

**RULES OF
Y SERVICE CLUBS INTERNATIONAL – AUSTRALIAN REGION INC.
REGISTRATION NO. A0023483B**

Notes

The headings or marginal notes contained in these Rules are for convenience of reference only and shall not effect or be taken into account in connection with the construction of these Rules.

Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

1. Name

This organisation shall be known as Y Service Clubs International – Australian Region Inc, hereinafter called the Region.

The Region is part of the International Association of Y's Men's Clubs / Y Service Clubs hereinafter called Y's Men International / Y Service Clubs International, whose purpose is to be a worldwide fellowship of persons of all faiths working together in mutual respect and affection, based on the teachings of Jesus Christ and with a common loyalty to the Young Men's Christian Association, striving through active service to develop, encourage and provide leadership to build a better world for all mankind.

2. Purpose

The purpose of the Region is to work in accord with the International Constitution of Y's Men International / Y Service Clubs International to accomplish the purpose and objectives of Y's Men International within the Region and to work towards its further extension. Y Service Clubs International – Australian Region consists of clubs organised into districts whose primary objectives are:

- (a) To function primarily as service clubs to the YMCA.
- (b) To support other worthy organisations.
- (c) To encourage justice in civic and international affairs abstaining always from party politics.
- (d) To keep members informed on and actively involved in religious, civic, economic, social and international matters.
- (e) To cultivate good fellowship.
- (f) To support international, area and regional projects of the association.

3. Objectives

The objectives for which the Region is established are all or any of the following:

- (a) Whenever it is required, summon a Regional Convention of Y Service Clubs International – Australian Region, and to give full force and effect to and carry out the decisions and resolutions of such Convention.
- (b) To become a member of any union of Y Service Clubs International in any part of the world.

- (c) To purchase, take on lease or in exchange, or otherwise acquire any real or personal property which may be deemed necessary or convenient for any purposes of the council.
- (d) To sell, manage, lease, mortgage, dispose of or otherwise deal with all or any part of the property of the Region and to borrow or raise or secure the payment of money in such manner as the Region may think fit and to secure the same or the repayment or performance of any debt, liability, contract or other engagement incurred or to be entered into by the Region in any way.
- (e) To purchase, sell, supply and otherwise deal in or with provisions and goods of all kinds required for giving effect to any of the objects of the Region.
- (f) To construct, maintain and alter any houses, buildings or works necessary or convenient for the purposes of the Region.
- (g) 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 Region in the form of donations, subscriptions or otherwise, and to take any gift of property, whether subject to any special trust or not, for one or more of the subjects of the Region.
- (h) To print and publish any newspapers, periodicals, books or leaflets and to electronically display any information the Region may think desirable for the promotion of its objects.
- (i) To invest any monies of the Region not immediately required for any of its objects in such manner as may from time to time be determined.
- (j) To undertake and execute any trusts or any agency business which may seem directly or indirectly conducive to any of the objects of the Region.
- (k) To advise and otherwise assist any affiliated or other bodies and any Chartered Y's Men's / Y Service or Y's Menettes / Y Service Women Clubs when requested by such bodies or Associations to do so and to define the geographical area of operation of any such bodies or Associations.

4. Powers of the Region

The Region shall have the power to do any of the matters above mentioned (whether in one or more different paragraphs) apart from any other of the said matters and that none of the above descriptions shall be limited or restrained by reference to the name of the Region or to matters of the same or some similar kind elsewhere in this clause referred to or shall be otherwise limited or restrained by any other part of this clause not containing an express limitation or restriction nor by any inference to be drawn from such other part and so that wherever such construction is possible the objects specified in this clause may be construed in as wide a sense as if each of the paragraphs hereof defined the objects of a separate and independent company.

5. Indemnity

- a. Every member of the Region Executive and every agent, auditor, secretary and other officer for the time being of the Australian Region shall be indemnified out of the assets of the Australian Region against any liability incurred by him/her in defending any proceedings, whether civil or criminal arising out of the execution of the duties of his/her office in which judgement is given in his/her favour or in which he/she is acquitted or in connection with any application under the Act in which relief is granted to him/her by the Court in respect of any negligence, default, breach of duty or breach of trust.
- b. Provided that nothing herein shall prevent the payment in good faith or remuneration to any officers or servants of the Region or other person not a member of the Region in return for any services actually rendered to the Region for goods supplied in the ordinary and usual way of business nor prevent the payment of interest on money borrowed from any voting member of the Region but so that no member of the Executive of the Region shall be appointed to any salaried office of the Region paid by fees and the no remuneration or other benefit in money or money's worth shall be paid or given by the Region to any member of the Executive except repayment of out-of-pocket expenses and interest on money lent to the Region.

6. Definitions:

- (a) The following shall have the meanings respectively assigned to them herein unless there be something in the subject or context inconsistent therewith:-
- (b) The "Australian Region or Region" means Y Service Clubs International – Australian Region Inc.
- (c) "the Rules" or "these Rules" means these Rules of the Region as altered or added to from time to time and any reference to a rule by number is a reference to the rule of that number in these Rules.
- (d) Y Service Clubs International – Australian Region Inc includes every corporation, association (whether or not incorporated) and other body or organisation formerly known as Y's Men's, Y's Menettes or any similar expression or initials shall now be known as "Y Service Club of" at the beginning of the club name.
- (e) "Annual Regional Conference" means the Annual Regional Conference of the Y Service Clubs International – Australian Region Inc as defined in Rule 15.
- (f) "Member" means each of the companies, incorporated associations or non-incorporated associations named in Rule 10 and includes any other company, incorporated association or other body corporate admitted to membership of the Australian Region and granted a charter of membership pursuant to Rule 10.
- (g) "Regional Director", "Past Regional Director", "Regional Director-Elect:", "Regional Secretary" and "Regional Treasurer" means those respective officers from time to time of the Regional Executive appointed to those respective positions.
- (h) "Regional Executive" means the Regional Executive as defined in Rule 18.
- (i) "District Governor" means those respective officers from time to time elected by the Districts to those respective positions and "Regional Service Director"

means those respective officers from time to time appointed by the Regional Executive to those respective positions.

- (j) "Writing" and "written" includes printing, typing, lithography and other modes of reproducing words in a visible form.
- (k) "Year" means the 12 month period ending June 30th.
- (l) "Financial Year" means a continuous twelve month period ending on the 30th day of June in each year.
- (m) Words which are given a special meaning by the Act shall have the same meaning in these Rules.
- (n) A reference to the Act or any section thereof shall read as though the words "or any statutory modification thereof or any statutory provision substituted therefore" were added to such reference.
- (o) Words importing the singular include the plural and vice versa and the masculine includes the feminine.
- (p) "State" means a State or Territory of the Commonwealth of Australia.
- (q) In these Rules, a reference to the secretary of the Association is a reference:
 - (i) Where a person holds the office under these Rules as Secretary of the Association – to that person; and
 - (ii) In any other case, to the public officer of the Association.
- (r) Words and expressions contained in these Rules shall be interpreted in accordance with the provisions of the *Acts Interpretation Act 1958* and the Act as in force from time to time.
- (s) "the Act" means the *Associations Incorporation Reform Act 2012* and includes any regulations made under that Act.

7. Responsibility for Finance, Organisation

The Region is responsible for its own organisation and finances and conducts its own affairs.

8. Leadership of Region

The Region is led by a Regional Director (RD) who is responsible towards Y's Men International / Y Service Clubs International for the administration, finance and co-ordination of the work within the Region.

9. Seat of Region

The seat of the Region is where the Regional Director resides.

10. Membership

A. The Members of the Region are local Y Service and/or Y's Menettes / Y Service Women Clubs which:

- (i) Have not had their Charter withdrawn or revoked; or
- (ii) Have not voluntarily handed back their Charter, being affiliated to Y's Men International and are fulfilling their District, Regional, Area and International responsibilities and working in accordance with local Statement of Purposes approved by the Regional Executive as listed in the Guidelines below.
- (iii) No entrance fees are payable but Dues are payable as per Rule 11.

B. There may be Y's Menettes/Y Service Women Clubs consisting of women to plan and carry out programmes and projects of their own in support of the affiliated

clubs, the YMCA and the community at local, District, Regional, Area and International levels.

The Regional Director for these Clubs is entitled to a vote at any General Meeting held under this Constitution and is also a member of the Regional Executive as in Rule 18.

GUIDELINES:

1001 *To obtain affiliation to Y's Men International (to become chartered) the following is required:*

- (a) *The Club shall have had regular activities approved by the Regional Director, for a period of not less than three months.*
- (b) *The Club shall, ideally, have at least twenty members, but a lesser number may be approved at the discretion of the Regional Director.*

1002 *Clubs under formation may be registered as such in the address list of the Region. If such club has not applied for charter within six months of initial formation, its name shall be taken from the list and it can thereafter not use the name Y's Men's Club or Y Service Club.*

11. Dues/Funds

- (a) Per capita dues are due semi-annually as of February 28 and August 31 of each year. Each club shall forward to the Regional Treasurer on or before those dates an amount in funds equal to the sum of the International, Area and Regional dues for each of its members in good standing as of those dates.
- (b) Regional Dues shall be determined by the Regional Executive and approved by the Annual Regional Conference
- (c) A Y Service Club Member or Y's Menettes/Y Service Woman member who is a member of two or more Clubs shall only be liable to pay the International dues for the second and subsequent Clubs in addition to the full dues and levies that may be payable for the first Club.

GUIDELINES:

1101 *The Regional Executive shall maintain dues at a minimal level but sufficient to adequately conduct the business of the Region, including travel to and from Executive meetings by the officers of the executive.*

1103 *Unusual one-time expenses may be defrayed by the Regional Executive through per-capita assessment of the membership and on approval of the Annual Regional Conference, or by mail vote of the clubs.*

1104 *The Regional Treasurer shall collect from Y Service Club members at large within the Region such dues as are required to be paid by them, and shall remit to the Area and International their due portions of same.*

1105 *The Region may also as required, derive funds from entrance fees, subscriptions and such other sources as the Regional Executive determines.*

12. Club Members

The membership of each local club may consist of men, or women or both. No one will be denied membership status because of race, creed, colour, gender or national origin.

13. Organisation of Districts

- a. Two or more clubs may, after approval of the Regional Executive constitute a District.
- b. The purpose of forming districts is to make the work in specific geographical areas more effective.
- c. A District is led by a District Governor elected by the clubs within the District.

14. Legislation

The legislative power of the Region is vested in:

- (a) The Annual Regional Conference and the Extra-Ordinary Regional Conference.
- (b) The Regional Executive in current matters.

15. Annual Regional Conference

- a. An Annual Regional Conference shall be held at least within six (6) months after the end of the fiscal year. Time and place shall be decided by the Regional Executive. Each chartered club within the Region shall be represented. Clubs under formation may be represented but shall have no right to vote.
- b. In the event of a club in good standing as per Guideline 1503, not being able to have a member attend the Conference, such club may appoint a proxy to vote on its member's behalf. Such proxy must be a member of a club in good standing with Y's Men International/Y Service Clubs – Australian Region and notice of proxy must be advised to the Regional Secretary in writing, at least seven (7) days prior to the date of the conference.
- c. Written notice about the Annual Regional Conference is to be sent out by the Regional Director at least twelve (12) weeks before the date of the conference. To the invitation shall be attached a proposed agenda. Matters proposed by clubs and districts shall be sent to the Regional Executive at least six (6) weeks before the Conference and the Executive shall send details out to all clubs at least four (4) weeks before the Conference.
- d. In addition to those matters required by the Act to be considered at an Annual General Meeting the following items shall, as a rule, be on the agenda: report from Regional Director, Regional accounts, auditors report, fixing of Regional Dues, budget for the coming year, election of Regional Executive, and (if need be) Section Leaders, and the appointment of auditor/s and Public Officer.
- e. If the Regional Director is acting as presiding officer, he/she has to be replaced during approval of accounts for the term of his/her office, and during the election of the Regional Executive.
- f. The Conference shall consist of the following voting members:
 - (i) one representative of each chartered club within the Regional and in good standing with Y's Men International;
 - (ii) each District Governor;
 - (iii) the members of the Regional Executive as defined in Rule 18 a..

- g. Any business raised at the Conference which has not been notified on the agenda as per Rule 15 (c) may be debated at the Conference but no vote may be taken other than a postal vote of voting members as per Rule 20 and on resolution of the conference. Such postal vote must be conducted within twenty-eight (28) days of the conference. Any resolution so voted upon will be passed by a $\frac{3}{4}$ majority of those voting within the time proposed, and shall be binding on the clubs of the Region
- h. The proceedings at the Annual Regional Conference shall be:
- (i) All business that is transacted at an extra ordinary conference and all business that is transacted at the Annual Regional Conference with the exception of that specially referred to in these rules as being the ordinary business of the Annual Regional Conference shall be deemed to be special business.
 - (ii) No item of business shall be transacted at a regional conference unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
 - (iii) Five (5) members personally present (being members entitled under these rules to vote at a regional conference) constitute a quorum for the transaction of the business of a regional conference.
 - (iv) If within half an hour after the appointed time for the commencement of an Annual Regional Conference, 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 Regional Director 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 half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.
 - (v) The Regional Director, or in his absence, the Regional Director-Elect, shall preside as Chairman at each Annual Regional Conference of the Association.
 - (vi) If the Regional Director and the Regional Director-Elect are absent from the Annual General Conference, the members present shall elect one of their number to preside as presiding officer at the meeting.
 - (vii) The presiding officer of an Annual Regional Conference at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
 - (viii) Where a meeting is adjourned for fourteen days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
 - (ix) Except as provided in sub-clauses (i) and (ii) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

- (x) A question arising at an Annual Regional Conference of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration of the presiding officer that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

GUIDELINES

1501 *The fiscal year is from 1 July to 30 June of the following year.*

1502 *The Annual Regional Conference, duly announced is always competent to transact business.*

1503 *A Club "in Good Standing" is a club which has paid Regional, Area and International Dues for its reported members for the current semester and for the two semesters immediately preceding the current semester. Where a club has been chartered within the current semester or within the two semesters immediately preceding the current semester, the "in good standing" definition shall apply only to the demands for dues made against the club since it was chartered.*

1504 *Regional Conferences not combined with a Convention shall be held in Central Victoria or Adelaide Metropolitan (or near country) and the costs of RD, RDE, PRD, RS and RT be met by the Australian Region with Districts and Clubs arranging the costs of their delegates. Delegates from the Central Coast Club to be subsidised from Regional Funds for 50% of their travel costs to a maximum set from time to time by the Region. Where overnight accommodation for Delegates is necessary it is to be provided by the Conference Host Club as far as possible.*

16 Extra-Ordinary Conference

- a. An Extra-Ordinary Conference shall be held if:
- (i) At least fifty (50) percent of the clubs in good standing within the Region so request;
 - (ii) The Regional Executive so decides.
- b. Written notice of the Extra-Ordinary Conference shall be sent out by the Regional Director not later than three (3) weeks before the date of the said conference. At an Extra-Ordinary Conference only those matters can be taken up for which the conference was called together.
- c. All matters as are contained in Rule 15 shall also apply to an Extra-Ordinary Conference.

18. Regional Executive

- a. The Regional Executive consists of the Regional Director (RD), Regional Director-Elect (RDE), the immediate Past Regional Director (PRD), the Regional Secretary (RS), the Regional Treasurer (RT) and the Regional Director – Y Service Clubs - Women.
- b. Chairman of the Regional Executive is the Regional Director and he/she may invite others, leaders and individual members to its meeting when he/she

- deems necessary. Persons so invited may be invited to address the meeting but will have no vote on matters arising at the Executive Meeting.
- c. The proceedings of the Regional Executive shall be as follows:
- (i) The Executive shall meet at least once a year at such place and such time as the Executive shall determine.
 - (ii) Special Meetings of the Regional Executive may be convened by the Regional Director or by any three (3) members of the Executive.
 - (iii) Notice shall be given to members of the Regional Executive of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
 - (iv) Any three (3) members of the Executive constitute a quorum for the transaction of the business of a meeting of the Executive.
 - (v) With the exception of Rule 18 e no business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- d. At meetings of the Regional Executive:
- (i) The Regional Director or in his absence the Regional Director-Elect shall preside; or
 - (ii) If the Regional Director and the Regional Director-Elect are absent, such one of the remaining members of the Executive as may be chosen by the members present shall preside.
 - (iii) Questions arising at a meeting of the Regional Executive or of any sub-committee appointed by the Regional Executive shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
 - (iv) Each member present at a meeting of the Executive or of any sub-committee appointed by the Executive (including the person presiding at the meeting) is entitled to one (1) vote. and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
 - (v) Written notice of each Executive meeting shall be served on each member of the Executive by delivering it to him/her at a reasonable time before the meeting or by sending it by pre-paid post addressed to him/her at his/her usual or last known place of abode at least two (2) business days before the date of the meeting. This Notice may be sent by electronic means as per Rule 43.
 - (vi) Subject to sub-clause (d) the Executive may act notwithstanding any vacancy on the executive.
- (e) The Regional Executive may also conduct business per telephone, mail or other electronic means and a decision is valid when at least three (3) members are in agreement. Such decision is to be confirmed in writing to the Regional Director within 14 days of the decision. This decision is then also to be formally ratified at the next Regional Executive meeting.

- (f) In the event of the incapacity of the Regional Director to serve, the Regional Director-Elect shall assume the office until such time as the inability has been overcome. In the event that a Regional Director-Elect has not been elected the office shall be assumed by the Past Regional Director until such time as the inability has been overcome.
- (g) Vacancies in the Regional Executive may occur if:
 - (i) A member ceases to become a member of the Australian Region;
 - (ii) Resignation from the Regional Executive due to personal reasons;
 - (iii) A member is requested to resign due to inappropriate behaviour;
 - (iv) Death of a member;
 - (v) A member has served his/her elected term of office.
- (h) In the event of a member of the Regional Executive being unable to carry out his/her responsibilities or a vacancy occurring due to circumstances as outlined in Rule 18 f above, the Officer Elect for that position should assume responsibility. In the event of there not being an elect person the immediate past executive members for that position should assume responsibility. In the event of none of the members mentioned being able to assume responsibility the Regional Executive shall appoint an interim executive member until the normal election procedure as mentioned in this Rule are carried out.

19. Nominating Committee

- (a) Election to the Regional Executive is prepared by a Nominating Committee consisting of the Past Regional Director, who is the Chairman and Convenor, and all the District Governors within the Region. The proposal of the Nominating Committee shall, through the Regional Executive, be sent out to the clubs at least four (4) weeks prior to the Annual Regional Conference.
- (b) The Regional Director-Elect shall be nominated and elected during the year prior to the end of the term of the incumbent Regional Director.
- (c) Regional Executive members are elected for two (2) years, with the exception that the Regional Treasurer's term is for three (3) years. Election takes place at the Annual Regional Conference.
- (d) No member may be elected to a position on the Regional Executive unless they are a member of a club in good standing of the Australian Region of Y's Men/Y Service Clubs International.
- (e) The term of such office shall commence on the first day of July in the year of election.

20. Voting Rights

- (a) Each club in good standing with the Region, and Y's Men International and the Regional Executive as defined in Rule 18 is entitled to one (1) vote at the Annual Regional Conference or Extra Ordinary Conference. Such vote may be arranged by proxy in accordance with the provisions of Rule 15 b.
- (b) Decisions at the Annual Regional Conference are taken by a simple majority vote. In the event of a tied vote the Regional Director may exercise his/her right to a second or casting vote.

21. Signatories of the Region

- (a) The signatories of the Region are any two of the following: Regional Director, Past Regional Director, Regional Treasurer and Regional Secretary. s
- (b) These signatures may be applied by electronic means.

22. Responsibilities of the Regional Director

- (a) Represent Y's Men International/Y Service Clubs International within the Region;
- (b) Lead the work within the Region;
- (c) Represent the Region at International Conventions and other occasions when it is requested for the Region to be represented;
- (d) Be responsible for leader training within the Region;
- (e) Convene the Annual Regional Conference;
- (f) Convene the Regional Executive meetings;
- (g) See to it that all clubs receive minutes of the Annual Regional Conference and keep clubs informed of current matters and events within the Region;
- (h) Report to the Annual Regional Conference.

23. Responsibilities of the Regional Director-Elect

The Regional Director-Elect shall assist the Regional Director in the work and assume his/her responsibilities when necessary. The Regional Director-Elect shall be kept informed and keep himself/herself informed about all matters pertaining to the Region.

24. Responsibilities of the Past Regional Director

The Past Regional Director is responsible for the work of the Nominating Committee and can receive other responsibilities from the Regional Director and the Regional Executive.

25. Responsibilities of the Regional Secretary

It is the responsibility of the Regional Secretary to:

- (a) Assist the Regional Director in all correspondence;
- (b) Take the minutes at Annual Regional Conferences and Executive meetings;
- (c) Implement the regular reporting to Y's Men International according to the agreed method;
- (d) Keep the Region's rosters and files;
- (e) Assist the Regional Director in preparing the Annual Report;
- (f) Maintain a roll of accredited "Members-at-large" within the Region and advise same to the Regional Director and Regional Treasurer at least twenty-eight (28) days prior to each due date for payment of half yearly dues;
- (g) Ensure that such "Members-at-large" are included in the half yearly reports to Y's Men International;
- (h) If the position of Secretary becomes vacant for any reason the Regional Director shall appoint a person to replace him/her within fourteen (14) days.

26. Responsibilities of the Regional Treasurer

- (a) True accounts shall be kept of the sums of money received and expended by the Region and the matter in respect of which such receipt and expenditure takes place, and of the property credits and liabilities of the Region and subject to any reasonable restrictions as to the time and manner of inspecting the same that may be imposed in accordance with the regulations of the Region for the time being shall be open to inspection of the members and dealt with according to Rule 15 d.
- (b) The funds of the Association shall be derived from Annual Subscriptions received from Member Clubs, donations and other such sources as the committee determines.
- (c) It is the responsibility of the Regional Treasurer to:
 - (i) Collect and receive all moneys due to the Association and make all payments authorised by the Association;
 - (ii) Ensure that all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments are signed or authorised by two (2) members of the Regional Executive. This authorisation may be by electronic means;
 - (iii) Give a financial report to the Annual Regional Conference;
 - (iv) Prepare and present a budget for the coming year to the Annual Regional Conference;
 - (v) Have the accounts audited.

27. Responsibilities of the Regional Service Directors

The work in different service areas is guided by Regional Service Directors (RSD) or Task Forces as deemed necessary. The Regional Director, in consultation with the Regional Executive, appoints the Regional Service Directors and Task Forces and sets their tasks. The Regional Director supervises their work. The term of office for Regional Service Directors shall be two (2) years.

GUIDELINE

2701. The Region may have Regional Service Directors in the following service areas:

<i>Brotherhood Fund (BF)</i>	<i>Christian Emphasis (CE)</i>
<i>Alexander Scholarship Fund (ASF)</i>	<i>Endowment Fund (EF)</i>
<i>Time of Fast (TOF& GPF)</i>	<i>Travel Co-ordinator (TC)</i>
<i>International Brother Clubs (IBC)</i>	<i>Youth Educational Exchange Program (YEPP)</i>
<i>Green Team (GT)</i>	<i>Membership and Conservation (M&C)</i>
<i>Extension (E)</i>	<i>Youth Services (YR)</i>
<i>Training (LTOD)</i>	
<i>YSC's Liaison to the YMCA (YL)</i>	
<i>Short Term Youth Exchange Program (STEP)</i>	<i>Historian (H)</i>
<i>Public Relations (PR)</i>	<i>Webmaster</i>

28. Regional Director for Y's Menettes/Y's Women

The Regional Director for Y's Menettes/Y Service Women is nominated by the Y's Menettes/Y's Women clubs of the Australian Region and as such is co-opted as a delegate to the Regional Conference and has a vote.

29. Responsibilities of the District Governors

It is the responsibility of the District Governors to:

- (a) See that the clubs function efficiently and that they send their reports and dues as requested;
- (b) Work together with the Regional Director and Regional Service Directors to eliminate weaknesses in clubs and inspire activities to strengthen their service;
- (c) Plan and conduct an Annual District Conference;
- (d) Plan and conduct training for club officers;
- (e) Contact people at places in the District where no Y's Men's/Y Service clubs exist in order to foster new clubs. Co-operate in this with the Regional Service Director for Extension and advise him/her of prospects;
- (f) Report to the Regional Director on request and to the Annual Regional Conference;
- (g) Serve as a member of the Regional Nominating Team.

GUIDELINE

2901 The time for the District Conference is decided upon in co-operation with the Regional Director who arranges for the Region to be represented.

30. Auditors

The Auditor/s shall examine the work of the Regional Executive and the administration of the Regional Funds. An auditor's report shall be prepared no later than two (2) weeks before the date of the Annual Regional Conference for presentation at the conference.

31. Guidelines

- (a) Guidelines are attached to these Rules and their purpose is to assist on implementing its articles.
- (b) Guidelines may be amended at an Annual Regional Conference, due notice having been given, or by unanimous decision of the Regional Executive.

32. Amendments

- (a) Amendments to these Rules can be made by a Special Resolution presented at an Annual Regional Conference or an Extra Ordinary Conference at which the Clubs or their proxies are present and as laid down by the Act. The motion must be approved by a three quarter majority vote of those Clubs and/or their proxies present at the Meeting and who are in good standing with the Region.
- (b) Amendments must not be in conflict with the Statement of Purposes and Rules of Y's Men International/Y Service Clubs International.

33. Dissolution

- (a) Any Member Club having its Charter withdrawn or deciding to voluntarily return its Charter shall surrender those residual material assets that relate to Y's Men's/Y Service Club activities to the Regional Executive and such assets shall be held in safe custody by the Region for a period of three (3)

years, or until such time as the Club is re-formed. If such does not occur within the said three (3) years the Regional Executive shall decide as to the disposal of such assets, such decision may be influenced by the wishes of the Member Club so dissolved.

- (b) Other residual assets, such as money and/or real estate shall be disposed of by the remaining Members of the Club being dissolved according to the Act. In particular they shall be distributed amongst organisations of a Y's Men/Y Service Club or Community based nature but in no case shall they revert to the Members of that Club.
- (c) In the case of disagreement of the Members of the Club being dissolved or where there are no Members remaining to make the decision in accordance with (b) above, then the assets shall revert to the Region and shall be disposed of as decided by the Member Clubs at a General or Annual General Meeting.
- (d) Notice upon the intention to dissolve the Region must be given to Y's Men International/Y Service Clubs International, and dissolution only be decided upon by two (2) consecutive Regional Conferences of which one (1) at least has to be an ordinary Annual Regional Conference. Funds kept by the Region at the moment of dissolution shall be handed over to Y's Men International (Y Service Clubs International) to be administered until a new Region can be organised in Australia.
- (e) If, upon the winding up or dissolution of the Region there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Region, but shall be given, divided between, or transferred to the International Association of Y's Men International/Y Service Clubs International. This to be determined by the members of the Region at or before the time of dissolution or in default thereof by such Judge of the Supreme Court as may have or require jurisdiction in the matter.

34. Discipline, suspension and expulsion of Member Clubs

- (a) Subject to these Rules, if the Regional Executive is of the opinion that a Member club has refused to or neglected to comply with these Rules or the Rules and/or ideals of the International Association of Y's Men's Clubs, or has been guilty of conduct unbecoming a Member Club or prejudicial to the interests of the Association, the Regional Executive may by Resolution expel that Member Club from the Association.
- (b) A Resolution of the Regional Executive under sub-rule (a) does not take effect unless:
 - (i) At a meeting held in accordance with sub-rule (c), the Regional Executive confirms the Resolution; and
 - (ii) If the Member Club exercises a right of appeal to the Association under this rule, the Association confirms the Resolution in accordance with this Rule.
- (c) A meeting of the Regional Executive to confirm or revoke a Resolution passed under sub-rule (a) must be held not earlier than fourteen (14) days, and not later than twenty-eight (28) days, after notice has been given to the Member Club in accordance with sub-rule (d).

- (d) For the purposes of giving notice in accordance with sub-rule (c), the Secretary must, as soon as practicable, cause to be given to the Member Club a written notice:
 - (i) Setting out the Resolution of the Regional Executive and the grounds on which it is based; and
 - (ii) Stating that the Member Club, or its Representative, may address the Regional Executive at a meeting to be held not earlier than fourteen (14) days and not later than twenty-eight (28) days after the notice has been given to that Member Club; and
 - (iii) Stating the date, place and time of that meeting; and
 - (iv) Informing the Member Club that it may do one or both of the following:
 - 1. Attend that meeting;
 - 2. Give to the Regional Executive before the date of that meeting a written statement seeking the revocation of the resolution;
 - 3. Informing the Member Club that, if at that meeting, the Regional Executive confirms the resolution, it may, not later than 48 hours after that meeting, give to the Secretary a notice to the effect that it wishes to appeal to the Association in general meeting against the resolution.
- (e) At a meeting of the Regional Executive to confirm or revoke a resolution passed under sub-rule (a), the Executive must:
 - (i) Give the Member Club, or its representative, an opportunity to be heard; and
 - (ii) Give due consideration to any written statements submitted by the Member Club; and
 - (iii) Determine by Resolution whether to confirm or to revoke the Resolution.
- (f) If at the meeting of the Regional Executive, the Executive confirms the Resolution, the Member Club may, not later than 48 hours after that meeting, give the Secretary a Notice to the effect that it wishes to appeal to the Association in General Meeting against the Resolution.
- (g) If the Secretary receives a notice under sub-rule (f), he/she must notify the Executive and the Executive must convene a General Meeting of the Association to be held within twenty-one (21) days after the date on which the Secretary received the notice.
- (h) At an Extra-Ordinary General Meeting of the Association convened under sub-rule (g):
 - (i) No business other than the question of the Appeal may be conducted; and
 - (ii) The Regional Executive may place before the Meeting details of the grounds for the Resolution and the reasons for the passing of the resolution; and
 - (iii) The Member Club, or its Representative, must be given an opportunity to be heard; and
 - (iv) The Member Clubs present must vote by secret ballot on the question whether the Resolution should be confirmed or revoked.
- (i) A Resolution is confirmed if, at the General Meeting, not less than two-thirds of the members vote in person, or by proxy, in favour of the Resolution. In

any other case, the resolution is revoked.

35. Appeal Rights

- (1) A Member Club whose membership rights have been suspended or who has been expelled from the Association under Rule 34 may give notice to the effect that it wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given:
 - (a) To the disciplinary sub-committee immediately after the vote to suspend or expel the person is taken; or
 - (b) To the Secretary not later than 48 hours after the vote.
- (3) If a Member Club has given notice under sub-rule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each Member Club of the Association who is entitled to vote as soon as practicable and must:
 - (a) Specify the date, time and place of the meeting; and
 - (b) State –
 - (i) The name of the Member Club against whom the disciplinary action has been taken; and
 - (ii) The grounds for taking that action; and
 - (iii) That the disciplinary appeal meeting the Member Clubs present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

36. Conduct of Disciplinary Appeal Meeting

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

37. Seal

- (a) The Regional Executive shall provide and adopt a Common Seal of the Association and shall have power from time to time to destroy the same and substitute a new Common Seal in its place. The Common Seal shall be kept under such custody and control as the Regional Executive may from time to time prescribe.
- (b) Custody of the Common Seal will normally be with the Australian Regional Director.

- (c) The Common Seal shall not be affixed to any document except pursuant to a resolution of the Regional Executive who shall respectively sign every such document.

38. Custody of Records

Except as otherwise provided in these Rules the Secretary shall keep in his custody or under his/her control all books, documents, and securities of the Association.

39. Register of Members

- (1) The Secretary must keep and maintain a register of members containing:
 - (a) The name and address of each member; and
 - (b) The date on which each member's name was entered in the Register.
- (2) The Register is available for inspection free of charge by any member upon request.
- (3) A member may make a copy free of charge of entries in the Register.

40. Grievance Procedures and Mediation

- (1) The grievance procedure set out in this rule applies to disputes under these Rules between:
 - (a) A member and another member; or
 - (b) A member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten (10) days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:
 - (a) A person chosen by agreement between the parties; or
 - (b) In the absence of agreement:
 - (i) In the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) In the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Association can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must:
 - (a) Give the parties to the mediation process every opportunity to be heard; and
 - (b) Allow due consideration by all parties of any written statement submitted by any party; and
 - (c) Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.

- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

41. Custody and Inspection of Books and Records

- (1) Except as otherwise provided in these rules, the Secretary must keep in his/her custody or under his/her control all books, documents and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy free of charge of any accounts, books, securities and any other relevant documents of the Association.

42. Income and Property

The income and property of the Region whencesoever derived shall be applied solely towards the promotion of the objects of the Region, as set forth in these Rules, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the members of the Region.

This rule does not prevent the Association from paying a member:

- (a) Reimbursement for expenses properly incurred by the member; or
- (b) For goods or services provided by the member;
- if this is done in good faith on terms no more favourable than if the member was not a member.

43 General Rights of Member Clubs

- (1) A Member Club of the Association who is entitled to vote has the right:
- (a) To receive notice of the Annual Regional Conference and Extra Ordinary Conferences and of proposed special resolutions in the manner and time prescribed by these Rules; and
- (b) To submit items of business for consideration at those Conferences; and
- (c) To attend and be heard at those Conferences; and
- (d) To vote at those Conferences; and
- (e) To have access to the minutes of those Conferences and other documents of the Association; and
- (f) To inspect the Register of Member Clubs
- (2) A Member Club is entitled to vote if:
- (a) More than ten (10) business days have passed since he/she became a member of the Association; and
- (b) The Member Club's membership rights are not suspended for any reason.

44 Use of Technology

- (1) A Member Club not physically present at an Annual Regional Conference or an Extra Ordinary Conference or Regional Executive meeting shall be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.

- (2) For the purposes of this Rule, a Member Club participating in a Conference as permitted under sub-rule (1) is taken to be present at the Conference and, if the Member Club votes at the Conference, is taken to have voted in person.

45 Public Officer

- (1) A Public Officer may be appointed or removed by the Annual Regional Conference. That person may or may not be a Member of a Member Club of the Association.
- (2) The Public Officer may hold another office under these Rules.
- (3) The duties of the Public Officer are to ensure that the Association complies in all regards to the Association's Act under which it is incorporated.
- (4) Any fees payable for the submission of such forms, etc., are not subject to approval by the Regional Executive or Annual Conference or the Association.