

Model rules

1 Name

The name of the incorporated association is Persian Language School of Brisbane (**the association**).

2 Objects

Persian Language School of Brisbane is committed to providing services to children and junior youth to assist them in learning the Persian Language (Farsi) as a second language.

The organisation is committed to ensure that the safety and wellbeing of all children and junior youth is its priority and will endeavour to provide a safe and supportive environment by:

- Developing a Risk Management Strategy to ensure all potential risks are identified, strategies are provided to minimise them and in the case of an incident, it will be managed properly as per procedure.
- Providing a clear and consistent framework to guide and support the stakeholders or volunteers who work with the organisation or who benefit from the services provided by the organisation.
- Supervising children and junior youth at all times during class sessions and also breaks.
- Ensuring all teachers and direct supervisors possess valid blue cards as per requirement by the applicable state and federal legislations.

3 Powers

(1) The association has the powers of an individual.

(2) The association may, for example—

- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The association may take over the funds and other assets and liabilities of the present unincorporated association known as the Persian Language School of Brisbane (**the unincorporated association**).

4 Classes of members

(1) The membership of the association consists of ordinary members.

(2) The number of ordinary members is unlimited.

5 Automatic membership

A person who, on the day the association is incorporated, was a member of the unincorporated association will automatically become member of the incorporated association.

6 New membership

Parents of the students, enrolling their children and junior youth in PLSB will automatically become member of association by filling in the enrolment form for their children.

Also, individuals interested to assist the association as volunteer teacher will become members after being interviewed by the current board members and complying with regulations such as possessing a valid blue card.

7 Membership fees

There won't be any membership fee for the members of the community, however for enrolling their children at school, each family have to pay \$100 for each term of the school. Each term of school is aligned with the calendar of the state schools of Queensland. The membership fee is used for the payment of these 3 categories of expenses:

- A. Each teacher will receive \$40 for each 2 hours of teaching as a transport assistance and each teacher assistant will receive half of that amount for the same duration of each class.
- B. Rent payment as per annual agreement with the venues of the school
- C. Reimbursement of any expenses as per receipts declared to the school board.

8 When membership ends

Termination of membership of any member automatically occurs with their decision of cancelling the enrolment of their children or junior youth. Also, membership of teachers of the school will automatically terminate by their resignation or the decision of the association to cancel the agreement due to not being comply with regulations such as holding a valid blue card or being negligent to safety policies and codes of conduct.

9 Register of members

- (1) The management committee must keep a register of members of the association.
- (2) The register must include the following particulars for each member—
 - (a) the full name of the member;
 - (b) the postal or residential address of the member;

- (c) the date of admission as a member;
- (d) the date of death or time of resignation of the member;
- (e) details about the termination or reinstatement of membership;
- (f) any other particulars the management committee or the members at a general meeting decide.

(3) The register must be open for inspection by members of the association at all reasonable times.

10 Prohibition on use of information on register of members

- (1) A member of the association must not—
 - (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (b) disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.
- (2) Sub rule (1) does not apply if the use or disclosure of the information is approved by the association.

11 Appointment or election of secretary

- (1) The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who a member of the associations management committee, being elected as secretary;
- (2) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after incorporation.

12 Removal of secretary

If the secretary resigns from his/her role as the secretary, can still remain as a member of management committee and a new secretary must be elected.

13 Functions of secretary

The secretary's functions include, but are not limited to—

- (a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and

- (b) keeping minutes of each meeting; and
- (c) keeping copies of all correspondence and other documents relating to the association; and
- (d) maintaining the register of members of the association.
- (e) keep record of the students' attendance
- (f) correspondents with relevant authorities as per discussions in management committee

14 Membership of management committee

- (1) The management committee of the association consists of a president, treasurer, and any other members the association members elect at a general meeting.
- (2) All member of the management committee must be a member of the association.
- (3) At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.

15 Electing the management committee

- (1) A member of the management committee may only be elected as follows—
 - (a) any 2 members of the association may nominate another member (the **candidate**) to serve as a member of the management committee;
 - (b) the nomination must be—
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 7 days before the annual general meeting at which the election is to be held;
 - (c) each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the management committee;
 - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (3) A list of the candidates names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (4) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (5) The management committee must ensure that, before a candidate is elected as a member of the management committee, the candidate is advised—
 - (a) whether or not the association has public liability insurance; and

(b) if the association has public liability insurance—the amount of the insurance.

16 Resignation, removal or vacation of office of management committee member

(1) A member of the management committee may resign from the committee by giving written notice of resignation to the secretary.

(2) The resignation takes effect at—

(a) the time the notice is received by the secretary; or

(b) if a later time is stated in the notice—the later time.

(3) A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.

(4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

17 Vacancies on management committee

(1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.

18 Functions of management committee

(1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the management committee has the general control and management of the administration of the affairs, property and funds of the association.

(2) The management committee may exercise the powers of the association—

(a) to purchase, redeem or pay off any securities issued; and

(b) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and

(c) to provide and pay off any securities issued; and

(d) to invest in a way the members of the association may from time to time decide.

19 Meetings of management committee

(1) Subject to this rule, the management committee may meet and conduct its proceedings as it considers appropriate.

(2) The management committee must meet at least once every month to exercise its functions.

(3) The management committee must decide how a meeting is to be called.

(4) Notice of a meeting is to be given in the way decided by the management committee.

(5) The management committee may hold meetings, or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

(6) A committee member who participates in the meeting as mentioned in sub rule (5) is taken to be present at the meeting.

(7) A question arising at a committee meeting is to be decided by a majority vote of members of the committee present at the meeting and, if the votes are equal, the question is decided in the negative.

(8) A member of the management committee must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.

(9) The president is to preside as chairperson at a management committee meeting.

(10) If there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

20 Quorum for, and adjournment of, management committee meeting

(1) At a management committee meeting, more than 50% of the members elected to the committee as at the close of the last general meeting of the members form a quorum.

(2) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called on the request of members of the committee, the meeting lapses.

(3) If there is no quorum within 30 minutes after the time fixed for a management committee meeting called other than on the request of the members of the committee—

(a) the meeting is to be adjourned for at least 1 day; and

(b) the members of the management committee who are present are to decide the day, time and place of the adjourned meeting.

(4) If, at an adjourned meeting mentioned in sub rule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.

21 Special meeting of management committee

(1) If the secretary receives a written request signed by at least 33% of the members of the management committee, the secretary must call a special meeting of the committee by giving each member of the committee notice of the meeting within 7 days after the secretary receives the request.

(2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

(3) A request for a special meeting must state—

(a) why the special meeting is called; and

(b) the business to be conducted at the meeting.

(4) A notice of a special meeting must state—

(a) the day, time and place of the meeting; and

(b) the business to be conducted at the meeting.

(5) A special meeting of the management committee must be held within 7 days after notice of the meeting is given to the members of the management committee.

22 Minutes of management committee meetings

(1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

23 Appointment of subcommittees

(1) The management committee may appoint a subcommittee consisting of members of the association considered appropriate by the committee to help with the conduct of the associations operations.

(2) A member of the subcommittee who is not a member of the management committee is not entitled to vote at a management committee meeting.

(3) A subcommittee may elect a chairperson of its meetings.

(4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

(5) A subcommittee may meet and adjourn as it considers appropriate.

(6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

24 Resolutions of management committee without meeting

(1) A written resolution signed by each member of the management committee is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.

(2) A resolution mentioned in sub rule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

25 First annual general meeting

The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.

26 Subsequent annual general meetings

Each subsequent annual general meeting must be held at least once each year and within 6 months after the end date of the association's reportable financial year.

27 Notice of general meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 7 days notice of the meeting to each member of the association.
- (3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (4) The management committee may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing a meeting called to hear and decide a proposed special resolution of the association.
- (6) A notice of a general meeting must state the business to be conducted at the meeting.

28 Quorum for, and adjournment of, general meeting

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the management committee at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the management committee, the quorum is the total number of members less 1.
- (3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
- (5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the association—
 - (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the management committee is to decide the day, time and place of the adjourned meeting.
- (6) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under sub rule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.

(9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

29 Procedure at general meeting

(1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.

(2) A member who participates in a meeting as mentioned in sub rule (1) is taken to be present at the meeting.

(3) At each general meeting—

(a) the president is to preside as chairperson; and

(b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and

(c) the chairperson must conduct the meeting in a proper and orderly way.

30 Voting at general meeting

(1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.

(2) Each member present and eligible to vote is entitled to 1 vote only

(3) The method of voting is to be decided by the management committee.

(4) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.

(5) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.

(6) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.

31 Special general meeting

(1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 7 days after—

(a) being directed to call the meeting by the management committee; or

(b) being given a written request signed by—

- (i) at least 33% of the number of members of the management committee when the request is signed; or
- (ii) at least the number of members of the association equal to double the number of members of the association on the management committee when the request is signed plus 1; or

(2) A request mentioned in sub rule (1)(b) must state—

- (a) why the special general meeting is being called; and
- (b) the business to be conducted at the meeting.

(3) A special general meeting must be held within one months after the secretary—

- (a) is directed to call the meeting by the management committee; or
- (b) is given the written request mentioned in sub rule (1)(b); or

(4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

32 Proxies

(1) An instrument appointing a proxy must be in writing and be in the following or similar form—

Persian Language School of Brisbane:

*I, _____ of _____, being
a member of the association, appoint
of
as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be
held _____ on _____ the _____ day _____ of
20
and at any adjournment of the meeting.*

Signed this _____ day of _____.

Signature

(2) A proxy must be a member of the association

(3) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

Persian Language School of Brisbane:

*I, _____ of _____, being
a member of the association, appoint*

of

as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the day of 20

and at any adjournment of the meeting.

Signed this day of

20 .

Signature

This form is to be used *in favour of/*against [strike out whichever is not wanted] the following resolutions—

[List relevant resolutions]

33 Minutes of general meetings

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes—
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- (3) If asked by a member of the association, the secretary must, within 28 days after the request is made—
 - (a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.

34 By-laws

- (1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

35 Alteration of rules

- (1) Subject to the Act, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

36 Common seal

- (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be—
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- (3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by—
 - (a) the secretary; or
 - (b) another member of the management committee; or
 - (c) someone authorised by the management committee.

37 Funds and accounts

- (1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the management committee. The current bank account information is as below:
ANZ Bank

Account name: Persian Language School of Brisbane

BSB: 014272

Account number: 193342188

- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$100 or more must be made by cheque or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, the cheque must be signed by any 2 of the following—
 - (a) the president;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any 1 of 3 other members of the association who have been authorised by the management committee to sign cheques issued by the association.

(6) However, 1 of the persons who signs the cheque must be the president, the secretary or the treasurer.

(7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.

(8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.

(9) All expenditure must be approved or ratified at a management committee meeting.

38 General financial matters, Application of income and winding up

(1) On behalf of the management committee, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.

(2) The income and assets of the association must be used solely in promoting the association's objects and exercising the association's powers and not being distributed directly or indirectly to the individual members of association except as bona fide compensation and reimbursement for the service rendered or expenses incurred on behalf the association.

(3) In the event of association being dissolved, The amount remains after clearing all debts including the venue rent, teachers travel assist and public liability insurance fee, must be transferred to another charitable organisation with similar purpose which is not for the profit of its individual members. If such organisation does not exist, the amount must be transferred to any charitable, not for profit organisation as mentioned above with the closest purpose to the purpose of association.

39 Documents

The management committee must ensure the safe custody of books, documents, instruments of title and securities of the association.

40 Financial year

The end date of the association's financial year is 31st of December in each year.