

# **REVISED RULES OF THE RELIGIOUS SOCIETY OF FRIENDS (QUAKERS) IN AUSTRALIA INCORPORATED**

Under the Associations Incorporation Act 1991 (ACT)

As adopted by special resolution of the Religious Society of Friends (Quakers) in Australia Incorporated in Yearly Meeting on the 11th day of January 2002, under the power of alteration given to the Association in Yearly Meeting by virtue of rule 10 of the existing Rules and section 33 of the Associations Incorporation Act.

## **RULES OF THE RELIGIOUS SOCIETY OF FRIENDS (QUAKERS) IN AUSTRALIA INCORPORATED AS REVISED 2002**

### **1. NAME, DESCRIPTION AND INTERPRETATION**

**1.1** The name of the Association is 'The Religious Society of Friends (Quakers) [in Australia] Incorporated'.

**1.2** The worldwide religious association known as the Religious Society of Friends consists of a number of autonomous bodies called 'Yearly Meetings', each having its own membership and internal organisation. One such Yearly Meeting is this Association, the Religious Society of Friends (Quakers) in Australia Incorporated. Each Australian Quaker is a member of the Australia Yearly Meeting by virtue of his or her membership of one of the independently incorporated 'Regional Meetings' throughout Australia. The organisation, discipline and practice of the Australia Yearly Meeting, its committees and the Regional Meetings are in accordance with the traditions of the Religious Society of Friends as set out in the Handbook of Practice and Procedure published by the Australia Yearly Meeting and amended by that Meeting from time to time.

**1.3** In these rules, unless a contrary intention appears

- 'the Act' means the Associations Incorporation Act 1991 (ACT);
- 'the Association' means The Religious Society of Friends (Quakers) in Australia Incorporated, also known as Australia Yearly Meeting (where that term is used to describe the institution and not its gathering of members);
- 'attender' means a person, not a member, who attends Meetings for Worship, appreciates the corporate life of the Meeting and wishes to be recorded as an attender by a Regional Meeting;(1)
- 'Editor' means the editor of the national Quaker journal called 'The Australian Friend';
- 'the Handbook' means the Handbook of Practice and Procedure of the Association referred to in 1.2 above;(2)
- 'member' means a member of the Association;
- 'Regional Meeting' means one of the Regional Meetings of the Association referred to in 1.2 above;(2)
- 'the Regulations' means the Association Incorporation Regulations made under the Act;
- 'Registrar-General' means the Registrar General of the Australian Capital Territory under the Act;
- 'the Rules' means these Rules of the Association;
- 'the Society' means the Religious Society of Friends referred to in 1.2 above;
- 'Standing Committee' means the Committee of the Association;
- 'Yearly Meeting' means the gathering of Australian Friends held from time to time, usually annually, to conduct the business of the Association (3) as a General Meeting of the Association;

- 'Young Friends' means a group of people, as defined in the Handbook, who feel connected with the spirit of the Society (4).

## **2. OBJECTS AND POWERS**

**2.1** The objects of the Association are:

to nurture and promote the spiritual development of the members and attenders of the Association and the conduct of corporate worship in accordance with the traditions of the Society;

- a) to facilitate the outreach of the Association in spiritual matters in the wider Australian community, in community concerns, in education, in aid work and social service in Australia and elsewhere, where appropriate in consultation with governments and other organisations;
- b) to facilitate the dissemination of information regarding the Association, its activities and concerns among members and attenders and where appropriate within the wider community;
- c) to act as the corporate body representing the Society in Australia;
- d) to consider, and, as appropriate, further the concerns of members and their Regional Meetings;
- e) to foster links between Regional Meetings, and to provide overall pastoral care to Regional Meetings, members and attenders; (5) and
- f) to conduct the activities of the Association in the Australian Capital Territory and elsewhere and to give effect to decisions of members reached at duly constituted meetings of the Association.

**2.2** In order to facilitate or promote the above objects or any of them, the Association has power:

- a) to purchase, own, build on, mortgage, lease, exchange, borrow, sell or hold on trust or in any other manner acquire, dispose of, invest, manage or deal with any real or personal property; and
- b) to undertake any other activity.

## **3. MEMBERSHIP**

**3.1** The members of the Association from time to time are all those persons whose names are listed as members in the records of the Association at the date these Rules are adopted and who remain in membership, together with those who are subsequently admitted to membership and remain in membership. (6)

**3.2** All matters concerning the acquisition and termination of membership are the responsibility of Regional Meetings in accordance with the Handbook. (7)

**3.3** Details of the members listed in the records of each Regional Meeting shall be transmitted to the Secretary of the Association from time to time to enable the Secretary to maintain an up to date list of members of the Association and print a complete list periodically for distribution. (8)

**3.4** No entrance fee is payable by, nor subscription or charge imposed upon, members.

**3.5** The financial responsibilities of membership are outlined in Rule 11.1 below.

## **4. OFFICERS OF THE ASSOCIATION**

**4.1** The Presiding Clerk is appointed by the Association in Yearly Meeting for such term as is determined from time to time by the Association. (9)

**4.2** The Treasurer and the Editor of The Australian Friend are appointed by the Association in Yearly Meeting for such terms as are determined from time to time by the Association. (10)

**4.3** The Public Officer, who must be a resident of the Australian Capital Territory, is appointed by the Association or Standing Committee until death, removal from the Australian Capital Territory, resignation or until the Association considers a change is necessary or the Act requires it. (11)

**4.4** The Secretary is appointed by the Association for such term and to perform such duties as are determined from time to time by the Association. (12)

## **5. CONDUCT OF AFFAIRS OF THE ASSOCIATION**

The conduct of the affairs of the Association shall be controlled by the Association in Yearly Meeting, the Standing Committee and the officers of the Association, in accordance with the Act, these Rules and the Handbook. (13) In addition to Standing Committee, other committees and representatives may be appointed under Rule 7 below.

## **6. STANDING COMMITTEE**

**6.1** There is a Committee of the Association (Standing Committee) the membership of which, unless and until otherwise determined by the Association, comprises:

ex officio members:

- the Presiding Clerk
- the Immediate Past Presiding Clerk
- the Treasurer
- the Secretary

appointed members:

- two members appointed by each Regional Meeting (14); up to two representatives of Young Friends, nominated by Young Friends and confirmed by Standing Committee; and such ad hoc or temporary members as may be appointed by Standing Committee.

**6.2** Two members are appointed to Standing Committee by each Regional Meeting annually, or for such period as the Regional Meeting determines, and a member will not usually serve for more than three consecutive years. (15)

**6.3** Membership of Standing Committee, including the office of the Association held by an ex officio member, shall become vacant if the incumbent dies, lays down (resigns) the membership or office; where membership of the Association is a precondition of the membership or office, ceases to be a member of the Association; is removed from membership or office by the Association; or is disqualified from office under the Act. (16) A casual vacancy may be filled by a decision of the relevant Regional Meeting, of Young Friends or of Standing Committee, as the case may require, and confirmed by Standing Committee or the Association in Yearly Meeting.

**6.4** Details of the name and address, and any changes of address, of members of Standing Committee shall be kept by the Secretary of the Association and lodged with the Registrar General. (17)

**6.5** Standing Committee is responsible for implementing decisions taken by the Association in Yearly Meetings and for the management of the Association between Yearly Meetings in accordance with the Handbook. (18)

**6.6** Standing Committee normally meets twice a year, once immediately before and / or during a Yearly Meeting and once mid year. In the event of urgent and important matters arising, additional meetings may be held as required by the Presiding Clerk on at least 14 days' notice to Committee members. (19) The quorum for a meeting of Standing Committee is six members.

**6.7** The business of Standing Committee shall be conducted in meetings held in the manner of the Society of Friends in accordance with the Handbook. Such meetings are conducted in a spirit of worship, no votes or proxies are taken and a decision is reached when there is unity of spirit and an acceptable minute recording the decision is achieved. (20)

## **7. OTHER COMMITTEES AND REPRESENTATIVES OF THE ASSOCIATION**

**7.1** The Association may from time to time, itself or in conjunction with Regional Meetings where appropriate, and in accordance with the Handbook (21), appoint such other committees as it thinks fit to deal with such aspects of the activities of the Association as the Association may determine, to report to Standing Committee if and when required and to report to Yearly Meeting annually. Changes in membership of such committees may be made in accordance with the minute of decision under which they were established, and subsequently confirmed by Standing Committee or Yearly Meeting.

**7.2** The Association may from time to time appoint such members or other persons as it thinks fit to represent the Association on other bodies or organisations or at their meetings, to report to Standing Committee and/or the Association as and when required. (22)

## **8. YEARLY MEETINGS**

**8.1** Yearly Meetings are held in such places and at such times as may be determined by the Association or Standing Committee. They are usually held annually in January and hosted by Regional Meetings in rotation. (23)

**8.2** A special Yearly Meeting may be called by Standing Committee or the Presiding Clerk, if at least three of the Regional Meetings so request such a meeting on a matter of urgency for the Society in Australia.

**8.3** The quorum for a Yearly Meeting is thirty members, and a quorum must include one or more members of each of at least half the number of Regional Meetings.

**8.4** The business of a Yearly Meeting shall be conducted in the manner of the Society in accordance with the Handbook. Such meetings are held in a spirit of worship, no votes or proxies are taken and a decision is reached when there is unity of spirit and an acceptable minute recording the decision is achieved. (24)

## **9. ANNUAL GENERAL MEETING**

**9.1** The Annual General Meeting of the Association, which is usually held during a Yearly Meeting or may constitute a special Yearly Meeting called for the purpose, must be conducted in the manner of a Yearly Meeting and held once in every calendar year, within five months after the date on which the Association's most recent financial year ended. (25)

**9.2** In addition to any other business conducted at an Annual General Meeting, the business of the meeting shall be:

- a) to confirm the minutes of the last preceding Annual General Meeting and any other meeting of the Association held since that meeting;
- b) to receive from the Presiding Clerk, the Secretary, Regional Meetings (26), representatives and committees of the Association reports on the activities of the Association during the last preceding financial year;
- c) to receive and consider the audited annual statement of accounts, the auditor's report, and a report as to the membership of Standing Committee, as are required by the Act to be submitted to members;(27) and
- d) to appoint officers of the Association, committee members, an auditor and representatives of the Association.

**9.3** Within six months after the end of each financial year, the Association (through the Public Officer) shall lodge the annual returns of the Association with the Registrar General. (28)

## **10. NOTICE OF MEETINGS**

Thirty days' notice of the time, place and nature of business of meetings given to members through the Association's national periodical journal, The Australian Friend shall be sufficient notice of any meeting of the Association. Meetings may also be notified through the Clerk of each Regional Meeting for announcement at Meetings for Worship. (29) An Annual General Meeting shall be specified as such in the notice which relates to it.

## **11. FUNDS OF THE ASSOCIATION**

**11.1** The funds of the Association are derived from contributions of members and attenders, if and when they choose to make them; contributions from Regional Meetings; donations; bequests; grants; government or other financial support for the Association's service activities; income received from the lease, use or sale of the Association's property, assets and investments; and from such other sources as Standing Committee determines. (30)

**11.2** The income and property of the Association shall be applied solely towards the promotion of the objects of the Association and no portion of the income or property shall be paid or transferred directly or indirectly to a member of the Association, provided that nothing in this Rule shall prevent the payment in good faith to any officer, committee member or servant of the Association or to any person in return for any service actually rendered or being rendered or to be rendered to the Association or in reimbursement for goods purchased for and on behalf of the Association.

## **12. FINANCIAL MANAGEMENT**

**12.1** The financial year of the Association is the period beginning 1st October in each year and ending 30th September next following, or such other yearly period as the Association may decide.

**12.2** The funds of the Association shall be managed by the Treasurer, who may be assisted by a Finance Committee appointed by the Regional Meeting of which the Treasurer is a member and confirmed by the Association at the next Yearly Meeting. The Treasurer, or if he or she is unable to act, an Acting Treasurer appointed by the Presiding Clerk, shall keep the accounts and sign cheques and other financial documents on behalf of the Association. (31)

**12.3** The accounting records of the Association shall correctly record and explain the transactions and financial position of the Association and be kept in such a way that true and fair accounts can be prepared from time to time and a statement of the accounts can conveniently and properly be audited. (32)

**12.4** The annual statement of accounts shall give a true and fair account of the income and expenditure for the financial year, and the assets and liabilities, in accordance with the Act, and, at each Annual General Meeting, the audited statement together with the auditor's report shall be presented for consideration. (33)

## **13. AUDIT**

**13.1** The Association shall appoint as an auditor to audit its accounts a person who:

- a) is not an officer of the Association;
- b) has not prepared or assisted with the preparation of those accounts; and
- c) is qualified to act as auditor of the Association in accordance with the Act. (34)

**13.2** The accounts of the Association shall be audited annually in accordance with the Act. (35)

## **14. RECORDS, BOOKS, AND OTHER DOCUMENTS**

The records, books, securities and other documents of the Association shall be held, as appropriate, by the Presiding Clerk, the Secretary, the Treasurer, and the Public Officer, or as determined by the Association from time to time. The records, books and other documents are open for inspection, free of charge, by a member of the Association at any reasonable time.

## **15. COMMON SEAL**

**15.1** There shall be two identical Common Seals of the Association, one held in the custody of the Treasurer and the other in the custody of the Public Officer.

**15.2** The Common Seal may be affixed to documents concerning investments of the Association at the discretion of the Treasurer, but in every other case the Common Seal shall only be affixed to a document after a decision of the Association to that effect.

**15.3** Every use of the Common Seal shall be attested to by any one of the following officers the Presiding Clerk, Treasurer, Secretary or Public Officer.

## **16. BINDING NATURE OF RULES AND LIMITED LIABILITY OF OFFICERS AND MEMBERS**

**16.1** These Rules are taken to bind the Association and its officers and members from time to time as if the Rules had been signed and sealed by each officer and member and contained covenants on the part of each member and officer to observe the Rules. (36)

**16.2** An officer or a member of the Association shall not, except as otherwise provided by the Act, be taken, only because of being an officer or member, to be liable to contribute to the

payment of any debts or other liabilities incurred by the Association, or to the costs, charges or expenses incurred in the course of winding up the Association. (37)

## **17. DISCIPLINE**

No procedure is provided in these Rules for discipline as, subject to Rule 3 above, all matters concerning membership including termination are the responsibility of Regional Meetings in accordance with the Handbook.

## **18. ALTERATION OF OBJECTS AND RULES**

**18.1** The Association may alter these Objects and Rules at any time in whole or in part by a special resolution of the Association passed at a Yearly Meeting in accordance with the Act (38) and conducted in the manner of the Society referred to in Rule 8.4 above.

**18.2** Within one month of the passing of such a resolution, the Association (through the Public Officer) shall give notice of the particulars to the Registrar General. (39)

## **19. WINDING UP**

**19.1** The Association may be wound up, voluntarily at any time, by the passing of a special resolution of the Association at a Yearly Meeting in accordance with the Act (40) and conducted in the manner of the Society referred to in Rule 8.4 above.

**19.2** In the event of the Association being wound up, any surplus property of the Association that remains after the satisfaction of any debts or liabilities, any out-of-pocket expenses incurred by any officer or member on behalf of the Association, and any costs or expenses incurred in the winding up, shall be paid to any charitable association which complies with section 92(2) of the Act, which has objects consistent with those of this Association and which has been nominated by the Association by special resolution in accordance with the Act. (41) There shall be no distribution to members of the Association.

## **20. FOOTNOTES**

- (1) Handbook 5.2.6 (attenders)
- (2) Handbook 4. 1.1 (definition) and 4.2 (powers and duties)
- (3) Handbook 3.2 (the holding of Yearly Meeting)
- (4) Handbook Section 13: Appendix H
- (5) Handbook 3.4.1
- (6) Handbook 4.2.6 and 4.3.1 (list of members)
- (7) Handbook 4.3.1 and 5.1 to 5.2.6 inclusive (membership)
- (8) The Act section 67, and the Regulations reg. 10
- (9) Handbook 3.3.1 (officers), and see 3.4.2 and 3.10.1 for the Presiding Clerk's role in Standing Committee and Yearly Meeting
- (10) Handbook 3.3. and 8.1 (Public Officer)
- (11) Handbook 3.3.2 and the Act sections 57, 59 and 64
- (12) Handbook 3.3.4 and 3.8 (Secretary's responsibilities)
- (13) Handbook 3.2, 3.3 and 3.4
- (14) Handbook 3.4.2
- (15) Handbook 3.4.2 and 3.4.4
- (16) The Act section 63
- (17) The Act section 62
- (18) The Act section 60, and Handbook 3.4

- (19) Handbook 3.4.3
- (20) Handbook 2.2
- (21) Handbook 3.5 and 3.6
- (22) Handbook 3.7
- (23) Handbook 3.2
- (24) Handbook 2.2
- (25) The Act section 69
- (26) Handbook 4.2.16
- (27) The Act section 73
- (28) The Act section 79
- (29) Handbook 3.2 and 3.9
- (30) Handbook 11 31 & Handbook 11. 1.2
- (32) The Act section 71
- (33) The Act sections 72 and 73
- (34) The Act section 74
- (35) The Act sections 74 to 78
- (36) The Act section 48
- (37) The Act section 51
- (38) The Act sections 33 and 70
- (39) The Act section 33
- (40) The Act sections 70 and 88
- (41) The Act sections 70 and 92

## **21. INDEX Rule**

Accounting records 12.3 (and see "Statement of accounts)