
RULES
OF THE
POLISH SCOUTING ASSOCIATION Z.H.P. IN AUSTRALIA INC.
Incorporated in Victoria

ABN 96 655 314 335

ARBN 105 459 096

Reg No A0038164F

Versions of the Rules of Association

Version 1 of the Rules of Association was submitted to Corporate Affairs as required by the Associations Incorporations Act 1981 (Vic) in 1999.

Version 2 of the Rules of Association was amended at the Association 2-Yearly Annual General Meeting held in October 2006 to change rules 35 and 39 which confirmed the Charitable Status of the Association

Version 3 of the Rules of Association was amended and accepted at the Association 2-Yearly Annual General Meeting held on 18 - 19 October 2008 to qualify aims, objectives and operations of the Association. – endorsed by Department of Justice Victoria, 18 November 2008.

Version 4 of the Rules of Association was amended and accepted at the Association Annual General Meeting held on 24 November 2013 to comply with Associations Incorporations Reform Act 2012 (Vic)

Version 5 of the Rules of Association was amended and accepted at the Association Annual General Meeting held on 28 October 2018 to amend clause 2 and clause 6(1) to remove the words “poza granicami kraju” and/or “pgk”.

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PART 1 - PRELIMINARY

1. Name

The incorporated association is the **Polish Scouting Association Z.H.P. in Australia Incorporated** (in Polish – **Okręg ZHP Australia**), ("the Association").

2. Definitions

In these rules, unless the contrary intention appears:

“**Act**” means the Associations Incorporations Reform Act 2012 (Vic)

“**Committee**” means the Executive Committee - in Polish “**Zarząd Okręgu**”;

“**Financial Year**” means the year ending 30 June;

“**General Meeting**” means a meeting of members convened in accordance with rule 1 Annual General Meeting – in Polish “**Zjazd Okręgu**”;

“**Member**” means a financial and registered member of the Association as defined under Rule 1 Membership categories;

“**Ordinary Member of The Committee**” means a member of the Executive Committee who is not an officer of the Association under Rule 3 Executive Committee (Zarząd Okręgu) sub para 3 The Executive Committee;

“**Regulations**” means regulations under the Act;

“**Relevant documents**” has the same meaning as in the Act;

“**Związek Harcerstwa Polskiego**” is Polish for and means Polish Scouting Association operating outside of the country of Poland;

“**ZHP**” is an acronym for Związek Harcerstwa Polskiego;

“**Girl Scouts Organisation**” – in Polish “**Chorągiew Harcerek**”;

“**Boy Scouts Organisation**” – in Polish “**Chorągiew Harcerzy**”;

“**Rovers Organisation**” – in Polish “**Organizacja Starszego Harcerstwa**” (OSH);

“**Friends of Polish Scouting**” – in Polish “**Organizacja Przyjaciół Harcerstwa**” (OPH);

“**Branch Friends of Polish Scouting (KPH)**” – in Polish “**Kola Przyjaciół Harcerstwa**” (KPH);

“**Branch**” – in Polish “**Obwód**”;

“**Division**” – in Polish “**Hufiec**”;

“**District**” – in Polish “**Szczep**”;

“**Boy Scout**” – in Polish “**Harcerz**”;

“**Girl Scout**” – in Polish “**Harcerka**”;

“**Venturer Scout**” – in Polish “**Wędrowniczka**” or “**Wędrownik**”;

“**Scout**” means either a boy scout or a girl scout or a venturer scout;

“**Cub Scout**” – in Polish “**Zuch**”;

“**Joey Scout**” – in Polish “**Skrzat**”;

“**Chief Scout**” – in Polish “**Przewodniczący/a ZHP**”;

“World Commissioner for Boys” – in Polish **“Naczelnik”**;

“World Commissioner for Girls” – in Polish **“Naczelniczka”**;

“World Commissioner” is a generic term for either **“World Commissioner for Boys”** or **“World Commissioner for Girls”**;

“Australian Commissioner for Boys” – in Polish **“Komendant Chorągwi”**;

“Australian Commissioner for Girls” – in Polish **“Komendantka Chorągwi”**;

“Australian Commissioner” is a generic term for either **“Australian Commissioner for Boys”** or **“Australian Commissioner for Girls”**;

“State Commissioner for Girls” – in Polish **“Hufcowa”**;

“State Commissioner for Boys” – in Polish **“Hufcowy”**;

“State Commissioner” is a generic term for either **“State Commissioner for Boys”** or **“State Commissioner for Girls”**;

“District Commissioner” – in Polish **“Szczepowy/a”**;

“Troop Leader” – in Polish **“Drużynowy/a”**;

“Patrol Leader” – in Polish **“Zastępowy/a”**;

“Australian Rover Leader” – in Polish **“Okręgowy Kierownik Organizacji Starszego Harcerstwa”**;

“National Representative of OPH” – in Polish **“Okręgowy Kierownik OPH”**;

“Branch President” – in Polish **“Przewodniczący/a Obwodu”**;

“Branch President of KPH” – in Polish **“Przewodniczący KPH”**;

“World Executive Committee” means „Executive Committee of the World Federation of Polish Scouting” - in Polish **„Naczelnictwo”**;

“World Council” - in Polish **“Naczelna Rada Harcerstwa (NRH)”**;

“Audit Committee” – in Polish **“Komisja Rewizyjna”**;

“Arbitration Commission” – in Polish **“Sąd Harcerski”**;

“World Council Tribunal” - in Polish **“Naczelny Sąd Harcerski”**;

“Electoral Annual General Meeting” – in Polish **“Zjazd Okręgu”**;

In these Rules, a reference to the Secretary of the Association is a reference, if a person holds office under the Rules as Secretary of the Association - to that person;

3. Alteration of the Rules

The Rules and the statement of purposes of the Association may only be changed by Special Resolution of the Members in accordance with the Act.

4. Objectives of the Association

- (a) This association was formed to carry on the work, ideology and traditions of the Polish Scouting Movement founded by Andrzej Małkowski in 1910 in pre-World War I Polish lands. Its membership comprises people of Polish heritage, who wish to perpetuate its objectives.
- (b) The objectives of the Association, and thus its membership, are:
 - (1) to develop the physical, mental and moral strength of its members and to train its youth in good citizenship;

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- (2) to perpetuate in its members, the ethnic traditions in areas of Polish language, history and culture, and their contribution to the Australian culture;
 - (3) to train its members in the principles of the scouting movement as it is recognised throughout the democracies of the free world;
 - (4) to promote and develop the ability of its members to do things for themselves and for others through scout craft and through emphasising patriotism, service, courage, self-reliance and kindred virtues;
 - (5) To stress to its members:
 - (A) the importance of knowledge of the outdoors, love of nature, respect and protection of the environment, manual arts, crafts, sport and other such activities;
 - (B) that the development and upbringing of youth in Polish Scouting shall be based upon the principles of Christian ethics.

PART 2 – POWERS OF ASSOCIATION

1. Duties and Powers of the Association

- (a) In addition to the basic objectives of the Association, the duties and powers of the Association shall be deemed to also include:
 - (1) operation as a not-for-profit organisation. The assets and income of the association shall be applied solely in furtherance of its objectives and no portion shall be distributed directly or indirectly to the members of the organisation, except as bona fide compensation for pre-authorised services rendered or expenses incurred on behalf of the organisation;
 - (2) the purchase, hiring, taking on a lease or in exchange or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for achieving any of the aims and objectives of the Association;
 - (3) the buying, selling, supplying and dealing in all manner of goods;
 - (4) the construction, maintenance and alteration of buildings or works necessary or convenient in achieving any of the aims and objectives of the Association;
 - (5) the accepting of any gift, whether it be the subject of a special trust or not, for the purpose of attaining any one or more of the aims and objectives of the Association;
 - (6) the taking of such steps from time to time, as the Executive Committee or the Members in General Meeting, may deem expedient for the purpose of procuring contributions to the funds of the Association, whether by way of donations, subscriptions, or otherwise;
 - (7) for the printing and publishing of such newspapers, books, periodicals, leaflets or other documents as the Executive Committee or the Members in General Meetings may think desirable for the promotion of the aims objectives of the Association;
 - (8) the borrowing and raising of monies in such manners and on such terms as may be approved or directed by resolutions passed at a General Meeting; and securing the payment of monies so raised or borrowed or the payment of a debit of liability of the Association by giving mortgages, charges or securities upon or overall all or any of the real or personal property of the Association;
 - (9) the investment of monies of the Association, not immediately required to meet any of its aims and objectives or other purposes as the committee may from time to time determine;

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- (10) the making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which paragraph (a) of subsection (1) of section 78 of the Income Tax Assessment Act 1936 (Cth), and as amended by the Commonwealth, relates;
 - (11) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit servants or past servants of the Association and their dependent, and the granting of pensions, allowances, or other benefits to servants of the Association and their dependents and the making of payments towards insurance in the relation to any of these purposes;
 - (12) the establishment and support or aiding in the establishment and support, of any other association formed for any of the basic aims and objectives of the Association;
 - (13) the doing of all such other lawful things as are incidental and conducive to the attainment of the basic aims and objectives and purposes specified in the foregoing provisions of this sub-rule.

PART 3 – ORGANISATIONAL STRUCTURE

1. Organisational structure

- (a) The Polish Scouting Association Z.H.P. in Australia is an organisational unit of the World Federation of the Association of Polish Scouting (Z.H.P.) with headquarters in London, England and its aims, objectives and methods shall be as much as possible the same as those of the World Federation.
- (b) The association comprises four sub-organisations:
 - (1) Boy Scouts Organisation;
 - (2) Girl Scouts Organisation;
 - (3) Rovers Organisation;
 - (4) Friends of Polish Scouting (OPH),

Each sub-organisation is governed by its own internal by-laws, however, they are subject to these rules.

1 Boy Scout and Girl Scout Organisations

- (1) The Australian Commissioner for Girls directs the activities of the Girl Scouts Organisation within Australia in accordance with the guidelines set by the International organisation.
- (2) The Australian Commissioner for Boys directs the activities of the Boy Scouts Organisation within Australia in accordance with the guidelines set by the International organisation.
- (3) The Boys Scouts and Girl Scouts Organisations are each divided into Divisions, each covering, as far as possible, the area of a State or a Territory of the Commonwealth of Australia. Each division comprises troops or independent patrols of scouts, patrols of Venturers, packs of cub scouts, packs of joey scouts. A Division is formed on the basis of at least two active groups, being scout troops, patrols of Venturers, packs of cubs scouts or packs of joey scouts.
- (4) At the discretion of the relevant Australian Commissioner, in cases where troops, packs and/or patrols from the one sub-organisation meet in the same local area, and they are insufficient in number to form a Division, or they are geographically distant from the nearest Division, they may be grouped to comprise a District.

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- (5) A State Commissioner directs the activities of a Division.
 - (6) A District Commissioner directs the activities of a District.
 - (7) The Australian Commissioner is endorsed by the World Commissioner, after election at the National Scout Instructors Conference.
 - (8) The State Commissioner is appointed in accordance with the by-laws of the respective Organisations.

2 Rovers Organisation

- (1) The Rovers Organisation shall be an organisation formed to allow for the continued membership of the Association by Senior Scouts who have not fulfilled Instructor criteria, as detailed in Rule 1, Membership.
- (2) Aims, Objectives and Operations of the Rovers Organisation;
 - (A) The Rovers Organisation has as its objectives the realisation of the principles set by the Scout Promise and the Scout Law by adults in their personal, community and public lives.
 - (B) The organisation comprises Rover Units, operating on the basis of friendship, mutual co-operation, self-determination and free will. Additional to the internal basis of the Rover Units, their operations are based on community service as well as, where possible and required, the provision of assistance to Scouting Organisations;
 - (C) Rover Units form the Australian Rover Organisation within the Association;
 - (D) The Rover Organisation within the Association is led by the Australian Rover Leader, who becomes a member of the Association Executive Committee.
- (3) Duties and responsibilities of the Australian Rover Leader;
 - (A) To represent the Australian Rover Units at the Meetings of the Executive Committee of the Association;
 - (B) To report on the statistics and status of Australian Rover Units at Meetings of the Executive Committee of the Association;
 - (C) To report annually, on the statistics and status of the Australian Rover Organisation to World Council by 30 March for the membership as at 31 December of the preceding year;
 - (D) To convene a Conference of Australian Rover Units as part of the Electoral Annual Meeting of the Association;
 - (E) The Australian Rover Leader is elected by the Conference of Australian Rover Units which is held to coincide with the Electoral Annual General Meeting of the Association.

3 Friends of Polish Scouting (OPH)

- (1) The Friends of Polish Scouting has been formed to support the Scout Organisations in achieving the aims and objectives as defined in these rules and the governing rules of the World Organisation of Polish Scouts.
- (2) The Friends of Polish Scouting (OPH) shall have a National Representative of OPH.
- (3) Duties and responsibilities of the National Representative of OPH:
 - (A) To represent the Branch Friends of Polish Scouting (KPH) at the Meetings of the Executive Committee of the Association;

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- (B) To report on the statistics and status of KPH at Meetings of the Executive Committee of the Association;
 - (C) To report annually, on the statistics and status of the KPH to World Council by 30 March for the membership as at 31 December of the preceding year;
 - (D) To convene a Conference of Friends of Polish Scouting (OPH) as part of the Electoral Annual Meeting of the Association
- (4) The National Representative of OPH is elected by the Conference of Friends of Polish Scouting (OPH) which is held to coincide with the Electoral Annual General Meeting of the Association.

4 Branches

- (1) The Association shall be divided into Branches each covering, as far as possible, the area of a State or a Territory of the Commonwealth, and having its own internal management committee.
- (2) The Branch Committee shall comprise of:
 - (A) The following, who enter the committee by virtue of their positions:
 - 1. State Commissioners;
 - 2. Branch President of Rovers;
 - 3. Branch President of Branch Friends of Polish Scouting (KPH);
 - 4. Branch Chaplain.
 - (B) The following who are appointed by members in sub-rule (A) above:
 - 1. Ordinary members, the number of which is at the discretion of the Branch Committee;
- (3) The Branch President is appointed by the State Branch Committee, and endorsed by the President of the Association;
- (4) The Branch Committee elects a secretary and treasurer, from within its number;
- (5) The Branch Chaplain is appointed by the National Chaplain.
- (6) The Branch Committee is responsible for:
 - (A) Compliance of the Branch organisations with State Laws and Regulations;
 - (B) Representation of the Association within the Polish community members, committees and organisations, at the State or territory level;
 - (C) Co-ordination of the external activities of the Scouting organisation at the state or territory level;
 - (D) Co-ordination of the joint events and activities of the Divisions;
 - (E) Fund raising for the needs of the state or territory level members;
 - (F) Administration of the funds and stock of the Branch;
 - (G) Preparation of the budget for the Branch Committee for presentation at the Branch Committee Meeting;
 - (H) Control of the finances of all sub entities of the Branch as well as all sub committees and working parties established by the Branch Committee;

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- (I) Regular reporting to the Association Executive Committee Meetings on the funds and activities of the Branch and Divisions;
 - (J) Preparation of the Report of the activities of the Branch and Divisions for the Electoral Annual General Meeting of the Association.

5 Branch Friends of Polish Scouting (KPH)

- (1) The Friends of Polish Scouting (OPH) shall be divided into Branch Friends of Polish Scouting (KPH) each supporting, as far as possible, a Branch of the Association, and having its own internal management committee.
- (2) The KPH Committee shall comprise of:
 - (A) President;
 - (B) Secretary;
 - (C) Treasurer;
 - (D) Ordinary members at the discretion of the KPH Committee.
- (3) Registration of Friends of Polish Scouting (KPH) Members.
 - (A) Friends of Polish Scouting Members shall pay to the Association, annual subscriptions and registration fees as set by the Electoral Annual General Meeting. These fees shall be in addition to fees set by World Council for this Organisation.
- (4) The KPH Committee is responsible for:
 - (A) Support of their Branch Scouting units and their leaders in achieving the aims and objectives of the association at Branch, Division and unit level;
 - (B) Fundraising to support the needs of the Branch, Division and unit level members;
- (5) The KPH committee is entitled to:
 - (A) Nominate one of their number to participate in General Meetings of the Association;
- (6) The KPH members are entitled to:
 - (A) Participate in the Jamborees organised by the Association; and
 - (B) Participate in the International Jamborees organised by the World Council.
 - (C)

PART 4 - MEMBERSHIP

1. Membership

1 Membership categories

(1) Members of Polish Scouting Association are divided into:

- (A) Senior Instructor (Harcistrz/yni – Hm);
- (B) Instructor (PodHarcistrz/yni – pHm);
- (C) Instructor (non Youth) (Działacz/ka Harcerski/a – DzH);
- (D) Junior Instructor (Przewodnik/czka – Pwd);
- (E) Rovers (over 18 years of age);
- (F) Members of the Friends of Polish Scouting (KPH);
- (G) Scouts (female) in the Girl Scout organisation and females working with joey and cub scouts within in the Boy Scouts organisation and Scouts (male) working with joey and cub scouts in the Girl scouts organisation (known as Cub Scout Instructors);
- (H) Friends of Polish Scouting Leader (non Youth) (Działacz/ka Harcerski/a - DzH in “OPH”), endorsed by the Chief Scout, based on nomination by the President;
- (I) Youth members belonging to Polish Scouting;

(2) Instructors

- (A) An adult scout, 21yrs old and over, possessing competencies necessary to lead scouting development activities in the Association and meeting the criteria defined in the internal regulations can become a Senior Instructor (Hm).
- (B) Responsibilities of Senior Instructor (Hm) are:
 - 1. Abiding by the Scout Law and the instructors pledge;
 - 2. Actively participating in scouting activities, primarily in leadership and development positions working with the youth;
 - 3. propagating the scouting ideology and supporting the aims of the Association;
 - 4. paying instructors membership fees in accordance with the by-laws;
- (C) Entitlements of Hm who fulfil their responsibilities are:
 - 1. Passive and active voting rights to all positions of authority in the Association;
 - 2. The right to fulfil any function within the Association;
- (D) The World Commissioner for Scouts nominates and dismisses Hm (male) and the World Commissioner for Guides nominates and dismisses Hm (female).
- (E) The instructor rank before Hm is pHm. PHm is endorsed by the World Commissioner upon completion of a specific program of activities and based on nomination for progression by Australian Commissioner. A person of pHm rank must be over 18 years of age.

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- (F) The instructor rank before pHm is pwd. Pwd is endorsed by the Australian Commissioner upon completion of a specific program of activities and based on a nomination for progression by the State Commissioner.
 - (G) The rights, responsibilities and method of nominating and dismissing pHm, pwd, and the wording of the instructors pledge is defined in the internal regulations of the Boy Scout and Girl Scout Organisations.
 - (H) DzH is an adult person ready to lead activities in the Association in a position other than strictly as a scout leader and distinguishing themselves in active work in the Association in a responsible position. DzH is endorsed by World Commissioner, based on nomination by the Australian Commissioner.
 - (I) The rights, responsibilities and method of nominating and dismissing DzH and the wording of the instructors pledge is defined in the internal regulations of the Boy Scout and Girl Scout organisations.

(3) Youth Members

- (A) Youth members belonging to Polish Scouting Association are known as participants. Youth members have no voting rights and their program of activities is based around the following age groupings:
 - 1. Youth members aged about 4 – 7 are known as skrzaty – equivalent to Joey Scouts;
 - 2. Youth members aged about 7 – 11 are known as zuchy – equivalent to Cub Scouts;
 - 3. Youth members aged about 10 – 15 are known as harcerze / harcerki – equivalent to Scouts;
 - 4. Youth members aged about 15 and over are known as wędrownicy / wędrowniczki – equivalent to Venturers until they become Rovers or Junior Instructor (Pwd);
- (B) Youth members are accepted into the Association by the relevant State Commissioner, with the parent's / guardian's permission and upon annual registration and payment of annual membership fees. Youth members can participate in all activities for their given age group, using ZHP equipment and facilities.
- (C) Youth members progress through youth / junior ranks based on activity / challenge programs specified for each grade in accordance with rules set out in the internal byelaws of the Girl Scouts and Boy Scouts Organisations.

(4) Associate Members

- (A) Rovers, over 18 years of age, who are active participants in group activities, and have completed their registration and payment of annual membership fees.
 - 1. Rovers have passive voting rights within the Association.
- (B) Members of Friends of Polish Scouting (KPH) over 18 years of age, who actively participate in their group's activities and have completed their registration and payment of annual membership fees.
 - 1. Members of Friends of Polish Scouting (KPH) have passive voting rights within the Association but cannot be elected as President of the Association.

2 Member voting definitions

- (1) **Active voting rights** – members can participate in discussions and vote, but cannot to be elected to a position.
- (2) **Passive voting rights** - members can participate in discussions, and can be elected to a position but cannot vote.
- (3) **Full voting rights** - members can participate in discussions, can vote for all positions, can be elected to all positions.
- (4) **Passive and Active voting rights:** - members can participate in discussions, can vote for all positions, can be elected to position, subject to the conditions of the rules of Association and by-laws of the sub-entities.

3 Voting Rights of Members in accordance with Membership Category

Member Category	General Meeting rights
Hm – Senior Instructor	Full Voting Rights (Note: The Association president should be Hm grade)
pHm - Instructor	Full Voting Rights
DzH	Can participate in discussions, vote, and stand for election to positions other than President of the Association.
Pwd – Junior Instructor & Cub Scout Instructors	Full Voting Rights

Rover	Passive Voting Rights
KPH member	Can participate in discussions, and be elected to a position other than President.
Youth member	N/A. Cannot attend AGM

4 General rights of members

- (1) **A member of the Association who is entitled to vote (subject to sub rule 3 Voting Rights of Members in accordance with Membership Category) has the right—**
- (A) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
 - (B) to submit items of business for consideration at a general meeting; and
 - (C) to attend and be heard at general meetings; and
 - (D) to vote at a general meeting; and
 - (E) to have access to the minutes of general meetings and other documents of the Association as provided under rule 4 Custody and inspection of books and records ; and
 - (F) to inspect the register of members.

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- (G) be nominated and stand for election as an Officer or Member of the Executive Committee

(2) A member is entitled to vote -

- (A) in accordance with the Member category in rule 3 Voting Rights of Members in accordance with Membership Category
- (B) the member's membership rights are not suspended for any reason, and is currently financial.

5 Rights not transferable

- (1) The rights of a member are not transferable and end when membership ceases.

6 Ceasing membership

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Association, the Secretary must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

7 Resigning as a member

- (1) A member may resign by notice in writing given to Australian Commissioner of the organisation to which the member belongs..
- (2) A member is taken to have resigned if—
 - (A) the member's annual subscription is more than 12 months in arrears.

8 Membership fees and subscription

- (1) The annual subscription is the relevant amount determined by the Association at the Electoral Annual General Meeting for the ensuing two year term and is payable in advance on or before 1 March in each year. The Annual Subscription is in addition to fees and subscriptions payable in accordance with Membership Category as set by the World Council.
- (2) The rights of a member (including the right to vote) are suspended if they fail to pay the annual subscription prior to the 1st of March in each year.

9 Register of members

- (1) Each Organisation within the Association, as defined in Rule 1 PART 3 – ORGANISATIONAL STRUCTURE, shall maintain a register of members, containing the name, address, electronic (email or fax) contact, and any other registration particulars of each member, as determined by the Executive Committee.
- (2) Any register is available for inspection, within the constraint of relevant Privacy Legislation, and within the constraint of section 58 and 59 of the Act free of charge by any registered member upon request.
- (3) Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in special circumstances to either the Secretary /and the Committee.
- (4) Under Section 58 of the Act, it is an offence to make improper use of information obtained from the Register of Members.

2. Grievances, Discipline, Expulsion of Members, Appeals and Arbitration

1 Grievance procedure.

2 Application.

(1) The grievance procedure set out in this Division applies to disputes under these Rules between—

- (A) a member and another member;
- (B) a member and the Committee;
- (C) a member and the Association.

(2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

(3) A member may appoint any person to act on their behalf in the grievance procedure.

3 Parties must attempt to resolve the dispute

(1) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.

4 Appointment of mediator

(1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within 10 days—

- (A) notify the District Commissioner of the dispute. The District Commissioner notifies the Australian Commissioner and the Committee of the dispute; and
- (B) attempt in good faith to settle the dispute by mediation.

(2) The Chair of the Arbitration Commission is notified by the Committee

(3) A mediator is appointed by the Arbitration Commission and may be a member or former member of the Association but in any case must be a person who—

- (a) is independent of the dispute;.

5 Mediation process

(1) The mediator to the dispute, in conducting the mediation, must—

- (A) give each party every opportunity to be heard; and
- (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 throughout the mediation process.

(2) The mediator must not determine the dispute.

6 Failure to resolve dispute by mediation

(1) If the mediation process does not resolve the dispute, the Arbitration Commission addresses the grievance with all parties.

(2) In the further absence of resolution, the Arbitration Commission assigns the grievance matter to the World Council.

7 Disciplinary Action.

8 Grounds for taking disciplinary action

(1) Leaders who are authorised to accept members in accordance with the by-laws are also authorized to expel members who have:

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- (A) performed a dishonourable act, or performed actions which are deemed harmful to the Association;
 - (B) not acted in accord with the Rules of the Association, or the rules of the World Council;
 - (C) not acted in accord with the signed “Instructor Obligations” or internal by-laws;
 - (D) membership fees outstanding for a period greater than 2 years.
 - (E) Members who have been expelled on the basis of Rule 8 Grounds for taking disciplinary action, (A), or (B), or (C) or (D) may appeal to the Arbitration Commission. Members who have been expelled on the basis of Rule 8 Grounds for taking disciplinary action, (A), or (B), or (C) or (D) may appeal to a higher level within the leadership hierarchy.

9 Arbitration Commission.

10 Structure of the Arbitration Commission

- (1) The Arbitration Commission is comprised of 3 members and 3 reserves, elected from within the ranks of Hm or Dz H members.
- (2) The Commission membership is elected at the Electoral Annual General Meeting for a two year period.
- (3) In the case of a vacancy occurring during the 2 year period, a reserve member automatically becomes a full member of the Commission. Members shall not be co-opted into the Commission.
- (4) Commission Members are eligible for re-election for a maximum of three consecutive terms.
- (5) Members of the Commission elect a Chairman and a Vice-chairman. The Chairman organises the meetings of the Commission, presides over preparatory works and debates. The Chairperson is responsible for the resolution of issues in a timely manner and in accordance to these rules.
- (6) A three-person panel is convened to hand down determinations.
- (7) At the beginning of each term, the Arbitration Commission establishes the composition of the sitting panel, naming the chairperson.
- (8) Where the Chairman or Members of the panel determine that a conflict of interest exists between the Presiding Chairman and the respondent, the Chairman should be excused from the panel. Where the Chairman is excused from the panel, another Commission panel member may be delegated by the Chairman of the Arbitration Commission, unless an objection is raised by either the appellant or the respondent. Where an objection is raised, a new three person panel is convened.
- (9) The sitting Commission members may seek further advice from the World Council Tribunal.
- (10) If vacancies occur during the hearing of a particular matter, the remaining panel members carry the matter to the end.
- (11) Minutes of panel proceedings are recorded by one of the members. Where deemed necessary, the tribunal may choose to appoint a minute taker external to the Commission.
- (12) Minutes of full Commission meetings are recorded in a Minute Book. Minutes of individual proceedings form a case file and should be recorded together.

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- (13) The appellant may delegate a representative to the hearing with the permission of the Commission Chairman.
 - (14) The respondent may choose a defender from Hm, Dz H or Rovers.
 - (15) Expenses of the Commission are authorised by and reimbursed with the approval of the Executive Committee.
 - (16) The Commission administrative matters are handled by the Executive Committee.
 - (17) The Commission may use a round stamp (seal) inscribed with the scout cross and with the words: "Sąd Harcerski Okręgu Australia ZHP" in English: Arbitration Commission ZHP Australia.

11 Operations of the Arbitration Commission

(1) The Commission may function to address:

- (A) structural / internal matters, where a member refuses or neglects to comply with the Association's rules;
- (B) matters regarding points of honour, such as;
 - 1. conduct unbecoming a member of the Association
 - 2. conduct prejudicial to the interests of the Association
- (C) Grievance Resolution between:
 - 1. A member and another member
 - 2. A member and the Committee
 - 3. A member and the Association

(2) When functioning to address structural / internal / grievance matters, the commission deals with:

- (A) issues raised by the Officers of the Association against members of the Association;
- (B) appeals regarding decisions relating to expulsion of members due to unbecoming behaviour or activities against the Association. Such appeals need to be submitted in writing and received by the commission within 30 days from the date of the notification to the member of such a decision;
- (C) structural / internal matters are brought before the Commission by:
 - 1. World Council;
 - 2. World Commissioners;
 - 3. the Executive Committee;
 - 4. Australian Commissioners.
- (D) matters regarding points of honour may be brought to the Commission for mediation where both parties agree to the jurisdiction of the Commission.
- (E) Grievance matters as identified in sub rule (C), where the matter was not resolved by mediation.

(3) The Arbitration Commission addresses:

- (A) matters against members of the Association in Australia, unless the matter falls to World Council Commission.
- (B) appeals from Australian members.

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- (C) appeals to determinations of this Commission may be directed to World Council Tribunal.
 - (4) The Arbitration Commission is independent. Its judgements cannot be changed by other Committees or Branches of the Association.
 - (5) Matters brought before the Commission should clearly name the respondent, alleged activities and relevant evidence, in writing.
 - (6) Upon receipt of a grievance, the Chairperson should convene the Commission as soon as possible.
 - (7) The Commission then:
 - (A) reviews the matter; and / or
 - (B) determines the duration of the commission; and / or
 - (C) establishes the scope of an investigation if necessary; and / or
 - (D) if necessary, suspends the respondent's membership and activities in the Association.
 - (8) The Chairperson then immediately notifies the Executive Committee of the course of action.
 - (9) Where an investigation is required, the Commission assigns one of its members to collect evidence and hear the respondent.
 - (A) These activities should be completed within 2 months. In exceptional circumstances, the Commission may extend the allowable time, specifying an extended timeframe.
 - (B) All parties are informed of the proposed timeframe and procedures.
 - (C) If the respondent fails to attend their hearing, the Commission may pass judgement in their absence.
 - (D) Members of the Association called to testify, are obliged to attend and comply with such requests. If such members fail to attend without a reasonable explanation, the commission may request the relevant Organisation or Branch to remind the member of their duties in this regard.
 - (10) The commission should:
 - (A) be independent in all proceedings;
 - (B) listen to all parties;
 - (C) assess all facts of the matter;
 - (D) assess all evidence;
 - (E) make a determination about the matter and consequences of the actions.
 - (11) The commission bases its determination on available facts and evidence.
 - (12) In its determination, the commission may spell out whether the result is to be published, and in what manner. The commission's decision is binding for the whole Association.
 - (13) Following the hearing, the parties and witnesses are dismissed. The commission reconvenes, and the chairperson organises a poll in relation to the matters under consideration.
 - (14) The poll results shall be decided by a simple majority. In the event of an equality of votes on the determination, the determination will be in favour of the respondent.
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- (15) The commission immediately announces its determination, including the composition of the commission, the date and the complete text of the decision.
 - (16) The commission, within 14 days of its decision, prepares the justification of its decision. The decision and justification is signed by all members of the commission.
 - (17) The commission sends the decision and the justification to any relevant parties, including the Executive Committee for implementation. The Organisation / branch responsible for implementation should notify the commission on completion of implementation.
 - (18) The commission may determine the following:
 - (A) issue a verbal or written reprimand;
 - (B) suspend the respondent's ability to appear in uniform and use the associated symbols, and / or participation in any of the Association's activities for a specified period of time;
 - (C) suspend the respondent from membership of the Association for a specified period of time; and/or
 - (D) remove or demote the grading / membership class. Removal from leadership / administrative position within the organisation / branch;
 - (E) expel the respondent from the Association;
 - (19) Following a successful appeal to an expulsion decision, the commission may still administer any of the punishments outlined in (A) to (E) above.
 - (20) In addition to (18) above, the commission may also:
 - (A) suspend all membership rights for a specified time;
 - (B) determine a period of time during which the respondent is unable to reapply for membership.
 - (21) A member may appeal the commission's decision within 30 days, from the date of the commission's decision. If a matter is appealed, implementation of the commission's decision shall be put on hold until the appeal is finalised.
 - (22) The commission should deal with each matter brought to it within 60 days, or within 60 days of completion of the preliminary investigations.
 - (23) For situations not covered in these rules, the commission will defer to World Council Tribunal for direction.

PART 5 - MEETINGS

1. Meetings

1 Annual General Meeting

- (1) The committee shall determine the date, time, place, and the manner of conduct of the Annual General Meeting of the Association.
- (2) There shall be two types of Annual General Meeting:
 - (A) The Electoral Annual General Meeting, which is to be held in every year with an even number;
 - (B) The Non-electoral Annual General Meeting, which is to be held in every year with an odd number.
- (3) The notice convening the Annual General Meeting must specify that the meeting is either an Electoral Annual General Meeting, or a Non-Electoral Annual General meeting.
- (4) The ordinary business of the Electoral Annual General Meeting shall be:
 - (A) to confirm the minutes of the previous Electoral Annual General Meeting, and the previous Non-Electoral General Meeting and of any general meeting held since the last Electoral Annual General Meeting;
 - (B) to receive from the committee reports upon the transactions and activities of the Association during the previous term of the Executive Committee;
 - (C) to receive and consider the statement submitted by the Association in accordance with Sections 94(2)(b), 97(2)(b) and 100(2)(b) of the Act;
 - (D) to elect the Officers of the Association, the Executive Committee, the Audit Committee and the Arbitration Committee;
 - (E) to vote on the budget for the new Committee for the ensuing 2 years;
 - (F) to vote on motions and recommendations relating to the general programme of the Association.
- (5) The ordinary business of the Non-Electoral Annual General Meeting shall be:
 - (A) to receive and consider the statement submitted by the Association in accordance with Sections 94(2)(b), 97(2)(b) and 100(2)(b) of the Act.

2 Special General Meetings

- (1) In addition to the Annual General Meeting, any other General Meeting may be held in the same year.
- (2) All General Meetings other than the Annual General Meeting are Special General Meetings.
- (3) A Special General Meeting of the Association is convened by the Executive Committee:
 - (A) of its own accord; or
 - (B) by order of the Audit Committee;
 - (C) on the advice of the World Executive Committee; or
 - (D) on the advice of World Council.
- (4) If, but for this sub-rule, more than 15 months would elapse between Annual General Meetings, the Committee must convene a Special General Meeting before the expiration of that period.

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- (5) The committee must, on the request in writing of voting members representing not less than 5 per cent of the total number of voting members, convene a Special General Meeting of the Association.
 - (6) The request for a Special General Meeting must:
 - (A) state the objects of the meeting; and
 - (B) be signed by the members requesting that meeting; and
 - (C) be sent to the address of the Secretary.
 - (7) If the committee does not cause the Special General Meeting to be held within one month after the date on which the request is received by the Secretary, the members making the request, or any of them, may convene a Special General Meeting to be held no later than 3 months after that date.

3 Notice of General Meetings

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed, at least 21 days, before the date fixed for holding a General Meeting of the Association, must cause to be sent to each member of the Association entitled to attend a general meeting, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) A special resolution is required when the Association does one of the following:
 - (A) change its name;
 - (B) change its rules;
 - (C) amalgamate with one or more Incorporated Associations;
 - (D) wind up.
 - (E) seek to vacate the office of an officer of the Association, or of an ordinary member of the committee
- (3) Notice may be sent:
 - (A) by prepaid post to the address appearing in the register of members; or
 - (B) if the member requests, by facsimile transmission or electronic transmission.
- (4) Each organisation holding a register of members shall provide the Secretary of the Association with a register of members of their organisation, who are eligible to attend a General Meeting, 5 weeks prior to the date of the each General Meeting.

4 Quorum at General Meetings

- (1) No item of business may be conducted at a General Meeting unless a quorum of members entitled under the Rules to vote is present.
- (2) Eight members personally present – regardless of physical location, in the case of a teleconference (being members entitled under these Rules to vote at a General Meeting) constitute a quorum for the conduct of the business of a General Meeting.
- (3) If, within one hour after the appointed time for the commencement of a General Meeting, or at the discretion of the members present, a quorum is not present:-
 - (A) in the case of a meeting convened upon the request of members - the meeting must be dissolved; and
 - (B) in any other case - the meeting shall stand adjourned to the same day in the next week at the same time and at the same place unless another time and or place is

specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned.

- (4) If at the adjourned meeting the quorum is not present within one hour after the time appointed for the commencement of the meeting, the members present (being not less than six(6)) shall be a quorum.

5 Presiding at General Meetings

- (1) The members present at General Meeting shall elect:

- (A) the Chairperson of the meeting;
- (B) one or two minute Secretaries;
- (C) one or two Scrutineers/Returning Officers

6 Adjournment of meetings

- (1) The person presiding may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 3 Notice of General Meetings.
- (4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

7 Voting at General Meetings

- (1) Upon any motion arising at a General Meeting of the Association, a voting member, as stipulated in these Rules, has one vote only.
- (2) All votes must be cast personally or by proxy.
- (3) A member is not entitled to hold more than three (3) proxy votes at a General Meeting.
- (4) In the case of an equality of voting on a motion, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (5) A member is not entitled to vote at an General Meeting unless all monies due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in the respect of the current financial year, and unless they are deemed to have voting rights as defined in Rule 3 Voting Rights of Members in accordance with Membership Category.

8 Manner of determining whether resolution carried

- (1) A motion arising at a general meeting of the Association is determined on a show of hands.

- (2) A declaration by the Chairperson that the resolution has been:

- (A) carried; or
- (B) carried unanimously; or
- (C) carried by a particular majority; or
- (D) lost; and
- (E) an entry to that effect in the minute book of the Association -

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution. Where the vote is taken via teleconference or other electronic means, the vote shall be conducted verbally.

9 Poll at General Meetings

- (1) If at a meeting a poll (where votes are cast in writing) on any motion is demanded by at least one voting member present, it must be taken at that meeting and the resolution of the poll shall be deemed to be a resolution of the meeting on that motion.
- (2) A poll that is demanded on the election of the Chairperson or on the motion of an adjournment must be taken immediately and a poll that is demanded on any other motion must be taken at such a time before the close of the meeting as the Chairperson may direct.
- (3) A poll shall be conducted by casting votes in writing. In the case of a meeting held via teleconference, a poll is unable to be held.

10 Proxies

- (1) Each member is entitled to appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing on the prescribed notice and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as the proxy sees fit
- (4) A form appointing a proxy must be given to the Secretary no later than commencement of the meeting in respect of which the proxy is appointed.
- (5) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Secretary no later than 24 hours before the commencement of the meeting.
- (6) The notice appointing the proxy must be:
 - (A) for a meeting of the Association convened under rule 3 Notice of General Meetings in the form set out in Appendix 2; or
 - (B) in any other case, in the form set out in Appendix 3.
- (7) Notice of a general meeting given to a member under rule 3 Notice of General Meetings must—
 - (A) state that the member may appoint another member as a proxy for the meeting; and
 - (B) include a copy of the form that has been approved for the appointment of a proxy.
- (8) No member is entitled to be appointed as proxy for more than three members. The proxy member must be present and must be a financial member, with full voting entitlements.
- (9) If a member is appointed as a proxy for more than three other members, the proxies actually assigned to that member shall be of that member's choosing. The remaining proxies are not entitled to be transferred.

PART 6 - COMMITTEE

1. Office holders

- (1) The Officers of the Association shall be:
 - (A) a President;
 - (B) one or two Vice-Presidents;
 - (C) a Treasurer;

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- (D) a Secretary;
 - (E) the Australian Commissioner for Boys;
 - (F) the Australian Commissioner for Girls;

- 1. The Australian Commissioner is endorsed by the World Commissioner, after election at the National Scout Instructors Conference.

2. General Duties

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with these Rules and the Act.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
 - (A) in good faith in the best interests of the Association; and
 - (B) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
 - (A) their position; or
 - (B) information acquired by virtue of holding their position—
- (6) so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
- (7) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.
- (8) The provisions of rule 2 General Duties so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any other offices referred to in sub-rule 1(a)(1).
- (9) Each officer of the Association shall hold office until the Electoral Annual General Meeting next after his/her election or removed by special resolution
- (10) The offices of President, Australian Commissioner for Girls, and Australian Commissioner for Boys can be held by a single member for no more than 3 continuous 2 year terms, unless there is no nominee to that office.
- (11) In the event of a casual vacancy in any office referred to in sub-rule 1(a)(1), the committee may appoint one of its members to the vacant position and the member appointed may continue in office up to and including the conclusion of the next Electoral Annual General Meeting following the date of appointment.

1 President and Vice-President

- (1) Subject to sub rule (2), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (2) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of the meeting must be—
 - (A) in the case of a general meeting—a member elected by the other members present; or

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- (B) in the case of a committee meeting—a committee member elected by the other committee members present.

2 Secretary

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.
- (2) The Secretary must—
 - (A) keep custody of the common seal (if any) of the Association and, except for the financial records referred to in rule 1 Funds 1(a)(4) and 1(a)(5), all books, documents and securities of the Association in accordance with rules 1 Seal and 4 Custody and inspection of books and records; and
 - (B) subject to the Act and these Rules, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
 - (C) perform any other duty or function imposed on the Secretary by these Rules.
- (3) The Secretary must give to the Registrar notice of his or her appointment within 14 days after the appointment.

3 Treasurer

- (1) The Treasurer must—
 - (A) receive all moneys paid to or received by the Association and issue receipts for those moneys in the name of the Association; and
 - (B) ensure that all moneys received are paid into the account of the Association within 5 working days after receipt; and
 - (C) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
 - (D) ensure cheques are signed by at least 2 independent Executive Committee members.
- (2) The Treasurer must—
 - (A) ensure that the financial records of the Association are kept in accordance with the Act; and
 - (B) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association.
- (3) The Treasurer must ensure that at least one other independent Executive Committee member has access to the accounts and financial records of the Association.

3. Executive Committee (Zarząd Okręgu)

- (1) The affairs of the Association shall be managed by the Executive Committee.

1 Objectives of the Executive Committee:

- (1) Strengthen and grow the Polish Scouting Organisation and promote the ideology of the Polish Scouting movement within Australia;
- (2) Provide material, financial and moral assistance to all sub entities of the Polish Scouting Association in Australia;
- (3) Endorse and remove Branches within Australia and monitor the performance of the Branches;

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- (4) Endorse the organisation of KPH groups and their committees. Specify the direction and scope of the activities of the committees of the KPH groups. The Executive Committee has the power to dismiss the Committee of KPH;
 - (5) Administer the funds and stock of the Association;
 - (6) Prepare the budget of the Executive Committee for presentation at the Electoral Annual General Meeting;
 - (7) Receive reports on the finances of all sub entities of the Association, of all sub committees and working parties established by the Executive Committee;
 - (8) Monitor all publications of the Executive Committee;
 - (9) Prepare reports for the Annual General Meeting and the Meetings of World Council;
 - (10) Convene the Annual General Meeting;
 - (11) Convene Elections of Officers, the Audit Committee, and the Arbitration Commission at the Electoral Annual General Meeting;
 - (12) Convene working parties and sub committees for the completion of specific tasks and projects;
 - (13) Ensure compliance of all sub-entities with the laws of the land and the relevant States and Districts;
 - (14) Comply with requirements and rules of World Council;
 - (15) Set the annual fees for members of Friends of Polish Scouting (KPH) and registration fees for all members.

2 Operation of the Executive Committee

- (1) The correspondence of the Executive Committee is signed by the President or the Vice President and at least one other member of the Committee. Cheques issued by the Executive Committee on behalf of the Association are signed by the Treasurer and the President or one other authorized signatory who is an independent member of the Executive Committee.
- (2) Agreements and all other legal documents are signed by the President and the Secretary. In special circumstances, these signatories may be endorsed by the Executive Committee. These agreements and legal documents must comply with the laws of the Commonwealth of Australia and must be in the interest of the Polish Scouting Associations and its sub-entities. Where the two conflict, the laws of Australia prevail.
- (3) Minutes of the Executive Committee are to be signed by the President or the Vice President and the Secretary and are submitted to World Council within fourteen (14) days after the meeting at which these minutes were accepted.

3 The Executive Committee:

- (1) shall manage the business and affairs of the Association; and
- (2) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by General Meetings of the members of the Association; and
- (3) subject to these Rules, the Act and the Regulations, has the power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- (4) Subject to section 23 of the Act, the committee shall consist of:
 - (A) the officers of the Association;

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- (B) The National Representative of the Friends of Polish Scouting;
 - (C) The Australian Rover Leader;
 - (D) The National Chaplain; and
 - (E) three ordinary members - each of whom shall be elected at the Electoral Annual General Meeting of the Association

4 Ordinary members of the Executive Committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the Electoral Annual General Meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint an eligible members to the vacant office and the member appointed shall hold office, subject to these Rules, until the conclusion of the next Electoral Annual General Meeting following the date of the appointment.
- (3) Should the need arise; the committee may appoint a voting member of the Association to join the Executive Committee. The number of appointed members shall not exceed one third of the number of elected members of the committee.
- (4) In the event of the number of appointed members of the Executive Committee exceeding one third of the number of elected members of the committee, and without which the Executive Committee will be unable to meet due to lack of a quorum, the Executive Committee will call a Special General Meeting to nominate and elect further members of the Executive Committee.

5 Election of officers and ordinary members of the Executive Committee

- (1) Nominations of candidates for election as officers of the Association, except the Australian Commissioners, or as ordinary members must be:
 - (A) made in writing, signed by 2 voting members of the Association, and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (B) delivered to the Secretary not less than 24 hours prior to the Electoral Annual General Meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the Electoral Annual General Meeting.
- (3) If only one written nomination is received within the allocated timeframe, on the prescribed form, for a position, then the person nominated shall be deemed to be elected.
- (4) If no nominations for a position are received in writing prior to the Electoral Annual General Meeting, then nominations for the position will be accepted from the members present at the Electoral Annual General Meeting, so long as the nominee is a registered member and of the correct member level in accordance with Rule 3 Voting Rights of Members in accordance with Membership Category
- (5) If the number of nominations for a position exceeds the number of vacancies to be filled for that position, a ballot must be held.
- (6) The ballot for election of officers and ordinary members of the committee must be conducted at the Electoral Annual General Meeting in accordance with rule 6 Ballot for election of position
- (7) Nominations for the Office of the Australian Commissioner for Girls shall be received during the internal Conference of the Girl Scouts Organisation, which is held in conjunction with the Electoral Annual General Meeting.

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- (8) The ballot for the election of the Australian Commissioner for Girls must be conducted at the internal Conference of the Girl Scouts, in a manner as determined by the members attending the conference.
 - (9) Nominations for the Office of the Australian Commissioner for Boys, shall be received during the internal Conference of the Boy Scouts Organisation, which is held in conjunction with the Electoral Annual General Meeting.
 - (10) The ballot for the election of the Australian Commissioner for Boys must be conducted at the internal Conference of the Boy Scouts, in a manner as determined by the members attending the conference.

6 Ballot for election of position

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member standing for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her candidacy.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
 - (A) each member present in person; and
 - (B) each proxy appointed by a member.
- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
 - (A) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
 - (B) the voter must not write the names of more candidates than the number of positions to be elected.
- (8) Ballot papers that do not comply with sub-rule (7)(B) above are spoilt and not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under sub-rule (10) because 2 or more candidates received the same number of votes, the returning officer must—
 - (A) conduct a further election for the position in accordance with sub-rules (4) to (10) to decide which of those candidates is to be elected; or
 - (B) with the agreement of those candidates, decide by lot which of them is to be elected.

7 Vacancies

- (1) The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member:
 - (A) ceases to be a member of the Association; or

-
- (B) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence; or
 - (C) otherwise ceases to be a committee member by operation of section 78 of the Act; or
 - (D) the committee member resigns his or her office by written notice addressed to the committee; or
 - (E) the member of the committee is removed from office by special resolution of members; or
 - (F) the committee member
 - 1. is deceased; or
 - 2. becomes an insolvent under administration as defined in section 38 of the *Interpretation of Legislation Act 1984*. or
 - 3. becomes a represented person (under the *Guardianship and Administration Act 1986*)
 - (G) if he or she stops living in Australia (applicable only to Secretary)
 - (H) a statutory member is appointed under the section 116 of the Act to conduct the affairs of the association

8 Removal of a committee member by Special Resolution

- (1) The Association in a General Meeting may, by special resolution remove any member of the committee before the expiration of the member's term of office and appoint another member in his/her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed special resolution referred to in sub-rule **Error! Reference source not found.** may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President shall give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

9 Filling casual vacancies

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
 - (A) has become vacant under rule 7 Vacancies; or
 - (B) was not filled by election at the last annual general meeting.
- (2) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within 14 days after the vacancy arises.
- (3) The Committee may continue to act despite any vacancy in its membership.

10 Meetings of the Executive Committee

- (1) The Executive Committee must meet every two months at such place, at such times and in such manner as the committee may determine.
- (2) Special Meetings of the Executive Committee may be convened by the President or by any 3 members of the committee.

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- (3) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
 - (4) For the purposes of this Part, a committee member participating in a committee meeting as permitted under sub rule (3) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

11 Notice of Executive Committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting, in a manner as the committee may determine, including by electronic delivery unless specifically requested by a committee member.
- (2) Written notice, in the manner specified in rule (1), must be given to members of the committee at least 2 business days before the date of the meeting of any Special Meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

12 Urgent meetings

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule (1) provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.

13 Quorum for Executive Committee meetings

- (1) Any 4 members of the committee constitute a quorum for the conduct of a meeting of the Executive Committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within an hour of the time appointed for the meeting, or at the discretion of the members present, a quorum is not present -
 - (A) in the case of a special meeting - the meeting lapses;
 - (B) in any other case - the meeting shall stand adjourned to the same place and same time and day in the following week or
 - (C) the chairperson will consider adjournment for a time determined by members present (by majority vote) to allow the meeting to commence within 2 hours of the scheduled time
- (4) The committee may act notwithstanding any vacancy on the committee.

14 Presiding at Executive Committee meetings

- (1) At meetings of the committee, the President presides, or, in the President's absence, the Vice-President presides.
- (2) If the President and Vice-President are absent, or unable to preside, the members present must choose one of their number to preside.

15 Voting at Executive Committee meetings

- (1) Motions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such a manner as the person presiding at the meeting may determine.

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- (2) Each member present at the meeting of the committee, or any meeting of any sub-committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

16 Minutes of Meeting

- (1) The Secretary of the Association must keep, or obtain from the minute secretaries, minutes of the resolutions and proceedings of each General meeting, and each Committee meeting, together with records of the names of persons present at committee meetings.
- (2) The Secretary of the Association must, within 2 weeks of the acceptance of the minutes of the previous meeting, submit these to the World Federation by electronic means or prepaid post, as deemed suitable by the Executive Committee.

PART 7 – FINANCIAL MATTERS

1. Funds

- (1) Financial accounts may be held by various sub-entities of the organisation.
- (2) Any financial accounts held by the Association, must be held with the approval of the Executive Committee.
- (3) Each set of financial accounts is administered by the treasurer of the relevant sub-entity.
- (4) The Treasurer of a sub-entity must:
- (A) collect and receive all monies due to the Association via that sub-entity and make all payments authorised by that sub-entity;
 - (B) keep correct accounts and books showing the financial affairs of the sub-entity, with full details of all receipts and expenditure connected with the activities of the sub-entity of the Association;
 - (C) present accounts for audit by the appointees of the Internal Audit Committee, annually;
 - (D) provide an annual summary report of the accounts of the sub-entity to the Executive Committee by the date specified by the Treasurer in each given year.
- (5) The Treasurer of the Association must:
- (A) collect and receive all monies due to the Executive Committee and make all payments authorised by the Committee; and
 - (B) keep correct accounts and books showing the financial affairs of the Committee with full details of all receipts and expenditure connected with the activities of the Committee;
 - (C) gather and collate summary reports of the financial accounts of each sub-entity of the Association, on behalf of the Executive Committee;
 - (D) present accounts of the Executive Committee for audit by the appointees of the Internal Audit Committee.
- (6) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the Treasurer and another independent authorised member of the Association or the treasurer of a sub-entity and another authorised member of the sub-entity.

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- (7) The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the committee determines as specified in Rule 1 – Duties and Powers of the Association

2. Audit Committee

- (1) The members of the Audit Committee are elected at the Electoral Annual General Meeting for a period of two years and may be re-elected for a maximum of three consecutive 2-year terms.
- (2) The Audit Committee shall be comprised of three members and two reserves.
- (3) The members of the Audit Committee must not control the accounts of any sub entity which shall be the subject to audit by the Audit Committee.
- (4) The Audit Committee audits or ensures the audit of the financial statements of the Executive Committee and all sub entities of the Association.
- (5) The Audit Committee ensures that financial transactions comply with the objectives of the Association and its sub entities, and that all financial transactions and accounts comply with state and commonwealth financial regulations.
- (6) The Audit Committee is also responsible for the audit of financial accounts of all sub committees and working parties established by the Electoral Annual General Meeting, and the Executive Committee of the Association.
- (7) The Audit Committee supervises the Audit Committees of the Friends of Polish Scouting units of the Association.
- (8) The Audit Committee presents a written report to the Electoral Annual General Meeting.
- (9) Chairman of the Audit Committee:
 - (A) is elected by the Electoral Annual General Meeting;
 - (B) must be independent of all members who will be responsible for the accounts which shall be the subject of audit by the Audit Committee.
 - (C) In the case of a conflict of interest during the term of the Audit Committee, the Audit Committee elects a new Chairman.

PART 8 – GENERAL MATTERS

1. Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures of the President, or Vice-President and the Secretary of the Executive Committee.

2. Notice to members

- (1) Except for the requirement in rule (3), any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by:
 - (A) delivering the notice to the member personally; or
 - (B) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
 - (C) facsimile transmission, if the member has requested that the notice be given to him/her in this manner; or

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- (D) electronic transmission, if the member has requested that the notice be given to him/her in this manner.

3. Winding Up

- (1) In the event of the organisation being wound up, the amount that remains after such winding up and after the satisfaction of all debts and liabilities, shall be transferred to another organisation with similar purposes and which is not carried on for profit or gain of its individual members.
- (2) A resolution to wind up the Association must be carried by at least 75% of eligible voting members.

4. Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his/her custody or under his/her control all books, records, documents and securities of the Association.
- (2) Members may on request inspect free of charge—
 - (A) the register of members;
 - (B) the minutes of general meetings;
 - (C) subject to sub rule (3) below, the financial records, books, securities and any other relevant documents of the Association,.
- (3) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (4) The Committee must, on request, make copies of these rules available to members free of charge.
- (5) Subject to sub rule (3) above and section 53(2) of the Act, the Association must provide copies of requested records within 14 days of receiving a written request from a member. The Association may charge a reasonable fee for provision of a copy of such a record.
- (6) For purposes of this rule —
- (7) relevant documents means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—
 - (A) its membership records;
 - (B) its financial statements;
 - (C) its financial records;
 - (D) records and documents relating to transactions, dealings, business or property of the Association.

5. The Executive Committee and the Australian Commissioners

- (1) The Executive Committee has the right to make constructive observations regarding the Australian Commissioners within the Association. Where a disagreement ensues, this is mediated by World Executive Committee, or by endorsement, the World Commissioner. During the period of mediation, the decision of the Executive Committee stands.

6. Rules and Regulations

- (1) It is the intention that these rules be consistent, wherever possible, with the Regulation (“Regulamin Główny”) of the World Federation of the Association of Polish Scouting (Z.H.P.). Where these rules do not fully cover a subject that is provided for in the regulation referenced

herein, the said regulation may be consulted for supplementary details. If there is a conflict between the provisions of these rules and any other rules (including the “Regulamin Główny”), respecting the same subject matter, these rules shall prevail.

APPENDIX 1

FORM OF APPOINTMENT OF PROXY FOR GENERAL MEETING

I, _____ (name)

of _____ (address)

being a registered and financial member, eligible to attend and vote at a General Meeting of the Polish Scouting Association Z.H.P. in Australia Inc.

appoint _____ (name of proxy holder)

of _____ (address of proxy holder)

being a registered and financial member, eligible to attend and vote at a General Meeting of the Polish Scouting Association Z.H.P. in Australia Inc., as my proxy to vote for me on my behalf at the Electoral / Non electoral /Special general meeting of the Association to be held on -

Date of meeting

and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against* the following resolutions (insert details of resolution), as detailed.

Resolution	For	Against	Abstain	At the discretion of the Voting Member
[enter resolution here]				
[enter resolution here]				

My proxy is authorised to vote in favour of / against / abstain / or at the discretion of the Voting Member in other motions put to the vote.

Signature

Date

* Delete if not applicable.

APPENDIX 2

NOTICE OF ELECTORAL ANNUAL GENERAL MEETING

Notice is hereby given that the Electoral Annual General Meeting of Polish Scouting ZHP in Australia Incorporated will be held at [location] on [date] beginning at [time].(EDST)

AGENDA

Ordinary business

The business of the meeting is

1. To confirm the minutes of the Electoral Annual General Meeting, [year]
2. To confirm the minutes of the Annual General Meeting [year]
3. To receive from the committee, reports upon the transactions and activities of the Association during the previous term of the Executive Committee;
4. To receive and consider the statement submitted by the Association in accordance with Sections 94(2)(b), 97(2)(b) and 100(2)(b) of the Act;
5. To elect the Officers of the Association, the Executive Committee, the Audit Committee and the Arbitration Committee;
6. To vote on the budget for the new Committee for the ensuing 2 years;
7. To vote on motions and recommendations relating to the general programme of the association.

And

8. To transact any other business which may be brought forward in conformity with the Rules of the Association.

PROXIES

A member of the Association who is entitled to attend and cast a vote at the meeting has a right to appoint a proxy.

For an appointment of a proxy for the meeting of the Association to be effective, the Proxy must be received by the Secretary of the Association up to the beginning of the meeting.

The association receives the proxy documents when they are received at any of the following:

1. [postal address for Secretary or receipt of proxies]
2. The company's facsimile number [fax number for receipt of proxies]
3. The company's email is [email address for receipt of scanned and signed proxies]
4. By hand to the Secretary prior to the beginning of the meeting.

A proxy appointment form accompanies this notice of meeting.

By order of the Executive Committee
[secretary name]
Secretary
[date of notice]

APPENDIX 3

NOTICE OF NON-ELECTORAL ANNUAL GENERAL MEETING

Notice is hereby given that the Non-electoral Annual General Meeting of Polish Scouting ZHP in Australia Incorporated will be held at [location] on [date] beginning at [time].

AGENDA

Ordinary business

The business of the meeting is

1. To receive and consider the statement submitted by the Association in accordance with Sections 94(2)(b), 97(2)(b) and 100(2)(b) of the Act;

PROXIES

A member of the Association who is entitled to attend and cast a vote at the meeting has a right to appoint a proxy.

For an appointment of a proxy for the meeting of the Association to be effective, the Proxy must be received by the association at least prior to the beginning of the meeting.

The association receives the proxy documents when they are received at any of the following:

1. [postal address for Secretary or receipt of proxies]
2. The company's facsimile number [fax number for receipt of proxies]
3. The company's email is [email address for receipt of scanned and signed proxies]
4. By hand to the Secretary prior to the beginning of the meeting.

A proxy appointment form accompanies this notice of meeting.

By order of the Executive Committee
[secretary name]
Secretary
[date of notice]

APPENDIX 4

NOTICE OF SPECIAL GENERAL MEETING

Notice is hereby given that the Special General Meeting of Polish Scouting ZHP in Australia Incorporated will be held at [location] on [date] beginning at [time].

AGENDA

Special business

The business of the meeting is

1. [special business to be specified here]

PROXIES

A member of the association who is entitled to attend and cast a vote at the meeting has a right to appoint a proxy.

For an appointment of a proxy for the meeting of the Association to be effective, the Proxy must be received by the association at least prior to the beginning of the meeting.

The association receives the proxy documents when they are received at any of the following:

1. [postal address for Secretary or receipt of proxies]
2. The company's facsimile number [fax number for receipt of proxies]
3. The company's email is [email address for receipt of scanned and signed proxies]
4. By hand to the Secretary prior to the beginning of the meeting.

A proxy appointment form accompanies this notice of meeting.

By order of the Executive Committee

[secretary name]

Secretary

[date of notice]

APPENDIX 5

NOTICE OF EXECUTIVE COMMITTEE MEETING

Notice is hereby given that the Executive Committee Meeting of Polish Scouting ZHP in Australia Incorporated will be held by teleconference] on [date] beginning at [time].

Melbourne	tel. [contact]	[address]
Sydney	tel. [contact]	[address]
Brisbane	tel. [contact]	[address]

AGENDA

1. Opening and apologies
2. Acceptance of minutes of previous meetings
3. Actions arising from previous meeting minutes
4. Reports :
 - a) Secretary
 - b) Treasurer
 - c) President
 - d) Australian Commissioner for Girls
 - e) Australian Commissioner for Boys
 - f) Branch President NSW
 - g) Branch President QLD
 - i) Branch President VIC
4. General Business
5. Conclusion

Czuwaj!
[secretary]
Secretary

APPENDIX 6

NOMINATION FOR OFFICER OF ASSOCIATION

The Secretary
Polish Scouting Association ZHP in Australia Incorporated
[insert postal address]

I

of (address)

being a registered and financial member of Polish Scouting Association ZHP in Australia Incorporated and eligible to vote at General Meeting in accordance with the Rules of Association, hereby nominate

(name of nominee)

of (address of nominee)

being a registered and financial member of the Polish Scouting Association ZHP In Australia Incorporated and eligible to stand for election in accordance with the Rules of Association, for the position of

<input type="checkbox"/>	President
<input type="checkbox"/>	Vice President
<input type="checkbox"/>	Secretary
<input type="checkbox"/>	Treasurer
<input type="checkbox"/>	Ordinary Member
<input type="checkbox"/>	Member of the Audit Committee
<input type="checkbox"/>	Member of the Tribunal
<input type="checkbox"/>	Australian Commissioner for Girls
<input type="checkbox"/>	Australian Commissioner for Boys

This section must be signed

Nominator		
	<i>signature</i>	<i>printed name</i>
		<i>Date signed</i>
Seconder		
	<i>signature</i>	<i>printed name</i>
		<i>Date signed</i>
I agree to accept the nomination for the selected position and acknowledge that I am eligible for election in accordance with the Rules of the Association		
Nominee, accepting the Nomination		
	<i>signature</i>	<i>printed name</i>
		<i>Date signed</i>

- (1) Nominations of candidates for election of officers of the Association or as ordinary members of the committee must be -
- (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the secretary of the Association not less than 24 hours before the date fixed for the holding of the Electoral Annual General meeting.

-
- (2) *A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the Electoral Annual General meeting.*