

PRIDE WESTERN AUSTRALIA INCORPORATED

RULES OF ASSOCIATION

UPDATED AT THE ANNUAL GENERAL MEETING OF 27TH FEBRUARY 2005

APPROVED BY THE COMMISSIONER ON 18TH JULY 2005

PRIDE WESTERN AUSTRALIA INCORPORATED
PO BOX 8463, PERTH BUSINESS CENTRE 6843
WWW.PRIDEWA.ASN.AU

Name of Association

1. The Name of the Association is **Pride Western Australia Incorporated**.

Definitions

2. (1) In these rules, unless the contrary intention appears:

“Committee meeting” means a meeting referred to in sub-rule 16(1);

“Committee member” means a person referred to in paragraph (a), (b), (c), or (d) of sub-rule 11(1);

“financial year” has the meaning given by section 3(1) of the Act, and a reference in that section to:

(a) “an incorporated association” or “the association” being construed as a reference to the Association; and

(b) “the committee” being construed as a reference to the Committee;

“General Meeting” means a meeting construed convened under rule 19;

“member” means a member of the Association;

“ordinary resolution” means a resolution other than a special resolution;

“Presiding President” means the President. or other person who-is elected under sub-rule 12(2), who is presiding at any particular General Meeting or Committee meeting, as the case requires;

“special resolution, has the meaning given by section 24 of the Act

“the Presidents” means the persons referred to in paragraph 11(1)(a), but also includes in relation to proceedings at a General Meeting or a Committee meeting, the presiding President as defined in these rules;

“the Committee” means the committee of management of the Association referred to in sub-rule 11(1);

“the Secretary” means the person referred to in paragraph rule 11(1)(b);

“the Treasurer” means the person referred to in paragraph rule 11(1)(c).

“the Pride Community” means lesbian, gay, bisexual, transgender, intersex, queer and other same sex attracted people living in Western Australia and those people who support the mission of Pride Western Australia Inc.

- (2) In these rules, unless the contrary intention appears, a reference to the Presidents means a reference to both of or either one of the Presidents as the case requires, and where any act, matter or thing is to be done or omitted to be done by the Presidents, then if that act, matter or thing is done or omitted to be done by both or either one of the Presidents, then that act, matter or thing is deemed to have been done or omitted to be

done in accordance with these rules.

Mission of the Association

3. The mission of Pride Western Australia Incorporated is to encourage the cultural expression and celebrate, champion and support the rights and freedoms of lesbian, gay, bisexual, transgender, intersex, queer and other same sex attracted people living in Western Australia.

Objects of the Association

4. (1) The objects of the Association are:
 - (a) to promote the visibility of the Pride Community;
 - (b) to celebrate the diversity and cultural expression of the Pride Community;
 - (c) to improve the self -esteem, health status, human rights and representations of the Pride Community;
 - (d) to make visible the positive contribution the Pride Community makes to the wider Western Australian Community; and
 - (e) to conduct fundraising activities to ensure the furtherance of the aims and objectives of the Association.
- (2) The property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly to members of the Association, except in good faith in promotion of those objects or purposes.

Powers of Association

5. The powers conferred on the Association by section 13 of the Act are not subject to any additions, exclusions or modifications.

Qualification for membership of Association

6. (1) Membership of the Association shall be open to:
 - (a) all members of the Pride Community.
- (2) A person who wishes to become a member shall:
 - (a) apply for membership to the Committee in writing:
 - (i) signed by that person and both the members referred to in paragraph (b); and
 - (ii) By completing and electronically submitting a membership form located on the Pride web site, including the names of both the members referred to in paragraph (b) as referees

- for the Committee to contact if it resolves to do so; or
- (iii) in such form as the Committee from time to time directs;
 - (b) be proposed by one member and seconded by another member.
- (3) The Committee members shall consider each application made under sub-rule (2) at a Committee Meeting or a subsequent Committee Meeting and accept or reject that application.
 - (4) Members or former members who have served at least two complete years on the Committee or who have provided outstanding service to the Association shall be eligible to be nominated for honorary life membership of the association.
 - (a) a life member of the Association shall not be required to pay the subscription for membership as specified in Rule 8;
 - (b) the process of appointment of life members shall be as follows
 - (i) up to two nominations of males and two nominations of females for life membership shall be made by the Committee, be included in the notice of the Annual General Meeting, as specified in sub-rule 19(6), and will be considered by the Annual General Meeting;
 - (ii) a recommendation that a member or former member be nominated for life membership by the Committee may be forwarded from any member to the Secretary. Where such a recommendation is received by the Secretary, the Committee shall consider the recommendation at the first Committee meeting held following its receipt;
 - (iii) upon the passing of a special resolution by members present at a properly constituted Annual General Meeting, the person nominated for life membership shall automatically become a life member and shall be known as an Honourary Member.

Register of Members of Association

- 7. (1) The Secretary shall on behalf of the Association keep and maintain the register of members and, upon request from any member of the Association, shall, within a reasonable period of time, make the register available for inspection in accordance with section 27 of the Act.
- (2) The Secretary shall cause the name of a person who ceases to be a member under sub-rule 8(3), 9(1) or rule 10 to be deleted from the register of members referred to in sub-rule (1).

Subscriptions for Members of Association

- 8. (1) Each member, other than those members who have been awarded life membership under sub-rule 6(4), shall pay to the Treasurer annually a subscription fee which may be different for categories that include:
 - (a) Individual first time members and renewals;

- (b) Duo first time members and renewals;
 - (c) Associate first time members and renewals; and
 - (d) Corporate first time members and renewals.
- (2) Where a member pays to the Treasurer the amount of the subscription determined under sub-rule 8(1) between 1 April and 31 December inclusive, that member shall cease to be a member on 31 March of the following year.
 - (3) Where a member pays to the Treasurer the amount of the subscription determined under sub-rule 8(1) between 1 January and 31 March inclusive, that member shall cease to be a member on 31 March of the following year.
 - (4) A member is a financial member, at a given time, for the purpose of these rules if her or his membership has not ceased in the ways specified in sub-rules 8(2) and 8(3).

Resignation of Members of Association

9. (1) A member who delivers notice in writing of her or his resignation from the Association to any one of the Committee members ceases on that delivery to be a member.
- (2) A person who ceases to be a member under sub-rule (1) remains liable to pay the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of their cessation as members.

Expulsion of Members of Association

10. (1) If the Committee considers that a member should be expelled from membership of the Association because of her or his conduct has been, is or is likely to be, detrimental to the interests of the Association, the Committee shall communicate in writing to the member:
 - (a) Notice of the proposed expulsion and of the time, date and place of the Committee meeting at which the question of that expulsion will be decided; and;
 - (b) particulars of that conduct,
 not less than 14 days before the date of the Committee meeting referred to in paragraph (a).
- (2) At the Committee meeting referred to in the notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, expel or decline to expel that member from membership of the Association and shall forthwith after deciding whether or not to expel that member, communicate that decision in writing to that member.
- (3) Subject to sub-rule (5), a member who is expelled under sub-rule (2) from

membership of the Association ceases to be a member 14 days after the day on which the decision to expel her or him is communicated to her or him under sub-rule (2).

- (4) A member who is expelled under sub-rule (2) from membership of the Association shall, if she or he wishes to appeal against that expulsion, give notice to either of the Secretary Secretary of her or his intention to do so within the period of 14 days referred to in sub-rule (3).
- (5) When notice is given under sub-rule (4):
 - (a) the Association in a General Meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the General Meeting, confirm or set aside the decision of the Committee to expel that member; and
 - (b) the member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel that member is confirmed under this sub-rule.

Committee of Management

11. (1) The affairs of the Association shall be managed exclusively by a Committee of Management consisting of:

- (a) two Presidents, of which one will be male and the other female;
- (b) one Secretary;
- (c) one Treasurer;
- (d) one Membership Secretary; and
- (e) seven other persons.

all of whom shall be members of the Association, elected to membership of that Committee at an annual general meeting or appointed under sub-rule (9), such that neither the number of females nor the number of males on the whole Committee shall exceed half of the respective positions, and such that, where possible, two members of the Committee be under the age of 26.

Responsibilities allocated to Committee members shall include, but not be limited to:

- (e) membership officer;
- (f) volunteers coordinator;
- (g) festival coordinator;
- (h) party coordinator;
- (i) parade coordinator;
- (j) fairday coordinator;
- (k) IT manager;
- (l) marketing manager;
- (m) media spokesperson;
- (n) government funding coordinator;
- (o) corporate sponsorship coordinator;
- (p) women's officer;
- (q) regional officer;
- (r) youth officer; and
- (s) Fruits in Suits manager.

- (2) A Committee of Management shall be formed each year at the Annual General Meeting in accordance with the following sub-rules:
- (a) Prior to the sending of notice of the Annual General Meeting according to sub-rules 19(5) and 19(6), the Committee shall appoint a Returning Officer to manage the election of a new Committee. The Returning Officer will be a member of the Association, but shall, by being appointed Returning Officer, become ineligible to stand for election to the Committee at that Annual General Meeting;
 - (b) The Secretary shall include a call for nominations to be forwarded to the Returning Officer by hand, post or facsimile and include details of how such nominations should be forwarded in any notice of the Annual General Meeting forwarded to members according to sub-rules 19(5) and 19(6);
 - (c) To be eligible for election to the Committee, a member must ensure the Returning Officer is in receipt of their nomination, according to sub-rule (2)b by 5pm on the Friday prior to the Annual General Meeting;
 - (d) The Returning Officer shall deliver a report to the Annual General Meeting which includes details of all eligible and ineligible nominations they have received;
 - (e) Where a nominee is an existing Committee Member and was elected for the first time at the previous Annual General Meeting, the Returning Officer shall move at the Annual General Meeting that that member be automatically re-elected. Unless more than half of those members present oppose such a motion, then that member will be declared elected. Where more than half of those present oppose the motion, that nominee shall remain eligible for election to the Committee, but be treated as if they are not an existing Committee Member.
 - (f) Once Committee positions have been filled according to sub-rules (2)a-e, the Returning Officer shall determine the remaining Committee positions as follows:
 - (i) where the number of male and female nominees is less than the number of male and female vacancies respectively, those nominees will be declared elected;
 - (ii) where the number of male and female nominees is more than the number of male and female vacancies respectively, a ballot shall be held where the those nominees elected to the vacant positions are those nominees that record the highest number of primary votes.
- (3) Following the conclusion of the meeting at which a new Committee is formed, a meeting of the new Committee may be called, at which Committee members will be elected to the positions described in sub-rule (1). Where possible, those people elected to the positions referred to in sub-rule (1)(a) will have previously served a minimum of one full year on the Committee.
- (4) (a) When a casual vacancy within the meaning of Rule 15 occurs in the

membership of the Committee then, subject to paragraph (c),

- (i) the Committee must attempt, within one month of the time of the vacancy, to appoint a member to fill the vacancy; and:
 - (ii) a member appointed under this paragraph shall hold office until the commencement of the election of the Committee under sub-rule (3) at the next following Annual General Meeting, but shall be treated as if they are not an existing Committee member for the purposes of forming a new Committee according to sub-rule 11(2).
- (b) Appointments made under this sub-rule must comply with the gender parity requirements in sub-rule (1);
- (c) When an appointment is made under paragraph (a) to fill a casual vacancy in the Committee, and the casual vacancy is in one of the positions in sub-paragraph 11(1)(a), (b), (c) or (d), then the appointment is made to the Committee generally and not to the specific position which has become vacant; and immediately after the appointment of the member to the Committee, or so soon thereafter as is practicable to allow the member just appointed to the Committee to attend at a Committee meeting, the Committee (including the member just appointed) will determine which ordinary Committee member shall be appointed to the specific position that has become vacant.
- (5) The association shall elect members at the Annual General Meeting to represent the association on boards or Committees of organisations with objectives consistent with the objectives of the Association, that the membership, from time to time, resolves that the Association should be represented on and where they are appointed or elected to such boards or Committees according to the rules of such organisations.

Presidents

12. (1) Subject to this rule, one or either of the Presidents will preside at each General Meeting and Committee meeting, and the Presidents may decide between themselves which of them shall preside at each meeting. Where it is not possible for the Presidents to decide between themselves, it shall be decided by a majority vote of those members attending the General Meeting or the Committee respectively. Where such a vote is tied, the Chair shall be decided by lottery of attending Committee members, with both Presidents being ineligible to participate in the lottery. Where this lottery is tied the Secretary shall chair the meeting.
- (2) In the event that the Presidents should be absent from a General Meeting or a Committee meeting, then:
- (a) in the case of an Annual General Meeting, a member elected by the other members present at the Annual General Meeting; and
 - (b) in the case of a Committee meeting, a Committee member elected by the other Committee members present at the Committee meeting; shall preside at the General Meeting or the Committee

meeting as the case requires.

Secretary

13. The Secretary shall be responsible for:
- (1) co-ordinating the correspondence of the Association;
 - (2) keeping full and correct minutes of the proceedings of the Committee and of the Association;
 - (3) complying on behalf of the Association with sections 27, 28 and 29 of the Act;
 - (4) having custody of all books, documents, records and registers of the Association, including those referred to in sub-rule (3), other than those required by rule 14 to be kept and maintained by or in the custody of the Treasurer;
 - (5) forwarding copies of all minutes, important correspondence, marketing material and other historical information, as the Committee sees fit, to Gay and Lesbian Archives (WA) Inc at year's end for their archiving; and
 - (6) performing such other duties as are imposed by these rules on the Secretary or delegating, where they see fit, those duties relating to the membership of the Association to the Membership Secretary.

Treasurer

14. The Treasurer shall be responsible for:
- (1) The receipt of all monies paid to or received by, or by the Treasurer on behalf of, the Association and for issuing receipts for those monies in the name of the Association;
 - (2) paying all monies referred to in sub-rule (1) into such account or accounts of the Association as the Committee may from time to time direct;
 - (3) making payments from the funds of the Association with the authority of a General Meeting or of the Committee and in so doing ensure that all cheques are signed by two Committee members, of which one must be one of the Presidents;
 - (4)
 - (a) Maintaining the association's accounting records:
 - (i) So they correctly record and explain the financial transactions and financial position of the association;
 - (ii) In such manner as will enable true and fair accounts of the association to be prepared from time to time; and
 - (iii) In such manner as will enable true and fair accounts of the association to be conveniently and properly audited.
 - (b) Submitting to members at the annual general meeting properly audited accounts showing the financial position of the association at the end of the immediately preceding financial year.

- (c) The preparation of a mid year financial statement to be posted to members prior to 31st July, showing the financial position of the association as at 30th June.
- (5) whenever directed to do so by the Presidents, submitting to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (6) having custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in sub-rules (4) and (5); and
- (7) performing such other duties as are imposed by these rules on the Treasurer.

Casual Vacancies in membership of Committee

15. A casual vacancy occurs in the Committee and that position becomes vacant when:
- (1) there are less persons elected to the Committee than are required to fill the positions on the Committee, in which case the positions to which there are no persons elected are declared to be casually vacant; and
 - (2) when a Committee member:
 - (a) dies;
 - (b) resigns by notice in writing delivered to one of the Presidents, or where the Committee member is one of the Presidents to the other President;
 - (3) is convicted of an offence under the Act;
 - (4) is permanently incapacitated by mental or physical ill health;
 - (5) is absent from more than 3 Committee meetings within any 12 month period, of which she or he has received notice, without tendering an apology to the person presiding at each of those Committee meetings; or
 - (6) ceases to be a member of the Association.

Proceedings of Committee

16. (1) The Committee shall meet together for the dispatch of business not less than once in each calendar month and the Presidents may at any time convene a meeting of the Committee.
- (2) Each Committee member has a deliberative vote.
 - (3) A question arising at a Committee meeting shall be decided by a majority of votes, but if there is an equality of votes the status quo will remain.
 - (4) At a Committee meeting, 50% plus 1 of the members of the Committee

(whether present at that Committee meeting or not) constitute a quorum, but if the calculated quorum includes a fraction then the quorum is deemed to be the whole number less than the amount calculated.

- (5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting shall be determined by the Committee Members present at the Committee meeting.
- (6) A Committee member having any direct or indirect pecuniary interest referred to in section 21 or 22 of the Act shall comply with those sections.

Powers of the Committee

17. (1) The Committee may, in addition to any powers and authorities conferred by these rules, exercise all such powers and do all such things as are within the objects of the Association and are not, by the Act or by these rules, required to be done by the Association in a General Meeting.
- (2) Without limiting this rule in any way, the Committee has the power to create sub-committees and to appoint members of the Association to those sub-committees in any manner that it sees fit, provided always that every sub-committee must have, as its Convenor, one member from the Committee who will be responsible for reporting on the activities of the sub-committee to the Committee at each Committee meeting.

Powers of sub-committees

18. (1) Each sub-committee shall have whatever powers are delegated to the sub-committee by the Committee, which power may include the power to create further subcommittees from members of the Association, provided only that any further sub-committees are created to pursue the purposes for which the original subcommittee was created by the Committee, and each further sub-committee must have, as its Convenor, a member from the original sub-committee who will be responsible for reporting the activities of the further sub-committee to the original sub-committee at each meeting of the original sub-committee.
- (2) The powers of any further sub-committee will be those powers delegated to the further sub-committee by the sub-committee creating the further sub-committee.

General Meetings

19. (1) The Committee:
 - (a) may at any time convene a special General Meeting;
 - (b) shall convene Annual General Meetings within the time limits provided for by section 23 of the Act; and
 - (c) shall within 30 days of:
 - (i) receiving a request in writing to do so from not less than 10 members; or
 - (ii) either of the Secretary receiving a notice under sub-rule 10(4);

convene a special General Meeting for the purpose of dealing with the purpose specified in the request or of dealing with the appeal to which that notice refers as the case may be.

- (2) The members making a request referred to in sub-paragraph (1)(c)(i) shall:
 - (a) state in that request the purpose for which the special General Meeting concerned is required; and
 - (b) sign that request.
- (3) If a special General Meeting is not convened within the relevant period of 30 days referred to :
 - (a) in sub-paragraph 1(c)(i), the members who made the request concerned may themselves convene a special General Meeting as if they were the Committee; or
 - (b) in sub-paragraph 1(c)(ii), the member who gave the notice concerned may themselves convene a special General Meeting as if he or she was the Committee.
- (4) When a special General Meeting is convened under paragraphs sub-rule 3(a) or (b):
 - (a) the Committee shall ensure that the members or member convening the General Meeting is or are provided free of charge with particulars of all members; and
 - (b) the Association shall pay the reasonable expenses of convening and holding the special General Meeting.
- (5) The Secretary shall give to all members not less than 28 days notice of a General Meeting, together with details of when and where the General Meeting concerned is to be held and of any special resolution that is to be proposed at that meeting.
- (6) The Secretary may give notice under sub-rule (5) by:
 - (a) writing to each member; and
 - (b) publishing a notice of at least a quarter of the size one page in at least one lesbian and gay newspaper or magazine having readership in Western Australia nominated by the Committee.
- (7) Without in any way limiting the business that may be discussed at the Annual General Meeting. the following matters must be put before the Annual General Meeting:
 - (a) A President's report;
 - (b) A Treasurer's report, consistent with the requirements defined in Rule (14)(4);
 - (c) Any special resolutions to be decided;

- (d) Consideration of life membership nominations;
- (e) Any changes in by-laws made by the Committee (including new by-laws);
- (f) Any presentation by Candidates having nominated to be elected to a position on the Committee; and
- (g) General Business.

Quorum in proceedings at General Meetings

20. (1) At a General Meeting, 25 members present in person or by proxy constitute a quorum.
- (2) If within 30 minutes after the time specified for the holding of a General Meeting in a notice given under sub-rule 19(5) :
 - (a) as a result of a request or notice referred to in paragraph 19(1)(c) or as a result of action taken under sub-rule 19(3) a quorum is not present, the General Meeting lapses; or
 - (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the General Meeting stands adjourned to the same time on the same day in the following week and to a specified venue.
- (3) If within 30 minutes of the time appointed in paragraph (2)(b) for the resumption of an adjourned General Meeting a quorum is not present, the members who are present may nevertheless proceed with the business of that General Meeting as if a quorum were present.
- (4) The presiding President may, with the consent of a General Meeting at which a quorum is present, and shall if so directed by that General Meeting, adjourn that General Meeting from time to time and from place to place.
- (5) There shall not be transacted at an adjourned General Meeting any business other than business left unfinished or on the agenda at the time when the General Meeting was adjourned.
- (6) When a General Meeting is adjourned for a period of 30 days or more, the Secretary shall give notice under rule 19 of the adjourned General Meeting as if that General Meeting was a fresh General Meeting.
- (7) At a General Meeting:
 - (a) an ordinary resolution put to the vote, shall be decided by a majority of votes cast on a show of hands; and
 - (b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act.
- (8) A declaration by the presiding President at a General Meeting that a resolution has been passed as an ordinary resolution thereat shall be

evidence of that fact unless, during the General Meeting at which the resolution is submitted, a poll is demanded in accordance with section 24 of the Act.

- (9) At a General Meeting a poll may be demanded by the presiding President at the General Meeting or by 3 or more members present in person and, if so demanded, shall be taken in such a manner as the presiding President directs.
- (10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the presiding President of the result of the poll is evidence of the matter so declared.
- (11) A poll demanded under sub-rule (9) on the election of a person to preside over a General Meeting or on the question of an adjournment shall be taken forthwith on that demand being made.
- (12) At a General Meeting if a vote is tied the status quo will remain.

Minutes of meetings of Association

21. (1) The Secretary shall cause proper minutes of all proceedings of all General Meetings and Committee meetings to be taken and then to be entered within 30 days after the holding of each General Meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.
- (2) The Presidents shall ensure that the minutes taken of a General Meeting or Committee meeting under sub-rule (1) are checked and signed as correct by the residing President of the General Meeting or the Committee meeting, as the case requires.
- (3) When minutes have been entered and signed as correct under this rule they shall, until the contrary is proved, be evidence that:
 - (a) the General Meeting or Committee meeting to which they relate (in this sub-rule called "the Meeting") was duly convened and held;
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

Voting rights of members of Association

22. (1) Subject to these rules, each member present in person or by proxy at a General Meeting is entitled to a deliberative vote.
- (2) Each member not present in person or by proxy may vote by way of postal vote in accordance with rule 24.

Proxies of members of Association

23. (1) A member (in this rule called "the appointing member") may appoint in

writing another member, subject to this rule, to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any General Meeting.

- (2) An appointment under sub-rule (1) must be made on the form attached to these rules in schedule 1, and:
 - (a) the information set out in that form must be completed; and
 - (b) the form must be lodged with the Secretary at least 24 hours before the scheduled time of the General Meeting.
- (3) Any person appointed as a proxy under this rule may represent only one appointing member at any General Meeting, and cannot be appointed as a proxy for more than one member.
- (4) If any member is appointed proxy for a General Meeting by more than one appointing member, that member will not be allowed to vote for either appointing member.

Postal Voting at General Meetings

24. (1) Subject to this rule, each member not present in person or by proxy at a General Meeting (being either an Annual General Meeting or a special General Meeting as the case may be) is entitled to vote by way of written postal vote (and in this section the member voting by way of postal vote is called the "voting member").
- (2) Each voting member must set out the following particulars in their postal vote:
 - (a) The name of the voting member;
 - (b) The address of the voting member;
 - (c) The full motion or motions on which the voting member is exercising their vote;
 - (d) Whether the voting member is voting in favour or is opposed to the motion or each of the motions in sub-paragraph (c); and
 - (e) in the case of an election of members to the Committee:
 - (i) the names of all of the members nominated for election to the Committee; and
 - (ii) the candidates for whom the member wishes to vote for;but provided always that the voting member votes separately for females nominated for election to the Committee, and males nominated for election to the Committee; and
 - (f) the postal vote must be signed by the voting member.
- (3) The postal vote must be posted to the Secretary and received no later than 24 hours before the scheduled time of the General Meeting.

- (4) A postal vote may only be made for the election of committee members at a General Meeting and for motions on notice at a General Meeting.
- (5) A form of postal vote is attached at schedule two to these rules, but a postal vote will not be invalid by reason only of the fact that it is not set out or written on the form in the schedule.
- (6) If any member at any General Meeting votes by way of postal vote in accordance with this rule for any motion on notice and, at the General Meeting the motion on notice is amended so as to become substantially a different motion, then the postal vote will be invalid.

Rules of Association

25. (1) The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.
- (2) These rules bind every member of the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

Common seal of Association

26. (1) The Association shall have a common seal on which its corporate name shall appear in legible characters.
- (2) The common seal of- the Association shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 21.
- (3) The affixing of the common seal of the Association shall be witnessed by any two of the members of the Committee holding the positions of President, Secretary or Treasurer.
- (4) The common seal of the Association shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

Inspection of records etc of the Association

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

Distribution of surplus property on winding-up of the Association

28. If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges, and expenses of that winding up, that property shall be distributed:
 - (1) to another incorporated association having objects similar to those of the Association; or
 - (2) for charitable purposes, which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the Committee under section 33 of the Act to

prepare a distribution plan for the distribution of the surplus property of the Association.

Conditions of use of logo

29. Any use of the logo of the Association on printed or electronic media must be accompanied by the words, "celebrating diverse sexuality," presented in such style as required by the Association through a style guide approved from time to time by the Committee of Management.

**APPENDIX 1
FORM OF PROXY**

I, _____ [name]

of _____ [address]

being a member of PRIDE WESTERN AUSTRALIA INC.

hereby appoints _____ [full name of proxy] of:

_____ [address]

being a member of **PRIDE WESTERN AUSTRALIA INCORPORATED** as my proxy to vote for me on my behalf at the General Meeting of the Association (Annual General Meeting or special General Meeting as the case may be) to be held on the ____ day of 20 _____ and at any adjournment of that meeting.

* My proxy is authorised to vote in favour of against (delete as appropriate) the resolution: *[Insert details]* _____

Signature of member appointing proxy

Date

* *To be inserted if desired*

