

ASSOCIATIONS INCORPORATION ACT 2009

N.S.W. INCORPORATION NO. Y2678541

**THE GIRLS' BRIGADE NEW
SOUTH WALES INC. (2023)**



**GIRLS'
BRIGADE**

New South Wales

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PART 1 PRELIMINARY

RULE 1. NAME

1. The name of the Association is “The Girls’ Brigade New South Wales Incorporated” registered under the Associations Incorporation Act 2009 (NSW).

RULE 2. DEFINITIONS

2. In these rules, unless the contrary intention appears -
 - a. “Brigade” means The Girls’ Brigade New South Wales Incorporated.
 - b. “the Act” means the Associations Incorporation Act 2009.
 - c. “the Association” means The Girls’ Brigade New South Wales Incorporated.
 - d. “Company Captain” means the person appointed by the Church, to oversee the running of the Company. May also be known as the Captain, Company Coordinator or Team Leader.
 - e. “Church” means a Christian organisation such as a Church, Parish, Fellowship or Mission that appoints the Girls’ Brigade company leadership.
 - f. “General Meetings” of the Association include General Meetings, Special General Meetings and the Annual General Meeting.
 - g. “Girls’ Brigade New South Wales Fellowship” refers to the Girls’ Brigade New South Wales State Body as the entity appointing leadership in the absence of a local church. For example (but not limited to):
 - i. Members who do not belong to a local Company, or
 - ii. Companies who operate with multiple Church support such as Community Companies, or
 - iii. Companies who operate with no specific Church because one may not operate in their area, or
 - iv. Companies who operate with no specific Church because it operates virtually such as Connect Companies.
 - h. “Notice” means content provided by post or by electronic means. Notice may be provided orally unless specified with the requirement as written.
 - i. “Prescribed training” is training according to the Girls’ Brigade Australia requirements plus any additional New South Wales Association

requirements.

- j. **“Secretary”** means the State Office Manager. In the event the position of State Office Manager is vacant, the Secretary is a member appointed to the Board.
- k. **“State Commissioner”** means the person elected by the State Advisory Council to oversee the running of the Association for New South Wales. May also be known as State Coordinator.

RULE 3. STATEMENTS OF PURPOSE

AIM

3. To help girls to become followers of the Lord Jesus Christ, and through self-control, reverence and a sense of responsibility, to find true enrichment of life.

MOTTO

4. To Seek, Serve and Follow Christ.

VISION

5. Girls' lives transformed; God's world enriched.

VALUES

6. The Values of the Association are:
- a. **LIVING:** We LIVE our lives with God at the centre. Our relationships are centred on Him and we rely on His Word for teaching and direction.
 - b. **COMMUNITY:** We promote a sense of COMMUNITY and belonging within our companies and churches.
 - c. **PARTNERING:** We PARTNER with Churches to reach local communities with the good news of Jesus Christ.
 - d. **UNIQUENESS:** We accept the UNIQUENESS of each girl and leader, using our individual talents to serve others as we grow together.
 - e. **SAFETY:** We require SAFETY for all girls and leaders.
 - f. **FUN:** We have FUN in everything we do.

RULE 4. POWERS

7. The powers conferred on the Association by Part 3; Division 1 of the Act are subject to the following addition:

- a. to take over the funds and other assets and liabilities of the present unincorporated association known as “The Girls’ Brigade Australia (New South Wales State Council)”.

PART 2 MEMBERSHIP

RULE 5. MEMBERS

8. Membership shall be conferred upon:
 - a. Girl:
 - i. who is aged under 18, and
 - ii. has attended six weeks of Company meetings, and
 - iii. a parent/guardian has completed the applicable legal documentation for membership.
 - b. Company Captain: a woman, after being recommended by the Church, and has satisfactorily completed the child protection requirements and prescribed training, is commissioned as the Company Captain.
 - c. Leader: a woman, after being recommended by the Church, and has satisfactorily completed the child protection requirements and prescribed training, is commissioned as a Leader.
 - d. Assistant Leader: a woman, after being recommended by the Church, and has completed the child protection requirements and prescribed training, is commissioned as an Assistant Leader.
 - e. Young Leader: a woman, aged between 18 and 25, who has completed the child protection requirements but has not completed the prescribed training for commissioning as a Leader or Assistant Leader.
 - f. Chaplain: a person, appointed by the Church to which the Company is affiliated, and has satisfactorily completed the child protection requirements and prescribed training.
 - g. Life Member: a person granted an honorary Life Membership of the Association.

RULE 6. FEES

9. A member of the Association must, following admission to membership, pay or have paid on their behalf, the appropriate fees:
 - a. the Association’s annual fees and subscription, and

- b. the annual fees and subscription due to “The Girls’ Brigade Australia Incorporated”.
10. The relevant fees and when they are payable will be determined by the Board and in accordance with the Association’s Policies and Guidelines.
11. Any member whose fees are not paid within three months of the relevant due date ceases on the expiry of that period to be a member unless the Board decides otherwise.
12. A member who has resigned from membership of the Association remains liable for any fees that are owed to the Association at the time of resignation.

RULE 7. REGISTER

13. A register of Members shall be maintained and kept in the custody of the Secretary of the Association or any other person as appointed by the Board.

RULE 8. CESSATION OF MEMBERSHIP

14. A person ceases to be a member of the Association if the person:
 - a. dies, or
 - b. resigns, or
 - c. is expelled, or
 - d. fails to pay the membership fees within three months after the fee is due.
15. A person who has ceased membership due to clauses 14 (b) or (d) may reapply through normal membership procedures.

RULE 9. DISCIPLINING OF A MEMBER

16. A complaint may be made to the Board by any member of the Association that another member:
 - a. has refused or neglected to comply with a provision or provisions of this Constitution, or
 - b. has wilfully acted in a manner prejudicial to the interests of the Association.
17. The Board may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
18. If the Board decides to deal with the complaint, the Board:
 - a. must cause notice in writing of the complaint to be served on the member

concerned, and

- b. must give the member at least 14 days from the time the notice is served within which to make submissions to the Board in connection with the complaint, and
- c. must take into consideration any submissions made by the member in connection with the complaint.

19. The Board may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.

20. If the Board expels or suspends a member, the Secretary must, within seven days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Board for having taken that action, and of the member's right of appeal under Rule 10.

21. The expulsion or suspension does not take effect:

- a. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- b. if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under clause 27, whichever is the later, or
- c. if the member is under investigation by authorities such as the Australian Federal Police or New South Wales Police for criminal offence(s), suspension is immediate from when notice is served on the member.

22. Once the decision to expel a member is confirmed, the expelled member may not re-apply for membership at a later date.

RULE 10. RIGHT OF APPEAL OF DISCIPLINED MEMBER

23. A member may appeal to the Association in a Special General Meeting against the resolution of the Board under Rule 9, within seven days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.

24. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

25. On receipt of a notice from a member under clause 23, the Secretary must notify the Board, which is to convene a Special General Meeting to be held within 28 days after the date on which the Secretary received the notice.

26. At a Special General Meeting convened under clause 23:
- a. no business other than the question of the appeal is to be transacted, and
 - b. the Board and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
27. The appeal is to be determined by a simple majority of votes cast by members of the Association.

RULE 11. RESOLUTION OF DISPUTES

28. Disputes between members of the Association are handled in accordance with the Association's Policies and Guidelines.

PART 3 STRUCTURE OF THE BRIGADE

RULE 12. STATE ADVISORY COUNCIL

29. The State Advisory Council will comprise of a single representative of each Company. This person will be the Company Captain or their proxy. These are the voting members.
30. Responsibilities of the State Advisory Council are to vote on the following:
- a. to elect the Board,
 - b. any annual reports,
 - c. changes to the Constitution,
 - d. to appoint the auditor,
 - e. appeals by members disciplined, and
 - f. any issues determined by the Board.
31. These voting responsibilities are imposed at General Meetings, Special General Meetings and the Annual General Meeting.

RULE 13. THE COMPANY

32. A Company is the basic unit of The Brigade and shall be formed within a Church. More than one Company may be established under the auspices of a Church. A Company may operate with more than one Church providing support. A Company may operate with no specific Church in their area or because it operates virtually as

leadership is appointed by the Girls' Brigade New South Wales Fellowship.

33. The formation and organisation of a Company shall be defined by the Girls' Brigade Australia.
34. Each Company shall be under the leadership of a Company Captain.
35. Each Company shall comply with the Girls' Brigade Australia and the Association's Policies and Guidelines.
36. No Company or member of the Association shall incur a debt for which the Association is liable without the Board's prior written permission.
37. The Church, should advise the Secretary, in writing, a Company's intent to go into recess or close.
38. Recognition of a Company may be withdrawn by the Association, after consultation with the Church, for conduct contrary to the objects of the Association. Such a Company and its members shall have no authority to use the programs, registered titles, uniforms or awards of the Association.
39. A Company that closes shall, under the supervision of the Board and in accordance with the Association's Policies and Guidelines:
 - a. return records and Girls' Brigade resources to the State Office,
 - b. collect all monies due to the Company,
 - c. apply funds to meet all debts, and
 - d. close all bank accounts and forward all remaining funds to the Association.

RULE 14. THE BOARD

40. The Board of The Girls' Brigade New South Wales is the controlling body of the Association.
41. The affairs of the Association shall be guided and overseen by the Board. The Board, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the purposes of the Association, and are not by the Act or by these rules required to be done by the Association in a general meeting.
42. The Board shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the Association on which these rules are silent.
43. The responsibilities of the Board are in accordance with the Association's Policies and Guidelines.

44. The definition of terms of reference and conditions of employment of all employed state staff shall be the responsibility of the Board as outlined in the Association's Policies and Guidelines.
45. All Board members must be aged 18 years or over.
46. The Board members elected with a vote on the Board by the State Advisory Council consist of:
- a. State Commissioner,
 - b. Assistant State Commissioners, or
 - c. any other position determined by the State Advisory Council.
47. The Board members appointed as non-voting Board members by the elected Board consist of:
- a. State Chaplain,
 - b. State Office Manager, or
 - c. any other position determined by the elected Board.
48. The Board will comprise of a minimum of three and a maximum of nine voting members.
49. A quorum of the Board shall consist of a minimum of two thirds of all the Board members, both elected and appointed. If a vote is required during a board meeting, clause 76 must be satisfied, otherwise the vote is carried over to the next meeting.

RULE 15. ELECTIONS AND APPOINTMENTS TO THE BOARD

50. Elections will be held at a General Meeting for the State Commissioner, Assistant State Commissioners and any other position determined by the State Advisory Council.
51. An elected Board member may serve up to three consecutive terms of three years before they must resign from the Board for 12 months after which they are eligible for re-election.
52. A portion of a term served filling a casual vacancy shall not be counted in reckoning terms of holding office.
53. The Board will appoint a Secretary of the Association and Public Officer.
54. The following persons must not, accept a nomination for election or appointment or act as a member of the Association:
- a. a person who is bankrupt, or

- b. a person whose affairs are under insolvency laws, or
 - c. a person who has been convicted, within or outside of New South Wales, of:
 - i. an indictable offence in relation to the promotion, formation or management of a body corporate, or
 - ii. an offence involving fraud or dishonesty punishable by imprisonment.
55. All Board members shall:
- a. exercise their powers and discharge their duties, and
 - b. with a degree of care and diligence that a reasonable person would exercise if in that position, and
 - c. in good faith in the best interests of the Association so as not to gain an advantage for themselves or another person and so as not to cause detriment to the Association, and
 - d. not misuse their position, or the information obtained, and
 - e. not allow the Association to trade when insolvent.
56. Subject to Rule 12 the election of the State Commissioner, Assistant State Commissioners and any other position determined by the State Advisory Council, shall take place in the following manner:
57. A Returning Officer shall be appointed by the Board a minimum of two months prior to the General Meeting.
58. Members of the Association aged 18 years or over, and subject to Rule 6, shall be at liberty to nominate a person for the State Commissioner or an Assistant State Commissioner or any other position determined by the State Advisory Council.
59. The nominee must be aged 18 years or over and uphold the Association's Statements of Purpose.
60. The nominations, which shall be in writing and signed by the nominator and the nominee, to signify their willingness to stand for election, shall be lodged with the Returning Officer at least one month before the General Meeting when the election is to take place.
61. The Returning Officer shall ensure that notice of all persons being nominated for election to membership of the Board, including a profile, is given to all voting members under Rule 12, at least 14 days prior to the General Meeting when the election is to take place.

62. Subject to Rules 22 and 24, voting shall be by secret ballot as determined by the Returning Officer.
63. Election for the State Commissioner is by majority vote.
64. Election for all other Board positions, shall be determined by the Returning Officer based on the number of nominees and positions available whether majority or a preferential voting system is applied.
65. If a majority vote does not result in the election of a State Commissioner, the State Advisory Council will appoint a Chairperson from the elected Board members.
66. The appointment of a Chairperson will occur during the General Meeting the voting took place. The appointment method will be determined by the Returning Officer subject to voting which must be by secret ballot.
67. To transition from the previous Constitution to this one, the elected Board at the day and time of the adoption of this Constitution (2021), will continue in their positions with the time in their position restarting.

RULE 16. CASUAL VACANCIES IN MEMBERSHIP OF THE BOARD

68. A casual vacancy occurs in the office of a Board member and that office becomes vacant if the Board member:
- a. dies, or
 - b. resigns by written notice to the State Commissioner or appointed Chairperson or, if the Board member is the State Commissioner, to the Secretary or in the absence of an appointed Secretary, the State Office Manager. The resignation takes effect at the time the notice is received unless a later date is specified in the notice in which case it shall take effect on that later date, or
 - c. is removed from office:
 - i. disqualified from being a Board member by the Act; or
 - ii. expelled as a Member under these rules, or
 - iii. if permanently incapacitated, or
 - iv. if absent without apology from more than four meetings in a financial year, or
 - v. if convicted of an offence under the Act or a criminal offence.
69. When a casual vacancy occurs in the membership of the Board:
- a. the Board may appoint a member under Rule 16 to fill that vacancy, and

- b. hold office until the commencement of, and
- c. be eligible for election to membership of the Board at the next regular election or period of appointment.

70. The Board may continue to act irrespective of the number of casual vacancies provided that its number is not reduced below the number fixed by these rules, under Rule 14 as the necessary quorum of the Board. If that number falls below the necessary quorum, the Board may act only for the purpose of increasing the number of members of the Board to that required number, or of summoning a General Meeting of the Association.

PART 4 PROCEEDINGS

RULE 17. BOARD PROCEEDINGS

71. The Board shall be presided over by the State Commissioner or an appointed Chairperson.

72. The Board shall meet together at least quarterly for the dispatch of its business. Board members shall receive at least seven days' notice of any meeting. Prior to the meeting an agenda shall be sent to all members of the Board.

73. Each elected Board member, shall have one deliberative vote.

74. Any member of the Board who is also an employee of the Association shall not be entitled to a vote, except for members approved by the State Advisory Council. This person may not vote on matters pertaining to employment.

75. A question arising at a Board meeting shall be decided by a majority vote, but if there is an equality of votes, the person presiding at the meeting shall have a casting vote in addition to her deliberative vote.

76. A quorum for voting at a meeting of the Board shall be two thirds of the elected members of the Board.

77. A Board member having any direct or indirect pecuniary interest referred to in Section 23, 24 or 25 of the Act shall comply with that section.

78. A member of the Board having a direct or indirect pecuniary interest in a contract or proposed contract with the Association must disclose the nature and extent of that interest to the Board as required by the Act, and shall not vote with respect to that contract or proposed contract. The member will exclude themselves during the discussion and voting. The member of the Board must disclose the nature and extent of his or her interest in the contract at the next Annual General Meeting of the Association.

79. The Board may set up sub committees to help conduct the business of the Association. These sub committees will adhere to the Terms of Reference set up by the Board. All sub committees will be advisory only.

80. The Board is required to be aware of the activities in the association, and is required to make sure that all legal obligations are being met.
81. The Board-appointed minute taker is responsible for the minutes of meetings.
82. The Secretary shall be responsible for the accurate recording of all matters of business.

RULE 18. GENERAL MEETINGS

83. General Meetings of the Association include General Meetings, Special General Meetings and the Annual General Meeting.
84. All voting and non-voting members shall be invited to attend General Meetings of the Association.
85. The State Advisory Council, as per Rule 12, are entitled to cast their vote.
86. All the provisions in this Constitution relating to meetings of the members apply, so far as they can and with any necessary changes, to meetings of the members either present, by telephone or by other electronic means.
87. A member who takes part in a meeting by telephone or other electronic means is taken to be present at the meeting.
88. Decisions made by voting members of the State Advisory Council stand even if it is found that they may have been ineligible to make decisions at the time the decisions were made. It is a requirement of the Returning Officer to determine eligibility of voting members prior to the commencement of any meeting.
89. All in attendance shall be entitled to participate in the discussion of all matters at General Meetings.
90. Proper minutes of all meetings shall be kept as a correct record, accepted as a true record at the following meeting and kept in accordance with the Association's Policies and Guidelines.

RULE 19. NOTICE OF GENERAL MEETINGS

91. Subject to Rule 18, at least two months' notice of General Meetings shall be given to members. The notice shall set out when the meeting will be held.
92. Any member may add an agenda item or notice(s) of motion to General Meetings, ensuring the written submission is received by the Secretary at least 21 calendar days prior to any General Meeting.
93. The particulars of the General Meeting shall be available to members 14 days prior to the General Meeting providing the:

- a. location and setting of the General Meeting,
- b. Order of Business to be transacted at the meeting,
- c. Agenda,
- d. Notices of Motion,
- e. Nominations for Board positions if appropriate.

94. The notice or submissions can be sent by post or by electronic means.

RULE 20. CHAIRPERSON

95. The State Commissioner or appointed Chairperson of the Board under Rule 15, shall preside as Chairperson at General Meetings of the Association.

96. If the Chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the Chair, the State Advisory Council may choose a Board member or one of their own number to be the Chairperson of that meeting.

97. The Chairperson may, with the consent of any meeting at which a quorum is present, adjourn the meeting.

RULE 21. QUORUM

98. A quorum at General Meetings shall consist of no less than 40 per cent of the eligible voting members of the State Advisory Council.

99. No business shall be transacted at any General Meeting unless a quorum is present.

100. If within 30 minutes from the time appointed for the commencement of any General Meeting a quorum is not present, the meeting shall stand adjourned to such other time or day as the Chairperson shall determine.

101. Proxy votes are counted as members in a quorum.

102. Postal ballots are not counted as members in a quorum.

RULE 22. VOTING

103. Subject to Rule 12, every voting member of the State Advisory Council has only one vote at General Meetings of the Association.

104. To be eligible to cast the vote, the voting member must have no outstanding financial obligations to the Association.

105. The voting member shall be entitled to appoint in writing a person who is also a

member of the Association to be their proxy.

106. To be eligible to cast the proxy vote, the proxy must have no outstanding financial obligations to the Association.

107. All their Association fees are paid no later than two weeks prior to General Meetings.

108. Subject to these rules, a question for decision at General Meetings, other than changes proposed under Rules 27, 28 and 34, must be determined by a majority of members who vote or, where proxies are allowed, by proxy, at that meeting, either present or by electronic means.

109. Employees of the Association are not entitled to vote at General Meetings.

110. Voting shall consist of a show of hands in person or by postal ballot or by electronic means.

RULE 23. PROXIES OF MEMBERS OF THE ASSOCIATION

111. A member entitled to vote under Rule 12 (in this rule called “the appointing member”) may appoint in writing another member, subject to Rule 22 to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at General Meetings.

112. A maximum of two proxy votes (in addition to their deliberative vote) may be exercised by any one member on any one occasion.

113. Proxy notifications are to be sent to the Secretary no less than 48 hours prior to General Meetings.

RULE 24. POSTAL BALLOTS

114. A member entitled to vote under Rules 12 and 22 may submit a postal ballot to elect Board members subject to Rule 15, as long as they are received by the date advertised prior to General Meetings.

115. Postal ballots can be received by mail or electronic mail or other electronic means.

RULE 25. ANNUAL GENERAL MEETING

116. The Board shall call an Annual General Meeting in accordance with the Act, these rules, and the Association’s Policies and Guidelines.

117. The Annual General Meeting shall be held within six months after the end of its financial year.

118. The order of business at the meeting shall be:

- a. The confirmation of the minutes of the previous Annual General Meeting and of any Special General meeting held since that meeting.
- b. The presentation of the financial reports, auditor's report, Board report and other reports as required.
- c. The election of Board members (see Rule 15).
- d. Any other business requiring consideration by the Association in a General Meeting.

119. The order of business documents for the Annual General Meeting shall be available to members 14 days prior to the meeting.

RULE 26. SPECIAL GENERAL MEETING

120. The Board may call a Special General Meeting of the Association at any time in accordance with the Act, these rules, and the Association's Policies and Guidelines.

121. Upon a requisition in writing by not less than 20 per cent of State Advisory Council, the Board shall, within 28 days of receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.

122. If a Special General Meeting is not convened within 28 days, as required by clause 121 above, those requesting the meeting, may convene a Special General Meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the Board under Rules 19 to 24, and for this purpose the Board shall ensure that the those requesting the meeting are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association.

PART 5 MISCELLANEOUS

RULE 27. RULES OF THE ASSOCIATION

123. The Association may alter or rescind these Rules, or make rules additional to these Rules, in accordance with the procedure set out in Part 2, Division 2 of the Act.

RULE 28. ALTERATION OF RULES

124. Any member of the Association, excluding the Girls defined in Rule 5, may add an agenda item or notice(s) of motion to any General Meeting, ensuring the written submission is received by the Secretary at least 21 calendar days prior to any General Meeting.

125. No change in these Rules shall be made except by a 75 per cent majority vote of the votes cast at General Meetings.

126. Notice of such alteration to be given to the Association within 14 days of the General Meeting.

RULE 29. POLICIES AND GUIDELINES

127. The Board may make, amend or repeal policies and guidelines as may be necessary for the management of their own proceedings and of the Association provided that no policy or guideline shall be made which is inconsistent with these Rules.

RULE 30. RECORDS

128. The records, books, documents and securities of the Association shall be kept in a secure environment. Records are able to be kept in electronic format where available and in accordance with the Association's Policies and Guidelines.

129. A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

RULE 31. SOURCES OF FUNDS

130. The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members provided that remuneration may be paid in good faith to employees of the Association or other persons in return for services actually rendered to or expenses incurred on behalf of the Association.

131. The funds of the Association are to be derived from annual subscriptions of member, donations and, subject to any resolution passed by the Association in a General Meeting, such other sources as the Board determines.

132. All money received by the Association must be deposited as soon as practicable and without undocumented deduction to the credit of the Association's bank account.

133. The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

134. The Association may also accept donations and gifts by will or otherwise, borrow or lend money and purchase and hold property and equipment for the use of the Association. The Board is responsible for the execution and management of such property and equipment.

RULE 32. MANAGEMENT OF FUNDS

135. The funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Board determines.

136. Whenever directed to do so by the Board, the State Treasurer or such other person as the Board shall appoint, shall submit to the Board a financial statement in accordance with that direction.

137. Financial Statements shall be audited annually by an auditor appointed by the State Advisory Council.

138. The financial year of the Association will run from 1st January to 31st December each year.

139. In addition to Rule 32, Funds Management will be in accordance with the Association's Policies and Guidelines.

RULE 33. PROPERTY

140. All property both real and personal acquired by the Board by purchase, lease or bequest shall be registered in the name of The Girls' Brigade New South Wales Incorporated, a body corporate registered under Associations Incorporation Act 2009 of New South Wales by the Association for this purpose and through the Board, has full control.

RULE 34. DISSOLUTION

141. Should the Board consider that if the Statements of Purpose must, for any reason be abandoned, it may call a Special General Meeting of the members of the Association for the purpose of passing a resolution to dissolve the affairs of the Association. If this resolution is passed by a 75 per cent majority of the voting members, the Board shall finalise the affairs of the Association.

142. Upon dissolution, the assets of the Association shall be transferred to The Girls' Brigade Australia (Incorporated) or if the Association so decides, to such other like organisations with similar aims and objects to those of the Association. No assets or part thereof shall be paid or transferred directly or indirectly to any member of the Association.

143. The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the dissolution of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Rule 12.