the field under reference, to such sub-committees. The Management Committee may at its discretion select any other Association or individual as affiliate, advisor or patron of the Consortium. Such affiliates, advisors or patrons shall not have any voting rights in the management of the Consortium. The tenure period of the admitted affiliate, advisor or patron shall be set at the discretion of the Management Committee and shall not exceed 3 years from the date of admittance
- (d) select and define the duties and powers of its officers;
- (e) raise funds by other voluntary means to meet the expenses towards special projects formulated for the efficient functioning of the Consortium.
- (f) appoint and remove staff;
- (g) The Management Committee may delegate to one or more sub- committees the exercise of such functions of the committee. A sub-committee may meet and adjourn as it deems necessary.

#### **43. DELEGATION**

(1)The management 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.

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

(3)The Committee may, in writing, revoke a delegation wholly or in part.

### **DIVISION 2 – COMPOSITION OF COMMITTEE AND DUTIES OF MEMBERS**

#### **44. COMPOSITION OF MANAGEMENT COMMITTEE**

The Management Committee consists of -

- (a) a President; and
- (b) a Vice-President; and
- (c) a Secretary; and
- (d) a Treasurer; and
- (e) all remaining non-office bearing Member Representatives.

#### **45. GENERAL DUTIES OF MANAGEMENT COMMITTEE MEMBERS**

(1)As soon as practicable, each management committee member must become familiar with these Rules and the Act.

(2)The management committee is collectively responsible for ensuring that the Consortium complies with the Act and that individual members of the management committee comply with these Rules.

(3)Management committee members must exercise their powers and discharge their duties with reasonable care and diligence.

(4)Management committee members must exercise their powers and discharge their duties—

- (a) in good faith in the best interests of the Consortium; and
- (b) for a proper purpose.

(5)Management committee members and former management committee members must not make improper use of—

- (a) their position; or

(b) information acquired by virtue of holding their position—

so as to gain an advantage for themselves or any other person or to cause detriment to the Association.

(6) In addition to any duties imposed by these Rules, a management committee member must perform any other duties imposed from time to time by resolution at a general meeting.

(7) Subject to sub-rule (8) below, the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.

(8) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—

(a) in the case of a general meeting—a member elected by the other members present; or

(b) in the case of a committee meeting—a committee member elected by the other committee members present.

#### **46. DUTIES OF PRESIDENT**

(1) The President is the Chairperson for any general meetings and management committee meetings as defined in sub-rule 45(7).

(2) Shall represent the Consortium at official functions and act as the Consortium's spokesperson.

(3) Shall develop and maintain beneficial relationships with relevant government agencies, donors, supporters, collaborators, allies, and other stakeholders.

(4) Championing the organization and advocating its mission to internal and external stakeholders.

(6) Shall not make improper use of information acquired by virtue of their position or to make improper use of their position to gain personal advantage or cause harm to the association.

(7) Shall not have a personal interest in Consortium related decisions.

(8) Shall attend at least 3 incoming management committee meetings to help successful transition.

#### **47. DUTIES OF VICE-PRESIDENT**

(1) In the President's absence, the Vice-President is the Chairperson for any general meetings and management committee meetings as defined in sub-rule 45(7).

(2) Shall represent the Consortium at official functions and act as the Consortium's spokesperson.

(3) Shall develop and maintain beneficial relationships with relevant government agencies, donors, supporters, collaborators, allies, and other stakeholders.

(4) Championing the organization and advocating its mission to internal and external stakeholders.

(6) Shall not make improper use of information acquired by virtue of their position or to make improper use of their position to gain personal advantage or cause harm to the association.

(7) Shall not have a personal interest in Consortium related decisions.

(8) Shall attend at least 3 incoming management committee meetings to help successful transition.

#### **48. DUTIES OF SECRETARY**

(1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

(2) The Secretary must—

(a) maintain the register of members in accordance with rule 18; and

(b) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 70(3), all books, documents and securities of the Association in accordance with rules 72 and 75; and

(c) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and

(d) perform any other duty or function imposed on the Secretary by these Rules.

(3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

(5) Maintain minutes of meetings of Management Committee and general meetings;

(6) Maintain details of sub-committees;

- (7) Prepare and distribute as appropriate agendas for general meetings;
- (8) Attend to any other matter as may be directed by the Management Committee or at general meetings;
- (9) Maintain necessary insurances.
- (9) Shall attend at least 3 incoming management committee meetings to help successful transition.

#### **49. DUTIES OF TREASURER**

(1) The Treasurer must—

- (a) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
- (b) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
- (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
- (d) ensure cheques are signed by at least 2 committee members.

(e) The Treasurer may delegate such duties to another committee member. However, the responsibility for such receipts and payments shall nevertheless lie with the Treasurer.

(2) The Treasurer must—

- (a) ensure that the financial records of the Association are kept in accordance with the Act; and
- (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.

(3) The Treasurer must ensure that at least one other management committee member has access to the accounts and financial records of the Association.

(4) The treasurer shall cause for an official receipt to be issued for all moneys referred to in rule (1) above and shall obtain admissible supporting documents for expenses incurred on behalf of the Consortium.

(5) The Treasurer shall be responsible for proper accounting records of all monies received or paid on behalf of the Consortium, either via manual or electronic records.

(6) The Management Committee may at its discretion authorise the Treasurer to open one or more accounts with one or more banks operating in Australia. In such an event, all negotiable documents issued from such account/s shall be signed by two of a panel of three members of the Management Committee. The panel should have been approved by the Management Committee and the Treasurer shall always be one of the two to sign.

(7) The Treasurer shall –

- (i) prepare monthly, a statement of monies received and paid on behalf of the Consortium. This statement shall either be circulated amongst the members of the Management Committee or presented at the meeting of the Committee whichever is the earliest. When such statements have been accepted by the Management Committee, it is assumed that the transactions contained in such statements are authorised.
- (ii) prepare and submit for approval by the Management Committee, at the expiration of the accounting year of the Consortium, an annual statement of receipts and payments during the 12 months ending from the last statement. Such statement shall form part of the Treasurer's annual report to the members and the financial statement required to be filed with the Department of Fair trading.

(iii) have custody of all accounting records, books, documents and securities of a financial nature relating to the Consortium.

(8) The accounting year for the Consortium shall be 12 months ending on 30 June each year.

(9) The Treasurer shall perform such other duties as are imposed by this Constitution.

(10) Shall attend at least 3 incoming management committee meetings to help successful transition.

### **DIVISION 3 – ELECTION OF COMMITTEE MEMBERS AND TENURE OF OFFICE**

#### **50. WHO IS ELIGIBLE TO BE AN OFFICE BEARING MANAGEMENT COMMITTEE MEMBER**

- (1) A member is eligible to be elected or appointed as an office bearing management committee member if the member—
- (a) be an authorised Member Representative of a Member Organisation and should hold that position at the time of election and continue to hold that position during the entire office term in the Consortium. If the elected Member Representative steps down or a new Member Representative is appointed by their respective Member Organisation as a replacement for office bearing Member Representative, then the Consortium office held by that Member Representative will be declared as a casual vacancy.

#### **51. POSITIONS TO BE DECLARED VACANT**

- (1) This rule applies to—
- (a) the first annual general meeting of the Association after its incorporation; or
  - (b) any subsequent annual general meeting of the Association, after the annual report and financial statements of the Association have been received.
- (2) The Chairperson of the meeting must declare all positions on the Committee vacant and hold elections for those positions in accordance with rules 51 to 54.

#### **52. NOMINATIONS**

- (1) Prior to the election of each position, the Chairperson of the meeting must call for nominations to fill that position.
- (2) An eligible member representative of the Consortium must be proposed and seconded by two other member representatives of TCV, to be eligible as a nominee.
- (3) A member who is nominated for a position and fails to be elected to that position may be nominated for any other position for which an election is yet to be held.

#### **53. ELECTION OF OFFICE BEARERS**

- (1) At the annual general meeting, separate elections must be held for each of the following positions—
- (a) President;
  - (b) Vice-President;
  - (c) Secretary;
  - (d) Treasurer.
- (2) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (3) If more than one member is nominated, a selection process must be held in accordance with rule 55.
- (4) On his or her election, the new President may take over as Chairperson of the meeting.

#### **54. OFFICE BEARER POSITION NOT ELECTED AT AGM**

- (1) In the event of any office bearers of management committee are not elected at the AGM, the management committee shall have the power to fill the vacancies with suitable Member Representatives who shall hold office until the next AGM. The Member Representatives filling the vacancies shall be selected to that position by a 67% majority voting of the Management committee in favour.

## **55. SELECTION PROCESS**

- (1) If more than one person is nominated for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the selection process.
- (2) The returning officer must not be a member nominated for the position.
- (3) The returning officer with the agreement of those candidates, decide by lot which of them is to be elected. The choice of candidate may be decided by drawing a name out of a hat.

## **56. TERM OF OFFICE**

- (1) Subject to subrule (3) and rule 56, a committee member holds office until the positions of the Committee are declared vacant at the next annual general meeting.
- (2) No person shall serve as a President or Vice President or Secretary or Treasurer of the Consortium for more than a period of one term (normally a period of 12 months).
- (3) The term of office bearing Management Committee members shall be the period (normally a period of 12 months) beginning from the date such person was elected until the next annual general meeting following such election, on which date all office bearing members of the Management Committee shall vacate their positions. A retiring member of the Management Committee, subject to subsection 50(1) above, is eligible for re-election for the position they vacated only after a period of 2 terms (normally a period of 24 months) from the date of vacating their position.

## **57. VACATION OF OFFICE**

- (1) A Management Committee Member who wishes to resign during their elected term may do so providing they give 28 days' written notice to the Secretary who shall forthwith inform the concerned Member Organisation of such resignation.
- (2) An Office bearing Member of the Management Committee shall be deemed to have vacated the position if -
  - (i) Without submitting an acceptable apology, he or she fails to attend 3 consecutive management committee meetings (other than special or urgent committee meetings) without leave of absence under rule 67; or
  - (ii) The members of the Consortium assembled at a special general meeting, may for any valid reason, resolve by passing a special resolution, expel an office bearing management committee member.
  - (iii) The Member Organisation whose Member Representative is an elected member of the Management Committee, resigns from the Consortium.

## **58. FILLING CASUAL VACANCIES**

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
  - (a) has become vacant under rule 56; or
  - (b) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) Rule 55 applies to any committee member appointed by the Committee under subrule (1) or (2).
- (4) The Committee may continue to act despite any vacancy in its membership.
- (5) A casual vacancy in the Management Committee may, however, be filled by the Management Committee by the election of a Member Representative to that position by a 67% majority voting in favour.

## **DIVISION 4 – MEETINGS OF MANAGEMENT COMMITTEE**

### **59. MEETINGS OF MANAGEMENT COMMITTEE**

- (1) The Committee must meet at least 6 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.

#### **60. NOTICE OF MANAGEMENT COMMITTEE MEETINGS**

- (1) Notice of each committee meeting must be given to each management committee member no later than 14 days before the date of the meeting.
- (2) Notice may be given of more than one management committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) The only business that may be conducted at the meeting is the business for which the meeting is convened.

#### **61. URGENT MEETINGS**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 59 provided that as much notice as practicable is given to each management committee member by the quickest means practicable.
- (2) Any resolution made at the urgent meeting must be passed by 75% of the committee members voting in favour.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

#### **62. PROCEDURE AND ORDER OF BUSINESS**

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The order of business may be determined by the members present at the meeting.

#### **63. USE OF TECHNOLOGY**

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **64. QUORUM**

- (1) No business may be conducted at a management committee meeting unless a quorum is present.
- (2) The quorum for a management committee meeting is the presence (in person or as allowed under rule 62) of at least 50% of the committee members.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
  - (a) in the case of a special meeting—the meeting lapses;
  - (b) in any other case—the meeting must be adjourned to a date no later than 14 days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 59.

#### **65. VOTING**

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) If a member representative of an association represents more than one association, the member representative will still have only one vote

(3) A motion is carried if 67% of committee members present at the meeting vote in favour of the motion.

- (4) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (5) Voting by proxy is not permitted.

#### **66. CONFLICT OF INTEREST**

- (1) A committee member who has a material personal interest in a matter being considered at a management committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.

#### **67. MINUTES OF MEETING**

- (1) The management committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
  - (a) the names of the members in attendance at the meeting;
  - (b) the business considered at the meeting;
  - (c) any resolution on which a vote is taken and the result of the vote;
  - (d) any material personal interest disclosed under rule 65.

#### **68. LEAVE OF ABSENCE**

- (1) The Committee may grant a committee member leave of absence from management committee meetings for a period not exceeding 3 months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

### **PART 6 - FINANCIAL MATTERS**

#### **69. SOURCE OF FUNDS**

The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

#### **70. MANAGEMENT OF FUNDS**

- (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
- (2) Subject to any restrictions imposed by a general meeting of the Association, the management committee may approve expenditure on behalf of the Consortium.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Consortium (including by electronic funds transfer) up to a specified limit without requiring approval from the management committee for each item on which the funds are expended.
- (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 committee members.
- (5) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
- (6) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

#### **71. FINANCIAL RECORDS**

- (1) The Association must keep financial records that—
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
- (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Committee.

## **72. FINANCIAL STATEMENTS**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include—
  - (a) the preparation of the financial statements;
  - (b) if required, the review or auditing of the financial statements;
  - (c) the certification of the financial statements by the management committee;
  - (d) the submission of the financial statements to the annual general meeting of the Association;
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## **PART 7 - GENERAL MATTERS**

### **73. COMMON SEAL**

- (1) The Association may have a common seal.
- (2) If the Association has a common seal—
  - (a) the name of the Association must appear in legible characters on the common seal;
  - (b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two committee members;
  - (c) the common seal must be kept in the custody of the Secretary.

### **74. REGISTERED ADDRESS**

The registered address of the Association is—

- (a) the address determined from time to time by resolution of the management committee; or
- (b) if the management committee has not determined an address to be the registered address—the postal address of the Secretary.

### **75. NOTICE REQUIREMENTS**

- (1) Any notice required to be given to a management committee member under these Rules may be given—
  - (a) by handing the notice to the member personally; or
  - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
  - (c) by email.
- (2) Subrule (1) does not apply to notice given under rule 60.
- (3) Any notice required to be given to the Consortium or the management committee may be given—
  - (a) by handing the notice to the secretary of the management committee; or

- (b) by sending the notice by post to the registered address; or
- (c) by leaving the notice at the registered address; or
- (d) if the Committee determines that it is appropriate in the circumstances—
  - (i) by email to the email address of the Consortium or the Secretary.

## 76. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- (1) Members may on request inspect free of charge—
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.
- (2) The management committee must on request make copies of these rules available to members and applicants for membership free of charge.
- (3) Subject to subrule (2), a member may make a copy of any of the other records of the Consortium referred to in this rule and the Consortium may charge a reasonable fee for provision of a copy of such a record.
- (4) For purposes of this rule—

**relevant documents** mean 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 Consortium.

## 77. WINDING UP AND CANCELLATION

- (1) The Consortium may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Consortium.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Consortium and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution.

## 78. ALTERATION OF RULES

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

### **Note**

An alteration of these Rules does not take effect unless or until it is approved by the Registrar. If these Rules (other than rule 1, 2 or 3) are altered, the Association is taken to have adopted its own rules, not the model rules.

## 79. MEMBERS' LIABILITIES

The liability of a member of the Consortium to contribute towards the payment of the debts and liabilities of the Consortium is limited to the amount, if any, unpaid by the member in respect to admission and annual membership fees of the Consortium.

## 80. INSURANCE

The Consortium may effect and maintain necessary insurances.

## 1. Appendix A

### List of founding members

SL No.	Name	Founding Member Category	Incorporation / ACNC / ACN Number
1	AUSTRALIA TAMILARGAL WELFARE ASSOCIATION INCORPORATED	Member	A0106353Y
2	AUSTRALIAN TAMIL ARTS AND CULTURE DEVELOPMENT CENTRE	Member	631761692 (ACNC)
3	AUSTRALIAN TAMIL LITERARY & ARTS SOCIETY INC	Member	A0049025J
4	BHARATHI ACADEMY PTY LTD	Member	66168330 (ACNC)
5	CASEY TAMIL MANRAM INC	Member	A0055389K
6	ETHNIC COMMUNITY BROADCASTING ASSOCIATION OF VICTORIA LIMITED (TRADING AS 3ZZZ FM) FOR 3ZZZ THAMIL OOSAI	Associate Member	006559413 / C0255873L (ACN)
7	INDIAN FRIENDS AND FAMILIES ASSOCIATION INC	Member	A0059281T
8	LANGUAGES RESEARCH INSTITUTE LIMITED	Member	29163336838 (ACNC)
9	MELBOURNE MUTHAMIZH MANDRAM INC	Member	A0094192U
10	MELBOURNE TAMIL ASSOCIATION INC	Member	A01011410
11	MELBOURNE TAMIL SANGAM INC	Member	A0106462Q
12	MELBOURNE THAMIZHARGAL INC	Member	A0101696K
13	SUDAR OLI INC	Member	A0058363N
14	TAMIL COORDINATING COMMITTEE AUSTRALIA INC	Member	A0094769W
15	TAMIL EDUCATIONAL, CULTURAL & CHARITABLE ASSOCIATION INC	Member	A0042808Z
16	TAMIL VIZHUTHUGAL	Member	A0106429U
17	TAMILAR INC	Member	A0056972G
18	TAMIZH PALLIKOODAM INC	Member	A0057025F
19	THE INDIAN TAMIL ASSOCIATION OF VICTORIA INC	Member	A0029870J
20	VAANISAI TAMIL ASSOCIATION	Member	A0098013A

## 2. Appendix B

### Agreed List of initiatives by the founding members at Incorporation

S.No	Name	Category	Timeline Priority
1	Tamil Community Centre (East/West Melbourne)	Community Benefit	Short
2	Tamil Schools in Fiji	School Related	Medium
3	Tamil chair in Melbourne	Miscellaneous	Long
4	Statue for Thiruvalluvar in Melbourne	Miscellaneous	Long
5	Tamil subject in Australian Schools (ACARA)	School Related	Short
6	Common curriculum (lessons/arts/culture/history) in Community Tamil Schools	School Related	Medium
7	Partnership between Victoria/Tamilnadu (VIC Govt initiative)	Miscellaneous	Short
8	Month of Thai celebrations/Single celebration of 'Thai' day	Culture	Medium
9	Co-operation between Community Tamil Schools	School Related	Short
10	Tamil language research	Tamil Research	Medium
11	Promote/Improve awareness on Tamil education	School Related	Short/Medium
12	Increase student intake in VCE	School Related	Medium
13	Website for consortium	Community Benefit	Short
14	Tamil books in council libraries	Community Benefit	Medium
15	Govt recognition for Tamil festivals/sports/competition	Culture	Long
16	Dedicated Tamil library	Community Benefit	Long
17	Funding 2 researches per year relating to Tamil	Tamil Research	Medium
18	Supporting digitisation of Tamil books/literature	Tamil Research	Medium
19	Supporting Community Tamil schools in Victoria	School Related	Medium
20	Integrating/Recognising the local Tamil Scholars	Community Benefit	Medium
21	Sharing Tamil heritage information in Community Tamil schools	Tamil Research	Medium