

2017

CONSTITUTION OF BUDDHIST COUNCIL OF NEW SOUTH WALES INCORPORATED.

1. THE NAME.

The name of the organisation is Buddhist Council of New South Wales Incorporated, hereafter referred to as 'the Council'.

2. THE AIMS AND OBJECTS.

The aims and objects of Buddhist Council of New South Wales Incorporated are set out hereunder:-

- (a) to serve as the umbrella organisation for all Buddhist temples and organisations in New South Wales, who are accredited as members of the Council.
- (b) to liaise with local, State and Commonwealth government departments on behalf of its members.
- (c) to act as a watchdog and to take appropriate action in cases of prejudice, disadvantage and insult to member organisations or to the Buddhist religion in general.
- (d) to assist in the resolution of disputes within member organisations if so invited.
- (e) to foster a spirit of fellowship, co-operation, friendship and goodwill amongst individuals belonging to the constituent members.
- (f) to facilitate the interchange of information between members regarding their respective activities;
- (g) to serve as a forum for the discussion of matters of common interest to all Buddhists;
- (h) to act in support of member organisations engaged in sponsoring applications for visas for Buddhist monks and teachers coming from overseas countries.
- (i) to work for peace and harmony through inter-religious co-operation;
- (j) to act in any way to promote the interests and ideals of Buddhism amongst the community at large;
- (k) to promote and engage in social welfare activities.
- (l) to organise religious instruction for children and youths so that they may be aware of ethical and moral values and so become better citizens of Australia;
- (m) to conduct training programmes on Buddhist youth leadership and community service;
- (n) to organise and/or sponsor public talks, forums and seminars on Buddhism and other related subjects;
- (o) to publish journals, newsletters and books on Buddhism and other related subjects;
- (p) to establish, support and facilitate a chaplaincy program for prisons, hospitals or other public institutions in service of the community;
- (q) to provide assistance and advice to members where requested.

In pursuance of the above Aims and Objectives and to assist in the furtherance thereof whether directly or indirectly:

- (1) To acquire by purchase, lease, exchange or otherwise, land, buildings and hereditaments of any tenure or description situate in the State of New South Wales and any estate therein and any rights over or connected with any such lands, buildings and hereditaments and to construct at and/or maintain improvements thereon.
- (2) To purchase or otherwise acquire and to sell, exchange, surrender, lease, mortgage, charge or otherwise deal with and dispose of property both real and personal of whatsoever nature.
- (3) To borrow or raise or secure payments of monies in such manner as the Board of Directors of the Buddhist Council of New South Wales Incorporated may think fit and to secure same for the repayment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by Buddhist Council of New South Wales Incorporated in any way.
- (4) To draw, make, accept, endorse, discard, execute and issue promissory notes, bills of exchange and other negotiable or transferable instruments.
- (5) To enter into any arrangements with any Government or authority, shire, municipal, local or otherwise that may seem conducive to the aims and objects of Buddhist Council of New South Wales Incorporated or any of them and to obtain from any such government or authority any rights, privileges and concessions and grant any rights, privileges and concessions which the Board of Directors may deem desirable and to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (6) To purchase, take on lease or in exchange, hire and/or otherwise acquire any real and personal property and any rights or privileges which the Board of Directors may think necessary or convenient for the furtherance of its objects or any of them.

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- (7) To construct, improve, maintain, develop, work, manage, carry out or control any property assets or interest which may seem calculated directly or indirectly to advance the interests of Buddhist Council of New South Wales Incorporated and to contribute to subsidise or otherwise assist or take part in the construction, improvement, maintenance, development, working, management, carrying out or control thereof.
- (8) To invest and deal with money of Buddhist Council of New South Wales Incorporated in such manner as may from time to time be thought fit.
- (9) To act for trustees and to do any act or thing in relation to any matter arising out of any trust and/or funds which may be established for the benefit of Buddhist Council of New South Wales Incorporated.
- (10) To amalgamate with any Buddhist Organisation, whether incorporated or unincorporated, having objects substantially similar to those of Buddhist Council of New South Wales Incorporated and which shall prohibit the distribution of its or their income and property amongst its or their members.
- (11) To purchase or acquire all or any part of the property, assets or liabilities of such incorporated or unincorporated Organisation with which Buddhist Council of New South Wales is authorised to amalgamate.
- (12) To transfer all or part of the property, assets or liabilities of Buddhist Council of New South Wales Incorporated to any such incorporated or unincorporated Organisation to which Buddhist Council of New South Wales Incorporated is authorised to amalgamate.

3. INTERPRETATION.

- (a) In these Rules except in so far as the context or subject matter otherwise indicates or requires:
 - "**Buddhist**" means a person who has sincerely gone for refuge and thereby accepts the ideals of the Buddha, the Dharma and the Sangha;
 - "**Buddha**" shall refer to Siddhartha Gautama also known as Sakyamuni;
 - "**Business Day**" shall refer to a day that is not a Saturday, Sunday or public holiday as gazetted by the NSW Government;
 - "**Dharma (Dhamma)**" shall mean the teachings of the Buddha;
 - "**Sangha**" shall mean fully ordained Buddhist monks, as well as nuns who have taken the ten (10) precepts and novices who are training for higher ordination. Buddhist monks, nuns and novices are those who have left home for the homeless life and to pursue a monastic life.
 - "**Secretary**" means:
 - (a) the person holding office under these Rules as Secretary of Buddhist Council of New South Wales Incorporated; or
 - (b) where no such person holds that office - the Public Officer of Buddhist Council of New South Wales Incorporated;
 - "**Special General Meeting**" means a general meeting of the members of Buddhist Council of New South Wales Incorporated other than the annual general meeting;
 - "**the Act**" means the Associations Incorporation Act, 1984 (New South Wales);
 - "**the Regulation**" means the Associations Incorporation Regulation, (New South Wales);
- (b) **In these Rules:**
 - (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of that duty.
 - (c) The provisions of the Interpretation Act, 1897, apply to and in respect of these Rules in the same manner as those provisions would so apply if these Rules were an instrument made under the Act.

4. MEMBERSHIP.

- (a) Membership of the Council shall be open to all Buddhist temples, groups and organisations operating in New South Wales and the Australian Capital Territory. To qualify for membership, the group or organisation should unite a number of persons in a common Buddhist activity with or without a constitution or formal membership, but must have an executive body or person to act on its behalf. "Buddhist" in this clause shall refer to the definition in Clause 3(a)
- (b) Candidates for membership of the Buddhist Council of New South Wales Incorporated will be admitted to membership only after examination and approval of the credentials of the candidate body by the Board of Directors of the Buddhist Council of New South Wales Incorporated

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- (c) A register of members shall be kept showing, in respect of each member organisation, the name, address and telephone number.
- (d) Membership of the Buddhist Council of New South Wales Incorporated is not open to individual persons.

5. NOMINATION FOR MEMBERSHIP.

- (a) A nomination of a temple, group or organisation for membership of Buddhist Council of New South Wales Incorporated:
 - (i) shall be made by a member of the Buddhist Council of New South Wales Incorporated in writing in the form set out by the Board of Directors; and
 - (ii) shall be accompanied by a copy of the constitution of the applicant organisation, unless that organisation is without a constitution;
 - (iii) shall be lodged with the secretary of Buddhist Council of New South Wales Incorporated.
- (b) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the Board of Directors which shall determine whether to approve or reject the nomination.
- (c) Where the Board of Directors determines to approve a nomination for membership, the secretary shall, as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay, within the period of 28 days after receipt by the nominee of the notification, the sum payable under these Rules by a member as entrance fee and annual subscription.
- (d) The secretary shall, on payment by the nominee of the amounts referred to in clause (c), issue to the nominee a certificate of accredited membership of the Buddhist Council of New South Wales Incorporated.
- (e) The secretary shall, on payment by the nominee of the amounts referred to in clause (d) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of Buddhist Council of New South Wales Incorporated.

6. MEMBERS' LIABILITIES.

Members of Buddhist Council of New South Wales Incorporated shall not be liable to contribute towards the payment of the debts and liabilities of Buddhist Council of New South Wales Incorporated or the costs, charges and expenses of the winding up of Buddhist Council of New South Wales Incorporated.

7. DISCIPLINE OF MEMBERS.

- (a) Should any member organisation behave in a manner, considered by recommendation of a vote of 80% of the member organisations, to be likely to bring discredit to the good name of Buddhism, that member organisation shall have their membership withdrawn.
- (b) Where the Board of Directors is of the opinion that a member of Buddhist Council of New South Wales Incorporated:
 - (i) has persistently refused or neglected to comply with a provision or provisions of these Rules; or
 - (ii) has persistently and wilfully acted in a manner prejudicial to the interests of Buddhist Council of New South Wales Incorporated; the Board of Directors may, by resolution:
 - (a) expel the member from Buddhist Council of New South Wales Incorporated; or
 - (b) suspend the member from membership of Buddhist Council of New South Wales Incorporated for a specified period; and the Board of Directors shall serve notice of such resolution on the member within 14 days of the passing of such resolution.
- (c) A member shall have no right of appeal against a resolution of the Board of Directors under sub-rule (b) hereof.

8. CESSATION OF MEMBERSHIP.

A temple, group or organisation shall cease to be a member of Buddhist Council of New South Wales Incorporated if that temple, group or organisation:

- (a) is dissolved;
- (b) resigns that membership; or
- (c) is expelled from Buddhist Council of New South Wales Incorporated.

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9. FEES AND SUBSCRIPTIONS.

- (a) A member of Buddhist Council of New South Wales Incorporated shall, upon admission to membership, pay to Buddhist Council of New South Wales Incorporated a fee of \$1 or, where some other amount is determined, from time to time, by the Board of Directors, of that other amount.
- (b) In addition to any amount payable by the member under clause (a), a member of Buddhist Council of New South Wales Incorporated shall pay to Buddhist Council of New South Wales Incorporated an annual membership fee of \$2 or, where some other amount is determined, from time to time, by the Board of Directors, of that other amount:
- (c) except as provided by paragraph (d) before the 1st of July in any calendar year; or
- (d) where the member becomes a member on or after the 1st of July in any calendar year - upon becoming a member and before the 1st of July in each succeeding calendar year.

10. DELEGATES.

- (a) Each member organisation shall be represented on the Council by not more than two delegates. The member organisation should inform the Council of the names of the persons whom it accredits as delegates, and is free to revoke or alter the accreditation of a delegate at any time.
- (b) Only one of the delegates representing a member at any meeting where that member is entitled to vote shall be eligible to vote on behalf of that member.
- (c) Should any delegate act at Council meetings in such a manner as to cause disharmony in the conduct of meetings or insult to any delegate or Executive Officer of the Council, the Council, on not less than 60% vote of the members present at that meeting, shall require that delegate to leave that meeting at the conclusion of such a vote and shall request the member, in writing, that their delegate so censured be replaced.

11. MANAGEMENT.

- (a) Buddhist Council of New South Wales Incorporated shall be an autonomous body and the sole responsibility for the administration of its affairs rests with the members and the Board of Directors;
- (b) The management of Buddhist Council of New South Wales Incorporated shall be vested in a Board of Directors consisting of up to nine (9) Directors who may be appointed by members at an annual general meeting or by the Board of Directors from time to time at their discretion. No members of the Board of Directors shall be appointed to any salaried office of Buddhist Council of New South Wales Incorporated paid by fees or remuneration or other benefit in money or money's worth shall be given by Buddhist Council of New South Wales Incorporated to any member of the Board of Directors except for repayment of out-of-pocket expenses;
- (c) (deleted)
- (d) As soon as the Board of Directors first meet after the commencement of this clause, the Board of Directors shall divide the Directors into three classes, as nearly equal in number as practicable; and the places of the Directors of the first class shall become vacant at the expiration of one (1) annual general meeting, and the places of those of the second class at the expiration of two (2) annual general meetings, and the places of those of the third class at the expiration of three (3) annual general meetings; and afterwards the places of Directors shall become vacant at the expiration of three (3) annual general meetings from the beginning of their term of service.
- (e) If the place of a Director becomes vacant before the expiration of his or her term of service, the Board of Directors may appoint a person to hold the place until the expiration of the term.

12. SANGHA ADVICE

The Board of Directors may at its discretion consult respected Sangha for advice.

13. SUB-COMMITTEES.

The Board of Directors may establish sub-committees to assist with the management or administration of special portfolios as may be decided from time to time.

14. OFFICE BEARERS.

- (a) The office bearers shall consist of a Chairperson, a Deputy Chairperson and a Secretary, and each simultaneously hold the position of Director in accordance with Clause 11(b).

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- (aa) The Board of Directors must, on the conclusion of each Annual General Meeting but before proceeding to the despatch of any other business, choose a Director to hold the position of President; and as often as the office of President becomes vacant the Board of Directors must again choose a Director to be the President.
- (ab) The Board of Directors shall, from time to time, vote to choose a Director to hold the position of an office bearer.

14A. GENERAL MANAGER.

The Board of Directors shall appoint, and the Council shall employ, a person in the role of General Manager. The Board of Directors shall engage the General Manager on such terms and conditions as it sees fit and the General Manager shall report to the Board of Directors with executive responsibilities including:

- (a) the management of employed and volunteer staff;
- (b) the management of the Council's operations;
- (c) the engagement of staff, as required and on approval by the Board of Directors;
- (d) any specific responsibility directed by the Board of Directors; and
- (e) any other responsibility as the Board may see fit to assign in the best interest of the Council.

15. PROCEEDINGS OF THE BOARD OF DIRECTORS.

- (a) The Board of Directors may meet together for the despatch of business, adjourn and otherwise appoint and regulate its meetings as it thinks fit. The President may at any time, and the Secretary may on the requisition of any two members of the Board of Directors, summon a meeting of the Board of Directors;
- (b) More than half of the number of members of the Board of Directors constitutes a quorum for the transaction of the business of a meeting of the Board of Directors;
- (c) Questions arising at any meeting of the Board of Directors shall, wherever possible, be reached by consensus. In the event of genuine disagreement, the questions shall be decided by a majority of votes of those present and a determination by a majority of the members of the Board of Directors present shall for all purposes be a determination of the Board of Directors. The dissenting views should be recorded and minuted. In case of an equality of votes, the Chairperson shall have a casting vote.
- (d) The continuing members of the Board of Directors may act notwithstanding any vacancy in the Board of Directors, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum, the continuing member or members may act for the purposes of increasing the number of members of the Board of Directors from amongst the members, which they are hereby empowered to do, or of summoning a general meeting of Buddhist Council of New South Wales Incorporated, but for no other purpose;
- (e) All meetings of the Board of Directors shall be open to all members of the Buddhist Sangha and to delegates and observers of members of the Buddhist Council of New South Wales, except where the Board of Directors is dealing with an issue relating to Rule 7(b) or where, in the opinion of the Board of Directors, an issue is likely to be sensitive and in-confidence to a member organisation.
- (f) The Board of Directors may, at its discretion, deliberate matters of concern through electronic mail (e-mail) between members of the Board of Directors. Any decision that is required to be made arising from the e-mail discussions that cannot otherwise be made at a meeting of the Board of Directors can be made by the Secretary:
 - (i) sending an e-mail to each Director of the Board of Directors requesting a vote by e-mail; and
 - (ii) tallying the votes received by e-mail by the Secretary by 5.00pm of the third Business Day after the e-mail sent pursuant to subclause (f)(i).

16. ELECTION OF DIRECTORS.

- (a) Where a vacancy arises at an annual general meeting, any Buddhist (one who has sincerely gone for refuge to the Buddha, the Dharma and the Sangha), either lay or Sangha, shall be eligible to run to be a member of the Board of Directors of the Buddhist Council of New South Wales Incorporated upon submitting an application in writing to the Board of Directors at least fourteen (14) days before the date of the annual general meeting;

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- (b) If no applications for the vacancy is received by the Board of Directors, by the closing date, no nominations are to be considered for the vacancy at the annual general meeting and the position shall be filled at the discretion of the Board of Directors in accordance with Rule 11(e).
- (c) If more than one candidate is standing for election for a vacancy, the person with the majority of votes of the member's delegates present at the annual general meeting shall be deemed to be elected to that position;
- (e) Prior to the election of Directors, the Board of Directors shall present the annual report and a financial statement;
- (f) There is no maximum number of consecutive terms for which a Director may hold office.

17. VACATION OF OFFICE.

The office of a member of the Board of Directors or of a trustee shall become vacant:

- (a) Upon his/her decease;
- (b) If he/she becomes bankrupt or makes any arrangement or composition with his/her creditors generally;
- (c) If he/she becomes mentally ill or a person whose person or estate is liable to be dealt with, in any way, under the law relating to mental health;
- (d) If he/she resigns his/her office by notice in writing to Buddhist Council of New South Wales Incorporated;
- (e) If he/she is absent for more than six months without leave of the Board of Directors from meetings of the Board of Directors held during that period;
- (f) Where a motion of no-confidence is passed at a special general meeting, in accordance with Rule 20.

18. FINANCIAL YEAR.

- (a) The first financial year starts on the day on which the Council is incorporated. It lasts for 12 months or the period determined by the Boards of Directors.
- (b) Subsequent financial years must:
 - (i) start at the end of the previous financial year; and
 - (ii) be 12 months long.The Board of Directors may determine that the financial year is to be extended or shortened subject to Clause 18(c).
- (c) Where the Board of Directors determine to extend or shorten the financial year it may do so only on the provision that there is continuity between the previous financial year and the current financial year. The shortened financial year cannot be shorter than 6 months and the extended financial year cannot be longer than 18 months.

19. ANNUAL GENERAL MEETING.

- (a) The annual general meeting of members shall be held each year, on a date to be determined by the Board of Directors, where the Annual Report and financial statement shall be presented and the election of the new Board of Directors shall be conducted.
- (b) The period between each annual general meeting shall not exceed 18 months.
- (c) At least 21 days written notice must be given by the Council to its members advising of the date of the upcoming annual general meeting.
- (d) A quorum for the annual general meeting shall consist of ten voting entitlements consisting of either delegates in attendance or one or more proxies held by a delegate in attendance.

20. PROCEEDINGS AT SPECIAL GENERAL MEETINGS.

- (a) The President shall preside as Chairperson at every general meeting of Buddhist Council of New South Wales, but if he/she is not present within fifteen (15) minutes after the appointed time for the commencement of the meeting, or is unwilling to act, then the delegates present shall elect one of their number to be Chairperson of that meeting, a simple majority sufficing;
- (b) No item of business shall be transacted at a general meeting unless a quorum of members is present during the time the meeting is considering that item;
- (c) Five delegates present in person (being representatives of members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting;
- (d) The Chairperson may, with the consent of any meeting at which a quorum is present, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned

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meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting;

- (e) At any general meeting a resolution put to the vote of a meeting shall be decided on a show of hands unless a poll is demanded by the Chairperson or by at least three (3) delegates present. Unless a poll is so demanded a declaration by the Chairperson that a resolution has on a show of hands been carried or unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of Buddhist Council of New South Wales Incorporated shall each be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn;
- (f) If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairperson directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded but a poll demanded on election of a Chairperson or on a question of adjournment shall be taken forthwith;
- (g) In the case of an equality of votes, whether on a show of hands or poll, the Chairperson of the meeting at which the show of hands takes place or at which a poll is demanded shall be entitled to a second or casting vote;
- (h) Each member having a delegate present and voting at a general meeting of Buddhist Council of New South Wales Incorporated shall have one vote. Members shall be entitled to vote by proxy at general meetings.

21. NOTICE OF MEETINGS.

Except where the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of Buddhist Council of New South Wales Incorporated, the Secretary shall give at least seven (7) days notice in writing of all general meetings, and Board of Directors meetings to the members of Buddhist Council of New South Wales Incorporated by specifying the day, the hour, the place and the general nature of the business to be dealt with at the meeting.

22. FUNDS.

- (a) The funds of Buddhist Council of New South Wales Incorporated shall be derived from fees, donations, interest, building funds, State and Commonwealth Government grants and, subject to any resolution passed by Buddhist Council of New South Wales Incorporated in general meeting, such other sources as the Board of Directors determines;
- (b) All moneys received by Buddhist Council of New South Wales Incorporated shall be deposited intact at the earliest possible date to the credit of the Bank Account of Buddhist Council of New South Wales Incorporated. Receipts for moneys received shall also be issued promptly;
- (c) All payments in excess of \$50 made by Buddhist Council of New South Wales Incorporated shall be paid by cheque or any other secured means either signed or authorised by the General Manager and one Director.

23. AUTHORISATION OF ACCOUNTS.

All accounts shall be presented to and passed for payment at Board of Directors meetings and full details of all such approvals shall be entered in the minute book.

24. AUDIT.

- (a) An auditor or auditors may be appointed by the Board where the Board deems it appropriate to do so. They shall examine all accounts, vouchers, receipts, books, etc. and furnish a report thereon addressed to the members. Audits shall be conducted for the period specified by the Board at the time of appointment of the auditor;
- (b) An auditor shall not be a member or closely related to a member of the Board of Directors;
- (c) The current auditor shall be entitled to attend the annual general meeting and, if he/she so wishes, be heard at such annual general meeting;
- (d) Where the current auditor submits his/her resignation or notifies the Secretary of his/her intention not to seek re-election as auditor, paragraph (c) hereof shall not apply.

25. TREASURER.

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It is the duty of the Treasurer of Buddhist Council of New South Wales Incorporated to ensure that:

- (a) all money due to Buddhist Council of New South Wales Incorporated is collected and received and that all payments authorised by Buddhist Council of New South Wales Incorporated are made;
- (b) correct books and accounts are kept showing the financial affairs of Buddhist Council of New South Wales Incorporated, including full details of all receipts and expenditure connected with the activities of Buddhist Council of New South Wales Incorporated.

26. PUBLIC OFFICER.

- (a) The Board of Directors shall ensure that a Public Officer is appointed from amongst the Board to the Buddhist Council of New South Wales Incorporated.
- (b) The first Public Officer shall be the person who made application for the incorporation of Buddhist Council of New South Wales Incorporated.
- (c) The Board of Directors may at any time remove the Public Officer and appoint a new Public Officer provided the person so appointed is over the age of eighteen (18) years and a resident of New South Wales.
- (d) The Public Officer shall be deemed to have vacated his/her position upon:
 - (i) death;
 - (ii) resignation;
 - (iii) removal by the Board of Directors or at a special general meeting;
 - (iv) bankruptcy or financial insolvency;
 - (v) mental illness;
 - (vi) ceasing to be resident in New South Wales;
 - (vii) ceasing to be a delegate of a member organisation.
- (e) When a vacancy occurs in the position of Public Officer, the Board of Directors shall within fourteen (14) days notify the Director-General, as defined in the Act, by the prescribed form and appoint a new Public Officer.
- (f) The Public Officer is required to notify the Director-General, as defined in the Act, by the prescribed form and in the following circumstances:
 - (i) within 14 days - his/her appointment;
 - (ii) within 14 days - his/her change of address;
 - (iii) within one month - any change to the aims, objectives or Rules of Buddhist Council of New South Wales Incorporated;
 - (iv) within 14 days - a change in the membership of the Board of Directors;
 - (v) within one month after the annual general meeting - Buddhist Council of New South Wales Incorporated's financial affairs;
 - (vi) within one month - a change in the name of the organisation.

27. MINUTES.

The Board of Directors shall cause minutes to be made:-

- (a) of all appointments of office bearers and members of the Board of Directors;
- (b) of the names of members of the Board of Directors present at all meetings of Buddhist Council of New South Wales Incorporated and the Board of Directors;
- (c) of all proceedings at all meetings of Buddhist Council of New South Wales Incorporated, and of the Board of Directors. Such minutes shall be signed by the Chairperson of the meeting at which the proceedings were held or by the Chairperson of the next succeeding meeting.

28. INTERNAL REGULATIONS.

A set of internal regulations that do not contravene the aims and objects of the Council may be drawn up and implemented after they have been approved by the Board of Directors.

29. NON-PROFIT CLAUSE.

The income and the property of Buddhist Council of New South Wales Incorporated whence so ever derived shall be applied solely toward the promotion of the objectives of Buddhist Council of New South Wales Incorporated and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise how so ever by way of profit to the members of Buddhist Council of New South Wales Incorporated provided that nothing herein shall prevent the payment in good faith of remuneration to any

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officer or servant of Buddhist Council of New South Wales Incorporated or to any member of Buddhist Council of New South Wales Incorporated in return for any services actually rendered to Buddhist Council of New South Wales Incorporated or reasonable and proper rent for premises let by any member to Buddhist Council of New South Wales Incorporated.

30. DISSOLUTION AND SURPLUS PROPERTY.

- (a) Buddhist Council of New South Wales Incorporated shall be wound up or dissolved in the event that there are less than three members;
- (b) If upon the winding up or the dissolution of Buddhist Council Of New South Wales Incorporated there remains, after the satisfaction of its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of Buddhist Council of New South Wales Incorporated, but shall, subject to any trust affecting the property or part of it, vest in an association in accordance with Section 65 of the Associations Incorporation Act 2009(New South Wales).

31. POWERS OF BUDDHIST COUNCIL OF NEW SOUTH WALES INCORPORATED.

Buddhist Council of New South Wales Incorporated shall have powers to do the following things as incidental to its objects:-

- (a) Promote and carry out Buddhist activities and any charitable undertakings;
- (b) Raise money on loan for any objects of Buddhist Council of New South Wales Incorporated;
- (c) Acquire by purchase or provide and maintain buildings and grounds for education, recreation or other community purpose, or operate, maintain or carry on a Buddhist club, or promote or assist clubs, for any such purpose;
- (d) Enter into guarantees, indemnities and agreements for recourses, purchases and re-purchases with an owner in relation to hire purchase agreements made between such owner and members of Buddhist Council of New South Wales Incorporated in respect of goods, plant, machinery or equipment;
- (e) Buddhist Council of New South Wales Incorporated shall in no way interfere in the administration or internal affairs of its member organisations.

32. AMENDMENT OF RULES.

The Statement of Objects and these Rules may be amended by a special resolution passed by not less than three-quarters (3/4) of such members of Buddhist Council of New South Wales Incorporated as, being entitled under these Rules so to do, vote by means of their nominated delegate or by proxy at any annual general meeting, or special general meeting called for such purpose, at which not less than twenty one (21) days' written notice of the proposed amendment shall have been given.

33. (DELETED)

34. CUSTODY OF BOOKS.

Except as otherwise provided by these Rules, the Public Officer shall keep in his or her custody or under his or her control all records, books and other documents relating to Buddhist Council of New South Wales Incorporated.

35. INSPECTION OF BOOKS.

The records, books and other documents of Buddhist Council of New South Wales Incorporated shall be open to inspection, free of charge, by a delegate of a member of Buddhist Council of New South Wales Incorporated at any reasonable hour.

36. BALLOTS.

- (a) The Council may hold either a general meeting, a postal or an electronic ballot – but not in combination – as the Board of Directors determines, to determine any issue or proposal.
- (b) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulations.

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