

ASSOCIATIONS INCORPORATION REFORM ACT 2012
Eastern College Australia Inc.
Registered No. A0017676J
16.07.2015

RULES

1. NAME

The name of the Incorporated Association is Eastern College Australia Inc. (hereinafter called the Association).

2. STATEMENT OF PURPOSES

The Association conducts a College, which is a multi-denominational charismatic teaching centre whose mission is to promote unity, revival, teaching and training for ministry for people of all churches and any nationality, and whose purpose is to be a witness to the majesty of Christ in the whole life.

The College conducted by the Association has the following purposes:

- a. To promote and provide opportunities for high quality Christian education through the development and teaching of courses, seminars, tapes and other appropriate means;
- b. To educate and train men and women for effective Christian life and work by developing and teaching courses appropriate to the needs of the Christian church in Australia and beyond.
- c. To offer courses that are appropriate to the training needs of a wide spectrum of Christian people, ranging from courses in Christian basics to ministry training courses;
- d. To ensure that all courses are Christ-centred, biblically based, ministry-oriented, faith-building, academically sound and positively expressed;
- e. To maintain a balance between the spiritual, the academic and the practical in all courses;
- f. To strive for excellence in all areas, spiritual, academic and practical and therefore, to be seeking, always, to improve the courses offered;
- g. To promote unity between all parts of the body of Christ;
- h. To encourage openness to the work of the Holy Spirit in and through the lives of all Christians;
- i. To encourage the exercise of Christian ethical principles; and
- j. To operate in an economically viable manner.

Solely for the purpose of carrying out the aforesaid purposes and not otherwise the Association has power:

- a) to buy apply for acquire by lease licence exchange or hire give or accept options over let on lease license or hire sell exchange develop manage and/or otherwise deal with and/or any real or personal property of whatsoever nature and kind and wheresoever situate;
- b) to sell and/or otherwise dispose of the whole or any part of the business and/or property of the Association either together or in portions and for such consideration and/or on such terms and conditions as the Association may think fit;
- c) to improve manage develop work maintain sell lease underlet exchange surrender mortgage charge dispose of and/or otherwise deal with and/or turn to account all or any part of the real and/or personal property for the time being of the Association wheresoever situate;
- d) to subscribe to, become a member or and cooperate with or amalgamate with any other association or organisation, whether incorporated or not, whose objects are similar to those of the Association. PROVIDED that the Association shall not subscribe to or support with its funds or amalgamate with any association or organisation which does not prohibit the distribution of its income and property among its member to an extent at least as great as that imposed on the Association under or by virtue of the Rules of the Association of this memorandum.
- e) to buy, sell and deal in all kinds of apparatus and all kinds of provisions, liquid and solid, required by the members of the Association or persons frequenting the Association premises.
- f) to purchase, take on lease or in exchange, hire and otherwise acquire lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association. PROVIDED that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- g) to enter into any arrangements with any Government or authority supreme, municipal, local or otherwise that may seem conducive to the Association's objects or any of them and to obtain from any such Government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- h) to appoint, employ, remove or suspend such educators, managers, clerks, secretaries, servants, workers and other persons as may be necessary or convenient for the purposes of the Association.
- i) to establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or past employees of the Association or the dependants or connections of any such persons; and to grant pensions and allowances; and to make payments towards insurance; and to subscribe or guarantee money for charitable or benevolent objects, or for any public, general or useful object.

- j) to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds works, or conveniences which may seem calculate directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- k) to invest and deal with the money of the Association not immediately required in such manner as may be permitted by law for the investment of trust funds;
- l) to borrow or raise or secure the payment of money in such manner as the Association may think fit and to secure the same or the repayment or performance of any debt liability contract guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures perpetual or otherwise charged upon all or any of the Association property (both present and future), and to purchase, redeem or pay off any such securities and no lender shall be concerned to enquire into the necessity for any such borrowing or as to the purpose for which it is required or as to the application of money borrowed.
- m) to make, draw, accept, endorse, discount, execute and issues promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- n) to sell, improve, manage, develop, exchange, lease, dispose of, turn to account otherwise deal with all or part of the property and rights of the Association.
- o) to take or hold mortgages, liens and charges to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association or any money due to the Association from purchasers and others.
- p) to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in paragraph (xv) of this clause 2.
- q) 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 Association in the shape of donations or otherwise.
- r) to print and publish any newspapers, periodicals, books or leaflets that the Association may think it desirable for the promotion of its purposes.
- s) to produce, purchase, use any films, video, radio and/or television material that the Association may think desirable for the promotion of its purposes.
- t) to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations with which the Association is authorised to amalgamate.
- u) to make donations for patriotic or charitable purposes.

- v) to give any guarantee or indemnity for the payment of money or the performance of any contractual obligation or undertaking and become surety or security for any person and without exception either alone or in association or jointly and severally with any persons and for the purpose of securing the payment of any money or the performance of any contractual obligation or undertaking for which the Association has become or may become liable under and by virtue of any guarantee indemnity or other contract pursuant to this paragraph, to mortgage or charge the whole or any part of the assets of the Association (in the present or the future) and no lender shall be concerned to enquire into the necessity for any such borrowing or as to the purpose for which it is required or as to the applicant of money borrowed.
- w) to do any other thing conducive to the aims and purposes of the Association.

3. The Association believes that the Bible is the written word of God and the standard by which the validity and philosophy of all subjects taught must be evaluated. The approach to interpreting scripture adopted by the Association may be generally described as evangelical, charismatic and Pentecostal.

4. INTERPRETATION

4.1. In these rules, unless contrary intention appears -

“The Act” means the Association Incorporation Reform Act 2012.

“The Regulations” means regulations under the Act.

“Board” means the Committee of Management of the Association.

“Financial Year” means the year ending on 31st December.

“General Meeting” means a general meeting of members convened in accordance with Rule 12.

“Member” means member of the Association.

“Principal” means the Principal of the College conducted by the Association.

“Secretary” means the person appointed by the Association who shall fulfil the usual functions and responsibilities of Secretary of the Association.

4.2. Words or 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.

5. MEMBERSHIP

5.1. The membership of the Association shall comprise:

- a) The Principal (for so long as the person remains Principal) or, where desired by the Principal and approved by the Board, the Principal's representative, or, in the absence of a Principal, a

member of the College Academic Staff appointed by the Board;

- b) Members of the Board (for so long as they remain members of the Board);
- c) Those Academic Staff, Staff and others who are engaged to provide lectures or other services on behalf of the Association and who are invited to become members of the Association by the Board, with their membership to continue either for an appointed period or for so long as they are so engaged, at the Board's discretion;
- d) Any others who may be invited to become members of the Association by the Board for a period of time to be determined by the Board.

5.2. There shall be no requirements for such persons to make an application for membership, and in the case of the persons named in sub-rule (1) a) and b) such persons become members by reason of their holding of their respective offices, and in the case of those persons named in sub-rule (1) c) and d) those persons become members by verbal or written invitation of the Board and upon their verbal or written acceptance of such invitation.

5.3. There shall be no requirement for any person to be nominated for membership of the Association.

5.4. Upon a person becoming a member as aforesaid, the Secretary shall notify that person in writing that they are a member of the Association and the Secretary shall enter that person's name in the Register of Members kept at the address of the Secretary whereupon that person becomes a member of the Association.

5.5. A right, privilege, or obligation of a person by reason of the Association –

- a) is not capable of being transferred or transmitted to another person;
- b) terminates upon the cessation of his or her membership whether by death or resignation or cessation of office if the Principal or Member of the Board or other wise.

6. ENTRANCE FEE AND ANNUAL SUBSCRIPTION

There shall be no entrance fee or annual subscription fee.

7. REGISTER OF MEMBERS

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

8. RESIGNATION OF MEMBERS

- 8.1. A member of the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his or her intention to resign and upon the expiration of that period of notice; the member shall cease to be a member.
- 8.2. Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member, by whom the notice was given, ceased to be a member.

9. DISCIPLINE, SUSPENSION AND EXPULSION OF MEMBERS

- 9.1. Subject to these Rules, if the committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution—
- a) suspend that member from membership of the Association for a specified period; or
 - b) expel that member from the Association; or
 - c) fine that member an amount not exceeding \$500
- 9.2. A resolution of the committee under subrule (1) does not take effect unless—
- a) at a meeting held in accordance with subrule (3), the committee confirms the resolution; and
 - b) if the member exercises a right of appeal to the Association under this rule, the Association confirms the resolution in accordance with this rule.
- 9.3. A meeting of the committee to confirm or revoke a resolution passed under subrule (1) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with subrule (4).
- 9.4. For the purposes of giving notice in accordance with subrule (3), the Secretary must, as soon as practicable, cause to be given to the member a written notice—
- a) setting out the resolution of the committee and the grounds on which it is based; and
 - b) stating that the member, or his or her representative, may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - c) stating the date, place and time of that meeting; and
 - d) informing the member that he or she may do one or both of the following—
 - (i) attend that meeting;

- (ii) give to the committee before the date of that meeting a written statement seeking the revocation of the resolution; and
 - e) informing the member that, if at that meeting, the committee confirms the resolution, he or she may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 9.5. At a meeting of the committee to confirm or revoke a resolution passed under subrule (1), the committee must—
- a) give the member, or his or her representative, an opportunity to be heard; and
 - b) give due consideration to any written statement submitted by the member; and
 - c) determine by resolution whether to confirm or to revoke the resolution.
- 9.6. If at the meeting of the committee, the committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in general meeting against the resolution.
- 9.7. If the Secretary receives a notice under subrule (6), he or she must notify the committee and the committee must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.
- 9.8. At a general meeting of the Association convened under subrule (7)—
- a) no business other than the question of the appeal may be conducted; and
 - b) the committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - c) the member, or his or her representative, must be given an opportunity to be heard; and
 - d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- 9.9. 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.

10. DISPUTES AND MEDIATION

- 10.1. 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.
- 10.2. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

- 10.3. 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 10 days, hold a meeting in the presence of a mediator.
- 10.4. 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).
- 10.5. A member of the Association can be a mediator.
- 10.6. The mediator cannot be a member who is a party to the dispute.
- 10.7. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 10.8. 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.
- 10.9. The mediator must not determine the dispute.
- 10.10. 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.

11. ANNUAL GENERAL MEETING

- 11.1. The Association shall in each calendar year convene an annual general meeting of its members.
- 11.2. The annual general meeting shall be held on such day as the Board determines.
- 11.3. The annual general meeting shall be specified as such in the notice convening it.
- 11.4. The ordinary business of the annual general meeting shall be –
- a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - b) to receive from the Board reports upon the transactions of the Association during the last preceding financial year;

- c) to receive a report from the Principal and others who have been requested to provide a written report; and
 - d) to receive and consider the statement submitted by the Association in accordance with the Act.
- 11.5. The annual general meeting may transact special business of which notice is given in accordance with these rules.
- 11.6. The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

12. GENERAL MEETINGS

The Board may, whenever it thinks fit, convene a general meeting of the Association. There shall be no requirement to hold a general meeting (other than the annual general meeting) within any particular period of time or year and accordingly there is no requirement for intervals to be specified between general meetings of members of the Association.

13. NOTICE OF MEETING

- 13.1. The Secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at their address appearing in the register of members, a notice by electronic mail or pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 13.2. No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 13.3. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

14. PROCEEDINGS AT MEETINGS

- 14.1. No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- 14.2. Five members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 14.3. If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chair at the time of the adjournment or by written notice to the 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.

- 14.4. If the Chair of the Board, is absent an appointee of the Board, shall preside as Chair at each general meeting of the Association.
- 14.5. If the Chair of the Board is absent and the Board does not appoint a Chair then the members shall elect one of their number to preside as Chair at the meeting.
- 14.6. The Chair of a general meeting 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 usually no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 14.7. Where a meeting is adjourned for 10 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- 14.8. Except as provided in sub-clauses (1) and (2) and except where new business is to be considered at any adjourned meeting, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 14.9. A question arising at a general meeting 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 by the Chair 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 or the votes recorded in favour of, or against that resolution.
- 14.10. Upon any request arising at a general meeting of the Association, a member has one vote only.
- 14.11. All votes shall be given personally and not by proxy.
- 14.12. In the case of any equality of voting on a question, the Chair of the meeting is entitled to exercise a second or casting vote.
- 14.13. If at a meeting a poll on any question is demanded by not less than three members it shall be taken at that meeting in such manner as the Chair may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 14.14. A poll that is demanded on the election of a Chair or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chair may direct.

15. BOARD

- 15.1. a) The affairs of the Association shall be managed by a Board constituted in sub-rule (3) hereof;
- b) New membership of the Board shall be by invitation of the then current Board.
- c) Members of the Board shall be Christians, show evidence of a stable Christian lifestyle demonstrating the fruit of the Spirit and affirm an acceptance of clause 3 in the Statement of Purposes of the Association.
- d) Members of the Board shall be appointed for a period of three years but shall be eligible for re-appointment at the discretion of the remaining members of the Board for no more than an additional three consecutive terms.
- e) All members of the Board will commence their first term from the date these Rules are approved.
- 15.2. The Board –
- a) shall control and manage the business and affairs of the Association;
- b) may, subject to these rules, the regulations and Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association; and
- c) subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Association.
- 15.3. The Board shall consist of not less than three and not more than ten members of the Association;
- 15.4. For any purposes of these Rules the office of any ordinary member of the Board becomes vacant at the expiration of three years from the time of appointment or if the officer or member -
- a) ceases to be member of the Association;
- b) becomes an insolvent under administration within the meaning of the Corporations Act 2001;
- c) resigns his or her office by notice in writing given to the Secretary.
- d) is voted out of office by a simple majority of all members of the Board at any meeting of the Board save that notice is writing of

such a motion shall be given to all members of the Board prior to such meeting.

- 15.5. For the purposes of these Rules, the Principal shall hold office until the expiration of his or her term of appointment, his or her death, resignation or by resolution of a three fourths majority of a meeting of the Board to the effect that the Principal is to vacate his or her office and in this event a new Principal shall be appointed by the Board.

There shall be no office bearers of the Association as all Board members shall be deemed to be ordinary members of the Board

16. PROCEEDINGS OF THE BOARD

- 16.1. The Board shall meet from time to time as they may deem necessary.
- 16.2. One half of the members of the Board constitute a quorum for the transaction of the business of a meeting of the Board.
- 16.3. No business shall be transacted unless a quorum is present and if within half and hour of the time appointed for the meeting a quorum is not present the meeting shall lapse.
- 16.4. At meetings of the Board –
- a) the Chair shall preside and if the Chair is absent their nominee; and
 - b) if the Chair or their nominee are absent, such one of the remaining members of the Board as may be chosen by the members present shall preside.
- 16.5. Questions arising at a meeting of the Board or of any sub-committee appointed by the Board shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine. Wherever possible, decisions made by the Board shall be unanimous but notwithstanding this requirement a two thirds majority of the Board members present and voting at any meeting of the Board shall be considered sufficient unless otherwise agreed by the Board prior to the taking of any such vote.
- 16.6. Each member present at a meeting of the Board or of any sub-committee appointed by the Board (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 16.7. Notice of each Board meeting shall be given by the Secretary in such manner as is deemed appropriate from time to time.
- 16.8. Subject to there being a quorum, the Board may act notwithstanding any vacancy on the Board.

17. THE SECRETARY

- 17.1. The Secretary shall be appointed by the Board either from within the members of the Association or from amongst the staff of the College.
- 17.2. The Secretary may be removed by resolution of the Board.
- 17.3. The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each Board meeting in books provided for that purpose together with a record of the names of persons present at Board meetings.
- 17.4. The Secretary shall make available for inspection by members the minutes and books referred to in sub-clause 17.3 and any other records, securities and other relevant documents of the Association.
- 17.5. The Board may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.

18. TREASURER

- 18.1. The Treasurer will be appointed by the Board from its members and will work with the Secretary and /or staff of the Association to ensure that they undertake the following:
 - a) collect and receive all monies due to the Association and make all payments authorised by the Association; and
 - b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- 18.2. The accounts and books referred to in sub-clause 18.1.b) shall be available for inspection by members.
- 18.3. A statement of receipts and expenditure shall be prepared and presented to the Board as soon as practicable after end of each month and an Accountant or other suitably qualified person shall be appointed to provide an audited statement of the books of the Association for presentation to the Board at the close of any financial year.

19. STAFF

- 19.1. The Board shall ensure the Principal shall have power to appoint such staff members of the Association as are needed for the effective management of the Association on terms and conditions as the Board deems appropriate.
- 19.2. The Principal shall be appointed for a contracted period and shall be eligible for re-appointment after being reviewed by the Board.

19.3. The Principal shall –

- believe and teach that the bible is the Word of God;
- be a Christian, show evidence of a stable Christian life-style demonstrating the fruit and fullness of the Spirit and affirm an acceptance of clause 3 in the Statement of Purposes of the Association;
- be amenable to his or her position being reviewed at least triennially.

20. CHEQUES

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any person or persons authorised to do so from time to time by the Board.

21. SEAL

- 21.1. The Common Seal of the Association (if any) shall be kept in the custody of the Secretary.
- 21.2. The Common Seal shall not be affixed to any instrument except by the authority of the Board and the affixing of the Common Seal shall be attested by the signatures either of two members of the Board or of one member of the Board and of the Secretary of the Association.

22. ALTERATION OF RULES AND STATEMENT OF PURPOSE

These Rules and the Statement of Purpose of the Association shall not be altered except by a special resolution of the Association that is a resolution passed by a majority of not less than three-fourths of such members of the Association as being entitled to vote so voting in person at a general meeting of which notice specifying the intention to propose the resolution as a special resolution has been given in accordance with these Rules.

23. NOTICES

- 23.1. A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post or by electronic mail.
- 23.2. Where a document is properly addressed prepaid and posted to a person as a letter or electronic mail, the document shall, unless contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of delivery.

24. APPLICATION OF INCOME AND PROPERTY

The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the purposes of the Association as set forth in the statement of purposes of the Association. And no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to the members of the Association. Provided that nothing

herein contained shall prevent the payment in good faith of remuneration to any officers or member of the Board or servants of the Association or to any member of the Board in return for services actually rendered to the Association or for goods supplied in the ordinary and usual way of business nor prevent the payment of interest on money borrowed from any member of the Board or reasonable and proper rent for premises demised or let by any member of the Board to the Association and nothing herein contained shall prevent any member of the Board of the Association being appointed to any salaried office of the Association or any office of the Association paid by fees.

25. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

- 25.1. Except as otherwise provided in these rules, the Secretary shall keep in their custody or under their control all books, documents and securities of the Association.
- 25.2. Members may on request inspect free of charge—
- a) the register of members;
 - b) the minutes of general meetings;
 - c) subject to subrule 25.3, the financial records, books, securities and any other relevant document of the Association, including minutes of Board meetings.
- 25.3. The Board may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- 25.4. The Board must on request make copies of these rules available to members and applicants for membership free of charge.
- 25.5. Subject to subrule 25.3, a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- 25.6. For purposes of this rule—
- relevant documents*** means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—
- a) its membership records;
 - b) its financial statements;
 - c) its financial records;
 - d) records and documents relating to transactions, dealings, business or property of the Association.

26. FUNDS

The funds of the Association shall be derived from gifts and donations, subscriptions, interest free loans, low interest loans, tuition fees and such other sources as the Board determines.

27. WINDING-UP AND DISSOLUTION

If upon the winding-up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions and having objects similar to the Statement of Purposes of the Association and whose constitution shall prohibit the distribution of its or their income and property among its or their members.