

RULES OF ROTARY INTERNATIONAL DISTRICT 9650 INCORPORATED

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## **ARTICLE 1. DEFINITIONS**

As used in these Rules, unless the context otherwise clearly requires, the words in this article shall have the following meanings:-

- 1) *Act: Associations Incorporation Act 1984 NSW*
- 2) **Assistant Governor:**  
A member appointed by the Governor to assist the Governor in the administration of the District.
- 3) **Board:**  
**The Board of Directors of Rotary International.**
- 4) **Club:**  
A Rotary Club being a member of RI District 9650 Incorporated.
- 5) *Committee:*  
*The body which governs or has the management of the District.*
- 6) **Constitutional Documents:**  
**The R I Constitution and By-laws and the Standard Rotary Club Constitution.**
- 7) **District: The incorporated association known as Rotary International District 9650 Incorporated.**
- 8) **General Secretary:**  
**The General Secretary of RI.**
- 9) **Governor:**  
**The Governor of RI District 9650 Incorporated.**
- 10) **Governor-elect**  
The incoming Governor of the District.
- 11) **Member:**  
**A member, other than honorary, of a Rotary club.**
- 12) **Ordinary Member:**  
A member of the committee who is not an office-bearer of the District, as referred to in Article 7.02.2.
- 13) **Past District Governor:**  
A past governor of R I, who is a member of a club.
- 14) *Public Officer:*  
*The person who is for the time being the public officer of the district under the Act.*

- 15) **RI:**  
**Rotary International.**
- 16) *Regulations:*  
*Associations Incorporation Regulation, 1994.*
- 17) Secretary:  
(a) the person holding office under these rules as secretary of the District; or  
(b) if no such person holds that office - the public officer of the District;
- 18) *Special General Meeting:*  
*A general meeting of the District other than annual general meeting.*
- 19) **Year:**  
The twelve month period which begins on 1 July.

## **ARTICLE 2. NAME**

The name of this incorporated association shall be Rotary International District 9650 Incorporated.

## **ARTICLE 3. OBJECTS**

The objects of the District are to:

- 1) provide for the efficient administration of the clubs within the District by RI and the Governor.
- 2) help the clubs within the District advance the Object of Rotary.

## **ARTICLE 4. MEMBERSHIP**

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### 4.01 Current Membership

The members of the District shall be the clubs that are located within its territorial limits.

### 4.02 Membership Qualifications

4.02.1.1 *Membership of the District is available only to a club.*

4.02.1.2 *A club is qualified for membership of the District if, but only if, the club is a person referred to in section 15(1)(a), of the Act.*

4.02.1.3 *A club has been chartered since incorporation.*

4.02.2 A club within the territorial limits of the District automatically becomes a member of the District upon becoming a member of RI.

#### 4.03 Register of Clubs

4.03.1 *The public officer of the District must establish and maintain a register of the clubs specifying the name and address of each club which belongs to the District.*

4.03.2 The register of clubs is also required to be printed in the form of a directory by the district and circulated as considered necessary by the governor.

#### 4.04 Fees, Subscriptions, etc.

A club shall pay annual dues to the District, the amount being determined by the governor in consultation with the clubs at the District Assembly.

#### 4.05 Clubs liabilities

*The liability of a club to contribute towards the payment of the debts and liabilities of the District or the costs, charges and expenses of the winding up of the District is limited to the amount, if any, unpaid by the club in respect of membership of the District as required by Article 5.04.*

#### 4.06 Resolution of internal disputes

*Disputes between clubs, disputes between members relating to District affairs, disputes between clubs and the District and between members and the District are to be resolved as provided for in the constitutional documents and these rules.*

#### 4.07 Disciplining of Clubs or members

4.07.1 *A complaint may be made by any club or member that some other club or member:*

4.07.1.1 *has persistently refused or neglected to comply with a provision or provisions of these rules; or*

4.07.1.2 *has persistently and wilfully acted in a manner prejudicial to the interests of the District;*

4.07.2 *On receiving such a complaint, the committee:*

4.07.2.1 *must cause notice of the complaint to be served on the club or member concerned; and*

4.07.2.2 *must give the club or member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint; and*

4.07.2.3 *must take into consideration any submissions made by the club or member in connection with the complaint.*

4.07.3 *The committee may, by resolution, require the governor to refer the matter to RI for resolution.*

#### 4.08 *Right of appeal of disciplined club or member*

4.08.1 *A club or member may appeal to the District in general meeting against a resolution of the committee which is confirmed under Article 4.07.3, within 7 days after notice of the resolution is served on the club or member, by lodging with the secretary a notice to that effect.*

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

4.08.3 *On receipt of a notice from a club or member under Article 4.08.1, the secretary must notify the committee which is to convene a general meeting of the District to be held within 28 days after the date on which the secretary received the notice.*

4.08.4 *At a general meeting of the District convened under Article 4.08.3:*

4.08.4.1 *no business other than the question of the appeal shall be transacted; and*

4.08.4.2 *the committee and the club or member shall be given the opportunity to state their respective cases orally or in writing, or both; and*

4.08.4.3 *the clubs present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.*

4.08.5 *If at the general meeting the District passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.*

#### 4.09 *Duration of membership*

A club shall remain a member of the District while ever it continues to be a member of RI and is within the territorial limits of the district.

## **ARTICLE 5. MEETINGS**

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### 5.01 Annual General Meetings - Holding of

*5.01.1 With the exception of the first annual general meeting of the district the district must, at least once in each calendar year and within the period of 6 months before the expiration of each year, convene an annual general meeting of the district.*

*5.01.2 The district shall hold its first annual general meeting -*

*5.01.2.1 within the period of 18 months after its incorporation under the Act; and*

*5.01.2.2 concurrently with, and at, the annual conference of the district.*

*5.01.3 Articles 5.01.1 and 5.01.2 have effect subject to any extension or permission granted by the Minister under section 26(3) of the Act.*

*5.01.4 Unless otherwise determined, the annual general meeting of the district shall be held concurrently with, and at, the annual conference of the district.*

### 5.02 Annual general meetings - calling of and business at

*5.02.1 The annual general meeting of the district shall, subject to the Act, and to Article 5.01, be convened on such date and at such place and time as the committee thinks fit.*

*5.02.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:*

5.02.2.1 *to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting;*

5.02.2.2 *to receive from the committee and sub-committees reports on the activities of the district during the last preceding financial year;*

5.02.2.3 *to elect or confirm office-bearers of the district and ordinary members of the committee;*

5.02.2.4 *to receive and consider the statement which is required to be submitted to clubs pursuant to section 26(6) of the Act.*

5.02.3 *An annual general meeting must be specified as such in the notice convening it.*

### 5.03 Special General Meetings - Calling of

5.03.1 *The committee may, whenever it thinks fit, convene a special general meeting of the District.*

5.03.2 *The committee must, on the requisition in writing of at least 10 per cent of the total number of clubs, convene a special general meeting of the District.*

5.03.3 *A requisition of clubs for a special general meeting:*

5.03.3.1 *must state the purpose or purposes of the meeting; and*

5.03.3.2 *must be signed by the clubs making the requisition; and*

5.03.3.3 *must be lodged with the secretary; and*

5.03.3.4 *may consist of several documents in a similar form, each signed by one or more of the clubs making the requisition.*

5.03.4 *If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of clubs for the meeting is lodged with the secretary, any one or more of the clubs who made the requisition may convene a special general meeting to be held not later than 3 months after that date.*

5.03.5 *A special general meeting convened by a club or clubs as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any club who thereby incurs expense is entitled to be reimbursed by the District for any reasonable expense so incurred.*

### 5.04 Notice

- 5.04.1 *Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the District, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each club at the club's address appearing in the register of clubs, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.*
- 5.04.2 *If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the District, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each club in the manner provided in Article 5.04.1 specifying, in addition to the matter required under Article 5.09.1, the intention to propose the resolution as a special resolution.*
- 5.04.3 *No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Article 5.07.2.*
- 5.04.4 *A club desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.*

## 5.05 Procedure

- 5.05.1 *No item of business shall be transacted at a general meeting unless a quorum of clubs entitled under these rules to vote is present during the time the meeting is considering that item.*
- 5.05.2 *Five clubs present in person (being the duly appointed representatives of clubs entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.*
- 5.05.3 *If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:*
- 5.05.3.1 *if convened upon the requisition of clubs is to be dissolved; and*
- 5.05.3.2 *in any other case is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to clubs given before the day to which the meeting is adjourned) at the same place.*

5.05.4 *If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the clubs present (being not less than 3) shall constitute a quorum.*

5.06 Presiding member

5.06.1 *The governor or, in the governor's absence, the governor elect, is to preside as chairperson at each general meeting of the District.*

5.06.2 *If the governor and the governor elect are absent or unwilling to act, the clubs present must elect one of the clubs duly appointed representatives to preside as chairperson at the meeting.*

5.07 Adjournment

5.07.1 *The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of clubs present at the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.*

5.07.2 *If a general meeting is adjourned for 14 days or more, the secretary shall give written or oral notice of the adjourned meeting to each club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.*

5.07.3 *Except as provided in Articles 5.12.1 and 5.12.2, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.*

5.08 Making of decisions

5.08.1 *A question arising at a general meeting of the District is to 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 chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the District, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.*

5.08.2 *At a general meeting of the District, a poll may be demanded by the chairperson or by at least 3 clubs present at the meeting.*

5.08.3 *If a poll is demanded at a general meeting, the poll shall be taken:*

5.08.3.1 *immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment; or*

5.08.3.2 *in any other case, in such manner and at such time before the close of the meeting as the chairperson directs,*

*and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.*

5.08.4 *In taking a poll a club shall be entitled to the number of votes it is eligible to exercise by virtue of the constitutional documents.*

## 5.09 Special resolution

5.09.1 *A resolution of the District is a special resolution:*

5.09.1.1 *if it is passed by a majority which comprises not less than three-quarters of the votes of the clubs as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or*

5.09.1.2 *where it is made to appear to the Department of Fair Trading that it is not practicable for the resolution to be passed in the manner specified in Article 5.09.1.1 if the resolution is passed in a manner specified by the Department of Fair Trading.*

## 5.10 Voting

5.10.1 *On any question arising at a general meeting of the District a club has the number of votes to which it is entitled by the constitutional documents.*

5.10.2 *All votes must be given personally.*

5.10.3 *In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.*

5.10.4 *A club or proxy is not entitled to vote at any general meeting of the District unless all money due and payable by the club or proxy to the District has been paid other than the amount of the annual subscription payable in respect of the then current year.*

5.10.5 *Apart from the provisions of these rules applicable to voting in person, all decisions and elections that the constitutional documents specify are to occur at a District conference or District assembly may be made by the clubs of the District by a ballot-by-mail. Such ballot-by-mail shall follow as near as possible the procedures in Article XIII Section 13.050 of the by-laws of RI.*

## **ARTICLE 6. THE COMMITTEE**

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6.01 Powers of the Committee

*The committee is to be called the District Committee and, subject to the Act, the Regulations, the constitutional documents, the district by-laws and these rules and to any resolution passed by the District in general meeting:*

*6.01.1 is to control and manage the affairs of the District;*

*6.01.2 may exercise all such functions as may be exercised by the District other than those functions that are required by these rules to be exercised:*

*6.01.2.1 by a general meeting of clubs; or*

*6.01.2.2 by the governor as required by the constitutional documents and these rules;*

*6.01.3 has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the District.*

6.02 Constitution and membership

*6.02.1 Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of:*

*6.02.1.1 the office-bearers of the District;*

*6.02.1.2 the nine assistant governors; and*

*6.02.1.3 the three (3) most immediate past district governors,*

*each of whom with the exception of the governor, the governor elect and the governor-nominee is to be elected at the annual general meeting of the District pursuant to rule 6.03.*

*6.02.2 The office-bearers of the District shall be:*

6.02.2.1 *the governor, who shall be the presiding officer of the District and the chairman of the committee;*

6.02.2.2 *the governor-elect;*

6.02.2.3 *the governor-nominee;*

6.02.2.4 *the secretary; and*

6.02.2.5 *the treasurer.*

6.02.3 *Each member of the committee is, subject to these rules, to hold office for one year from 1st July next after the conclusion of the annual general meeting following the date of the member's election.*

6.02.4 *In the event of a casual vacancy occurring in the membership of the committee, with the exception of the governor, governor elect and governor nominee the committee may appoint a member to fill the vacancy and the member so appointed shall hold office, subject to these rules, until 30th June next following the date of the appointment.*

6.02.5 *The members of the committee shall be limited to Members.*

### 6.03 Election of members

6.03.1 *Nominations of candidates for election as office-bearers of the District or as ordinary members of the committee must be published in the notice of the annual general meeting at which the election is to take place.*

6.03.2 *The election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.*

### 6.04 Secretary

6.04.1 *The secretary of the District shall, as soon as practicable after being appointed as secretary, lodge notice with the District of his or her address.*

6.04.2 *It is the duty of the secretary to keep minutes of:*

6.04.2.1 *all appointments of office-bearers and members of the committee;*

6.04.2.2 *the names of members of the committee present at a committee meeting or a general meeting; and*

6.04.2.3 *all proceedings at committee meetings and general meetings.*

6.04.3 *Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.*

## 6.05 Treasurer

6.05.1 *It is the duty of the treasurer of the District to ensure:*

- 6.05.1.1 *that all money due to the District is collected and received and that all payments authorised by the District are made; and*
- 6.05.1.2 *that correct books and accounts are kept showing the financial affairs of the District including full details of all receipts and expenditure connected with the activities of the District.*

## 6.06 Casual Vacancies

6.06.1 *For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member:*

- 6.06.1.1 *dies; or*
- 6.06.1.2 *ceases to be a member of a club; or*
- 6.06.1.3 *becomes an insolvent under administration within the meaning of the Corporations Law; or*
- 6.06.1.4 *resigns office by notice in writing given to the secretary; or*
- 6.06.1.5 *is removed from office under rule 6.07; or*
- 6.06.1.6 *becomes mentally incapacitated person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or*
- 6.06.1.7 *is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.*

## 6.07 Removal of member

6.07.1 *The District in general meeting may by resolution remove any member of the committee, with the exception of the governor, governor elect and governor nominee, from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.*

6.07.2 *If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or governor (not exceeding a reasonable length) and requests that the representations be notified to the members of the District, the secretary or the governor may send a copy of the representations to each member of the District or, if the representations are not so sent, the member is entitled to*

*require that the representations be read out at the meeting at which the resolution is considered.*

## 6.08 Meetings and Quorum

- 6.08.1 *The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.*
- 6.08.2 *Additional meetings of the committee may be convened by the governor or by any three members of the committee.*
- 6.08.3 *Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.*
- 6.08.4 *Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.*
- 6.08.5 *Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee, provided always that one of such members of the committee is the governor.*
- 6.08.6 *No business is to be transacted by the committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.*
- 6.08.7 *If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.*
- 6.08.8 *At a meeting of the committee:*
- 6.08.8.1 *the governor or, in the governor's absence, the governor-elect shall preside; or*
- 6.08.8.2 *if the governor and the governor-elect are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.*

## 6.09 Delegation by Committee to Sub-Committee

- 6.09.1 *The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such person or persons who are members of a club as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:*

- 6.09.1.1 *this power of delegation; and*
- 6.09.1.2 *a function which is a duty imposed on the committee by the Act or by any other law including the constitutional documents.*
- 6.09.2 *A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.*
- 6.09.3 *A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject or as to time or circumstances, as may be specified in the instrument of delegation.*
- 6.09.4 *Despite any delegation under this rule, the committee may continue to exercise any function delegated.*
- 6.09.5 *Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.*
- 6.09.6 *The committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.*
- 6.09.7 *A sub-committee may meet and adjourn as it thinks proper.*
- 6.10 Voting and decisions
- 6.10.1 *Questions arising at a meeting of the committee or any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.*
- 6.10.2 *Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.*
- 6.10.3 *Subject to rule 6.08.5, the committee may act notwithstanding any vacancy on the committee.*
- 6.10.4 *Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.*

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7.01 Funds -source

- 7.01.1 *The funds of the district are to be derived from annual dues of clubs, donations, and subject to any resolution passed by the district in general meeting, such other sources as the committee determines.*
- 7.01.2 *All money received by the district must be deposited as soon as practicable and without deduction to the credit of the district's bank account.*
- 7.01.3 *The district must, as soon as practicable after receiving any money, issue an appropriate receipt.*

7.02 Funds -management

- 7.02.1 *Subject to any resolution passed by the district in general meeting the funds of the district are to be used in pursuance of the objects of the district in such manner as the committee determines.*
- 7.02.2 *All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee being members authorised to do so by the committee.*

7.03 Funds -distribution

*The district shall be a non-profit, non-share capital and/or not-for-profit entity. The assets and income of the district shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the clubs, members or officers except as bona fide remuneration for services rendered or expenses incurred on behalf of the district.*

## ARTICLE 8. MISCELLANEOUS

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8.01 Insurance

The District may effect and maintain insurance.

8.02 Common seal

*8.02.1 The common seal of the District must be kept in the custody of the public officer.*

*8.02.2 The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.*

8.03 Custody of books, etc.

*Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the District.*

8.04 Inspection of books, etc.

*The records, books and other documents of the District must be open to inspection, free of charge, by a member of the District at any reasonable hour.*

8.05 Service of notices

*8.05.1 For the purpose of these rules, a notice may be served on or given to a person:*

- 8.05.1.1 by delivering it to the person personally, or*
- 8.05.1.2 by sending it by pre-paid post to the address of the person, or*
- 8.05.1.3 by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.*

*8.05.2 For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:*

- 8.05.2.1 in the case of a notice given or served personally, on the date on which it is received by the addressee, and*
- 8.05.1.2 in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and*
- 8.05.1.3 in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent*

*produces a report indicating that the notice was sent on a later date, on that date.*

#### 8.06 Winding Up

*In the event of the district being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the committee in accordance with their powers to any fund, institution or authority which has similar objects and which has rules prohibiting the distribution of its assets and income to its members; and in accordance with the Act.*

#### 8.07 Interpretation

If any provision of these rules is not in conformity with the constitutional documents, or policies of RI, as amended from time to time, then to the extent not contrary to law and of the non conformity, the terms of the constitutional documents, or policies of RI, shall prevail.

#### 8.08 Amendments

*8.08.1 The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the District.*

*8.08.2 Any amendments to these rules that do not offend against the provisions of Article 8.07 shall be made at the conference or such other special general meeting duly convened specifically for the purpose of amending these rules and in conformity with the provisions of Article 5.04.*

#### 8.09 Dissolution

The district shall immediately and automatically cease operations and begin dissolution proceedings upon a special resolution of the clubs at the district conference of District 9650 or in a ballot-by-mail or upon directive of the Board. The Governor shall provide the Board with notice of a decision by the clubs to dissolve the district and shall provide a final report upon the completion of the dissolution process to the general secretary.

### **ARTICLE 9. CHARITABLE FUNDRAISING**

#### Index:

9.01 Compliance with Charitable Fundraising Act 1991

9.02 Dispute Resolution

#### 9.01 Compliance with Charitable Fundraising Act 1991

*9.01.1 This rule applies whilst the District holds an Authority to Fundraise for charitable purposes under the Charitable Fundraising Act 1991.*

- 9.01.2 *The District shall comply with such of the provisions of the Charitable Fundraising Act 1991 and the regulations thereunder as are applicable to it.*
- 9.01.3 *Where any conflict arises between the provisions of the rules of the District and the Charitable Fundraising Act 1991 and the regulations there under the latter shall prevail.*
- 9.01.4 *The District shall ensure that a mechanism is established that will properly and effectively deal with complaints made by members of the public and grievances from employees.*

9.02 Dispute Resolution

- 9.02.1 *In the event of a complaint being made by a member of the public or a grievance received from an employee of the District:-*
- 9.02.1.1 *The secretary shall, within seven (7) days from the date of receiving the complaint or grievance appoint a time and place where a representative of the District and the complainant shall meet for the purpose of attempting to resolve the complaint. The time for such meeting shall not be more than fourteen (14) days from the receipt of the complaint by the District.*
- 9.02.1.2 *Where the representative of the District and the complainant cannot reach a satisfactory resolution of the complaint or grievance the parties shall, within seven (7) days from the date of such meeting, submit the complaint or grievance to an independent person to be agreed or in the absence of agreement to be nominated by the President of Rotary International. The decision of the independent person so agreed upon or appointed shall be final and binding upon the parties. Each party shall bear its own costs.*