

ANGELMAN SYNDROME ASSOCIATION OF WESTERN AUSTRALIA (INC)**RULES****1. Name**

The name of the Association is "Angelman Syndrome Association of Western Australia (Inc)" (hereinafter called "the Association").

2. Objects

The Objects of the Association are:

- 2.1 To educate the families of people with Angelman Syndrome, the medical and educational communities, interested organisations and individuals, and the general public about the diagnosis, treatment, management and prevention of Angelman Syndrome;
- 2.2 To establish support systems for people with Angelman Syndrome, their families and other associated persons
- 2.3 To provide and arrange advocacy on behalf of people with Angelman Syndrome, their families and other associated persons;
- 2.4 To gather and disseminate information about Angelman Syndrome and related matters for the benefit of families of people with Angelman Syndrome and other interested organisations and individuals;
- 2.5 To promote research activities on the diagnosis, treatment, management and prevention of Angelman Syndrome including but not limited to the study of molecular/cytogenetic evaluations genetic imprinting, hypopigmentation, craniofacial and neuro-anatomic associations, appropriate drug therapy, hyperactivity, sleep disorders, family stress and coping mechanism.;
- 2.6 To raise funds for the promotion and attainment of the above objects.

3. Powers

In addition to all the powers conferred by Section 13 of the Associations Incorporation Act, 1987, the Association has the following powers:

- 3.1 to solicit, receive and accept donations, subscriptions, endowments, gifts, grants and loans of money or any other property;
- 3.2 to do all such other things as may be incidental to the attainment of the objects of the Association.
- 3.3 A payment may be made to a member out of the funds of the Association only if it is authorised under sub rule (3.4).
- 3.4 A payment to a member out of the funds of the Association is authorised if it is —
- a) the payment in good faith to the member as reasonable remuneration for any services provided to the Association, or for goods supplied to the Association, in the ordinary course of business; or
 - b) the payment of interest, on money borrowed by the Association from the member, at a rate not greater than the cash rate published from time to time by the Reserve Bank of Australia; or
 - c) the payment of reasonable rent to the member for premises leased by the member to the Association; or
 - d) the reimbursement of reasonable expenses properly incurred by the member on behalf of the Association.

4. Membership

4.1 Family Membership

4.1.1 **Family Membership** shall be available to persons who have attained the age of eighteen (18) years, and who are family members or members of a foster family of a person with Angelman Syndrome, who have applied in writing for membership, whose application for membership has been accepted by the Committee and who have paid the prescribed fees.

4.1.2. For the purposes of Family Membership, family members shall be defined as:

Parents (by birth or by adoption)

Foster Parents

Step Parents

Other family full-time caregivers (being extended family members of aunts, uncles, grandparents, siblings) or legal guardians.

Siblings over 18 years of age

4.1.3 Family members may vote at any meeting of the Association.

- 4.1.4 Family membership shall have 1 vote. The nominated person is the only person able to vote. Each nominated person has one vote.
- 4.1.5 A person with Angelman Syndrome being over 18 years may become a member of the Association in their own right without paying prescribed fee.
- 4.1.6 Each person admitted to membership shall be bound by the Rules of the Association entitled to all advantages and privileges of membership.

4.2 **Associate members**

- 4.2.1 **Associate members** are persons who are not immediate family members or members of a foster family of a person with Angelman Syndrome, who have applied for membership, whose application for membership has been accepted by the Committee and who have paid the prescribed fees.
- 4.2.2 Associate members may attend meetings of the Association and speak at the discretion of the President but may not vote.

4.3 **Organisation members**

- 4.3.1 **Organisation members** are organisations which have expressed support for the objects of the Association, applied in writing for membership, which have been accepted as members by the Committee and which have paid the prescribed fees.
- 4.3.2 An Organisation member may appoint from its members, a representative who may speak on its behalf.
- 4.3.3 Organisation members are Associate members.

4.4 **Life Membership**

- 4.4.1 The Management Committee may elect any member who has given outstanding service to the Association. Any member may nominate a person to the Management Committee for consideration for Life Membership.

4.5 **Applications for membership**

4.5.1 All applications for membership must be directed to the Secretary who must place them before the Committee at its next meeting.

4.5.2 The Committee must consider any membership applications within two (2) months of receiving them

4.6 **Membership suspension**

4.6.1 Membership may be suspended by at least a two-thirds majority vote at a Committee meeting.

4.6.2 Any suspended member may require the suspension to be reconsidered at a subsequent general meeting.

4.7 **Membership ceases upon**

4.7.1 Resignation in writing delivered to an office bearer of the Association

4.7.2 Non-renewal of membership within six months of expiry.

4.8 **Register of Members**

4.8.1 A register of members must be kept that indicates the name and either residential, postal or email address of members, the date of commencement of membership, the class of membership, whether the prescribed fees have been paid and whether membership has ceased.

4.8.2 Register of members to be kept by the Treasurer

4.8.3 A member who wishes to inspect the register must contact the treasurer to make necessary arrangements.

4.8.4 If a member inspecting the register wishes to make a copy or makes a written request to be provided with a copy of the register the Committee may require that member to provide a statutory declaration setting out the purpose for which the copy or extract is required and declaring that the purpose is connected with the affairs of the association.

4.9 **Prescribed Fees**

4.9.1 The Committee must determine the annual membership fee to be paid for membership of the Association.

4.9.2 Membership fees are due on 1st July each year or on such other date as the Committee may determine.

4.9.3 New memberships received after 1st April in any year will include twelve (12) months membership and will not be required to pay membership fees until subscriptions are renewed the following year.

5. Management

5.1 Management of the Association is vested in the Management Committee (“Committee”) of not less than five (5) and not more than twelve (12) Family members.

5.2 Committee Member Duties

5.2.1 Committee members will reinforce existing common law duties by exercising their duty:

- With care and diligence
- In good faith and for proper purpose
- Not misuse their position and not misuse information obtained

5.2.2 A person is excluded from being on the Committee (without special approval by the Commissioner for Consumer Protection) if they:

- Are bankrupt or their affairs are under insolvency laws;
- Have been convicted of an indictable offence in relation to the formation or management of a body corporate in the last 5 years
- Have been convicted of an offence involving fraud or dishonesty punishable by at least 3 months imprisonment in the last 5 years
- Have been convicted of an offence under the Act, where a person has allowed an association to operate while insolvent in the last 5 years

5.2.3 At commencement of term each member will sign a form confirming their eligibility in relation to 5.2.2

5.3 The office bearers of the Association are
President
Vice President
Secretary
Treasurer

and must be elected at the Annual General Meeting prior to the election of the remainder of the Management Committee members or failing such election must be chosen by the Management Committee from its members at a Management Committee meeting held within one (1) week following the Annual General Meeting.

Each Office Bearing position must be held by separate persons.

- 5.4 Nominations for the positions of office bearers and Management Committee members must be in writing, seconded by a Full member and received by the Secretary at least fourteen (14) days prior to the Annual General Meeting.
- 5.5 In the event written nominations are not received by the Secretary, nominations from the floor with consent by the nominated person will be accepted.
- 5.6 The Management Committee must meet as often as is required to conduct the business of the Association and not less than four (4) times each calendar year.
- 5.7 **Disclosure of Interest**
 - 5.7.1 A member of the management Committee who has a material personal interest in a matter being considered at a Committee meeting must as soon as he/she becomes aware of that interest, disclose the nature and extent of his/her interest and disclose the nature and extent of the interest at the next Annual General meeting
 - 5.7.2 A member of the management Committee who has a material personal interest in a matter being considered at a meeting must not be present while the matter is being considered, or vote on the matter.
 - 5.7.3 The association must record every disclosure made by a Committee member of a material personal interest in the minutes of the Committee meeting at which the disclosure is made
- 5.8 The quorum for meetings of the Management Committee is 25% of members
 - 5.8.1 Any resolution agreed to in writing, by facsimile, by email or over the telephone, by more than 50% of the Management Committee shall have the same effect as and be deemed to be a resolution passed by the Committee.

- 5.9 The President or two (2) other Management Committee members have power to call a Management Committee meeting
- 5.10 Notice of Management Committee meetings must be given at the previous Management Committee meeting or by seven (7) days' written notice distributed to all Management Committee members or in an emergency by such other notice subsequently ratified by the Management Committee.
- 5.11 A Committee member or office bearer ceases to hold office upon:
- 5.11.1 resignation in writing delivered to an office bearer of the Association;
 - 5.11.2 absence from three (3) successive Management Committee meetings without an explanation acceptable to the Committee;
 - 5.11.3 found not to be a financial member and such membership fees are not paid within one calendar month after notification of financial status.
- 5.12 Vacancies unfilled or arising in the office bearers or other Management Committee members may be filled by the Committee by co-opting members for the remainder of the term.
- 5.13 A member or other person who is not a Committee member may attend an association meeting if invited by the Committee
- 5.13.1 A person invited to attend;
 - (i) has no right to any agenda, minutes or other documents circulated at the meeting
 - (ii) must not comment about any matter discussed at the meeting unless invited to do so by Committee
 - (iii) cannot vote of any matter that is to be decided at the meeting
- 5.14 Sub-committees
- 5.14.1 The Management Committee may appoint sub-committees of members and non-members for specific purposes which may meet as they see fit or as directed by the Management Committee and which must report to the Management Committee.
 - 5.14.2 The quorum for a sub-committee meeting is one half (50%) of the number of sub-committee members.

- 5.15 The Management Committee may appoint an executive of the office bearers to carry out routine business delegated by the Management Committee and which must report to the subsequent Management Committee meeting.
- 5.16 The positions of office bearers and Management Committee members become vacant at each Annual General Meeting and all office bearers and Management Committee members are eligible for re-nomination.
- 5.17 A Committee member is entitled to be paid out of the funds of the Association for any out-of-pocket expenses for travel and accommodation properly incurred —
- (i) in attending a Committee meeting or
 - (ii) in attending a general meeting; or
 - (iii) otherwise in connection with the Association's business.

6. General Meetings

- 6.1 The first **Annual General Meeting** of the Association must be held within eighteen (18) months of incorporation and thereafter each financial year and not more than six (6) months after the close of the financial year.
- 6.2 The secretary shall give at least twenty-one (21) days written notice of the Annual General Meeting to members including notice of all business on the agenda.
- 6.3 All financial members may attend the Annual General Meeting.
- 6.4 The quorum at the Annual General Meeting, shall be a minimum of 25% of members. If there is not a quorum at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, the meeting shall stand and adjourn for one week. If at subsequent meeting there is no quorum, those members present shall be competent to discharge the business of the meeting.
- 6.5 The agenda for an Annual General Meeting shall be:
- Opening of Meeting
 - Apologies
 - Confirmation of Minutes of previous Annual General Meeting
 - Presentation of President's Report
 - Adoption of President's Report
 - Presentation of Treasurer's Report and Audited financial statements
 - Adopt the Treasurer's report.
 - Disclosures of Interest
 - Election of new Management Committee and appointment of Auditor

Vote of thanks to outgoing Management Committee members
Notice/s of Motion
Urgent General Business
Closure

- 6.6 A Special General Meeting must be called by the Secretary within fourteen (14) days of receipt of either a directive of the Management Committee or if a written request specifying the business to be conducted at the meeting is requested by at least 20% of financial Family members.
- 6.6.1 The quorum for a Special General Meeting shall be a minimum of 25% of members. If there is not a quorum at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, the meeting shall stand and adjourn for one week. If at subsequent meeting there is no quorum, those members present shall be competent to discharge the business of the meeting.
- 6.7 At least fourteen (14) days written notice including notice of all items on the agenda, of any Special General Meeting must be given to all members.

7 Voting

- 7.1 **Annual General Meeting and Special General Meeting.**
- 7.1.1 All resolutions and elections must be determined by a simple majority except as otherwise required by this Constitution.
- 7.1.2 The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.
- 7.2. Each Family membership present shall have one (1) vote.
- 7.3 Voting is by a show of hands except that:
- 7.3.1 any contested election at an Annual General Meeting or otherwise must be by secret ballot.
- 7.3.2 The meeting may by show of hands require any vote to be by secret ballot
- 7.3.3 Any Family member may be represented **by proxy** evidenced in a manner and in a form determined by the Management Committee

8 Finance

- 8.1 All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Management Committee may determine.
- 8.2 All accounts due by the Association shall be paid by cheque or by electronic funds transfer (EFT) after having been passed for payment at the Management Committee meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.
- 8.3 Major or unusual expenditures must be authorised in advance by the Committee
- 8.4 The Secretary shall not spend more than a set amount Petty Cash without the consent of the Management Committee and shall keep a record of such expenditure in a Petty Cash Book.
- 8.5 A statement showing the financial position of the Association shall be tabled at each Management Committee Meeting by the Treasurer.
- 8.6 The Financial Year of the Association shall commence on 1st July each year. The accounts, books and all financial records of the Association shall be audited each year.
- 8.7 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.
- 8.8 The signatories of the Association's bank accounts will be the Treasurer and any one from the following:
President
Vice President
Secretary
- 8.9 All property and income of the Association will apply solely to the promotion of the objects of the Association and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

9. President

- 9.1 The President or in the President's absence the Vice-President, is to chair Committee and General Meetings.
- 9.2 If the President and Vice-President are absent from a meeting or are unwilling to act as chair or if a majority of a meeting so requests, then the meeting may elect another Family member to chair that meeting and who shall have one vote.
- 9.3 The President is to act as Spokesperson of the Association unless an alternative spokesperson has been appointed by the Committee or a general meeting. The spokesperson is to make statements in accordance with previously agreed policy or in an emergency following consultation with at least two Committee members.

10. Treasurer

- 10.1 The Treasurer must ensure that moneys received are paid into an account authorised by the Committee in the name of the Association within fourteen (14) days of receiving such monies.
- 10.2 The Treasurer must ensure that proper records are kept of all receipts and payments and other financial transactions.
- 10.3 All records and documents must be available for inspection by any member of the Association.
- 10.4 The Treasurer must ensure that financial statements and budgets are prepared and that a report on the finances is submitted to each Committee meeting.
- 10.5 The Treasurer must present audited accounts to the Annual General Meeting.
- 10.6 The Treasurer shall keep a register of members that indicates the name and preferred contact address of members, the date of commencement of membership, the class of membership, whether the prescribed fees have been paid and whether membership has ceased.

11. Secretary

- 11.1 The Secretary must give notice of meetings in accordance with the provisions of the Rules.
- 11.2 The Secretary must ensure that records of the Association are kept including

The Rules and by-laws
Policies
Minutes of meetings
Notices and
A file of correspondence

11.3 The Secretary is responsible for the making and keeping of records of all proceedings at meetings of the Committee

12. Auditor

12.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors for the next twelve (12) months.

12.2 The Auditor/s shall examine and audit all the books and accounts of the Association annually and have the power to call for all books, papers, accounts, receipts etc of the Association and report thereon to the Annual General Meeting.

13. Patrons

The Association may from time to time elect any number of patrons who may attend any meetings of the Association but may not vote.

14. Executing Documents and Common Seal

14.1 The Association may execute a document without using a common seal if the document is signed by 2 Committee members or one Committee member and a person authorised by the Committee

14.2 The Association has a Common Seal and a document may only be sealed with the common seal by the authority of the Committee and in the presence of 2 Committee members or one Committee member and a person authorised by the Committee.

14.3 The secretary must make a written record of each use of the common seal

14.4 The common seal must be kept in the custody of the secretary or another Committee member authorised by the Committee

15. The Rules

15.1 No alteration, repeal or addition shall be made to the Rules except at the Annual General Meeting, or Special General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Rules shall be given to members twenty-one (21) days prior to the Annual General Meeting or

fourteen (14) days prior to a Special General Meeting called for such purpose.

- 15.2 Such motions, or any part thereof, shall be of no effect unless passed by a seventy-five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Special General Meeting.
- 15.3 Within one month of the passing of a Special Resolution, the Secretary shall notify the Commissioner, Department of Commerce.

16. Distribution of Surplus property on cancellation of incorporation on winding up

- 16.1 Any surplus property remaining after the satisfaction of debts and liabilities of the association and after the costs, charges and expenses of winding up or cancelling the association shall be given or transferred to another incorporated association which has similar objectives and holds a licence under the Charitable Collections Act 1946.
- 16.2 On the cancellation of the incorporation or the winding up of the Association surplus property must be distributed as determined by special resolution to the persons mentioned in 16.1.

17. Dispute Resolution

In this Clause —

grievance procedure means the procedures set out in this Clause;

party to a dispute includes a person —

- (a) who is a party to the dispute; and
- (b) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

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

- (a) between members; or
- (b) between one or more members and the Association.

17.1 Parties to attempt to resolve dispute

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

17.1.1 How grievance procedure is started

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 17.1, any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
 - (i) the parties to the dispute; and
 - (ii) the matters that are the subject of the dispute.
- (2) Within 28 days after the secretary is given the notice, a Committee meeting must be convened to consider and determine the dispute.
- (3) The secretary must give each party to the dispute written notice of the Committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- (4) The notice given to each party to the dispute must state —
 - (i) when and where the Committee meeting is to be held; and
 - (ii) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute.
- (5) If —
 - (i) the dispute is between one or more members and the Association; and
 - (ii) any party to the dispute gives written notice to the secretary stating that the party —
 - a. does not agree to the dispute being determined by the Committee; and
 - b. requests the appointment of a mediator under Clause 18,

the Committee must not determine the dispute.

17.2 Determination of dispute by Committee

- (1) At the Committee meeting at which a dispute is to be considered and determined, the Committee must —
 - (i) give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Committee about the dispute; and
 - (ii) give due consideration to any submissions so made; and
 - (iii) determine the dispute.
- (2) The Committee must give each party to the dispute written notice of the Committee's determination, and the reasons for the

determination, within 7 days after the Committee meeting at which the determination is made.

- (3) A party to the dispute may, within 14 days after receiving notice of the Committee's determination under sub rule (2), give written notice to the secretary requesting the appointment of a mediator under Clause 18.
- (4) If notice is given under sub-rule (3), each party to the dispute is a party to the mediation.

18 Mediation

- (1) This Clause applies if written notice has been given to the secretary requesting the appointment of a mediator under Clause 17.1.1 (5).
- (2) If this Clause applies, a mediator must be chosen or appointed under Clause 18.1.

18.1 Appointment of mediator

- (1) The mediator must be a person chosen by agreement between the parties to the dispute.
- (2) If there is no agreement for the purposes of sub-rule (1), then, subject to sub-rules (3) and (4), the Committee must appoint the mediator.
- (3) The person appointed as mediator by the Committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre.
- (4) The person appointed as mediator by the Committee may be a member or former member of the Association but must not —
 - (i) have a personal interest in the matter that is the subject of the mediation; or
 - (ii) be biased in favour of or against any party to the mediation.

18.2 Mediation process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

- (2) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- (3) In conducting the mediation, the mediator must —
 - (i) give each party to the mediation every opportunity to be heard; and
 - (ii) allow each party to the mediation to give due consideration to any written statement given by another party; and
 - (iii) ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (5) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (6) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

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

If —

- (i) mediation takes place because a member whose membership is suspended or who is expelled from the Association; and
- (ii) as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,

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