

# Constitution

of the

## Perth Hebrew Congregation Inc

**CONSTITUTION AND RULES  
OF THE PERTH HEBREW CONGREGATION (Incorporated)**

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**CONSTITUTION AND RULES  
OF THE  
PERTH HEBREW CONGREGATION  
(Incorporated)**

**1. NAME**

The Congregation shall be entitled the “Perth Hebrew Congregation (Inc)” and is hereinafter referred to as “the Congregation”. For communal purposes the Congregation shall be known as “Kehillah Kadishah She’erit Yisrael” (Holy Congregation of the Remnant of Israel).

The “Perth Hebrew Congregation (Inc)” is defined as a Jewish Orthodox Community as accepted by the Office of the Chief Rabbi of the United Hebrew Congregations of the British Commonwealth of Nations.

**1A OBJECTS**

The objects of the Congregation (**Objects**) are:

- (a) to operate as a Jewish Orthodox Synagogue;
- (b) to provide all Jewish Orthodox prayer services, ceremonies and rituals;
- (c) to provide Jewish educational services;
- (d) to provide childcare and early learning services;
- (e) to provide Jewish social activities;
- (f) to provide library, museum and reference resources;
- (g) to provide and support the religious infrastructure of the Perth Jewish community.

The Congregation has all the powers of an incorporated association under the Associations Incorporation Act 2015 (WA) (**Act**). The Congregation may only use its powers to do:

- (a) anything which it considers will advance or achieve these Objects; and
- (b) all other things that are incidental to carrying out these Objects.

## **1B NOT FOR PROFIT**

- (a) All property and income of the Congregation must be applied solely towards promoting the Objects, and no part of the Congregation's property or income may be paid or otherwise distributed, directly or indirectly to any member.
- (b) A payment may be made (directly or indirectly) to a member out of the funds of the Congregation only if it is authorised under clause 1B(c).
- (c) A payment to a member out of the funds of the Congregation is authorised if it is:
  - (i) a payment in good faith to that member of reasonable remuneration for services provided to the Congregation or reasonable compensation for goods supplied to the Congregation in the ordinary course of business;
  - (ii) a payment of interest on money borrowed from a member by the Congregation, at a rate not exceeding the cash rate published from time to time by the Reserve Bank of Australia;
  - (iii) a payment of reasonable rent to the member for any premises leased by the member to the Congregation; or
  - (iv) the reimbursement of reasonable expenses properly incurred by a member on behalf of the Congregation.

## **2. FORM OF WORSHIP**

The form of worship of the Congregation shall be in accordance with the Minhag Ashkenaz as already established, and no alterations or deviation from the prescribed ritual shall be allowed without the sanction of the Rabbinic Authority and the Board.

## **3. MEMBERSHIP**

- (a) Every Jew above the age of Eighteen (18) years who pays the required membership fee shall be accepted as a member of the Congregation.
- (b) Members shall be required to pay an annual fee, which shall include the rental for their seats, in such amounts as may be determined by the Board of Management ("the Board") from time to time. The annual fee as so determined may vary depending upon the location of the respective Member's seat in the Synagogue.
- (c) Subject to what is stated hereunder, Members who are financial, shall be entitled to attend and vote at all meetings of the Congregation, to receive all reports, publications and notices issued on behalf of the Congregation and to stand for election to the Board.
- (d) The annual fee and any donations, other fees or levies which the Board may impose (collectively referred to hereinafter as "dues") are due and payable within 30 days of the date of the account being tendered therefor. If any dues remain unpaid for more than

six (6) months after becoming due and payable, a demand for payment (accompanied by a copy of this clause) may be sent to the defaulting member if the Board so decides. If such demand is not complied with or an arrangement made to the satisfaction of the Board within one (1) calendar month after such demand shall have been sent, the defaulting member shall, unless otherwise determined by the Board, cease to be a member but shall not thereby be discharged from the payment of such arrears, payment of which may be enforced as the Board may see fit.

- (e) A member desirous of discontinuing his membership may do so by notice in writing to the Board and shall be liable for all dues to the date of resignation.
- (f) The Board may reduce by any amount it may determine or waive the annual fee payable by any Member if special circumstances which may warrant such a reduction or waiver are found by the Board in its absolute discretion, to exist. Without limiting the discretion of the Board, factors such as the age or financial situation or exceptional service to the Congregation of the Member may be taken into account in determining any reduction or waiver or the nature and extent thereof.
- (g) Youth Category  
Jews under the age of 25 years and Jewish students engaged in full time tertiary education at a registered educational institution may become Members on payment of a fee to be determined by the Board, provided that no person admitted in this category of membership shall be permitted to vote at any general meeting of the congregation or to stand for office.
- (h) A member whose membership has ceased for any reason may be re-admitted to membership upon payment of all arrears (if any) and current fees, unless otherwise determine by the Board.
- (i) A non-resident of Perth requiring a seat during the High Holy Days or any other short term may be allotted same (if one is available) upon application to the Board and payment in advance of such charge as may be fixed from time to time by the Board.

A member will cease to be a Member:

- (j)
  - (i) if the Member discontinues his or her membership in accordance with clause 3(e);
  - (ii) if his or her membership is revoked in accordance with rule 3(d) or 3(k); or
  - (iii) if the Member dies.

Subject to this rule 3(k), the Board may at a Board meeting resolve to revoke a Member's membership if in its opinion:

- (k)
  - (i) the Member's status or conduct is detrimental to the interests of the Congregation, including (without limitation) if the member has brought the Congregation into disrepute;

- (ii) the Member has failed to comply with these Rules or any by-laws of the Congregation; or
- (iii) the Member no longer meets any criteria for membership.

### **3A Associate Membership**

- (a) Any person eligible for Membership who does not or is not able to attend the Synagogue for any reason whatever and who wishes to retain an association with the Congregation, may at the discretion of the Board become an Associate Member.

New inclusion: 13/6/99

- (b) An Associate Member, on payment of the fee prescribed by the Board, shall be entitled to the receipt of yahrzeit notices, general notices and newsletters, and a full concession on headstone consecrations.

New inclusion: 13/6/99

- (c) An Associate Member shall not be entitled to the allocation of a seat in the Synagogue, nor to any of the other benefits or rights available to Members, save with the consent of the Board.

New inclusion: 13/6/99

- (d) Any reference in this Constitution to a "Member" shall not include an "Associate Member".

New inclusion: 13/6/99

### **3B REGISTER OF MEMBERS**

- (a) The Secretary (or any other person authorised by the Board) must keep and maintain a Register of Members ("the Register") in accordance with section 53 of the Associations Incorporation Act ("the Act"), containing:

- (i) the name and residential, postal or email address of each Member;
- (ii) the class of membership of each Member (if applicable); and
- (iii) the date on which each Member's name was entered into the Register.

- (b) Any change in the membership of the Congregation must be recorded in the Register within 28 days.

- (c) The Register is available for inspection free of charge by any current Member upon written request to the Secretary.

- (d) A Member may make a copy of entries in the Register.

- (e) A Member may apply in writing to the Board for a copy of the Register. The Board may in its discretion require the member to provide a statutory declaration setting out the purpose of the request and declaring that the purpose is connected with the affairs of the Congregation.

- (f) The Board may charge a reasonable fee for providing a copy of the Register.
- (g) A Member must not use or disclose any information in the Register for any purpose other than a purpose that:
  - (i) is directly connected with the affairs of the Congregation; or
  - (ii) relates to the administration of the Act.

#### **4. MANAGEMENT**

- (a) The General Management of the affairs and concerns of the Congregation shall be vested in a Board of Management (in these Rules referred to as “the Board”). The Board shall act in accordance with any lawful decision of an Annual General or other Special General Meeting. No such decision shall however invalidate any prior valid act of the Board.
- (i) The Board shall have all such powers, subject to anything in this Constitution to the contrary, as are set forth in the Act and any amendment or successor thereto. Without derogating from the generality of the powers in the Act, the Board shall be empowered to do all such things and to take all such steps as are necessary for, or incidental to, the objects of the Congregation in clause 1A, the proper and efficient management of the Congregation and the promotion of the religious life and interests of the Congregation and the wider Jewish community in Perth.
- (ii) The Board shall consist of a President, Vice-President, Treasurer and Secretary, the retiring President (ex officio) if eligible and up to eight elected members. The President, Vice-President, Treasurer, and the retiring President (ex-officio) if eligible shall be the Executive Officers.
- (iii) The President, Vice-President, Treasurer and Honorary Secretary shall retire annually but shall be eligible for re-election PROVIDED HOWEVER that no person shall hold the office of President for a continuous period exceeding FOUR (4) years.
- (b) Members elected to the Board including those holding office at the date of passing of these amended rules shall hold office for one (1) year from the date of their commencing office following their election but shall be eligible for re-election.
- (c) If a member of the Board is elected to the position of President, Vice-President, Treasurer or Secretary before the expiration of his term of office as a member, his place on the Board shall be filled as a casual vacancy as hereinafter provided.
- (d) The retiring President shall be an ex officio member of the Board and the Executive for the year immediately following his retirement, provided he or she has served the full period for which he was elected.

- (e) No member shall be elected President, Vice-President, Treasurer or Honorary Secretary or as a member of the Board if married to a person not recognised as Jewish by an Orthodox Beth Din or who is a member of any religious organisation which does not conform to Orthodox practices of the Jewish religion.
- (f) The Board may appoint such committees as it considers necessary and may delegate to such committees such powers and functions as it considers necessary. All committees shall report to the Board.
- (g) The Board shall meet at least once in every two calendar months and at such other times as the President may decide.
- (h) For all meetings of the Board a quorum shall be four. The President (and in the case of the committees, the Chairman) shall have a deliberative and a casting vote.
- (i) The Board shall not be empowered to expend more than Two Hundred THOUSAND DOLLARS (\$200,000) for any one purpose (except in payment of salaries to Officers of the Congregation) without first obtaining the approval of a General Meeting.
- (j) The President shall submit to the members an Annual Report of the year's proceedings which shall include the Treasurer's Financial Statement for the year under review duly audited and the attendance record of each Board member at meetings. Such report shall be circulated to members at least FOURTEEN (14) days prior to the Annual General Meeting.

Amended: 21/8/94

- (k) A member of the Board absenting himself from three consecutive regular meetings without leave of absence or without an explanation satisfactory to the Board shall be deemed to have vacated his office.
- (l) If the office of President shall become vacant during his term of office, his position shall be filled by the Vice-President for the remainder of such term. If the Vice-President is unwilling or unable to act, the Board shall elect a qualified Board member to fill the vacancy. If the office of any of the other Executive Officers becomes vacant during the relevant term of office, the Board shall elect one of its members to fill such vacancy for the remainder of such term.
- (m) The President, Vice-President, Treasurer, Secretary and members of the Board shall continue in office until their respective successors shall have been elected and assumed office as hereinafter provided.
- (n) If a vacancy occurs among the elected members of the Board, as set out below, the Board shall have the power to co-opt a member of the Congregation to fill such vacancy. A person so appointed shall hold office until the next Annual General Meeting.

A vacancy may occur in the following situations:



- (i) the Board Member resigns by notice in writing delivered to the President or, if the resigning Member is the President, to the Vice President;
  - (ii) the Board Member dies;
  - (iii) the Board Member is or becomes ineligible to act as a Board Member;
  - (iv) the Board Member becomes physically or mentally incapable of performing the Board Member's duties and the Board resolves that his or her office be vacated for that reason;
  - (v) the Board member ceases to be a Member; or
  - (vi) the Board Member vacates his or her office in accordance with clause 4(k).
- (o) If at any time the number of members of the Board is reduced for any reason below a quorum the Secretary shall within SEVEN (7) days convene a Special General Meeting for the purpose of electing such officers or members of the Board as may be required.
- (p) The President in conjunction with the Rabbi of the Congregation shall have power to appoint any person or persons to conduct and supervise religious activities within the Congregation, including funerals headstone consecrations, youth services, pastoral care and may at their discretion cancel any such appointment.
- (q) All elected officers and members of the Board shall commence their year from the ensuing ROSH HASHANAH (Jewish New Year) and each shall continue until his successor commences office.
- (r) The Congregation's financial year shall commence on the 1<sup>st</sup> day of June in each year and end on the 31<sup>st</sup> day of May next following.

Amended: 21/8/94

- The Congregation must not pay fees to a Board Member for acting as a Board Member.
- (s) This rule does not apply to any payments for out-of-pocket travel and accommodation expenses properly incurred in connection with the performance of the Board Member's functions, including, but not limited to, attending Board meetings and General Meetings of the Congregation.

## **5. PRESIDENT**

- (a) The President shall call Special General Meetings in compliance with a requisition presented in due form.
- (b) The President is the Chief Executive Officer and in any emergency he shall be empowered to act in the best interests of the Congregation. Any such action shall be reported by him to the next meeting of the Board.

- (c) In the absence of the President, his duties shall be performed by the Vice-President, or in his absence by the Treasurer or in his absence by the Secretary. In the absence of all these, the senior member of the Board in current length of membership of the Board shall perform such duties. Should any dispute arise as regards seniority it shall be determined by the Board.
- (d) No member shall be eligible for the office of President or Vice-President unless he shall have previously been a member of the Board for a minimum term of 1 year.

## **6. TREASURER**

- (a) The Treasurer shall supervise all financial matters of the Congregation and shall report on same at each meeting of the Board.
- (b) The Treasurer shall pay, or procure the payment of, salaries monthly, all accounts which are due and payable and all duly sanctioned accounts.
- (c) The Treasurer may with the consent of the President also expend a sum not exceeding TEN THOUSAND DOLLARS (\$10,000) between the meetings of the Board. Any such expenditure shall be reported for ratification to the next meeting of the Board.
- (d) The Treasurer shall, at a meeting of the Board prior to the Annual General Meeting, submit a duly audited Statement of Accounts, balanced to the 31<sup>st</sup> May immediately preceding, reflecting the financial affairs of the Congregation.
- (e) The Treasurer shall as soon as possible after receipt of moneys lodge, or procure the lodgement of, all moneys received with such Bank as shall be approved by the Board in the name of the Congregation.
- (f) The Treasurer shall recommend to the Board as and when he thinks circumstances permit the deposit of an amount or amounts to the credit of an account in the name of the Congregation in an interest bearing term account with the approved Bank. .
- (g) The Treasurer shall keep and maintain up to date a correct inventory of the property of the Congregation.

## **7. SECRETARY**

- (a) The Secretary shall carry out normal secretarial duties and in particular shall give notices of meetings, attend the same and keep Minutes of all Proceedings at meetings of the Congregation and of the Board. The Secretary shall take charge of all books and documents entrusted to his care.
- (b) The Secretary shall keep copies of all inward and outward correspondence; record the

number of meetings held by the Board and its committees during the year and the respective attendance thereof of each member.

- (c) Subject to the Act and these Rules, the Board must determine whether and on what terms the books and documents of the Congregation are open for inspection of Members other than Board Members. A Member other than a Board Member does not have the right to inspect any book or document of the Congregation except as provided by the Act, or otherwise authorised by the Board or by the Congregation in General Meeting.

#### **8. HONORARY SOLICITORS**

Such members not exceeding three who are duly qualified and willing to accept such appointment may be appointed as Honorary Solicitors to the Congregation.

#### **9. HONORARY ARCHITECT**

A member who is duly qualified and willing to accept such appointment may be appointed as Honorary Architect to the Congregation.

#### **10. AUDITORS**

- (a) At each Annual General Meeting an auditor of the Congregation shall be appointed to fill any vacancy of the office of auditor. The auditor need not necessarily be a member of the Congregation. The auditor holds office until the auditor dies, is removed by the Board or resigns from office.
- (b) The auditor shall audit the books and accounts of the Congregation. The auditor may at any time call for the production of all books and documents which the auditor deems necessary. The auditor shall prior to each Annual General Meeting certify to the correctness of the same and report thereon to the Board. The auditor's report shall be presented to the next Annual General Meeting.
- (c) Should the auditor not be able to act for any reason, or if a vacancy occurs in the office of auditor, the Board shall have the power to appoint a temporary auditor to carry out the duties specified until the next Annual General Meeting.

#### **11. SALARIED OFFICERS**

- (a) The appointment of all salaried officers of the Congregation shall be at the discretion of the Board in respect of duties, term, salaries and conditions PROVIDED THAT except with the prior approval of a General Meeting no Rabbi or Assistant ministers shall be appointed other than for a fixed term and in any event, not for an initial term or any renewal thereof exceeding FIVE (5) years.
- (b) Subject to the provisions of the last preceding sub-rule appointments may be extended by the Board for such further definite periods and subject to the same or different terms and conditions as the Board shall decide.
- (c) All salaried officers, by virtue of their office, shall enjoy all the privileges of membership,

except those of voting and holding any honorary office.

- (d) All salaried officers shall attend any General Board or Executive Meeting when so requested by the President or Vice President to do so.

## **12. RABBI**

- (a) The Rabbi shall be the Spiritual head and halachic authority of the Congregation and shall be known as the Chief Rabbi of the Congregation.
- (b) He shall (except with the permission of the President) be present in the Synagogue for all Services.
- (c) He shall perform all Services, except such portions as may be delegated by him, in conjunction with the President, to other persons.
- (d) He shall be responsible for the regulation of all matters relating to religious duties.
- (e) He shall not engage, either directly or indirectly in commercial pursuits nor as an officer or member of a Board of any other organisation except with the consent of the Board.
- (f) He shall visit the sick and during the Shiva shall whenever possible visit the house of mourning, to conduct services as required.

## **13. SHOCHET**

The Board in conjunction with the Rabbi may appoint a Shochet. Any Shochet must hold the certificate of competency of the Chief Rabbi of the United Hebrew Congregations of the British Commonwealth of Nations or of such other authority as may be deemed satisfactory by the Perth Beth Din.

## **13A. SHAMASH**

The Board, in conjunction with the Rabbi, may appoint a Shamash to coordinate services, for up to a two year period, which is subject to renewal at the Board's discretion. The Shamash is an unpaid honorary position, though the Board can approve the reimbursement of any reasonable expenses.

## **14. ELECTIONS**

- (a) Elections for the offices of President, Vice-President, Treasurer or Secretary and to fill vacancies on the Board due to retirement of members shall be held at the Annual General Meeting.
- (b) Not later than six weeks before the date of each Annual General Meeting the Secretary shall cause to be published in two consecutive issues of any Jewish Communal paper published in Perth a notice calling for nominations for all offices and positions required to be filled at such meeting.

(c) Nomination forms shall be posted or e-mailed forthwith by the Secretary to any member requesting same.

(d) Nominations shall close at 12.00 noon at the Congregation's office not less than 21 days prior to the date of the next Annual General Meeting.

Amended: 13/9/92

Amended: 21/8/94

(e) All nominations shall be signed by a proposer and a seconder and shall bear the consent of the nominee.

(f) No person who is ineligible to vote at a General Meeting shall be nominated or shall propose or second any nomination.

(g) A member may be nominated for more than one position provided he is qualified to hold a particular office, but upon election to an office he shall automatically be ineligible for election to any other position.

(h) A person may nominate or second any number of persons for each position.

(i) The Secretary shall forward with the Annual Report of the Congregation particulars of all nominations to all members with a copy of the Notice calling the Annual General Meeting. Failure of a member to receive a copy of such nominations shall not invalidate any election.

(j) The Secretary or in his absence a person appointed by the Board shall be the Returning Officer.

(k) If no more than the number of nominations required for any Office, including vacancies on the Board are received the Returning Officer shall declare those nominated duly elected and shall so certify in writing to the President.

(l) If no nomination or insufficient nominations for any such office are received then further nominations shall be called for at the Annual General Meeting. Such further nominations need not be in writing or seconded but any person so nominated shall signify his consent to the nomination.

(m) Where elections are necessary the Presiding Officer shall appoint TWO (2) members to assist the Returning Officer and to act as scrutineers.

(n) All voting papers shall be initialled by the Returning Officer and any voting paper not so initialled or which shows votes for more or less than the required number to be elected shall be informal and shall be rejected by the Returning Officer after being shown to the scrutineers.

(o) Voting in all elections shall be on a "first past the post" basis with the nominee or nominees receiving the highest number of votes elected.

(p) In the event of an equality of votes the President shall have a casting vote.

## **15. MEETINGS**

- (a) All General Meetings shall be convened by notice at least FOURTEEN (14) days before the date fixed for such meeting. Such notice of General Meetings and the purpose thereof shall be published in advance of the meeting in a Jewish communal paper or the Synagogue's newsletter.
- (b) No person under the age of 18 years and no person whose seat rent or fees is 6 months in arrears, or who shall not have been a member for the 6 consecutive months immediately preceding shall without the permission of the Chairman, be entitled to speak or vote at any meeting or be eligible for any office.
- (c) At all General Meetings, fifteen members entitled to vote, shall form a quorum.
- (d) A General Meeting of members to be known as the Annual General Meeting shall be held not later than FOURTEEN (14) days prior to ROSH HASHANAH.
- (e) All other General Meetings shall be known as Special General Meetings and shall be held as and when the Board shall decide subject to the next succeeding sub-rule hereto.
- (f) The President, on receipt of a requisition setting forth the object thereof, signed by not less than three members of the Board or 20% of Members entitled to vote, shall call a Special General Meeting within FOURTEEN (14) days of the receipt of such requisition. In the event of the President not complying with such request within the specified time, the Secretary shall call such meeting and on his non-compliance, within FOURTEEN (14) days, the requisitionists may convene the meeting.

## **16. INDEMNITY**

The Trustees, President, Vice-President, Treasurer, Secretary, members of the Board and other Officers of the Congregation, shall from time to time and at all times, be saved harmless and kept indemnified from and against all costs, charges, losses, damages and expenses which such person or persons or any of them may sustain, incur, or be put to, in or about the execution and discharge of their respective trusts, duties and offices, or in or about any action, suit or proceedings at law or in equity, in which they or any of them shall or may be defendants PROVIDED ALWAYS that the amount of such costs, charges damages and expenses for which indemnity is intended to be hereby provided, shall immediately it shall have been sustained or incurred, be paid by the Treasurer out of the Funds of the Congregation. No Trustees, Member of the Board or other Officer of the Congregation shall be answerable or accountable for the acts of the other or any of them, or any other person or persons whomsoever but only for his own acts, deeds and defaults.

## **17. SEAL**

The Congregation need not have or use a common seal to execute documents or deeds.

The Board may resolve whether or not the Congregation is to have or use a common seal. Where the Congregation has a common seal, it must only be used with the authority of the Board. The Secretary or any other Board Member authorised by the Board must ensure the safe custody of the seal.

## **18. TRUSTEES**

- (a) There shall be three Trustees who shall be appointed by a General Meeting. Each shall hold office for three years so long as they remain a member of the Congregation, or until they resign or are removed on a motion carried at a General Meeting. A retiring trustee shall be eligible for re-appointment. Any vacancy occurring from the death, incapacity, resignation or removal of a trustee shall be filled by decision of the Board, and the replacement trustee shall hold that office for the balance of the three year term applicable to the vacated position.
- (b) The Trustees shall have no personal control over the property of the Congregation but shall attend to the directions legally given from time to time by the Board whose resolution shall be sufficient authority to the Trustees to act according to such directions.
- (c) No resolution dealing with the property of the Congregation or for the removal of a Trustee shall become valid unless it is confirmed at a further General Meeting to be held not earlier than one calendar month after the meeting at which such resolution was passed.

## **19. ALTERATION OF RULES**

Any of these Rules may from time to time be repealed or amended in accordance with the Act and by a majority of not less than seventy five percent of the members entitled to vote, and voting at a General Meeting PROVIDED ALWAYS that notice of motion in writing for such repeal or amendment shall have been given not less than 14 days prior to the General Meeting at which the amendments are to be considered and PROVIDED ALSO that particulars of such proposed repeal or amendment shall have been duly given to members in the Notice convening the General Meeting at which such motion is to be considered.

## **20. GENERAL**

- (a) Should any case occur which has not been provided for by these Rules the decision of the Board shall be conclusive thereon.
- (b) The President or Chairman of any meeting has the power to condone or waive any procedural non-compliance with these Rules if he is satisfied that no material prejudice will be suffered as a result thereof.
- (c) No announcement shall be made in the Synagogue without the permission of the President, Vice-President, Treasurer or Secretary or other in the absence of all of these by the Senior Member of the Board who is present.
- (d) No notice for any purpose whatsoever shall be affixed to any portion of the Synagogue

without the prior approval of the President.

- (e) If a doubt should at any time arise as to the meaning, construction or interpretation of any of these Rules the same shall be decided by the Board unless such doubt shall arise at a General Meeting where the decision of the President shall be final.
- (f) If the services of any Officer or Official of the Congregation are required outside of the metropolitan area application for same shall be submitted to the President and, if allowed such sum for such services as shall be decided upon shall be paid in advance or as otherwise arranged to the satisfaction of the President or the Treasurer.

## **21. DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF CONGREGATION**

If, on the winding up the Congregation, any property of the Congregation remains after satisfaction of the debts and liabilities of the Congregation and the costs, charges and expenses of that winding up, that property shall be distributed to one or more organisations listed in section 24(1) of the Act with objects similar to the Objects of the Congregation.

## **22. DISPUTES**

- (a) The disputes procedure set out in this rule applies to disputes under or relating to these Rules between:
  - (i) a Member and another Member or Members; and
  - (ii) a Member or Members and the Congregation.
- (b) The parties to the dispute must attempt to resolve the dispute (in person or by telephone, email, or any other means of communication) within 28 days after the dispute comes to the attention of all of the parties. In the case of a dispute involving the Congregation, the President or another Board Member nominated by the President will represent the Congregation.
- (c) If the parties are unable to resolve the dispute within the 28 day period specified in rule 22(b), either party may initiate the dispute resolution procedure by giving a written notice to the Honorary Secretary identifying the parties to the dispute and the subject of the dispute.
- (d) Within 28 days of receipt of a notice under rule 22(c), a Board meeting must be convened to determine the dispute.
- (e) The Honorary Secretary must give the parties to the dispute at least 7 days' prior written notice of the Board meeting, informing them that they may attend the meeting (in person or via telephone, video conferencing or any other available means of instant communication) and make oral or written submissions (or both).



- (f) At the Board meeting, the Board must:
  - (iii) give each party to the dispute a full and fair opportunity to make oral or written submissions and must give reasonable consideration to any submissions; and
  - (iv) determine the dispute, or if it thinks appropriate, refer the dispute to an alternative dispute resolution process.
- (g) Written notice of the Board's decision regarding the dispute must be given to all parties to the dispute within 7 days after the Board meeting.

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