

RULES OF
THE FEDERATION OF INDIAN ASSOCIATIONS OF VICTORIA (AUSTRALIA) INC.

OCTOBER 2008

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FEDERATION OF INDIAN ASSOCIATIONS OF VICTORIA (AUSTRALIA)

AIMS AND OBJECTIVES

1. To present a unified front for all its member associations and promote the advancement of people of Indian heritage (hereinafter referred to as “the Indian community”) in Victoria.
2. To act as a channel of communication between the Indian community **and** the Commonwealth Government, Victorian Government or the Indian Government, on political, welfare, social and economic matters.
3. To facilitate the perception of Indians in Victoria by the community in general as responsible Australian citizens and to cultivate a feeling of mutual respect through increased social interaction, sport and recreation.
4. To undertake welfare work for the benefit and on behalf of the Indian community in Victoria either directly or through some agency.
5. To celebrate the Anniversary of Indian Independence and Republic Days and Australia Day and to participate in other festivities of mutual interest.
6. To establish, develop and maintain a Community and Resource centre in Victoria for use and benefit of member organisations and of the community.
7. To co-ordinate, encourage and foster cultural, sporting and social activities of member organisations, where desirable.
8. To encourage and foster the development of Indian languages and culture within the Australian context.
9. To subscribe to, become a member of and co-operate with other associations whose objects are altogether or in part similar to those of the Federation.
10. To establish such facilities and to do all such other lawful activities as are incidental or conducive to the attainment of the purposes of the Federation.

1. THE ORGANISATION

- (a) The name of the organisation shall be “The Federation of Indian Associations of Victoria (Australia) Incorporated” (hereinafter referred to as the “FIAV”)
- (b) The FIAV is an association of organisations from within Victoria, Commonwealth of Australia
- (c) The FIAV is a non-religious, non-political, secular, not for profit, voluntary organisation devoted to the welfare of people of Indian origin living in Victoria.

2. REGISTERED ADDRESS

The registered address of the FIAV shall be the address as the General Council may determine from time to time.

3. DEFINITIONS & INTERPRETATIONS

In these rules, unless the contrary intention appears, the following words and expressions shall have the meanings respectively set after them:

- (a) **Member** shall mean an Association admitted to membership of the FIAV.
- (b) **General Council** shall mean the controlling authority as defined in rule 7.
- (c) **Executive Committee** shall mean the Committee of Management comprising of the President, Vice President, Secretary, Treasurer, Asst. Treasurer, Asst. Secretary, Director of Community Services and Chairpersons of current Sub Committees.
- (d) **Trustees** shall mean persons as defined in rule 13.
- (e) **Sub Committee** shall mean Committees as defined in rule 9
- (f) **Financial year** of the FIAV shall be from July 1 of one year to 30 June of the succeeding year.
- (g) **“The Act”** means the Associations Incorporation Act 1981.
- (h) **“The Regulations”** means the regulations under the Act.
- (i) **“The Seal”** means the Common Seal of the Association.

Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Interpretation of Legislation Act 1984.

Insofar as these Rules are concerned, any reference to one gender is taken to include both.

The headings used in these Rules are for ease of reference and are in no way to be used in interpreting the provisions herein.

4. MEMBERSHIP

(a) Eligibility

- (i) Any registered & incorporated organisation whose members include a majority of persons of Indian origin and whose aims and activities are consistent with the aims and objectives of the FIAV shall be eligible for membership.
- (ii) To be admitted as a member, an organisation shall be required to submit minutes of its last AGM, a list of current office bearers, audited financial reports, a copy of the constitution or its equivalent, a copy of its certificate of incorporation and a list of its financial members.

(b) Application for membership

- (i) Application for membership shall be made in writing and addressed to the Secretary. The application shall be accompanied by a copy of the constitution or its equivalent, copy of certificate of incorporation, minutes of its last AGM, a list of identifiable current Office Bearers, the appropriate joining fee, annual subscription and the list of paid up or financial members of the applicant organisation.
- (ii) The Secretary shall table the application at the next General Council meeting for consideration of all applications for membership.
- (iii) The General Council, by a simple majority vote, shall decide to accept or reject the application for membership.

(c) Subscription

- (i) The annual subscription shall be payable no later than two calendar months following the Annual General Meeting and be such sum or sums as may be determined by the General Council and shall be non refundable.
- (ii) On payment of the annual subscription but subject to rule 4(b) an organisation shall be deemed a member for the period beginning on the first day of July and ending on the thirtieth day of June in the following year.

(d) Register of members

The Secretary shall keep and maintain a register of members, in which shall be entered the full name, address, the date of entry and date of resignation of each member. The register shall be available for inspection by members at the registered address of the FIAV.

(e) Resignation of a member

- (i) A Member of the Federation who has paid all monies due and payable may resign from the Federation by first giving notice in writing to the Secretary. Upon the expiration of any period specified in the notice, the member shall cease to be a member or where no period is specified, then that member shall cease to be a member seven days from the date of receipt of the notice.

- (ii) Upon expiration of notice given under sub clause 4(e)(i), the Secretary shall make an entry in the register of members recording the date on which that member ceased to be a member.

(f) Termination of membership

The membership of a member organisation shall cease upon:

- (i) Dissolution of a member organisation
- (ii) Non-payment of subscription within the time limit as specified in rule 4(c)(i), and after issue of a written demand by FIAV for payment
- (iii) A member organisation being no longer incorporated.

(g) Expulsion

A member may be expelled from the FIAV if in the opinion of the General Council the conduct of the member is prejudicial to the interests of the FIAV or such conduct is unbecoming provided that

- (i) Such expulsion shall not be valid unless it is approved by a majority of two thirds of the members of the FIAV present and voting (such a vote has to be taken by secret ballot) at a Special General Meeting convened for that purpose.
- (ii) The written notice of such a meeting shall be sent to each member at least 21 days prior to the meeting.
- (iii) At such meeting, the member shall be entitled to present his case against possible expulsion.

(h) Autonomy of member organisations

A member organisation shall retain the right to independent management of its affairs in accordance with its own constitution or rules.

5. FUNDS

- (a) The FIAV's source of funds shall be:
 - (i) Joining fees and subscriptions from member organisations as determined from time to time by the General Council.
 - (ii) Donations, endowments, subsidies, grants and other such sources as may be determined from time to time by the General Council or the Executive Committee.
 - (iii) Any funding/grants obtained from Victorian, Commonwealth Governments and other appropriate funding bodies/organisations.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Executive Committee one of whom shall be the Treasurer.

6. POWERS OF THE FIAV

- (a) To buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the FIAV or persons frequenting the FIAV's premises.

- (b) To purchase, take on lease or in exchange, hire or otherwise acquire any lands, buildings, easements or property, real or personal, and any rights or privileges which may be required for the purposes of, or capable of, being conveniently used in connection with any of the objectives of the FIAV

Provided that in case the FIAV shall take or hold any property which may be subject to any trusts the FIAV shall only deal with the same in such manner as is allowed by law having regard to such trusts.

- (c) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and exercise of the powers of the FIAV to obtain from any such Government or authority any rights, privileges or concessions which the FIAV may think desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (d) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the FIAV subject to non-breach of any State/Commonwealth Government legislation.
- (e) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the FIAV interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (f) To invest and deal with the finances of the FIAV not immediately required in such manner as may from time to time be thought fit.
- (g) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- (h) To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- (i) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated FIAV's property or assets present or future and to purchase, redeem or pay off any such securities.

- (j) To draw, make, accept, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable documents.
- (k) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the FIAV.
- (l) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the FIAV property of whatsoever kind sold by the FIAV, or any money due to the FIAV from purchasers and others.
- (m) To take any gift of property whether subject to any trust or not, for any one or more of the objects of the FIAV but subject always to the proviso in paragraph 7(c).
- (n) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the FIAV in the shape of donations, annual subscriptions or otherwise.
- (o) To print and publish any newspapers, periodicals, books or leaflets that the FIAV may think desirable for the promotion of its objectives.
- (p) To amalgamate with any one or more incorporated associations, having objectives altogether or in part similar to those of the FIAV and which shall prohibit the distribution of its or their income or property among its or their members to an extent at least as great as that imposed upon the FIAV under or by virtue of the Rules.
- (q) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the FIAV is authorised to amalgamate.
- (r) To transfer all or any part of the property, assets, liabilities and engagements of the FIAV to any one or more of the incorporated associations with which the FIAV is authorised to amalgamate.
- (s) To make donations for patriotic, charitable or community purposes.
- (t) To perform all such other duties as are incidental or conducive to the attainment of the objects and the exercise of the powers of the FIAV.

7. THE GENERAL COUNCIL

(a) Composition

The General Council shall consist of:

(i) A maximum of :

(a) three primary delegates from each member organisation whose membership is greater than 100 financial members; one of these delegates must be a member of the executive committee of his association.

(b) two delegates from each member organisation whose membership is between 51 to 100 financial members; one of these delegates must be a member of the executive committee of his association.

(c) one delegate from each member organisation whose membership is between 25 and 50 financial members; such a delegate must be a member of the executive committee of his association.

(ii) A member organisation may also nominate an alternate delegate(s) who will attend in the absence of the primary delegate(s).

(iii) Those organisations that have less than 25 financial members may become members of the FIAV, however they shall have no entitlement to vote.

(iv) The immediate past President.

(v) Should a delegate cease to be representative of his own association, he will lose his position at General Council or Executive Committee.

(b) Voting rights

(i) Each delegate in attendance at meetings shall be entitled to **one** vote

(ii) No delegate or alternate delegate shall represent more than one member organisation.

(iii) The immediate past President shall have no voting rights

(c) Powers, duties & responsibilities

The General Council shall determine the policies and principles upon which the affairs of the FIAV shall be conducted, including those functions performed on its behalf by the Executive Committee described in Rule 8 as well as those listed below:

(i) To develop policies that are consistent with the purposes set out in Rules 4 and 6.

(ii) To admit new member organisations in accordance with Rule 4.

- (iii) To elect members of the Executive Committee in accordance with Rule 8(a).
- (iv) To appoint representatives to Associations with which the FIAV is affiliated.
- (v) To appoint an auditor in accordance with Rule 12.
- (vi) To receive and approve reports, including quarterly financial reports, of the Executive Committee and Sub-Committees.
- (vii) To approve the budget for the following financial year as prepared by the Executive Committee.
- (viii) To amend the rules as necessary in accordance with rule 23.
- (ix) To decide on all matters affecting the FIAV which are not within the purview of the Executive Committee.

(d) Meetings

- (i) The General Council shall meet at least once quarterly, one of which will be the Annual general meeting. At least fourteen days notice in writing to members shall be given, unless such meeting is to transact any special business when 21 days notice shall be given.
- (ii) Quorum at meetings including any adjournments thereof shall not be less than 1/3 (one third) of the member organisations rounded to the nearest whole number, and 3 members of the Executive Committee.
- (iii) All business that is transacted at a Special General Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- (iv) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering the item.
- (v) If within thirty minutes after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within thirty minutes after the time appointed for the commencement of the meeting, the members present shall be a quorum.
- (vi) The meetings shall be chaired by the President and in his absence the Vice President. Should both the President and Vice President be absent, the Chairman for that meeting shall be elected by a simple vote of the members present.

- (vii) All motions put to the meeting of the General Council shall be decided upon by a simple majority of votes unless otherwise specified by the Rules. The Chairman of the meeting shall have a casting vote as distinct from his/her ordinary vote in the event of equality of voting.
- (viii) All votes shall be cast personally. Proxy voting is not permitted.
- (ix) Votes shall be counted by a show of hands unless the meeting decides by a simple majority to vote by secret ballot.
- (x) All members shall be financial members or they cannot participate in the General Council (or be elected to the Executive Committee).
- (xi) The General Council shall have the right to report the expulsion of a delegate from the meeting, if in its opinion, the conduct of the delegate is prejudicial to the interests of the FIAV. Then special General meeting shall be called to decide regarding the expulsion of such delegate.
- (xii) Any member organisation not represented by any of its nominated primary or alternate delegates for 3 (three) consecutive meetings of the General Council, without a valid reason, shall not be permitted to vote at the AGM or SGM or in any General Council meeting.

8. THE EXECUTIVE COMMITTEE

(a) Composition

- (i) The affairs of the FIAV shall be managed by an Executive Committee which shall comprise of the President, Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Director of Community Services and Chairpersons of current Sub Committees appointed in accordance with Rule 9.
- (ii) Delegates nominated for the position of President must have completed one continuous year as a member of the General Council in the last three financial years prior to nomination.
- (iii) The Executive Committee shall have the power to appoint paid assistants with the approval of General Council.
- (iv) Members of the Executive committee shall not hold paid office of the FIAV. Members of the Executive Committee shall not use their positions for personal or business gains. FIAV executive position shall not be included in the business cards of any executive committee member.
- (v) Any Executive Committee member resigning shall do so in writing. In the event of a casual vacancy occurring in the Executive Committee, such vacancy may be filled by the General Council by co-opting a member of the General Council until the Annual General Meeting. If the office of the President becomes vacant the Vice President shall take over for the remainder of the term.

(b) Term of office

- (i) The Executive Committee members shall hold office for a period of two years, save as provided hereunder:
- (ii) The President shall be elected once every two years by a majority vote of the members present at the Annual General Meeting.
- (iii) The President shall not be eligible for re-election as President after completing two terms.
- (iv) The remaining Office Bearers shall be elected by a majority vote of the members present at the Annual General meeting save that at a subsequent Annual General Meeting, one half of the Office Bearers shall retire by rotation and such Office Bearers shall be eligible for re-election. The General Council shall determine which Office Bearers shall retire at the end of the first year.

(c) Powers, duties & responsibilities

The Executive Committee shall:

- (i) Manage the business of the FIAV.
- (ii) Convene meetings of the General Council.
- (iii) Provide operational, financial and funding/grants report at every general council meeting.
- (iv) The Executive Committee shall not :
 - a. Sell or otherwise dispose of assets of the FIAV (with a value exceeding \$ 5,000 Australian Dollars) unless approved by the membership in a properly constituted General Council meeting;
 - b. Commit the FIAV to any financial liability exceeding \$20,000 Australia Dollars in total or 10 percent of the net assets of the FIAV (whichever is higher) as per the audited accounts of the preceding year, at any one time, without the prior approval of the general membership, obtained in a properly constituted General Council meeting convened for that purpose;
- (v) Administer the funds of the FIAV.
- (vi) Receive applications for membership and make recommendations to General Council.
- (vii) Recommend to the General Council the appointment of sub committees and/or task forces as required.
- (viii) To bring to the knowledge of the Governments and the general public the contribution of Indians to the Australian economy, enrichment of Australian way of life etc.
- (ix) Organise and hold an Annual Conference prior to the AGM of the FIAV in accordance with rule 16, at which all Member Organisations and the Indian community of Victoria will be invited to participate.

(d) Meetings

- (i) The committee shall meet at least once every two months.
- (ii) The quorum at such meetings shall be 50 percent of the members.

- (iii) Resolutions shall be carried by a simple majority of votes. The Chairperson shall have a casting vote as distinct from his/her ordinary vote, in case of tied vote.
- (iv) Votes shall be counted by a show of hands, unless the meeting decides by a simple majority to vote by secret ballot.
- (v) Any Executive Committee Member who fails to attend two consecutive meetings without a valid reason shall be disqualified from participation in the Executive Committee.

9. SUB COMMITTEES

- (a) The General Council may from time to time and consistent with the aims and objectives of the FIAV establish and maintain such sub committees as are appropriate for the effective conduct and development of specified programs and activities.
- (b) The provisions relating to the establishment, conduct and functions of such sub committees shall be as follows:
 - (i) A sub committee may be established for a period not exceeding one financial year at any meeting of the General Council for the purpose of fulfilling specified purposes.
 - (ii) The establishment of such sub committee may be initiated by either the Executive Committee or the General Council.
 - (iii) Any such sub committee shall comprise no less than three members elected by General Council.
 - (iv) Any such sub committee shall have the power to co-opt members with the approval of the Council.
 - (v) Each sub committee shall elect its own Chairperson who shall be a member of the Council.
 - (vi) The role, duties and conduct of sub committees shall be vested in the Executive Committee.
 - (vii) Any casual vacancies which may arise may be filled by the sub committee with the approval of the Council and any person so co-opted shall hold office until the expiration of the term for which his/her predecessor was elected.

10. DUTIES OF OFFICE BEARERS AND DELEGATES.

(a) The President

The President shall,

- (i) Be responsible for the welfare and dignity of the FIAV, the maintenance of harmony among its members and the strict observance of the rules, regulations and procedures herein contained.
- (ii) Direct the Executive Committee towards obtaining funds, grants and other revenues.
- (iii) Promote FIAV to associations who are not members of the FIAV.
- (iv) Preside at all meetings of the FIAV, including the General Council and the Executive Committee.
- (v) Act as the spokesperson for the FIAV.

- (vi) Liaise with all member associations.

(b) The Vice President

The Vice President shall:

- (i) Assume the aforementioned duties and responsibilities in the absence of or on the resignation of the President.
- (ii) Assume any other duties and responsibilities as may be determined by the General Council or Executive Committee.

(c) The Secretary

The Secretary shall:

- (i) Keep and record in the book or books provided for that purpose the Minutes of the proceedings, motions moved and resolutions of the General Council and Executive Committee meetings together with the names of the persons present at such meetings.
- (ii) Minutes of the meeting shall be signed by the President and filed.
- (iii) Minutes of the meeting shall be sent to all member organisations.
- (iv) Agenda of the meeting shall be sent to member organisations prior to the General Council meeting.
- (v) Issue notices of meetings as prescribed in these Rules.
- (vi) Conduct correspondence and implement the decisions of the General Council and Executive Committee meetings.
- (vii) Keep in safe custody the files, common seal, securities and other records and documents of the FIAV.
- (viii) Keep in safe custody a copy of the current registered version of the FIAV Constitution for ready reference.
- (ix) Compile and present operational report at every general council meeting, open public meeting, Co-ordinate and submit for approval of the Executive Committee, the Annual Report for presentation to the Annual General Meeting.
- (x) Maintain a register of members. The register shall be open to inspection by members at all meetings.
- (xi) Delegate and share responsibilities with the Assistant Secretary.
- (xii) Assume any other duties and responsibilities as may be determined by the General Council or Executive Committee.

(d) The Treasurer

The Treasurer shall:

- (i) Collect and receive all monies due to the FIAV and make all payments authorised by the FIAV.
- (ii) Keep correct accounts and books showing the financial affairs of the FIAV with full details of all receipts and expenditure connected with the activities of the FIAV.
- (iii) Prepare financial summary for the General Council meeting, Annual Conference and Executive Committee meeting.
- (iv) Prepare annual financial statement to submit to Auditor.

- (v) Circulate a copy to each member organisation.
- (vi) Assume any other duties and responsibilities as may be determined by the General Council or Executive Committee.
- (vii) Delegate and share responsibilities with Assistant Treasurer.

(e) Assistant Secretary.

The Assistant Secretary shall:

- (i) Maintain, develop and improve the website on an ongoing basis under the direction of the President and Secretary.
- (ii) Assume the aforesaid duties and responsibilities in the absence of or resignation of the Secretary.
- (iii) Assume any other duties and responsibilities as may be determined by the General Council or Executive Committee.

(f) Assistant Treasurer.

The Assistant Treasurer shall:

- (i) Assume the aforesaid duties and responsibilities in the absence of or resignation of the Treasurer.
- (ii) Assume any other duties and responsibilities as may be determined by the General Council or Executive Committee.

(g) Director of Community Services.

The Director of Community Services shall:

- (i) Propose, develop and implement policy relating to community social services in consultation with the General Council and Executive Committee.
- (ii) Manage the activities of the Indian Welfare Resource Centre (IWRC) together with the Social Worker and volunteers.
- (iii) Identify sources of funding for community services and, subject to written approval from the Executive Committee, obtain funding where appropriate.
- (iv) Acquit properly any funding obtained in compliance with the requirements of the funding body.
- (v) Provide written financial and activity reports of the IWRC at every Executive and General Council meeting.

(h) Delegates

Each delegate, as a representative of their Association, shall:

- (i) Attend meetings of the FIAV as required.
- (ii) Seek FIAV Executive Committee directions on all matters of policy, where prior notice is given, other than procedural matters.

- (iii) Vote as directed by the Association he represents, or, if given a free vote, according to his individual decision.
- (iv) Present a written report to his Association within one week after each meeting attended as a delegate.

11. VACANCIES

The office of an officer of the Association, or of an ordinary member of the committee becomes vacant if the officer or member:

- (a) ceases to be a member of the Association: or
- (b) becomes an insolvent under administration within the meaning of the Corporations law: or
- (c) Resigns from office by notice in writing given to the Secretary.

12. INSPECTION OF BOOKS

A member shall be entitled to inspect relevant documents of the FIAV as defined by the Associations Incorporations Act, by prior appointment with the Secretary of the FIAV, and shall be entitled to make copies or take extracts from relevant documents.

13. AUDITOR

The auditor shall:

- (i) Be a chartered accountant or a member of CPA who is not a member of the Executive Committee or General Council.
- (ii) Be appointed at the Annual General Meeting
- (iii) Examine and report the results of his examination to General Council at an Annual General Meeting.
- (iv) Should a vacancy occur in the office of the auditor, the General Council shall appoint a replacement.

14. RESERVE POWERS AND APPOINTMENT OF TRUSTEES

The Reserve Powers to manage the FIAV, in circumstances detailed hereunder, shall be vested in Five Trustees;

- (a) These Trustees shall manage the affairs of the FIAV only if one or more of the following occur:
 - (i) The Executive Committee is unable to manage the affairs of the FIAV due to the resignation of majority of the Office Bearers, rendering it ineffective;
 - (ii) An Executive Committee is not installed following an adjourned AGM.
 - (iii) On passing a resolution at a properly constituted Special General Meeting at the request of not less than 50% of the financial members for the expressed purpose of removing members in a Executive Committee jointly or severally for any reason.
 - (iv) The Executive Committee of the FIAV itself, consequent to a resolution passed at one of its properly convened meetings, relinquishes all

- responsibilities towards the management of the FIAV and hands over the responsibility for its management, and
- (v) An order of the Court of Law.

(b) Election of Trustees:

A total of Five Trustees, two of whom shall have been past Presidents of the FIAV and are financial members of a member Association of the FIAV, two from amongst the General Council members and one of the Patrons of the FIAV, shall be elected once every three years by a majority vote of the financial members present and voting at a properly constituted Annual General Meeting for the purpose contemplated in section 13 of the Rules

(c) Powers and duties of the Trustees:

- (i) The Trustees shall, on being activated under clause 13, assume responsibility for the management of the FIAV
- (ii) Once activated, the Trustees shall have all the powers and duties as though it is an elected Executive Committee to manage the FIAV, in accordance with the Act, the rules and any resolutions adopted by the FIAV.
- (iii) Once activated, the Trustees shall take steps to enable the General Council to elect a new Executive Committee as soon as possible.
- (iv) Once activated, the Trustees shall, within 14 days, elect an Interim President, Interim Secretary and an Interim Treasurer among themselves. The Trustees may co-opt any officer(s) from the General Council to carry out necessary functions. However, the co-opted members shall have no voting rights in the decision-making process of the Trustees.
- (v) The Trustees shall cease to exercise their powers and duties immediately upon the election of an Executive Committee pursuant to Rule 13 (c) (iii).
- (vi) All documents, monies, books, vouchers, correspondences and property of the FIAV which are in the possession, custody or control of the Trustees shall at all times remain the property of the FIAV and shall be delivered/handed over to the Executive Committee within 30 days of the Executive Committee's election.
- (vii) No Trustee shall use his position as the Trustee of the FIAV for any personal gain. The Trustee position shall not be included in the business cards of any Trustee.

(d) Under no circumstances the Trustees shall manage the FIAV for a continuous period exceeding 180 days.

(e) In the event that the Trustees are unable to effect the election of an Executive Committee at a properly constituted Special General Meeting of the FIAV, the Council shall grant the Trustees a further period of 180 days to organise the election of a properly constituted Executive Committee. In the event the Trustees are still unable to do so after a total period of 360 days then the Trustees shall be required to invoke Rule: 24 Dissolution as laid down in the constitution.

(f) If a Trustee resigns, the Members of the FIAV shall fill the vacancy at an Annual or Special General Meeting.

15. PATRONS

One or more Victorian persons of distinguished record or position may be invited to be Patrons by the General Council at an Annual General Meeting.

16. PUBLIC OFFICER

- (i) The Secretary shall act as the Public Officer of the FIAV.
- (ii) From time to time the Executive Committee may appoint another person from the General Council as a Public Officer.

17. ANNUAL CONFERENCE

- (d) An Annual Conference shall be held prior to the AGM of the FIAV at which all members of the Indian Community of Victoria will be invited to participate.
- (e) The date, time and place of the Conference shall be determined by the Executive Committee.
- (f) Notices inviting members of the Indian community to the Annual Conference shall be placed in appropriate newspapers as well other forms of media outlets at least four weeks before the date of the Conference.
- (g) Member organisations shall be notified in writing of the date, time and place of the Annual Conference.
- (h) Such notice shall be sent to reach Secretaries of Member Organisations not less than 4 weeks before the date of the Annual Conference.
- (i) The President and in his absence the Vice President shall preside at the Annual Conference. In the event that both the President and Vice President are absent, the Members of the Executive Committee who are present shall be empowered to elect a Chairperson to preside at the Conference.
- (j) The purpose of the Annual Conference shall be:
 - (i) To review the year's activities of the FIAV
 - (ii) To receive and consider proposals from Conference participants that would help alleviate problems facing people of Indian heritage in Victoria.
 - (iii) To receive and consider proposals from Conference participants that would advance the status and welfare of the people of Indian heritage in Victoria.
 - (iv) To consider any other matter that falls within the purview of the Aims and Objectives of the FIAV, with the permission of the Chairperson.
- (h) Whilst all proposals and recommendations raised at the Conference shall be duly considered by the Executive of the FIAV, the final decision to implement these shall be determined by the General Council.

18. ANNUAL GENERAL MEETINGS

- (a) The Executive Committee shall convene the Annual General Meeting of the FIAV not later than two months after the end of the Financial Year at such place and time as may be determined by the Executive Committee, by giving at least fourteen (14) days notice to members, unless such meeting is to

transact any special business when twenty one (21) days notice shall be given.

- (b) The Annual General Meeting shall be called for the following purposes:
 - (i) To confirm the minutes of the last Annual General Meeting.
 - (ii) To receive the Annual Report of the Executive Committee.
 - (iii) To receive the audited annual Financial Statements.
 - (iv) To elect the Office Bearers.
 - (v) To appoint the Auditor.
 - (vi) To approve the Annual budget, including the determination of the subscription fee for the financial year.
 - (vii) To appoint one or more Patrons.
- (c) The Annual General Meeting may transact special business, provided notice of which has been given in accordance with the Rules.

19. SPECIAL GENERAL MEETING

- (a) A Special General Meeting may be called at any time by the Executive Committee for the transaction of urgent business, provided that twenty-one days notice is given to the members. Notice of the meeting, proposed agenda and motions are to be circulated to all members, member organisations and members of the Executive Committee.
- (b) The Executive Committee shall, on the requisition in writing of one third of the members, convene a Special General Meeting of the FIAV.
- (c) Any such request for a Special General Meeting shall state the purpose of the meeting, shall be signed by the members making the request, and shall be sent to the Registered Address of the FIAV.
- (d) Should the Executive Committee fail to convene the Special General Meeting within one month from the date of the receipt of the request, then the persons requesting the meeting may themselves call a Special General Meeting, giving not less than 21 days notice to all members.
- (e) Only matters included in the notification shall be the business discussed at such Special General Meeting.
- (f) All reasonable expense incurred in convening the meeting shall be refunded by the FIAV to the persons incurring the expenses.

20. COMMON SEAL

The Common Seal of the FIAV shall be kept in the custody of the Secretary and shall be affixed to an instrument pursuant to a resolution of the Executive Committee and not otherwise. Any two Executive Committee members shall respectively sign and countersign every instrument to which the Common Seal is affixed and the Secretary shall keep a record of all instruments to which the Common seal is affixed.

21. NOTICE

- (a) Any notice may be served by or on behalf of the FIAV upon any member, either in person to the member delegate or by post at the address shown in the Register of members.
- (b) Where a notice is properly addressed, pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post. Any accidental omission to serve a notice on or the non-receipt of a notice by a member shall not invalidate the proceedings of a meeting of the General Council or the Executive Committee.

22. INDEMNITY

The Executive Committee, Members of the General Council and Trustees, while performing their honorary duties under these rules, shall be indemnified by the FIAV from its funds in respect of any loss, damages or cost of any legal proceedings except where the exercise of such power or duties were ultra vires. Member organisations shall not be liable for the acts of the FIAV.

23.. DISPUTES AND MEDIATION

- (a) The grievance procedure set out in this rule applies to disputes under these Rules between:
 - (i) A Member Organisation and another Member Organisation of the FIAV
 - (ii) A Member Organisation and the FIAV.
- (b) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties. If requested by either party, the President or a person nominated by the Executive Committee of the FIAV should facilitate the holding of the meeting.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then, regardless of the fact that the Association may be one of the parties to the dispute, the President or a person nominated by the Executive Committee, should initiate the holding of a meeting by giving a written notice to both the parties to meet within 10 days to:

- (i) Choose a mediator, including the option to choose more than one person as joint mediators; and
- (ii) Fix a date for the mediation meeting
- (d) If the parties are unable to agree upon a mediator, then, the mediator must be:
 - (i) In the case of a dispute between a Member Association and another Member Association of the FIAV ,a person appointed by the Executive Committee of the FIAV; or
 - (ii) In the case of a dispute between a Member Association and the FIAV, a person appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (e) A delegate of the FIAV can be a mediator.
- (f) The mediator cannot be a member who is a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (h) The mediator, in conducting the mediation, must:
 - (i) Notify and agree with both parties the process and the procedure for the conduct of the meeting; and
 - (ii) Give the parties to the mediation process every opportunity to be heard; and
 - (iii) Allow due consideration by all parties of any written statement submitted by any party; and
 - (iv) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
 - (v) The mediator must not determine the dispute. The mediator may, however, offer a solution, which may assist in the determination of the dispute.
 - (vi) A member or the FIAV should not resort to any litigation or redress in a court of law unless a certified written statement from a mediator is obtained stating that the mediation process has been exhausted and that the matter could not be settled.
- (h) If the mediation process does not result in the dispute being resolved, and the mediator provides a certified written statement, the parties may then seek to resolve the dispute at law.

24. ALTERATION OF RULES AND STATEMENT OF PURPOSES

Amendments to the Rules and Aims and Objectives may be made by General Council only in accordance with the Associations Incorporation Act.

25. BY – LAWS

The Executive Committee shall make, repeal or amend by-laws for the conduct and management of the FIAV, subject to the approval of the General Council.

26. DISSOLUTION

- (a) Dissolution of the FIAV shall be by a motion to that effect carried at a special meeting of the general council, 21 days of notice of which has been given to member organisations, convened specially for this purpose.
 - (b) To take effect the motion shall be carried by:
 - (i) Three quarters of the members present and entitled to vote.
 - (ii) Three quarters of those entitled to vote must be present at the meeting.
 - (c) After discharging all liabilities, the net assets of the FIAV shall be distributed to charitable organisations, as may be decided by the General Council, and in accordance with the provisions of the Associations Incorporation Act 1984.
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FIAV BY- LAWS

- (a) Meetings of Council, Executive and Sub Committees:
 - (i) A written record of all meetings must be maintained
 - (ii) At each meeting minutes of the preceding meeting must be read, verified as correct and signed by the Chairperson and Secretary of the respective Committee and Council
 - (iii) As soon as practicable after each meeting, a copy of the minutes must be forwarded to the Secretary of the FIAV for the records of the FIAV.
 - (iv) An attendance register must be maintained for each meeting by each committee to facilitate compilation of the Annual Report.
- (c) To facilitate the flow of discussions at meetings, Chairpersons are required to submit a written report for inclusion with the agenda of the meeting within the required time as outlined in the rules applicable to a specific committee.
- (d) Budgetary process:
 - (vi) All requests for expenditure (previously motivated and formally approved at a properly constituted meeting) must be detailed.
 - (vii) No Office Bearer, Chairperson of a Sub-Committee or member of a Committee or Council has the authority to expend money, other than running expenses, on behalf of the FIAV without first obtaining the written authority of Council.
 - (viii) All cash received on behalf of the FIAV must be receipted immediately through an official FIAV receipt. All receipts must be sequentially numbered.
- (e) Code of conduct: Each member organisation must accept that the collective interests of all member organisations as represented by Council, the

Executive and Sub-Committees should always take precedence over the interests of individual member organisations.

