

**RULES OF THE NATIONAL INDIGENOUS POSTGRADUATE
ASSOCIATION ABORIGINAL CORPORATION**

1. NAME

The name of the Association shall be the "National Indigenous Postgraduate Association Aboriginal Corporation".

2. INTERPRETATION

In these Rules the following terms shall have the meaning assigned to them:

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| (a) CAPA Indigenous People's Liaison Officer membership | means the person elected by regional delegates of the Association to the executive of CAPA |
| (b) Aboriginal | Of the Aboriginal race of Australia or being a descendant of an Indigenous inhabitant of the Torres Strait Islands. |
| (c) Act | The Aboriginal Councils and Associations Act 1976 (Cth) |
| (d) CAPA | The Council of Australian Postgraduate Associations Incorporated. |
| (e) Executive | The Executive of this Association. |
| (f) Indigenous | Refers only to Indigenous peoples of Australia and the Torres Strait Islands. |
| (g) Postgraduate Student | A person currently undertaking a course of study at an Australian tertiary institution. |
| (h) Registrar | The person appointed by the relevant Minister under the Act to be the Registrar of Aboriginal Corporations. |
| (i) Public Officer | means the person appointed by the Executive to be the Public Officer as defined by the Act. |

3. OBJECTIVES

The Association shall be an incorporated Aboriginal Association under the Act and shall have the following objectives:

- (a) to provide a network for Indigenous Postgraduate Students;
- (b) to act as advocate for and to represent the interests of Indigenous postgraduate students at a National level;
- (c) to promote reconciliation between non-indigenous and indigenous peoples of Australia;
- (d) to promote research into indigenous issues and the training of indigenous researchers;
- (e) to educate researchers on appropriate protocols when dealing with issues of cultural and social significance to Indigenous peoples;
- (f) to liaise with universities, governments, and other national associations with a view promoting these objectives;
- (g) to promote the participation by Indigenous people as equals in a national community of postgraduate scholarship; and to be a constituent organisation of CAPA and adhere to the rules of CAPA and resolutions of its Council and Executive.

4. POWERS

- 4.1 The Association shall subject to the provision of the Act, have the power to do all such lawful things as may seem to the Executive necessary to carry out the objects of the Association.

5 MEMBERSHIP

- 5.1 Membership is open to adult Aboriginal Postgraduate students.
- 5.2 The members of the Association shall be those Aboriginal persons who qualify for membership and apply to the Executive for admission.
- 5.3 All members shall be entitled to attend, speak and vote at general meetings of the Association and be eligible for appointment as members of the Executive.
- 5.4 There shall be no membership fee.
- 5.5 Members may resign at any time in writing to the Secretary. Persons who have resigned, or been expelled following disciplinary action, may only be readmitted to membership by unanimous resolution of the Executive.
- 5.6 Membership shall commence upon entry of the member's name in the membership register, and continue until resignation, expulsion or when the member ceases to be a postgraduate student. The Membership register shall be kept at the official address of the Public Officer and will include;

- (a) the name and address of every member of the Association,
- (b) the date on which each member joined the Association, and
- (c) the date on which a member ceased to be a member of the Association.

5.7 Members of the association shall not be liable to contribute towards the payment of the debts and liabilities of the Association.

5.8 A register of members shall be kept maintained by the Secretary who shall annually submit to the Registrar a copy of the register, including names and addressees of all members, in accordance with subsection 58(3) of the Act.

6. EXECUTIVE

6.1 The Executive shall constitute the Governing Committee of the association within the meaning of the Act and consist of the following persons:

- (a) the President;
- (b) the Vice-President;
- (c) the Secretary;
- (d) the Treasurer;
- (e) the CAPA Indigenous People's Liaison Officer.

6.2 A person is ineligible to stand for election to the Executive or shall cease to be a member of the Executive if the person:

- (a) is convicted of an offence against a Commonwealth, State or Territory Law and sentenced to imprisonment for three (3) months or longer (except where the person has been granted an exemption from the Registrar or Minister);
- (b) is bankrupt or insolvent under administration; or
- (c) is incapable of holding office due to a civil penalty disqualification.

6.3 At the Annual General Meeting of the Association, the meeting shall elect each of the members of the Executive by secret ballot, in the order outlined in section 6.1. Where there are more than two candidates, voting shall be by the optional preferential system and counting conducted according to the rules applying to election for the House of Representatives.

6.4 The term of office of members of the Executive shall commence from the Executive shall commence from the close of the Annual General Meeting at which they are elected and shall cease at the close of the Annual General Meeting the year following. A person shall not be eligible for election to the Executive on more than three (3) occasions. A vacancy shall occur in the office

of an Executive member who fails to attend three or more Executive meetings during their term of office.

- 6.5 On any casual vacancy in its membership the Executive shall call for nominations from members of the Association to fill the vacancy, and shall appoint one of the nominees to fill the vacancy. This person shall hold office until the next Annual General Meeting. On a casual vacancy in the office of President, the Vice-President shall become President and the Executive shall fill a vacancy in the office of Vice-President.
- 6.6 The President or , in the absence of the President the Vice-President or in the absence of the Vice-President another member of the Executive appointed for that purpose shall chair meetings of the Executive.
- 6.7 Questions before the Executive shall be determined by simple majority of those present and voting. Proxies shall not be permitted. Each Executive member shall have one deliberative vote. In the event of a tie, the motion under consideration shall be declared lost.
- 6.8 Quorum for meetings of the Executive shall be three (3) members. The Executive may act despite any vacancy in its membership.
- 6.9 The management and control of the Association is vested in the Executive and shall be performed in accordance with the rules and the Act.
- 6.10 Meetings of the Executive may be called on seven (7) days notice by the President, or any two (2) members of the executive. The Secretary shall maintain minutes for Executive meetings and shall make such minutes available to members on request (excepting confidential items).
- 6.11 The Secretary shall be the Public Officer of the Association. The CAPA Liaison Officer shall be appointed as the CAPA Indigenous People's Liaison Officer to the Executive of CAPA. The members of the Executive shall constitute the Association's delegates to Council meetings of CAPA. The executive shall, within three (3) weeks after the incorporation of the association, appoint this person to be Public Officer of the Association in accordance with s56 of the Act. Where for any reason there is a change of Public Officer, the Executive shall, within (3) weeks after the appointment of the new Public Officer, notify to the Registrar the full name and official address of the public Officer by completing a Form 4 'Notice of Name and Address of Public Officer' and sending it to the Registrar. Where the executive changes the official address of the Public Officer it shall, within 3 weeks of the change, notify the registrar of such change.

7. DUTIES OF THE EXECUTIVE

- 7.1 Each person who is on the governing Committee:

- (a) has a duty to act in that position with honesty, diligence and reasonable care;
- (b) shall not make improper use of information or opportunities received through that position.

8. APPOINTMENT AND REMOVAL OF EMPLOYEES

- 8.1 Except as otherwise provided in the act or these Rules, the committee shall have power to appoint and remove or suspend employees and agents and to determine the powers, duties and payment of employees and agents.

9. MEMBER REGULATIONS

- 9.1 The Executive may take action against a member who:

- (a) has persistently neglected or refused to comply with these Rules or any resolutions of the Executive; or
- (b) has wilfully acted in a manner prejudicial to the interests of the Association.

- 9.2 Such action may include:

- (a) taking no action;
- (b) reprimanding the member;
- (c) suspending membership for up to six (6) months; and
- (d) expulsion from the Association.

- 9.3 Disciplinary action may be taken at the initiative of the Executive or on receipt of a complaint made in writing against a member of the Association.

- 9.4 The Executive shall investigate the alleged impropriety and satisfy itself to the facts before making a determination as to the action to be taken. The Executive shall allow for a twenty-one (21) days notification period, prior to the meeting in which expulsion is to be considered. During which time the member has the opportunity to present submissions to the Executive, either in writing or in person. The Executive shall conduct its deliberations in camera.

- 9.5 Written advice of the decision of the Executive and its reasons must be provided to the member and, in relevant cases, expulsion or suspension from membership does not take effect until seven (7) days after such notice is given.

- 9.6 A member who has been expelled may appeal to the General Meeting. The decision of the Executive may only be reversed by a resolution carried by a majority of votes at a general meeting.
- 9.7 Internal disputes not involving matters of discipline shall be considered by the Executive who shall make a determination as to the dispute. Where the Executive is unable to resolve the dispute the Registrar may be requested to arbitrate by any of the parties involved.

10. DISCLOSURE OF INTEREST

- 10.1 Any person on the committee must disclose any interest in a contract or arrangement, or proposed contract or arrangement with the Association at a meeting of the committee and a record of such disclosure shall be made in the minutes of that meeting. A person on the Committee who has disclosed an interest may not vote on the committee on any motion relating to the contract or proposed contract or arrangement.

11. FINANCE

- 11.1 The Treasurer shall cause to be kept proper books of accounts dealing with finances and property of the Association. The Treasurer shall table, at each meeting of the Executive, a statement of receipts and payments since the previous meeting. The financial records shall be made available for inspection by members on request.
- 11.2 The Executive shall, as soon as practicable after 30 June each year, cause to be prepared a report (“Committee’s Report”) consisting of:
- (a) a statement, in a form approved by the Registrar, showing whether the Executive and the Association have complied with the obligations imposed by the Act, and these Rules during that financial year;
 - (b) official receipts shall be issued for all the moneys received by the Association;
 - (c) all funds of the Association shall, in the first instance be deposited in a bank account of the Association no later than the first working day following the day of receipt or as soon as possible thereafter;
 - (d) a balance sheet setting out the assets and liabilities of the Association as at that 30 June;
 - (e) an income and expenditure statement giving a true and fair view of the income and expenditure of the Association for the financial year ending on that 30 June; and

- (f) a copy of the list of names and addresses of members provided to the Registrar under section 58 of the Act.
- 11.3 As soon as practicable after the Committee's Report has been prepared, the Executive shall cause a person authorised by the Registrar under subsection 59(3) of the Act to examine:
 - (a) whether the Executive and the Association have complied with the obligations imposed by the Act, and these rules; and
 - (b) whether the balance sheet and income and expenditure statement are based on proper accounts and records and are in agreement with those accounts and records;
 - (c) and to provide the Executive with a report ("Examiner's Report") of the results of that examination, drawing attention to any irregularity that it has disclosed.
- 11.4 The Executive shall submit to the Registrar a copy of the Committee's Report and the Examiner's Report as soon as practicable and no later than 31 December after the end of the relevant financial year.
- 11.5 At each Annual General Meeting the Treasurer shall present the Committee's Report and Examiner's Report relating to the previous financial year. The Treasurer will also present a statement of income and expenditure for the portion of the current financial year from 1 July to one month before the Annual General Meeting, and a balance sheet as at one month before the Annual General Meeting.
- 11.6 All disbursements of the Association other than payments from petty cash, shall be in the form of cheques. All cheques and other financial instruments shall be signed by the Treasurer and one other member of the Executive. No member shall incur any expenditure on behalf of the Association without approval of the Treasurer.
- 11.7 Subject to any resolution passed by the Association in general meeting, the funds of the association are to be used in pursuance of the objectives of the association in such manner as the Executive determines.
- 11.8 Where funding for the Association's activities has been provided by an outside funding agency or other organisation, any terms or conditions in respect of that funding shall be treated as binding on the Association and the Executive.
- 11.9 The CAPA Indigenous People's Liaison Officer shall table copies of any financial information at the meeting of the CAPA Executive next following the meeting of the Association's Executive at which the information was noted.
- 11.10 Copies of the Committee's Report and Examiner's Report shall be provided to CAPA no later than one month after their submission to the Registrar. On

request, the financial records of the Association shall be open to inspection by the CAPA Treasurer.

12. GENERAL MEETINGS

12.1 There shall be an Annual General Meeting of the Association and such Special General Meetings as determined by the Executive or required by petition. Any general meeting other than the first General Meeting and the Annual General Meeting shall be called a Special General Meeting. The place, date and hour of every General Meeting shall be determined by the Executive.

12.2 Quorum for general meetings shall be the greater of ten (10) members or twenty-five percent (25%) of the total membership of the Association. At General Meetings, any member shall be entitled to appoint another member as proxy by notice given to the Secretary at least 24 hours before the meeting in respect of which the proxy is appointed (but no member shall hold more than 3 proxies)

12.3 The first Annual General Meeting shall be held within 15 months after incorporation. Subsequent Annual General Meetings shall be held within 3 months after each 30 June.

12.4 Reports by members of the Executive, and the Committee's Report and Examiners' Report, shall be available for inspection by members not less than seven (7) days before the commencement of the Annual General Meeting.

12.5 A Special General Meeting shall be convened:

- (a) at the direction of the Executive;
- (b) or within 21 days of receipt by the President of a request signed by not less than five (5) of the members or no fewer than ten (10%) of the total members of the Association, whichever number is greater.

12.6 The first general meeting of the Association shall be held within three months after incorporation.

The order of business at the Annual General Meeting shall be-

- (a) to confirm the minutes of the last general meeting, whether the Annual General Meeting or a Special General Meeting;
- (b) to receive from the Executive, reports concerning the activities and business of the Association during the preceding financial year ending 30 June, including the Committee's Report and the examiner's Report;
- (c) to elect the members of the Executive (the procedures for the elections shall be in accordance with rule 6.3);
- (d) to appoint an examiner as required by subsection 59(3) of the Act; and

(e) to conduct such other business as the meeting shall determine.

The order of the business at a Special General Meeting shall be-

(a) to confirm the minutes of the last General Meeting, whether the Annual General Meeting or a Special General Meeting;

(b) to deal with all matters for which the meeting was called;

(c) to conduct such other business as the meeting shall determine.

12.7 A Special General Meeting may be convened to remove one or more members of the Executive from office. The affected members of the Executive have a right to speak in response to such a motion.

12.8 General meetings shall be chaired by the President, or such persons as appointed by the President. All questions submitted to a general meeting shall be decided by a simple majority of votes of the members present and voting. In the event of a tie, the motion under consideration shall be declared lost.

12.9 The Secretary shall maintain minutes of general meetings and these minutes shall be made available to members on request. Copies of the minutes shall be provided to the National Secretary of CAPA.

12.10 The members in general meeting shall create Standing Orders to regulate the conduct of its business not specified by these Rules.

12.11 Decisions made at general meetings shall be binding on the Executive.

12.12 An aggrieved member of the Association may at any time request the Executive to call a special general meeting. The Executive must do so unless the registrar considers the request to be frivolous, unreasonable or contrary to the interests of the members of the Association.

12.13 If the registrar has not considered a request made under 12.12 to be frivolous, unreasonable or contrary to the interests of the members of the association and if the Executive does not proceed to cause a special general meeting to be held within 21 days from the date on which the request was made, those persons making the request or any of them may convene the meeting, but any meeting so convened shall not be held after 3 months from the date the request was lodged. Notice of such a meeting, including the purpose of the meeting, shall be given to the members of the Association at least seven days prior to the date of the meeting.

13. ALTERATION OF RULES

13.1 These rules shall only be altered by a resolution carried at a quorate general meeting by 75% of members present and voting, where at least twenty-one (21)

days notice has been provided of the intention to move the motion to alter the Rules. The proposed alterations must be specified in the notice of the general meeting.

- 13.2 These Rules, incorporating any amendments, shall be maintained by the Secretary, and copies shall be available to members on request. On admission to membership new members shall be provided with a copy of the Rules.
- 13.3 The interpretation of the Rules shall rest with the President. Any dispute as to the interpretation of the Rules shall be dealt with as an internal dispute in accordance with section 9.7.
- 13.4 When alterations to the Rules have been carried by a General Meeting the Secretary shall file such alterations with the Registrar within six (6) weeks of the carriage of the resolution. The alteration shall not take effect unless and until approved by the Registrar.
- 13.5 The CAPA Indigenous People's Liaison Officer shall table such alterations at the following meeting of the CAPA Executive.

14. DISSOLUTION

- 14.1 The Association may only be dissolved by a resolution of a general meeting carried by 75% of those present and voting, where at least twenty-one (21) days notice has been provided of the intention to move the motion to dissolve the Association. Winding up shall be in accordance with the Act. Upon dissolution of the Association, any surplus shall be transferred to CAPA to hold in trust and be applied exclusively for the benefit of Indigenous postgraduate students.

15. MISCELLANEOUS RULES

- 15.1 The common seal of the Association must be kept in the custody of the Secretary. The common seal must not be affixed to any instrument except by the authority of the Executive and the affixing of the common seal must be attested by the signatures of two (2) members of the Executive.
- 15.2 The Treasurer shall maintain and keep in his or her custody the chequebook and all financial records of the Association. The Secretary must keep in his or her custody or under his or her control all other records, books and other documents relating to the Association.
- 15.3 The records, books and other documents of the association must be open to inspection by any member of the association on reasonable request.
- 15.4 A notice may be given by the Association to any member personally, by sending it by post to the member's registered address, or in a manner which accords with Aboriginal custom. Notice of the meeting, including the purpose of the meeting,

shall be given to the members at least seven days prior to the date of the meeting, by any means the Executive considers appropriate.

- 15.5 Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter containing the notice and unless the contrary is proved to have been effected at the time at which the letter would be delivered in the ordinary course of post.
- 15.6 If a member has no registered address in the designated area and has not supplied to the Association an address, a notice advertised in a newspaper circulating in the neighbourhood of the registered office of the Association shall be deemed to be a notice duly given to them on the date on which the advertisement appears.