

## Western Australian Regional Capitals Alliance Agenda

Notice is hereby given that the WARCA meeting will be held  
at 2:30pm on 18<sup>th</sup> September 2014  
at the Administration Building Councilors Conference Room,  
577 Hannan Street, City of Kalgoorlie Boulder

Ron Yuryevich  
Chairman

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## 1. Official Opening

The Chairman will declare the meeting of the Western Australian Regional Capital Alliance open.

**Time:**

## 2. Attendance

Attendees	<p>Mayor Ron Yuryevich</p> <p>Mr Don Burnett</p> <p>Cr Ian Carpenter Mr Ken Diehm</p> <p>Cr Graeme Campbell Mr Kenn Donohoe</p> <p>Cr Peter Long Mr Chris Adams</p> <p>Cr Brendan Kelly Mrs Stephanie Addison-Brown</p> <p>Cr Greg Stocks Mr Graham Foster</p> <p>Mr Mal Osborne</p> <p>Mr Tony Friday Ms Myra Demonteverde Mr Sonic Lee</p>	<p>Mayor, City of Kalgoorlie Boulder and Chairperson, WARCA CEO City of Kalgoorlie Boulder</p> <p>President, City of Greater Geraldton CEO, City of Greater Geraldton</p> <p>President, Shire of Broome CEO, Shire of Broome</p> <p>President, City of Karratha CEO, City of Karratha</p> <p>Deputy Mayor, City of Bunbury Acting CEO, City of Bunbury</p> <p>Deputy Mayor, City of Albany CEO, City of Albany</p> <p>CEO, Town of Port Hedland</p> <p>CEO, Pilbara Regional Council Project Support Officer, PRC Communications Officers, PRC</p>
Guest / Invitee	<p>Hon. Peter Charles Collier, MLC BA, Dip.Ed.</p> <p>Director General Cliff Weeks</p>	<p>Minister for Education; Aboriginal Affairs; Electoral Affairs</p> <p>Director General, Department of Aboriginal Affairs</p>
Apologies	<p>Mayor Kelly Howlett</p> <p>Cr Gloria Ann Jacob</p> <p>Mr Andrew Brien</p>	<p>Mayor, Town Of Port Hedland</p> <p>Deputy Mayor, Town of Port Hedland</p> <p>CEO, Town of Bunbury</p>

### 3. Confirmation of Minutes from previous meeting held on the 3<sup>rd</sup> June 2014

Responsible Officer: Mayor Ron Yuryevich, Chairman  
 Action Officer: Mayor Ron Yuryevich, Chairman  
 Disclosure of Interest: Nil  
 Attachment: 3.1 Minutes of the Previous Meeting

#### Officer Recommendation

That WARCA resolves that the Minutes of the meeting held on the 3<sup>rd</sup> of June 2014, as previously circulated, be adopted as a true and correct record of proceedings (as attached).

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

### 4. Adoption of WARCA Policies

Responsible Officer: Mayor Ron Yuryevich, Chairman  
 Action Officer: Mayor Ron Yuryevich, Chairman  
 Disclosure of Interest: Nil  
 Attachments: Policy documents will be tabled at the meeting.

#### Purpose:

The adopted WARCA policy positions shall be the basis for the PRC promotion via a wide range of communication channels reaching agreed stakeholders.

#### Comment:

Promotion via a wide range of communication channels is part of the secretariat function that PRC is engaged with WARCA.

#### Officer Recommendation

That WARCA adopts Policy Positions and task PRC to commence the promotion ASAP.

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

## 5. WARCA Policy Positions

Responsible Officer:	Mayor Ron Yuryevich, Chairman
Action Officer:	PRC (WARCA Secretariat)
Disclosure of Interest:	Nil
Attachments:	Draft Rules of Association

### Purpose:

To determine a WARCA policy position on a range of issues, enabling the WARCA Secretariat to raise the public profile of these issues.

### Comment:

At the last WARCA meeting, it was resolved that the PRC would coordinate activity to allocate a particular policy issues to WARCA members, seeking a draft policy position that could be considered for adoption by WARCA at the September meeting.

The purpose of this activity was to enable the WARCA Secretariat to raise the public profile of these issues, and to generate some forward momentum in addressing them.

Since the last meeting, none of the members has met a committed date of 29 August for receipt of their nominated 'draft regional policy positions'. On this basis, the PRC has not brought anything to the next WARCA meeting for the members to consider adopting. The broader question is whether WARCA want the PRC (in its secretariat capacity) to be pushing hard for this and then using those messages as an advocacy platform; or whether some other course of action is preferable.

### Secretariat Recommendation:

To be determined by members present at the meeting.

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

## 6. Presentation of Collated Information on the Removal of Indexation from Local Government Grants

Responsible Officer: Mayor Ron Yuryevich, Chairman  
 Action Officer: Mayor Ron Yuryevich, Chairman  
 Disclosure of Interest: Nil  
 Attachments: Nil

### Purpose:

To present information received from members regarding the removal of indexation from local government grants.

### Background:

Please refer to the Submission by ALGA to the Commonwealth Grants Commission Review of the Financial Assistance Grants 2013.

The most recent budget has announced a three year freeze on indexation for Financial Assistance Grants, with a projected saving to the Federal Government of \$925M.

### Comment:

The WARCA executive was tasked with seeking input from members to better understand the impact of removing indexation from local government grants over the next two years, using FY14/15 as a baseline.

Five WARCA members responded to the request for information within the required timeframe, and their responses are tabulated below for the consideration of the meeting.

LGA	14/15		15/16		16/17		Total	
Comparator	Indexation	No Index	Indexation	No Index	Indexation	No Index	Indexation	No Index
Broome	2,132,100	2,060,000	2,206,724	2,060,000	2,283,959	2,060,000	6,622,782	6,180,000
Bunbury	1,593,895	1,539,995	1,649,681	1,539,995	1,707,420	1,539,995	4,950,996	4,619,985
Greater Geraldton	1,035,000	1,000,000	1,071,225	1,000,000	1,108,718	1,000,000	3,214,943	3,000,000
Kalgoorlie Boulder	2,479,860	2,396,000	2,566,655	2,396,000	2,656,488	2,396,000	7,703,003	7,188,000
Port Hedland	2,479,860	2,396,000	2,566,655	2,396,000	2,656,488	2,396,000	7,703,003	7,188,000
Total Grants	9,720,715	9,391,995	10,060,940	9,391,995	10,413,073	9,391,995	30,194,727	28,175,985
Indexation Effect	328,720		668,945		1,021,078		2,018,742	

### Officer Recommendation:

That the WARCA communications team:

### Ministers:

- Write to the State Minister (Tony Simpson) expressing concern about the ability of members to deliver required services into their communities given the removal of indexation for this period
- Write to the Parliamentary Secretary to the Prime Minister (Josh Frydenberg) expressing concern about the ability of members to deliver required services into their communities given the removal of indexation for this period
- Write to the Federal Treasurer (Joe Hockey) expressing concern about the ability of members to deliver required services into their communities given the removal of indexation for this period

## Senators:

- Write to all WA Federal Senators expressing concern about the ability of members to deliver required services into their communities given the removal of indexation for this period
- General:
- Seek a series of seeding comments from the WARCA chairperson to be reticulated via social media channels to raise the profile of this matter with Federal political media monitors and with mass media outlets.

Voting Requirement: Simple Majority

Resolution:

Moved:

Seconded:

Result:

## 7. A View of Aboriginal Affairs Projects and Funding from Hon. Peter Charles Collier, Minister for Education; Aboriginal Affairs; Electoral Affairs

Responsible Officer:	Mayor Ron Yuryevich, Chairman
Action Officer:	Mayor Ron Yuryevich, Chairman
Disclosure of Interest:	Nil
Attachments:	Nil

### Purpose:

WARCA would like to know where and how its Local Councils can be actively involved in projects that will better address the Aboriginal Issues.

### Comment:

It has come to the knowledge of WARCA that the Department is looking at undertaking a major review of Aboriginal funding as there is concern that the State is spending more than \$2Bn a year on aboriginal affairs and not seeing the expected results.

The bilateral agreement between the State and Federal Governments for Local Governments to provide municipal services doesn't appear to be fully funded, and clarification can be sought from the minister on what is happening in this space.

### Officer Recommendation

Voting Requirement: Simple Majority

Resolution:

Moved:

Seconded:

Result:

## 8. WARCA Financials

Responsible Officer: Mayor Ron Yuryevich, Chairman  
 Action Officer: Mayor Ron Yuryevich, Chairman  
 Disclosure of Interest: Nil  
 Attachment: 7.1 WARCA Financial Report

### Purpose:

Presentation of the WARCA Financials for the period ending 31 July 2014.

### Comment:

There has been some confusion over the WARCA contribution to the UWA partnership agree. Below is an extract from an email from Matthew Tonts that clarifies this.

I've revised the WARCA-UWA collaboration agreement to incorporate Broome and Port Hedland (attached). With two new members joining, and some economies of scale as a result, you'll be pleased to see I've been able to reduce the financial contributions of each member.

As a comparison the contribution of each Alliance member is:

Year 1 - \$21,170 now, versus \$27,828 previously  
 Year 2 - 27,097 versus 46,238  
 Year 3 - 28,479 versus 48,820  
 Year 4 - 29,929 versus 34,257  
 Year 5 - 21,167 versus 35,670

For UWA's contribution just multiply each of the above individual contributions by 6.

Cheers  
 Matthew

### **Taken from Schedule of Fees in Agreement -**

#### **Part E TOTAL ANNUALISED CONTRIBUTIONS TO PROJECT**

	UWA	Alliance	Individual Alliance Members <sup>#</sup>	Total
<b>Year 1</b>	136,928	127,022	21,170	263,949
<b>Year 2</b>	148,810	162,577	27,096	311,387
<b>Year 3</b>	156,419	170,876	28,479	327,295
<b>Year 4</b>	164,395	179,577	29,929	343,972
<b>Year 5</b>	163,501	127,001	21,167	290,502
<b>Total</b>	<b>767,053</b>	<b>767,053</b>	<b>127,842</b>	<b>1,534,106</b>

### Officer Recommendation

That the financial statement for the period ending 31 July 2014 be received as a true and accurate report of WARCA Financials.

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

Seconded:

Result:

## 9. New Airport Screening Compliance Requirements

Responsible Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

### Purpose:

The Cities of Albany, Kalgoorlie-Boulder, Greater Geraldton, Karratha and the Town Of Port Hedland. With the exception of Albany, the others have recently taken over passenger screening from Qantas. This is another level of compliance over and above what is already a high level of compliance for all airports. The City of Kalgoorlie-Boulder is interested to see what the other Council's are doing with the new compliance requirements and if there is any enthusiasm to look at a joint approach to not only passenger screening compliance but other ongoing compliance requirements. This could take the form of one of the larger airports providing a fee for service to others, establishing a separate business unit for participating airports or outsourcing it.

### Comment:

For discussion.

### Officer Recommendation

The Cities of Kalgoorlie-Boulder, Greater Geraldton, Karratha and the Town Of Port Hedland and Albany to come to a joint approach to passenger screening compliance and other ongoing compliance requirements.

Voting Requirement: Nil

## 10. Update on visits to Ministers on WARCA and briefing them on who we are

Responsible Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

### Purpose:

To update the members regarding WARCA's recent visits and communications with the Ministers.

### Comment:

Nil

### Officer Recommendation

Voting Requirement: Nil



## 11. Enterprise Bargaining Agreement

Responsible Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

Purpose:

Kalgoorlie-Boulder would like to get an overview of what other LG's are doing with EBA's.

Comment:

The City is currently going through EBA negotiations with the unions in particular seeking pay rises that seem to be out of step with currently community expectations.

Officer Recommendation

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

## 12. Port Hedland Status

Responsible Officer: Mr Mal Osborne, CEO Town of Port Hedland  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

Purpose:

Port Hedland to update on the meeting on their status as a WARCA member.

Comment:

Nil

Officer Recommendation

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

### 13. Animal Welfare

Responsible Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

Purpose:

The CEO of the RSPCA will provide a response to WARCA request for estimated costing to provide a state-wide strategy for animal welfare issues and delivery of complaints. The RSPCA Board met on 28 August to consider this matter.

Comment:

Nil

Officer Recommendation

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

### 14. UWA Update

Responsible Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Action Officer: Mr Don Burnett, CEO City of Kalgoorlie-Boulder  
 Disclosure of Interest: Nil  
 Attachments: Nil

Purpose:

UWA to provide an update on partnership projects.

Comment:

Nil

Officer Recommendation

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

## 15. Request for Quotation – WARCA – DCA Submission

Responsible Officer:	Mr Don Burnett, CEO City of Kalgoorlie-Boulder
Action Officer:	Mr Don Burnett, CEO City of Kalgoorlie-Boulder
Disclosure of Interest:	Nil
Attachments:	RFQ – WARCA – DCA Submission

### Purpose:

To update the members regarding the RFQ document that was developed by PRC that came out of the meeting with Director General Duncan Ord.

### Comment:

Arising from the recent meeting with Director General Duncan Ord at the WALGA State Conference, the PRC has assembled a draft RFQ in order to engage a specialist consultant to research and draft a submission to the WA Department for Culture and the Arts. The submission will offer a structured framework for allocating \$24M funds into regional capitals equitably, and with endorsement by all regional capital participants.

### Officer Recommendation

That WARCA endorse the PRC to approach the market to secure consisting services for this purpose; or any alternate recommendation that WARCA deem appropriate.

**Voting Requirement:** Simple Majority

**Resolution:**

**Moved:**

**Seconded:**

**Result:**

## 16. WARCA Governance Structure

Responsible Officer:	Mayor Ron Yuryevich, Chairman
Action Officer:	PRC (WARCA Secretariat)
Disclosure of Interest:	Nil
Attachments:	Draft Rules of Association

### Purpose:

To implement a robust and appropriate governance structure for WARCA.

### Comment:

WARCA currently operates in a grey area of legal existence. It is not covered by any defined legal structure, and appears to exist only as a cooperative agreement between separate independent entities (the member local governments).

Once an association becomes incorporated, it acquires a new legal status – it becomes a legal entity in its own right, separate from the individual members. In general, it has the following characteristics:

- the association becomes a body corporate with perpetual succession (that is, it may exist in its own right, even as the members of the association change);
- members or officers of the association are generally not liable to contribute towards the payment of debts or liabilities of the association;

- all rights and liabilities that were held by members or officers in their personal capacity in relation to the running of the activity now become the rights and liabilities of, and against, the incorporated association. (This, however, does not relieve any person from liabilities incurred by or on behalf of the association prior to incorporation); and
- the association may sue or be sued in its own corporate name.

The effect of incorporation, generally, is to give an association a similar legal status to that of a natural person. The Act specifically provides that an incorporated association may do all things that are necessary or convenient for carrying out its objects and purposes. In particular, it may:

- a) acquire, hold, deal with, and dispose of any real property (land) or personal property (goods, shares, etc);
- b) open and operate bank accounts;
- c) invest its money
  - i. as trust funds may be invested under Part III of the Trustees Act (1962); or
  - ii. in any other manner authorised by the rules of the association;
- d) borrow money upon such terms and conditions as the association thinks fit;
- e) give such security for liabilities incurred by the association as the association thinks fit (eg a mortgage);
- f) appoint agents to transact any business of the association on its behalf; and
- g) enter into any other contract it considers necessary or desirable.

An incorporated association is not limited to doing only these things. In addition it can do almost any lawful act so long as it is necessary or convenient for carrying out the association's objects or purposes.

To become incorporated Section 4 of the Associations Incorporation Act 1987 requires the following requirements to be met:

- the group must have at least 6 members;
- be not-for-profit; and
- formed for one or more of the following purposes:

.....

- Establishing, carrying on or improving a community, social or cultural centre or promoting the interests of a local community;
- Political purposes; or
- Any other purposes approved by the Commissioner.

The procedure for registering an incorporated association is fairly simple and involves a few basic steps.

- Hold an initial meeting to obtain members' approval for incorporation
- Authorise one or more members to prepare and submit the application for incorporation;
- Endorse the name for the association;
- Endorse the aims of the association; and
- Elect a member or committee to draft the rules.
- Advertise your intention to incorporate; and
- Complete and submit the application.

#### Secretariat Recommendation:

- That WARCA consider incorporation as an appropriate governing body for WARCA
- If WARCA consider incorporation as an appropriate governing body for WARCA, then WARCA:
  - authorise the Secretariat to progress such incorporation; and
  - consider the attached draft Rules of Association for adoption; or
  - any other action that WARCA deem appropriate

**Voting Requirement:** Simple Majority

Resolution:

Moved:

Seconded:

Result:

## 17. Economic Development Strategies

Responsible Officer: All  
 Action Officer: Mr Andrew Brien, CEO City of Bunbury  
 Disclosure of Interest: Nil  
 Attachments: Nil

### Purpose:

To list for discussion, the progress or outcome of the WARCA decision made at the May meeting for the development of Economic Development Strategies.

### Background:

At the Broome Meeting held in May 2013 it was agreed that the CEOs would discuss a way forward with the development of a consistent approach to the development of Economic Development Strategies.

### Comment:

Given the work currently being considered in relation to the Regional Centres Program and the information from the State Planning Strategy focusing on economic development this maybe should be a matter for further discussion at the September meeting.

Officer Recommendation

Voting Requirement: Simple Majority

Resolution:

Moved:

Seconded:

Result:

## 18. Date of the next Meeting

Date	Venue
3 <sup>rd</sup> December 2014	TBA at the meeting

## 19. Meeting Closure

That the Chairperson declared the meeting is closed at \_\_\_\_\_.

# ATTACHMENTS

## Western Australian Regional Capitals Alliance Minutes

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## 1. Official Opening

The meeting of the Western Australia Regional Council Alliance was declared open by the Chairman at 1:30pm, 3<sup>rd</sup> June 2014 at Council Chambers, City of Port Hedland.

## 2. Attendance

Attendees	Mayor Ron Yuryevich Mr Don Burnett Mayor Ian Carpenter Mr Ken Diem President Peter Long President Graeme Campbell Mr Kenn Donohoe Mr Mal Osborne Mr Andrew Brien Mayor Kelly Howlett Deputy Mayor Gloria Jacobs Deputy Mayor Greg Stocks Mr Tony Friday Ms Myra Demonteverde	Mayor, City of Kalgoorlie and Chairperson, WARCA CEO, City of Kalgoorlie Mayor, City of Greater Geraldton CEO, City of Greater Geraldton President, Shire of Roebourne President, Shire of Broome CEO, Shire of Broome CEO, Town of Port Hedland CEO, City of Bunbury Mayor, Town of Port Hedland Deputy Mayor, Town of Port Hedland Deputy Mayor City of Albany CEO Pilbara Regional Council Support Officer, Pilbara Regional Council
Guest/Invitee	Mr. Paul Plummer	Professor of Geography, Center for Regional Development School of Earth and Environment University of Western Australia
Apologies	Mr. Chris Adams Deputy Mayor Brendan Kelly	CEO, Shire of Roebourne Deputy Mayor, City of Bunbury

## 3. WARCA Planning Outputs

Responsible Officer: Mayor Ron Yuryevich, Chairman  
Action Officer: Mayor Ron Yuryevich, Chairman  
Disclosure of Interest: Nil  
Voting Requirement: Simple Majority

Moved: Mayor Ian Carpenter  
Seconded: Mayor Kelly Howlett

Result: 12/0

### Action Arising :

That the PRC-

1. Request clarification from the Department of Planning on the proposed date for adoption of the State Planning Strategy.
2. Seek meetings with Ministers Redman, Simpson and Day with their Chiefs of Staff regarding State Planning's proposed definition of regional capitals. Delegation of WARCA members to attend.
3. Develop policy position with respect to equity in the arts, focusing on the State budget \$24m Regional Arts Fund.
4. Develop common policy for staffing museums, art galleries, cultural centres, etc.



5. Note concerns towards cost shifting to NFP of homelessness issues.
6. Develop a roster of Ministers and DGs to be invited to subsequent WARCA meetings.
7. Develop a WARCA communication strategy to better engage with RCA, ALGA, WALGA and ACELG.
8. Email all WARCA members seeking volunteers to develop position statements for various policy portfolios.
  - a. Town of Port Hedland – Off peak power tariffs
9. Seek a video conference utilizing 'being there' meeting with Minister Redman to clarify definition of and funding for 'growth centres'; especially purpose of funds, allocation model, timing of funding release, etc.
10. Schedule time with Paul Plummer to determine some early releasable materials to start building WARCA's public profile
11. Write to the RSPCA seeking their costing for a statewide animal welfare program with the view of WARCA lobbying for funding to suit a program based to suit individual regional centres.
12. PRC to collect copies of impact spreadsheets from Ian Carpenter and include in a letter to all Ministers expressing concerns about the removal of indexation from local government grants. PRC to promote this via external advocacy initiatives.

#### 4. Overview of WARCA Productivity

Responsible Officer :	Mayor Ron Yuryevich, Chairman
Action Officer :	Mayor Ron Yuryevich, Chairman
Author:	Mr. Paul Plummer, Professor of Geography, Centre Development School of Earth and Environment University of Western Australia
Disclosure of Interest :	Nil

Mr Plummer briefed the members regarding WARCA Productivity 2013

Voting Requirement:	Nil
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Action Arising :	Nil
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#### 5. Significant Correspondence

Responsible Officer:	Mayor Ron Yuryevich, Chairman
Action Officer:	Mayor Ron Yuryevich, Chairman
Disclosure of Interest:	Nil

##### Comments:

The purpose of the letter was to inform the members regarding a letter received from the Department of Fire and Emergency Services regarding capital grants.

Voting Requirement:	For noting only
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Action Arising:	Nil
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## 6. WARCA Financials

Responsible Officer: Mayor Ron Yuryevich, Chairman  
 Action Officer: Mr Don Burnett  
 Disclosure of Interest: Nil

The Financial Summary of WARCA was tabled at the meeting for discussion.

### Officer Recommendation

That the financial statements be received, with each member to do a check on their Financial Report and Projected Budget13-14.

Voting Requirement : Simple Majority

**Resolution:** That the WARCA 14-15 budget be received as presented, noting updated YTD Financial statement still to be circulated.

**Moved:** President Peter Long

**Seconded:** President Graeme Campbell

**Result:** 12/0

## 7. PRC Secretariat and other support

WARCA currently has an MOU with the PRC to provide secretariat support, encompassing:

Services	Estimated Hours per Month	Cost per Month
Meeting Support: <ul style="list-style-type: none"> <li>→ Scheduling and facilities management</li> <li>→ Agenda (call for items, drafting, attendance, minutes distribution and publication)</li> </ul>	-25 HRS @ 30/HR	→ \$750
Marketing Support: <ul style="list-style-type: none"> <li>→ Website hosting</li> <li>→ Website management and maintenance</li> <li>→ Social media support (building facebook, twitter, etc)</li> </ul>	-13 HRS @ 30/HR	→ \$390
Administrative Support: <ul style="list-style-type: none"> <li>→ Mail handling/processing Travel arrangement (flights/accommodation/facilities as required)</li> <li>→ Grant Writing</li> <li>→ Application writing</li> <li>→ Funding acquittal</li> <li>→ Financial management system</li> <li>→ Transactional processing and reconciliation</li> <li>→ Reporting to statutory standard</li> <li>→ Records management</li> <li>→ Archival storage</li> <li>→ UWA liaison re partnership agreement</li> </ul>	-55 HRS @ 30/HR (excl Grant Writing)	\$1,650
Total Secretariat Support Package (monthly)	-88 HRS @ 30/HR	→ \$2,790

It is noted that the PRC has managed to acquire sufficient twitter followers to be in the top 10% of twitter influencers (globally) within a relatively short period. It is also noted that the PRC facilitate and undertake a body of advocacy work and have attracted some degree of in house expertise in this function.

It is proposed that the PRC, over and above secretariat support, also undertake to deliver:

1. Develop engagement framework and guiding principles for Alliance
2. Refine definition of advocacy/focus areas
3. Refinement of messages for each focus area
4. Commissioning of briefing papers within each focus area
5. Targeting of advocacy activities with nominated political figures and other influential stakeholders
6. Develop high level marketing and communications plan (incl. communications, media, public relations)
7. Roll out of communications plan (incl. media, PR activities)

Whilst costs have not yet been confirmed, an additional budget of circa \$30,000 is proposed + the cost of engaging any external specialist expertise to draft briefing papers specific to each defined focus area.

Voting Requirement : Simple Majority

#### Resolutions:

1. That the WARCA transition handling of accounts and financial reporting to the PRC effective 1 July 2014.
2. That WARCA prepare a handover trial balance for the PRC and facilitate the transfer of funds to a PRC nominated bank account.
3. That WARCA do not require the financial accounts to be audited on handover.
4. That WARCA request the PRC to include the WARCA account within the PRC annual audit program.
5. That WARCA engage the PRC to conduct activities described above on a cost+ basis to a maximum annual budget of \$30,000

Moved: President Peter Long  
 Seconded: President Graeme Campbell  
 Result: 12/0

#### 8. Proposed Meeting Dates for FY2014

Date	Venue
18 <sup>th</sup> September 2014	City of Kalgoorlie-Boulder
December	To be determined at September meeting.
March	To be determined

#### 9. Meeting Closure

The meeting was declared closed by the Chairperson at 3:40pm.

BUDGET 2014-15		
	2014-15 Budget	2014-15 YTD Actual
Opening Balance	\$ 136,570	\$ 136,570
<b>INCOMING</b>		
<b>Membership Fees</b>		
City of Greater Geraldton	\$ 25,000	\$ -
City of Kalgoorlie - Boulder	\$ 25,000	\$ -
City of Bunbury	\$ 25,000	\$ -
City of Albany	\$ 25,000	\$ -
Shire of Broome	\$ 25,000	\$ -
Shire of Roebourne	\$ 25,000	\$ -
Town of Port Hedland	\$ 25,000	\$ -
<b>TOTAL INCOMING</b>	<b>\$ 175,000</b>	<b>\$ -</b>
<b>OUTGOING</b>		
Secretariat Fees - \$2790 pm x 12months = \$33480	\$ 33,480	\$ 6,138
Total Contributions for Regional Capitals Australia	\$ 35,000	\$ -
Total UWA Partnership Contributions:	\$ 84,686	
Meetings & Functions	\$ 10,000	\$ -
General (includes Strategic Planning)	\$ 5,000	\$ -
Travel and accommodation - Secretariat	\$ 2,000	\$ -
		\$ -
		\$ -
		\$ -
		\$ -
<b>TOTAL OUTGOING</b>	<b>\$ 170,166</b>	<b>\$ 6,138.00</b>
Closing Balance	\$ 141,404	\$ 130,432.00

Spent \$16k in 2011/12 nil in other years  
\$500 per meeting 4 meetings a year

#### Contributions 2010/2011 & 2012/13

City of Greater Geraldton	\$ 114,651.00
City of Kalgoorlie-Boulder	\$ 73,710.00
City of Bunbury	\$ 38,040.00
City of Albany	\$ 25,101.00
Shire of Roebourne	\$ 47,561.00
Town of Port Hedland	\$ 25,101.00
Shire of Broome	\$ 25,101.00
<b>Balance of contributions 2010/2011 - 2012/13 transferred to City of Kalgoorlie-</b>	<b>\$ 349,265.00</b>
<b>Less \$38,500 to City of Greater Geraldton Invoice 633452 for payment of RCA Me</b>	<b>\$38,500</b>
Balance of Trust Account to 30 June 2013	\$ 310,765.00

FINANCIAL TRANSACTIONS JULY 2014			
	2014-15 Budget	2014-15 YTD Actual	COMMENTS
Opening Balance	\$ 136,570	\$ 136,570	
<b>INCOMING</b>			
Membership Fees			
City of Greater Geraldton	\$ 25,000		
City of Kalgoorlie - Boulder	\$ 25,000		
City of Bunbury	\$ 25,000		
City of Albany	\$ 25,000		
Shire of Broome	\$ 25,000		
Shire of Roebourne	\$ 25,000		
Town of Port Hedland	\$ 25,000		
<b>TOTAL INCOMING</b>	<b>\$ 175,000</b>	<b>\$ -</b>	
<b>OUTGOING</b>			
Secretariat Fees - \$2790 pm x 12months = \$33480	\$ 33,480	\$ 6,138	Invoice 167 Secretariat Services
Total Contributions for Regional Capitals Australia	\$ 35,000		
Total UWA Partnership Contributions:	\$ 84,686		
Meetings & Functions	\$ 10,000		
General (includes Strategic Planning)	\$ 5,000		
Travel and accommodation - Secretariat	\$ 2,000		
<b>TOTAL OUTGOING</b>	<b>\$ 170,166</b>	<b>\$ 6,138.00</b>	
Closing Balance	\$ 141,404	\$ 130,432.00	

Trust Account Summary (WARCA)				
	2013-14 Budget	2013-14 YTD Actual	2014-15 Budget	2014-15 YTD Actual
<b>Opening Balance</b>	\$ 175,707	\$ 349,265	\$ 108,207	\$ 136,570
<b>Plus Cash Receipts</b>				
Membership Fees				
City of Greater Geraldton	\$ 10,000	\$ -	\$ 20,000	
City of Kalgoorlie - Boulder	\$ 10,000	\$ -	\$ 20,000	
City of Bunbury	\$ 10,000	\$ -	\$ 20,000	
City of Albany	\$ 10,000	\$ -	\$ 20,000	
Shire of Broome	\$ 10,000	\$ -	\$ 20,000	
Shire of Roebourne	\$ 10,000	\$ -	\$ 20,000	
Town of Port Hedland	\$ 10,000	\$ -	\$ 20,000	
<b>Total Membership Fees</b>	<b>\$ 70,000</b>	<b>\$ -</b>	<b>\$ 140,000</b>	<b>\$ -</b>
<b>Contributions for Regional Capitals Australia</b>				
City of Kalgoorlie - Boulder	\$ 5,000	\$ -	\$ 5,000	
City of Greater Geraldton	\$ 5,000	\$ -	\$ 5,000	
City of Bunbury	\$ 5,000	\$ -	\$ 5,000	
City of Albany	\$ 5,000	\$ -	\$ 5,000	
Shire of Broome	\$ 5,000	\$ -	\$ 5,000	
Shire of Roebourne	\$ 5,000	\$ -	\$ 5,000	
Town of Port Hedland	\$ 5,000	\$ -	\$ 5,000	
<b>Total Contributions for Regional Capitals Australia</b>	<b>\$ 35,000</b>	<b>\$ -</b>	<b>\$ 35,000</b>	<b>\$ -</b>
<b>UWA Partnership Contributions:</b>				
City of Kalgoorlie - Boulder	\$ 12,098	\$ -		
City of Greater Geraldton	\$ 12,098	\$ -		
City of Bunbury	\$ 12,098	\$ -		
City of Albany	\$ 12,098	\$ -		
Shire of Broome	\$ 12,098	\$ -		
Shire of Roebourne	\$ 12,098	\$ -		
Town of Port Hedland	\$ 12,098	\$ -		
<b>Total UWA Partnership Contributions:</b>	<b>\$ 84,686</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Other Contributions:</b>				
City of Kalgoorlie - Boulder	\$ -	\$ -	\$ -	\$ -
City of Greater Geraldton	\$ -	\$ -	\$ -	\$ -
City of Bunbury	\$ -	\$ -	\$ -	\$ -
City of Albany	\$ -	\$ -	\$ -	\$ -
Shire of Broome	\$ -	\$ -	\$ -	\$ -
Shire of Roebourne	\$ -	\$ -	\$ -	\$ -
Town of Port Hedland	\$ -	\$ -	\$ -	\$ -
<b>Total Other Contributions</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Additional (Unspent) Contributions Received:</b>				
City of Kalgoorlie - Boulder				
City of Greater Geraldton				
City of Bunbury				
Shire of Roebourne				
<b>Total Additional (Unspent) Contributions Received</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Total Cash Receipts</b>	<b>\$ 189,686</b>	<b>\$ -</b>	<b>\$ 175,000</b>	<b>\$ -</b>
<b>Less Cash Payments</b>				
UWA Project Contributions	\$ 84,686	\$ 169,365	\$ 84,686	
Regional Capitals Australia (Membership Fee)	\$ 35,000	\$ 38,500	\$ 35,000	
Regional Capitals Australia (Other Projects)	\$ 10,000		\$ -	
Secretariat	\$ 100,000		\$ 33,480	\$ 6,138
Travel and accommodation Secretariat	\$ 5,000		\$ 2,000	
Meetings & Functions	\$ 10,000	\$ 705	\$ 10,000	
Marketing, Promotion & Website	\$ 2,500		\$ -	
General (includes Strategic Planning)	\$ 10,000	\$ 4,125	\$ 5,000	
<b>Total Cash Payments</b>	<b>\$ 257,186</b>	<b>\$ 212,695</b>	<b>\$ 170,166</b>	<b>\$ 6,138</b>
<b>Closing Balance</b>	<b>\$ 108,207</b>	<b>\$ 136,570</b>	<b>\$ 113,041</b>	<b>\$ 130,432</b>

Note:

2013-14 Budget Opening Balance based on equal unspent contribution from each member of \$25,101 x 7 = \$175,707  
 2013-14 Actual Opening balance set at \$349,265 as per cheque 1442 received from Greater Geraldton

## REQUEST FOR QUOTATION

Request Number	RFQ FY15-001
Closing Date for Submissions	2014-08-30
Organisation Contact	Mrs Melody Pia, es@prc.wa.gov.au

### 1. Requirements in Brief

The State Government has announced that a circa \$24M fund has become available to address infrastructure priorities in regional arts and culture. Circa \$6M of this funding has been allocated towards capital works, with the remainder purposed for recurrent expenditure.

Specialist advisory services are sought to research and draft a submission to the WA Department for Culture and the Arts. The submission will offer a structured framework for allocating these funds into regional capitals equitably, and with endorsement by all regional capital participants.

### 2. Contact Person

Respondents should not rely on any information provided by any person other than that listed below:

Name:	Mrs Melody Pia
Organisation:	WARCA Secretariat
Email:	es@prc.wa.gov.au
Telephone:	(08) 9467 2456

A prospective respondent may submit a written request for clarification on any part of the request prior to lodgement of their quotation. Any requests for information or clarification should be in writing in the first instance and may be the subject of an addendum to this request.

If a respondent has any doubt as to the meaning of any portion of the request documents, they must include a 'Statement of Interpretation' upon which the respondent relies and on the basis of which the quotation has been prepared.

No requests for information or clarification to the request will be accepted later than two (2) working days prior to the deadline of this request.

### 3. Request Documents

This request for quotation contains:

- Evaluation Process and Criteria (Sec 4-5)
- Quotation Instructions (Sec 6-19)
- Detailed Statement of Requirements (Sec 20)
- Deliverables (Sec 21)
- Timeframe and Pricing Conditions (Sec 23-24)
- Response Tables (Sec 25-30) MANDATORY USE

## 4. Evaluation Process

Quotations will be evaluated using information provided by the respondent. The following evaluation methodology will be used in respect of this Request:

Quotations are checked for completeness and compliance. Quotations that do not contain all information requested may be excluded from evaluation.

Quotations are assessed against the requirements. Contract costs are evaluated e.g. proposed prices and other relevant whole of life costs are considered.

A contract may then be awarded to the respondent whose quotation is considered the most advantageous to the WA Regional Capitals Alliance (WARCA).

The Contract may be awarded to a respondent who best demonstrates the ability to provide quality services at competitive prices. The proposed prices will be assessed together with qualitative and compliance criteria to determine the most advantageous outcome to WARCA.

WARCA has adopted a best value for money approach to this request. This means that, although prices and fees are considered, the quotation containing the lowest price may not necessarily be accepted, nor may the quotation ranked the highest on the qualitative criteria.

In determining the most advantageous quotation, WARCA will consider each quotation against the qualitative criteria.

Before providing a quotation, respondents must note the following:

- All information relevant to your answers are to be contained within your quotation
- Respondents are to assume that WARCA has no previous knowledge of your organisation, its activities or experience;
- Respondents are to provide full details for any claims, statements or examples used; and
- Respondents are to address each issue outlined within each statement of requirements.

Failure to provide the specified information may result in elimination from the further evaluation process or a low score.

## 5. Evaluation Criteria

Submissions will be evaluated against the following criteria, which are not specified in any order of importance:

- Criterion 1: Demonstrated capability and capacity to provide the services;
- Criterion 2: The suitability of the Respondent's personnel to provide the desired outcome;
- Criterion 3: The quality of the Respondent's approach and methodology being proposed;
- Criterion 4: Demonstrated ability to complete projects on time, on budget and to agreed standards;
- Criterion 5: Knowledge and experience of conducting work in regional Australia
- Criterion 6: Value for money.

## 6. Quotation Pricing

The non-weighted cost method is used as functional considerations including capacity; quality, transitional and adaptability are seen to be crucial to the outcome of the Contract. WARCA will make a series of value judgments based on the capability of the respondent to complete the requirements.



The quotation will be considered along with related factors affecting the total cost to WARCA e.g. the lifetime operating costs of goods or WARCA contract management costs may also be considered in assessing the best value for money outcome.

The respondent must lodge with WARCA a detailed schedule of prices and rates in the format as shown in the Vendor Quotation Form and Vendor Schedule of Costs.

All prices for goods and/or services offered under this request are to be fixed for the term of the Contract, and all prices submitted shall be in Australian currency.

Unless otherwise indicated prices proposed shall include materials, equipment, plant, consumables, delivery, unloading and all applicable licenses, levies, duties, taxes and charges. Any charge not stated in the quotation as being additional will not be allowed as a charge for any transaction under any resultant contract.

## 7. Form of Quotation

Respondents must submit quotations by email only to the WARCA organisation contact no later than 5.00 pm on the date indicated within this request. Quotations received outside this time will not be considered.

Quotations must be presented using the templates included with this request document, and submitted as PDF files.

WARCA at its absolute discretion may also exclude quotations from the evaluation process where other conditions of the request are not met. This includes, but is not limited to, submissions not received in the correct format by the deadline.

## 8. Quotation File Format, Naming Conventions and Size

Respondents must lodge their quotations in accordance with the requirements set out in this section for file format/s, naming conventions and file sizes. Failure to comply with any or all of these requirements may result in the quotation not received successfully and/or may eliminate the quotation from consideration.

Respondents must lodge their quotations in accordance with the requirements set out in this section for file format/s, naming conventions and file sizes. Failure to comply with any or all of these requirements may result in the quotation not received successfully and/or may eliminate the quotation from consideration.

The quotation file name/s must:

- not include spaces, non-alpha/numeric characters and symbols; and
- not exceed 20 characters. (c)

Quotation files:

- must not exceed a combined file size of 10 megabytes;
- must be submitted by email to the Shire/Town; and
- should be zippered (compressed) together for transmission.

Scanned images, where they are required, are permitted so long as the total file size does not exceed 10MB. The use of scanned or imaged material, where it expands the quotation file size beyond the 10MB limit is prohibited.

Any scanned images or additional files supplied by the respondent in their quotation must contain the respondent's name.

Respondents are encouraged not to attach images or files if not requested as part of the request. In the instance that any images or files are attached as a separate document, these attachments may be excluded from consideration.

In submitting their quotations electronically, respondents represent that they have taken reasonable steps to ensure that quotation files are free of viruses, worms or other disabling features which may affect WARCA's computing environment. Quotations found to contain viruses, worms or other disabling features may be excluded from the evaluation process.

Respondents should allow sufficient time for email transmission, including time that may be required for any problem analysis and resolution prior to the deadline.

Where electronic submission of a quotation has commenced prior to the deadline and is not completed successfully by the deadline, the quotation will not be accepted and will be deemed to be a late response.

## 9. Rejection of Quotations

A quotation will be rejected without consideration of its merits at the discretion of WARCA in the event that:

1. it is not submitted before the deadline; or
2. it is not submitted in the correct format as specified in this request.

A quotation may also be rejected if it fails to comply with any other requirements of this request. Quotations containing alterations or erasures; handwritten amendments, which are not initialled; or information which is not clear or legible, may be excluded from the evaluation process.

## 10. Corrections and Additions

If a respondent becomes aware of an error or omission in its quotation and wishes to lodge a correction or additional information, the material should be lodged with WARCA by email before the Deadline. WARCA will not consider any correction or additional information submitted as part of a quotation, where the correction or additional information is received after the deadline.

## 11. Acceptance of Quotations

Unless otherwise stated in this request, WARCA may accept quotations either wholly or in part. WARCA is not bound to accept the lowest quotation and may reject any or all quotations submitted.

## 12. Disclosure of Contract Information

Documents and other information relevant to the contract may be disclosed when required by law under the Freedom of Information Act 1992 or under a Court order.

## 13. Respondents to Inform Themselves

Respondents warrant and shall be deemed to have:

- examined this request and any other information available in writing to respondents for the purpose of responding;
- examined all further information relevant to the risks, contingencies, and other circumstances having an effect on their quotation which is obtainable by the making of reasonable enquires;
- satisfied themselves as to the correctness and sufficiency of their quotations including proposed prices which will be deemed to cover the cost of complying with all the conditions of the request and all

matters and things necessary for the due and proper performance and completion of the work described therein;

- acknowledged that WARCA may enter into negotiations with a chosen respondent and that negotiations are to be carried out in good faith; and
- satisfied themselves they have a full set of the request documents and all relevant attachments.

#### 14. Risk Assessment

WARCA may have access to and give consideration to:

- any risk assessment undertaken by any credit rating agency;
- any financial analytical assessment undertaken by any agency; and
- any information produced by the Bank, financial institution, or accountant of a respondent; so as to assess that Tender and may consider such materials as tools in the assessment process

#### 15. Ownership of Quotations

All documents, materials, articles and information submitted by the respondent as part of or in support of a quotation will become, upon submission the absolute property of WARCA and will not be returned to the respondent at the conclusion of the quotation process provided that the respondent be entitled to retain copyright and other intellectual property rights therein, unless otherwise provided by the contract.

#### 16. Canvassing

If a respondent, whether personally or by a consultant, canvasses any of the WARCA Councillors (as the case may be) or officers or any of the member governments with a view to influencing the acceptance of any quotation any other respondent, then regardless of such canvassing having any influence on the acceptance of such quotation, WARCA may at its discretion omit the respondent from consideration.

#### 17. Identity of The Respondent

The identity of the respondent is fundamental to WARCA. The respondent will be the person, persons, corporation or corporations named as the respondent within the quotation. Upon acceptance of a quotation, the respondent will become the contractor, and no substitution will be permitted.

#### 18. Costs of Quotation

WARCA will not be liable for payment to the respondent for any costs, losses or expenses incurred by the respondent in preparing their quotation.

#### 19. Quotation Validity Period

All quotations shall remain valid and open for acceptance for a minimum period of thirty (30) days from the deadline unless extended on mutual agreement between WARCA and the respondent in writing.

## 20. Detailed Statement of Requirements

- Identify and engage with a steering group of three project sponsors
- Identify and engage with a stakeholder group of nominated staff from maximum eight regional centres
- Using an existing building condition report that assessed the state of all regional arts facilities, validate the report and amend/update as necessary
- Facilitate one or more workshops between the stakeholder group to reach consensus agreement with respect to the allocation of grant funding across the group
- Formalise consensus into an instrument of agreement between the stakeholder group
- Develop the consensus agreement into a formal submission to the Department of Culture and the Arts that includes as a minimum:
  - Background to WARCA
  - Background to the grant fund
  - A sound and defensible argument for allocating these funds to regional capitals
    - articulating and quantifying hard linkages between regional arts/culture, tourism and economic diversification
  - A description of the collaborative process to reach consensus on objectives
  - A framework for expending these funds over the life of the grant that includes:
    - development of a creative spaces policy for regional capitals
    - development of a creative arts development policy for regional capitals
    - a focus on infrastructure that supports content development as opposed to content consumption
    - a detailed plan for expenditure on regional arts infrastructure, with cash flow (circa \$6M) over the anticipated life of the grant
    - a detailed plan for recurrent expenditure on regional arts infrastructure, with cash flow (circa \$18M) over the anticipated life of the grant
- Develop a forward funding model that identifies and quantifies additional funding required to foster a healthy, vibrant and active community of creative arts content creators in regional Australia.

## 21. Deliverables

The following deliverables are expected as satisfaction of these requirements:

- Signed instrument of agreement between stakeholders
- Detailed submission, in a format deemed suitable by WARCA and Department for Culture and the Arts, with supporting evidence and working papers.
- All deliverables to be submitted in both secure PDC and editable Microsoft Word format.

## 22. Project Management

Respondents will be expected to work within the WARCA project management framework and structures.

The respondent will work closely with key stakeholders including relevant members of WARCA.

The respondent works with the understanding that administration costs, including all travel costs, are included in the quotation.

Any anticipated proposed intrastate travel costs associated with this quotation should be clearly outlined within the proposed pricing schedule and attached to the quotation.

## 23. Timeframe

Handover for all deliverables outlined in this request is on or before 30 September 2014.

## 24. Pricing Conditions

Respondents are to set out the pricing elements of their quotation, listing all applicable charges to be levied under the contract. Any charges not specified within the quotation will not be permitted through the contract without the written consent of WARCA.

Any prices given will be taken to include the cost of all work and related expenses associated with the chargeable activity unless otherwise stated.

- WARCA reserves the right to reject any offer that does not properly address and satisfy any of the following pricing requirements:
- The respondent must state the basis of its offered price in Australian Dollars and any price variation provision, arrangement or mechanism applicable to the offered price.
- The offered price will be deemed to include the cost of complying with this request and the cost of complying with all matters and things necessary or relevant for the due and proper performance of the contract. Any charge not stated as being additional to the offered price will not be payable by WARCA.
- If the quotation is consideration for a taxable supply under the GST Act, the quotation will be deemed to be inclusive of all GST applicable to the taxable supply at the rate in force for the time being.

WARCA reserves the absolute right to cancel or suspend this contract for unspecified reason at any time. In the event of cancellation or suspension of this contract for unspecified reason, WARCA shall remit to the Respondent all monies due and payable for the next nominated milestone payment, and the Respondent relinquishes any and all claim to subsequent milestone payments, irrespective of work in progress.

## 25. Pricing Table (to be completed in full by respondent)

Item	Supply (incl. GST)
Preparation of proposal supporting allocation of DCA funding as described in RFQ	\$
Total	\$

## 26. Respondent Profile

Name of Legal Entity
Trading Name
Contact Person
ABN/ACN
Registered Address
Email
Telephone
Facsimile
Service of Notices

## 27. Respondent Insurances

Insurance Type	Policy #	Amount	Expiry	Excl.
Business Liability				
Professional Indemnity				
Workers Compensation				

28. Summary of Recent Relevant Experiences (add rows to table as required)

Organisation	Nature of Contract & Contact Referee Details

29. CVs of Staff proposed for this Response (please add CVs as addenda to response)

Name	Summary of Qualifications

30. Summary of Respondent Quality Management Systems

## RULES OF ASSOCIATION

This is an example of an association's rules. Rules that correspond with one of the compulsory items listed in Schedule 1 of the Act are indicated in brackets.

### *Name of Association*

1 The name of the Association is Harmony Community Development Association Inc.

### *Definitions*

(a) In these rules, unless the contrary intention appears-

"annual general meeting" is the meeting convened under paragraph (b) of rule 16 (1);

"Committee meeting" means a meeting referred to in rule 15;

"Committee member" means person referred to in paragraph (a), (b), (c), (d) or (e) of rule 10 (1);

"convene" means to call together for a formal meeting;

"department" means the government department with responsibility for administering the *Associations Incorporation Act (1987)*;

"financial year" means a period not exceeding 15 months fixed by the Committee, being a period commencing on the date of incorporation of the Association and ending on 30 June; and thereafter each period commencing 1 July and ending on 30 June in the following year;

"general meeting" means a meeting to which all members are invited; "member" means member of the Association;

"ordinary resolution" means resolution other than a special resolution;

"poll" means voting conducted in written form (as opposed to a show of hands);

"special general meeting" means a general meeting other than the annual general meeting;

"special resolution" has the meaning given by section 24 of the Act, that is-

A resolution is a special resolution if it is passed by a majority of not less than three-fourths of the members of the association who are entitled under the rules of the association to vote and vote in person or, where proxies or postal votes are allowed by the rules of the association by proxy or postal vote, at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given in accordance with those rules.

At a meeting at which a resolution proposed as a special resolution is submitted, a declaration by the person presiding that the resolution has been passed as a special resolution shall be evidence of the fact unless, during the meeting at which the resolution is submitted, a poll is demanded in accordance with the rules of the Association or, if the rules do not make provision as to the manner in which a poll may be demanded, by at least 3 members of the association present in person or, where proxies are allowed, by proxy.

If a poll is held, a declaration by the person presiding as to the result of a poll is evidence of the matter so declared.



"the Act" means the *Associations Incorporation Act 1987*; "the Association" means the Association referred to in rule 1; "the Chairperson" means-

- (a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 11; or
- (b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in paragraph (a) of rule 10 (1) or, if that person is unable to perform his or her functions, the Vice Chairperson;

"the Commissioner" means the Commissioner for Consumer Protection exercising powers under the Act;

"the Committee" means the Committee of Management of the Association referred to in rule 10 (1);

"the Secretary" means the Secretary referred to in paragraph (c) of rule 10 (1);

"the Treasurer" means the Treasurer referred to in paragraph (d) of rule 10 (1);

"the Vice-Chairperson" means the Vice-Chairperson referred to in paragraph (b) of rule 10 (1).

### *Objects of Association*

**3** The purpose of the Association is to develop a collaborative framework to engage with and partner with both the Western Australian and Australian Governments

(1) The objects of the Association are-

- (a) The Alliance cities will work to develop a collaborative framework to engage with and partner with both the Western Australian and Australian Governments;
- (b) The Alliance parties will work collaboratively to achieve the future sustainable development of the State of Western Australia;
- (c) The Alliance will work towards being accepted as a legitimate and respected grouping within the arrangements resulting from the current Local Government Structural Reform process;
- (d) The Alliance cities will ensure that the emergence of the Alliance occurs in a balanced fashion, recognising the infrastructure needs and associated funding requirements of sub-regional centres in their hinterlands;
- (e) The Alliance cities will work towards a framework to evolve into fully fledged alternatives to the Perth metropolitan area as locations for the growing population of the State;
- (f) The Alliance cities will actively participate in State Population Policy Development to ensure the State's future population growth and its associated demands for social, economic and environmental amenity are distributed in a sustainable fashion. The Alliance believes the realistic target is for 50% of projected population growth to occur in regional areas, with 20% to be located in regional cities; and
- (g) The Alliance cities are positioned and resourced to represent the interests of its members and to enable synergies at operational and strategic levels

(2) The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion

of those objects.

### *Powers of Association*

**4** The powers conferred on the Association are the same as those conferred by section 13 of the Act, so that subject to the Act and any additions, exclusions or modifications inserted below, the Association-

may do all things necessary or convenient for carrying out its objects and purposes, and in particular, may -

- (a) acquire, hold, deal with, and dispose of any real or personal property;
- (b) open and operate bank accounts;
- (c) invest its money -
  - (i) in any security in which trust monies may lawfully be invested; or
  - (ii) in any other manner authorised by the rules of the Association;
- (d) borrow money upon such terms and conditions as the Association thinks fit;
- (e) give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- (f) appoint agents to transact any business of the Association on its behalf;
- (g) enter into any other contract it considers necessary or desirable; and
- (h) may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise than as a trustee, would contravene this Act or the rules of the Association.

### *Qualifications for membership of Association*

**5** (1) Membership of the Association is open to **definition of regional capital required here**

(2) A local government that wishes to become a member must-

- (a) apply for membership to the Committee in writing-
  - (i) signed under common seal by that local government; and
  - (ii) in such form as the Committee from time to time directs;

(3) The Committee members must consider each application made under sub-rule (2) at a Committee meeting and must at the Committee meeting or the next Committee meeting accept or reject that application.

(4) An applicant whose application for membership of the Association is rejected under sub-rule (3) must, if it wishes to appeal against that decision, give notice to the Secretary of his or her intention to do so within a period of 14 days from the date it is advised of the rejection.

(5) When notice is given under sub-rule (4), the Association in a general meeting no later than the next annual general meeting, must either confirm or set aside the decision of the Committee to reject the application, after having afforded the applicant who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting.

### *Register of members of Association*

**6** (1) The Secretary, on behalf of the Association, must comply with section 27 of the Act by

keeping and maintaining-

in an up to date condition a register of the members of the Association and their postal or residential addresses and, upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

(2) The register must be so kept and maintained at the Secretary's place of residence, or at such other place as the members at a general meeting decide.

(3) The Secretary must cause the name of a member that ceases to be a member under rule 8 to be deleted from the register of members referred to in sub-rule (1).

### *Subscriptions of members of Association*

**7** (1) The members may from time to time at a general meeting determine the amount of the subscription to be paid by each member.

(2) Each member must pay to the Treasurer, annually on or before 1 July or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule (1).

(3) Subject to sub-rule (4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under sub-rule (2) ceases on the expiry of that period to be a member, unless the Committee decides otherwise.

(4) A person exercises all the rights and obligations of a member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under sub-rule (2) or within 3 months thereafter, or such other time as the Committee allows.

### *Termination of membership of the Association*

**8** Membership of the Association may be terminated upon-

- (a) receipt by the Secretary or another Committee member of a notice in writing from a member of its resignation from the Association. Such entity remains liable to pay to the Association the amount of any subscription due and payable by that entity to the Association but unpaid at the date of termination; or
- (b) non-payment by a member of its subscription within three months of the date fixed by the Committee for subscriptions to be paid, unless the Committee decides otherwise in accordance with rule 7 (3); or
- (c) expulsion of a member in accordance with rule 9.

### *Suspension or expulsion of members of Association*

**9** (1) If the Committee considers that a member should be suspended or expelled from membership of the Association because its conduct is detrimental to the interests of the Association, the Committee must communicate, either orally or in writing, to the member-

- (a) notice of the proposed suspension or expulsion and of the time, date and place of the Committee meeting at which the question of that suspension or expulsion will be decided; and
- (b) particulars of that conduct,

not less than 30 days before the date of the Committee meeting referred to in paragraph (a).

(2) At the Committee meeting referred to in a notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard

by, or to make representations in writing to, the Committee, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.

(3) Subject to sub-rule (5), a member has its membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under sub-rule (2)

(4) A member who is suspended or expelled under sub-rule (2) must, if it wishes to appeal against that suspension or expulsion, give notice to the Secretary of its intention to do so within the period of 14 days referred to in sub-rule (3).

(5) When notice is given under sub-rule (4)-

- (a) the Association in a general meeting, must either confirm or set aside the decision of the Committee to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting; and
- (b) the member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Committee to suspend or expel it is confirmed under this sub-rule.

#### *Committee of Management (Item 6)*

**10** (1) Subject to sub-rule (9), the affairs of the Association will be managed exclusively by a Committee of Management consisting of-

- (a) a Chairperson;
- (b) a Vice-Chairperson;
- (c) a Secretary;
- (d) a Treasurer; and
- (e) not less than 2 other persons,

all of whom must be substantive employees of members of the Association.

(2) Committee members must be elected to membership of the Committee at an annual general meeting or appointed under sub-rule (8); and such membership shall only continue for such time as the committee member continues to be a substantive employee of a member of the Association.

(3) Subject to sub-rule (8), a Committee member's term will be from his or her election at an annual general meeting until the election referred to in sub-rule (2) at the next annual general meeting after his or her election, but he or she is eligible for re-election to membership of the Committee.

(4) Except for nominees under sub-rule (7), a person is not eligible for election to membership of the Committee unless a member has nominated him or her for election by delivering notice in writing of that nomination, signed by-

- (a) the nominator; and
- (b) the nominee to signify his or her willingness to stand for election,

to the Secretary not less than 7 days before the day on which the annual general meeting concerned is to be held.

- (5) A person who is eligible for election or re-election under this rule may -
- (a) propose or second himself or herself for election or re-election; and
  - (b) vote for himself or herself.

(6) If the number of persons nominated in accordance with sub-rule (4) for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled-

- (a) the Secretary must report accordingly to; and
  - (b) the Chairperson must declare those persons to be duly elected as members of the Committee at the annual general meeting concerned.
- (c) If vacancies remain on the Committee after the declaration under sub-rule (6), additional nominations of Committee members may be accepted from the floor of the annual general meeting. If such nominations from the floor do not exceed the number of vacancies the Chairperson must declare those persons to be duly elected as members of Committee. Where the number of nominations from the floor exceeds the remaining number of vacancies on the Committee, elections for those positions must be conducted.

(7) If a vacancy remains on the Committee after the application of sub-rule (7), or when a casual vacancy within the meaning of rule 14 occurs in the membership of the Committee-

- (a) the Committee may appoint a member to fill that vacancy; and
- (b) a member appointed under this sub-rule will -
  - (i) hold office until the election referred to in sub-rule (2); and
  - (ii) be eligible for election to membership of the Committee, at the next following annual general meeting.

(8) The Committee may delegate, in writing, to one to more sub-committees (consisting of such member or members of the association as the Committee thinks fit) the exercise of such functions of the Committee as are specified in the delegation other than-

- the power of delegation; and
- a function which is a duty imposed on the Committee by the Act or any other law.

(9) Any delegation under sub-rule (9) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

(10) The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (9).

(11) The Committee may delegate, in writing, to an external entity, the exercise of such functions of the Committee as are specified in the delegation other than-

- the power of delegation; and
- a function which is a duty imposed on the Committee by the Act or any other law.

(12) Any delegation under sub-rule (11) may be subject to such conditions and limitations as to the exercise of that function or as to time and circumstances as are specified in the written delegation and the Committee may continue to exercise any function delegated.

(13) The Committee may, in writing, revoke wholly or in part any delegation under sub-rule (11).

### *Chairperson and Vice-Chairperson*

**11** (1) Subject to this rule, the Chairperson must preside at all general meetings and Committee meetings.

(2) In the event of the absence from a general meeting of-

(a) the Chairperson, the Vice-Chairperson; or

(b) both the Chairperson and the Vice-Chairperson, a member elected by the other members present at the general meeting,

must preside at the general meeting.

(3) In the event of the absence from a Committee meeting of-

(a) the Chairperson, the Vice-Chairperson; or

(b) both the Chairperson and the Vice-Chairperson, a Committee member elected by the other Committee members present at the Committee meeting,

must preside at the Committee meeting.

### *Secretary*

**12** The Secretary must-

(a) co-ordinate the correspondence of the Association;

(b) keep full and correct minutes of the proceedings of the Committee and of the Association;

(c) comply on behalf of the Association with-

(d) section 27 of the Act with respect to the register of members of the Association, as referred to in rule 6;

(i) section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Association and, upon the request of a member of the Association, must make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but will have no right to remove the rules for that purpose; and

(ii) section 29 of the Act by maintaining a record of -

(A) the names and residential or postal addresses of the persons who hold the offices of the Association provided for by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Association under rule 22; and

(B) the names and residential or postal addresses of any persons who are appointed or act as trustees on behalf of the Association,

and the Secretary must, upon the request of a member of the Association, make available the record for the inspection of the member and the member may make a copy of or take an extract from the record but will have no right to remove the record for that purpose;

(e) unless the members resolve otherwise at a general meeting, have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c) but other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer; and

(f) perform such other duties as are imposed by these rules on the Secretary.

## *Treasurer*

### **13 The Treasurer must-**

- (a) be responsible for the receipt of all moneys paid to or received by, or by him or her on behalf of, the Association and must issue receipts for those moneys in the name of the Association;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by himself or herself and at least one other authorised Committee member, or by any two others as are authorised by the Committee;
- (d) comply on behalf of the Association with sections 25 and 26 of the Act with respect to the accounting records of the Association by-
  - (i) keeping such accounting records as correctly record and explain the financial transactions and financial position of the Association;
  - (ii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time;
  - (iii) keeping its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited; and
  - (iv) submitting to members at each annual general meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year.
- (e) whenever directed to do so by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) unless the members resolve otherwise at a general meeting, have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

## *Casual vacancies in membership of Committee*

### **14 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-**

- (a) dies;
- (b) resigns by notice in writing delivered to the Chairperson or, if the Committee member is the Chairperson, to the Vice-Chairperson and that resignation is accepted by resolution of the Committee;
- (c) is convicted of an offence under the Act;
- (d) is permanently incapacitated by mental or physical ill-health;
- (e) is absent from more than-
  - (i) 3 consecutive Committee meetings; or
  - (ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings; of which meetings the member received notice, and the Committee has resolved to declare the office vacant;
- (f) ceases to be a member of the Association; or
- (g) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.



### *Proceedings of Committee*

**15** (1) The Committee must meet together for the dispatch of business at least once a calendar month and the Chairperson, or at least half the members of the Committee, may at any time convene a meeting of the Committee.

(2) Each Committee member has a deliberative vote.

(3) A question arising at a Committee meeting must be decided by a majority of votes, but, if there no majority, the person presiding at the Committee meeting will have a casting vote in addition to his or her deliberative vote.

(4) At a Committee meeting 5 Committee members constitute a quorum.

(5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting must be determined by the Committee members present at the Committee meeting.

(6) As required under sections 21 and 22 of the Act, a Committee member having any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Committee (except if that pecuniary interest exists only by virtue of the fact that the member of the Committee is a member of a class of persons for whose benefit the Association is established), must-

- (a) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Committee; and
- (b) not take part in any deliberations or decision of the Committee with respect to that contract.

(7) Sub-rule (6) (a) does not apply with respect to a pecuniary interest that exists only by virtue of the fact that the member of the Committee is an employee of the Association.

(8) The Secretary must cause every disclosure made under sub-rule (6) (a) by a member of the Committee to be recorded in the minutes of the meeting of the Committee at which it is made.

### *General meetings*

**16** (1) The Committee-

- (a) may at any time convene a special general meeting;
- (b) must convene annual general meetings within the time limits provided for the holding of such meetings by section 23 of the Act, that is, in every calendar year within 4 months after the end of the Association's financial year or such longer period as may in a particular case be allowed by the Commissioner, except for the first annual general meeting which may be held at any time within 18 months after incorporation; and
- (c) must, within 30 days of-
  - (i) receiving a request in writing to do so from not less than 15 members, convene a special general meeting for the purpose specified in that request; or
  - (ii) the Secretary receiving a notice under rule 9 (4), convene a general meeting to deal with the appeal to which that notice relates.
- (d) must, after receiving a notice under rule 5 (4), convene a general meeting, no later than the next annual general meeting, at which the appeal referred to in the notice will be dealt with. Failing that, the applicant is entitled to address the Association at that next annual general meeting in relation to the Committee's rejection of his or her application and the Association at that meeting must confirm or set



aside the decision of the Committee.

- (2) The members making a request referred to in sub-rule (1) (c) (i) must-
  - (a) state in that request the purpose for which the special general meeting concerned is required; and
  - (b) sign that request.
- (3) If a special general meeting is not convened within the relevant period of 30 days referred to-
  - (a) in sub-rule (1) (c) (i), the members who made the request concerned may themselves convene a special general meeting as if they were the Committee; or
  - (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may him or herself convene a special general meeting as if he or she were the Committee.
- (4) When a special general meeting is convened under sub-rule (3) (a) or (b) the Association must pay the reasonable expenses of convening and holding the special general meeting.
- (5) Subject to sub-rule (7), the Secretary must give to all members not less than 14 days notice of a special general meeting and that notice must specify-
  - (a) when and where the general meeting concerned is to be held; and
  - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
  - (c) Subject to sub-rule (7), the Secretary must give to all members not less than 21 days notice of an annual general meeting and that notice must specify-
    - (d) when and where the annual general meeting is to be held;
    - (e) the particulars and order in which business is to be transacted, as follows-
      - (i) first, the consideration of the accounts and reports of the Committee;
      - (ii) second, the election of Committee members to replace outgoing Committee members; and
      - (iii) third, any other business requiring consideration by the Association at the general meeting.
- (6) A special resolution may be moved either at a special general meeting or at an annual general meeting, however the Secretary must give to all members not less than 21 days notice of the meeting at which a special resolution is to be proposed. In addition to those matters specified in sub-rule (5) or (6), as relevant, the notice must also include the resolution to be proposed and the intention to propose the resolution as a special resolution.
- (7) The Secretary must give a notice under sub-rule (5), (6) or (7) by-
  - (a) serving it on a member personally; or
  - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under rule 6.
- (8) When a notice is sent by post under sub-rule (8) (b), sending of the notice will be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

### *Quorum and proceedings at general meetings*

**17** (1) At a general meeting, 50% of members present constitutes a quorum.

(2) If within 30 minutes after the time specified for the holding of a general meeting in a notice given under rule 16 (5) or (6)-

- (a) as a result of a request or notice referred to in rule 16 (1) (c) or as a result of action taken under rule 16 (3) a quorum is not present, the general meeting lapses; or
- (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to the same venue.

(3) If within 30 minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.

(4) The Chairperson may, with the consent of a general meeting at which a quorum is present, and must, if so directed by such a general meeting, adjourn that general meeting from time to time and from place to place.

(5) There must not be transacted at an adjourned general meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.

(6) When a general meeting is adjourned for a period of 30 days or more, the Secretary must give notice under rule 16 of the adjourned general meeting as if that general meeting were a fresh general meeting.

(7) At a general meeting-

- (a) an ordinary resolution put to the vote will be decided by a majority of votes cast on a show of hands, subject to sub-rule (9); and
- (b) a special resolution put to the vote will be decided in accordance with section 24 of the Act as defined in rule 2, and, if a poll is demanded, in accordance with sub-rules (9) and (11).

(8) A declaration by the Chairperson of a general meeting that a resolution has been passed as an ordinary resolution at the meeting will be evidence of that fact unless, during the general meeting at which the resolution is submitted, a poll is demanded in accordance with sub-rule (9).

(9) At a general meeting, a poll may be demanded by the Chairperson or by 50% of members present in person or by proxy and, if so demanded, must be taken in such manner as the Chairperson directs.

(10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.

(11) A poll demanded under sub-rule (9) must be taken immediately on that demand being made.

### *Minutes of meetings of Association*

**18** (1) The Secretary must cause proper minutes of all proceedings of all general meetings

and Committee meetings to be taken and then to be entered within 30 days after the holding of each general meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

(2) The Chairperson must ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (1) are checked and signed as correct by the Chairperson of the general meeting or Committee meeting to which those minutes relate or by the Chairperson of the next succeeding general meeting or Committee meeting, as the case requires.

(3) When minutes have been entered and signed as correct under this rule, they are, until the contrary is proved, evidence that-

- (a) the general meeting or Committee meeting to which they relate (in this sub-rule called "the meeting") was duly convened and held;
- (b) all proceedings recorded as having taken place at the meeting did in fact take place at the meeting; and
- (c) all appointments or elections purporting to have been made at the meeting have been validly made.

### *Voting rights of members of Association*

**19** (1) Subject to these rules, each member present in person or by proxy at a general meeting is entitled to a deliberative vote.

(2) A member which is a body corporate may appoint in writing a natural person, whether or not he or she is a member, to represent it at a particular general meeting or at all general meetings.

(3) An appointment made under sub-rule (2) must be made by a resolution of the board or other governing body of the body corporate concerned-

- (a) which resolution is authenticated under the common seal of that body corporate; and
- (b) a copy of which resolution is lodged with the Secretary.

(4) A person appointed under sub-rule (2) to represent a member which is a body corporate is deemed for all purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular general meeting, which appointment is not so revoked, the conclusion of that general meeting.

### *Proxies of members of Association*

**20** A member (in this rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any general meeting.

### *Rules of Association*

**21** (1) The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act, which is as follows-

- (a) Subject to sub-rule (1) (d) and (1) (e), the Association may alter its rules by special resolution but not otherwise;
- (b) Within one month of the passing of a special resolution altering its rules, or such further time as the Commissioner may in a particular case allow (on written application by the Association), the Association must lodge with the Commissioner notice of the special resolution setting out particulars of the alteration together with a certificate given by a member of the Committee certifying that the resolution was duly passed as a special resolution and that the rules of the Association as so

altered conform to the requirements of this Act;

- (c) An alteration of the rules of the Association does not take effect until sub-rule (1) (b) is complied with;
- (d) An alteration of the rules of the Association having effect to change the name of the association does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the change of name;
- (e) An alteration of the rules of the Association having effect to alter the objects or purposes of the association does not take effect until sub-rules (1) (a) to (1) (c) are complied with and the approval of the Commissioner is given to the alteration of the objects or purposes.

(2) These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

### *Common seal of Association*

**22** (1) The Association must have a common seal on which its corporate name appears in legible characters.

(2) The common seal of the Association must not be used without the express authority of the Committee and every use of that common seal must be recorded in the minute book referred to in rule 18.

(3) The affixing of the common seal of the Association must be witnessed by any two of the Chairperson, the Secretary and the Treasurer; or subject to any delegation that may be in place for this purpose.

(4) The common seal of the Association must be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

### *Inspection of records, etc. of Association*

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

### *Disputes and mediation*

**24** (1) The grievance procedure set out in this rule applies to disputes under these rules between-

- 1. a member and another member; or
- 2. a member and the Association; or
- 3. if the Association provides services to non-members, those non-members who receive services from the Association, and the Association.

(2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

(3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

(4) The mediator must be-

- 1. a person chosen by agreement between the parties; or
- 2. in the absence of agreement-

- (i) in the case of a dispute between a member and another member, a person appointed by the Committee of the Association;
- (ii) in the case of a dispute between a member or relevant non-member (as defined by sub-rule (1) (c)) and the Association, a person who is a mediator appointed to, or employed with, a not for profit organisation.

(5) A member of the Association can be a mediator.

(6) The mediator cannot be a member who is a party to the dispute.

(7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

(8) The mediator, in conducting the mediation, must-

- (a) give the parties to the mediation process every opportunity to be heard;
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) The mediation must be confidential and without prejudice.

**(11)** If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

**(12) Distribution of surplus property on winding up of Association**

**25** If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must be paid to or distributed among the members equally.