

SAKYA CHOEKHOR LHUNPO (VIC) Inc.
The Melbourne Sakya Centre

RULES

NAME

1. The name of the Incorporated Association is Sakya Choekhor Lhunpo, (Vic) Inc. The Melbourne Sakya Centre, (in these rules called "the Association").

PREAMBLE

2. Sakya Choekhor Lhunpo is a Buddhist organisation following the Sakya tradition. As such it endorses the beliefs and ethical values that are propounded by the Sakya Buddhist tradition and is subject to the authority of His Holiness Sakya Trizin, his heirs and successors. At the same time, it has a non-sectarian approach and encourages all forms of genuine Buddhist practice for the different needs of different kinds of people.

AIMS

3. The purposes for which the proposed Incorporated Association is established are:
 - (1) To develop the practice of Buddhism - particularly the Sakya tradition - in Melbourne through providing opportunities for meditation, study, translation, publication, teaching and in any other way that makes Buddhist teachings and practice available.
 - (2) To bring Buddhist teachers to Melbourne and make available residential facilities so as to provide them with teaching and translation opportunities.
 - (3) To provide a place of learning and practice, a focus and information network for students of, and those interested in, the Sakya School of the Tibetan Buddhist tradition and its head, His Holiness Sakya Trizin, subject to the advices and directions of H.H. Sakya Trizin and his representatives.
 - (4) To organise and conduct classes courses, discussions, etc. on Buddhist and associated teachings, culture and language to support the understanding of the Buddhist viewpoint.
 - (5) To liaise with similar organisations in Australia and worldwide for the purpose of achieving the purposes as set out above.

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INTERPRETATION

4. (1) In these rules, unless the contrary intention appears -

"Committee" means the Committee of Management of the Association.

"Financial Year" means a year ending on 31 December.

"General Meeting" means a general meeting of members convened in accordance with Rule 15.

"Special General Meeting" means a general meeting of the Association other than the annual general meeting.

"Ordinary Member of the Committee" means a member of the Committee who is not an officer of the Association under Rule 30.

"Member" means a member of the Association.

"The Act" means the Associations Incorporation Act 1984.

"The Regulation" means the Associations Incorporation Regulation, 1985.

"Director" is a person appointed to the Committee in accordance with Rule 27.

"Spiritual Director" is the Resident Lama who resides in Melbourne and is appointed to this position in accordance with Rule 28.

5. In these Rules, a reference to the Secretary of an Association is a reference -

- (1) where a person holds office under these Rules as Secretary of the Association - to that person; and
- (2) in any other case, to the public officer of the Association.

6. In these rules -

- (1) A reference to a function includes a reference to a power, authority and duty; and
- (2) A reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the duty.
- (3) The provisions of the Interpretation Act, 1987, apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

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APPLICATION FOR MEMBERSHIP

7. (1) A natural person who has applied and is approved for membership as provided in these rules is eligible to be a member of the Association on payment of the annual subscription payable under these Rules.
- (2) A person who is not a member of the Association at the time of the Incorporation of the Association (or who was a member at that time but has ceased to be a member) shall not be admitted to membership -
- (a) unless making application as provided in sub-clause (3); and
 - (b) the admission as a member is approved by a majority of the Committee at a general meeting.
- (3) The application of a person for membership of the Association -
- (a) shall be made in writing in the form set out in Appendix 1; and
 - (b) shall be lodged with the Secretary of the Association.
- (4) As soon as is practicable after the receipt of the application, the Secretary shall refer the application to the Committee.
- (5) Upon an application being referred to the Committee, the Committee shall determine whether to approve or to reject the application.
- (6) Upon an application being approved by the Committee, the Secretary shall, with as little delay as possible, notify the applicant in writing of the approval for membership of the Association and request payment within the period of 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription.
- (7) The Secretary shall, upon payment of the amounts referred to in sub-clause (6) within the period referred to in that sub-clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the Association.
- (8) A right, privilege, or obligation of a person by reason of membership of the Association -
- (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of membership whether by death or resignation or otherwise.

CESSATION OF MEMBERSHIP

- (9) A person ceases to be a member of the Association if the person dies, resigns that membership or is expelled from the Association or if their annual subscription is unpaid nine months after the due date.

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ANNUAL SUBSCRIPTION

8. (1) The annual subscription is \$100 or \$50 concession, or, where some other amount is determined by the Committee, and is payable in advance on or before 1 January in each year.

REGISTER OF MEMBERS

9. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection and copying by members of the Committee upon request. The Register shall be considered confidential and will be available only to the Committee.

HONORARY MEMBERS

10. Honorary Membership exists to facilitate membership of the Association by ordained persons belonging to the Buddhist tradition.
- (1) Nomination of a person for appointment as an honorary member may be made by any five members and shall be made in writing to the Secretary who shall place the nomination on the Committee agenda together with a citation for the nomination.
- (2) The written consent of the nominee must be obtained prior to placement of the nomination on the agenda.
- (3) An honorary member is appointed by a majority of the members of the Committee voting at the Committee meeting subject to sub-clause (1).
- (4) No honorary member shall be appointed if that would cause the total number existing to exceed the number of members of the Association from time to time.
- (5) An honorary member shall be appointed for a period of two years, and after that period shall be eligible for re-nomination.
- (6) The privileges of the honorary members shall be as determined by the Committee.

MEMBERS LIABILITIES

11. The liability of a member of the Association to contribute towards the payment of debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Rule 7.

RESIGNATION AND EXPULSION OF MEMBER

12. (1) A member of the Association who has paid all moneys due and payable by the member to the Association may resign from the Association by first giving to the Secretary one months written notice of his or her intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.

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(2) Upon the expiration of a notice given under sub-clause (1), the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

13. (1) Subject to these Rules, the Committee may by resolution expel a member from the Association.

(2) A resolution of the Committee under sub-clause (1) -

- (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
- (b) where the member exercises a right of appeal to the Association under this clause such expulsion does not take effect unless the Association confirms the resolution in accordance with this clause.

(3) Where the Committee passes a resolution under sub-clause (1), the secretary shall, as soon as practicable, cause to be served on the member a notice in writing -

- (a) setting out the resolution of the Committee and the grounds on which it is based;
- (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
- (c) stating the date, place and time of that meeting;
- (d) informing the member that the member may do one or more of the following
 - (i) attend and speak at that meeting;
 - (ii) submit to the Committee at or prior to the date of that meeting written representations relating to the resolution;
 - (iii) not later than 24 hours before the date of the meeting, lodge with the Secretary a notice to the effect that the member wishes to appeal to the Association in general meeting against the resolution.

(4) At a meeting of the Committee held in accordance with sub-clause (2), the Committee:

- (a) shall give to the member an opportunity to be heard;
- (b) shall give due consideration to any written statement submitted by the member; and
- (c) shall by resolution determine whether to confirm or to revoke the resolution.

(5) Upon receipt of a notice under sub-clause (3), the secretary shall notify the Committee and the Committee shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.

(6) At a general meeting of the Association convened under sub-clause (5) -

- (a) no business other than the question of the appeal shall be transacted;
- (b) the Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both; and
- (c) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

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(7) If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

DISPUTES AND MEDIATION

14 (1) The grievance procedure set out in this rule applies to disputes under these Rules between -

- (a) a member and another member; or
- (b) a member 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 -

- (a) A person chosen by agreement between the parties; or
- (b) 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; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

(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; 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 to the dispute throughout the mediation process.

(9) The mediator must not determine the dispute.

(10) 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 otherwise at law.

SPECIAL RESOLUTION

15. A resolution of the Association is a special resolution if it is passed by a majority which comprises not less than three-quarters of such members of the Association as being entitled under these rules to do so who vote in person or by proxy at a general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules.

ANNUAL GENERAL MEETING

16. (1) The Association shall in each calendar year convene an annual general meeting of its members.
- (2) The annual general meeting shall be held on such day as the Committee determines.
- (3) The annual general meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the annual general meeting shall be -
- (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect the ordinary members and unappointed officers of the Committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.
- (5) The annual general meeting may transact special business of which notice is given in accordance with these rules.
- (6) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

SPECIAL GENERAL MEETING

- 17 All general meetings other than the annual general meeting shall be called special general meetings.
- 18 (1) The Committee, may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this sub-clause, more than fifteen months would elapse between annual general meetings, shall convene a special general meeting before the expiration of that period.
- (2) The Committee shall, on the requisition in writing of members representing not less than 10 per cent of the total number of members, convene a special general meeting of the Association.
- (3) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary

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and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

(4) If the Committee does not cause a special general meeting to be held within the month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than three months after that date.

(5) A special general meeting convened by members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

NOTICE OF MEETING

19 (1) The Secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at the address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting.

(3) A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

PROCEEDINGS AT MEETINGS

20 (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these Rules as being the ordinary business of the annual general meeting shall be deemed to be special business.

(2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.

(3) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(4) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another 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) at the same place and if at the adjourned meeting the quorum is not

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present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.

21 (1) The Spiritual Director, or in his or her absence, the Director, or in his or her absence, the Deputy Director, shall preside as Chairperson at each general meeting of the Association.

(2) If the Spiritual Director, Director and Deputy Director are absent from a general meeting, the members present shall elect one of their number to preside as Chairperson at the meeting.

22 (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a meeting is adjourned for fourteen days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.

(3) Except as provided in sub-clause (1) and (2), it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

23. A question arising at a general meeting of the Association shall be determined on a show of hands and unless, before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and 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.

24 (1) Upon any question arising at a general meeting of the Association, a member has one vote only.

(2) All votes shall be given personally or by proxy.

(3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

25. (1) If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

(2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any question shall be taken at such time before the close of the meeting as the Chairperson may direct.

VOTING QUALIFICATIONS

26. A member is not entitled to vote at any 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 respect of the current financial year.

APPOINTMENT OF PROXIES

27. (1) Each member is entitled to appoint another member as a proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2.

DIRECTOR AND SPIRITUAL DIRECTOR

- 28 (1) A Director is appointed
- (a) by His Holiness Sakya Trizin personally; or
 - (b) by his heirs and successors; or
 - (c) by the majority of the Committee if His Holiness Sakya Trizin has directed the Committee in writing to do so; and
- (2) Is at all times answerable to His Holiness Sakya Trizin, his heirs and successors.
29. (1) A Spiritual Director is appointed
- (a) by His Holiness Sakya Trizin personally; or
 - (b) by his heirs and successors.
- (2) Must reside for at least six months in each year in Melbourne unless leave is authorised by His Holiness Sakya Trizin, his heirs and successors.
- (3) Is at all times answerable to His Holiness Sakya Trizin, his heirs and successors.

COMMITTEE OF MANAGEMENT

30. (1) The affairs of the Association shall be managed by the Committee of Management constituted as provided in Rule 30.
- (2) The Committee shall be called the Committee of Management of the Association and, subject to the Act, the Regulation and these rules and to any resolution passed by the Association in general meeting -
- (a) shall control and manage the business and affairs of the Association;
 - (b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these rules to be exercised by general meetings of the members of the Association; and
 - (c) has power to perform all such acts and do all such things as appear to the Committee to be essential or useful for the proper management of the business and affairs of the Association.
31. (1) The officers of the Association shall be -
- (a) A Director,
 - (b) A Deputy Director,
 - (c) A Treasurer,
 - (d) A Secretary,

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- (e) A Spiritual Director, if any.
 - (2) The provisions of Rule 32 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-clause (1).
 - (3) Each elected officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
 - (4) In the event of a casual vacancy in any office other than Director and Spiritual Director referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.
32. (1) Subject to section 23 of the Act, the Committee shall consist of -
- (a) the officers of the Association; and
 - (b) up to five ordinary members,
- except for the Director and Spiritual Director, the officers and ordinary members of the Committee shall be elected at the annual general meeting of the Association in each year.
- (2) Each ordinary member of the Committee shall, subject to these Rules, hold office until the annual general meeting next after the date of election but is eligible for re-election.
 - (3) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

**ELECTION OF OFFICERS OTHER THAN DIRECTOR
AND SPIRITUAL DIRECTOR AND VACANCY**

33. (1) Nominations of candidates for election as unappointed officers of the Association or as ordinary members of the Committee --
- (a) shall be 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) shall be delivered to the Secretary of the Association not less than seven days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
 - (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
 - (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

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- (5) The ballot for the election of unappointed officers and ordinary members of the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
34. For the purposes of these Rules, 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;
 - (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - (c) resigns from office by notice in writing given to the Secretary
 - (d) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
 - (e) is absent without the consent of the Committee from four consecutive meetings; or
 - (f) is convicted of any felony or misdemeanour;
 - (g) is asked to resign by His Holiness Sakya Trizin, or his heirs and successors.

PROCEEDINGS OF COMMITTEE

35. (1) The Committee shall meet at least three times in each year, at such place and such times as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the Director or Spiritual Director or by any four of the members of the Committee.
- (3) Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be agreed upon by the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at that meeting, except business which the Committee members present at the meeting and unanimously agree to treat as urgent business.
- (5) Any four members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- (6) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place at the same hour of the same day in the following week.
- (7) At meetings of the Committee -
- (a) If a Spiritual Director has been appointed then he/she shall preside;
 - (b) Otherwise the Director and in his/her absence, the Deputy Director shall preside;
 - (c) If the Spiritual Director, Director and Deputy Director are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

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- (8) Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (9) Each member present at a meeting of the Committee or of any sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of any equality of votes on any question, the person presiding may exercise a second or casting vote.
- (10) Subject to sub-clause (5) the Committee may act notwithstanding any vacancy on the Committee.
- (11) The Committee may in its discretion appoint a member to any body comprising members of associations incorporated or not incorporated in other states or territories of the Commonwealth for the same or similar purposes to those of the Association to represent the Association and the person so appointed shall at all times act as the Association's representative in accordance with the purposes of the Association.

SECRETARY

36. The Secretary of the Association shall keep minutes of the resolution and proceedings of each general meeting and each Committee meeting in books provided for that purpose together with a record of the names of persons present at Committee meetings.

TREASURER

37. The Treasurer of the Association -
- (a) shall collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

REMOVAL OF MEMBER OF COMMITTEE

38. The Association in general meeting may by resolution remove any elected member of the Committee before the expiration of the member's term of office and appoint another member to hold office until the expiration of the term of the office of the member so removed.

SUB-COMMITTEE

39. (1) The Committee may, by instrument in writing, delegate to one or more sub-committees, consisting of such member or members of the Association as the Committee sees fit but including at least one member of the Committee, the exercise of such of the functions of the Committee as are specified in the instrument, other than --
- (a) this power of delegation; and
 - (b) a function which is a duty imposed on the Committee by the Act or any other law.

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- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

INSURANCE

40. (1) The Association shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under sub-clause (1), the Association may effect and maintain other insurance.

FUNDS - SOURCE

41. (1) The funds of the Association shall be derived from entrance fees, annual subscriptions, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association shall, as soon as practicable after receiving any money, issue an appropriate receipt.

FUNDS MANAGEMENT

42. (1) Subject to any resolution passed by the Association in general meeting, the assets and income of the organisation shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the organisation except as bona fide remuneration for services rendered or expenses incurred on behalf of the organisation.

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(2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Committee, or employees of the Association, being members or employees authorised to do so by the Committee.

SEAL

43. (1) The Common Seal of the Association shall be kept in the custody of the public officer.

(2) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the public officer of the Association.

ALTERATION OF RULES AND STATEMENTS OF OBJECTS

44. These Rules and the statement of objects of the Association may be altered, rescinded or added to only by special resolution of the Association.

NOTICES

45. (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at the member's address shown in the Register of Members.

(2) Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

CANCELLATION

46. In the event of the cancellation of the Incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act, but also having regard to rule 44.

WINDING UP

47. In the event of the organisation being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the organisation in accordance with its powers to any organisation which has similar objects and which has rules prohibiting the distribution of its assets and income to its members.

CUSTODY AND INSPECTION OF RECORDS

48. Except as otherwise provided by these Rules, the public officer shall keep in her or his custody or under her or his control all records, books, and other documents relating to the Association.

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- 49 . (1) The records, books and other documents of the Association excepting the Register of Members which shall be considered confidential and available only to the Committee, shall be open for inspection, free of charge, by any member of the Association at any reasonable hour.
- (2) For the purposes of sub-clause (1) of this rule, member shall include honorary members.

APPENDIX 2

(RULE 15.(1))

FORM OF APPOINTMENT OF PROXY

I,
full name of applicant

of.....
address

.....
address

being a member of Sakya Choekhor Lhunpo (Vic) Inc. hereby appoint:

I,
full name of proxy

of.....
address

.....
address

being a member of that Incorporated Association, as my proxy to vote on my behalf at the general meeting of the association,

to be held on
day month year

and at any adjournment of that meeting.

*My proxy is authorised to vote in favour of/against (delete a appropriate) the resolution (insert details):

.....
(signature of member appointing proxy) (date)

(The section marked * need only be completed if desired.)

NOTE: A proxy vote may not be given to a person who is not a member of the Association.

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This is the annexure of four pages entitled **STATEMENT OF OBJECTS** and marked S1-S4, referred to in the Application for Incorporation of Association (Form 1) signed by me and dated

Applicant

SAKYA CHOEKHOR LHUNPO (VIC) INC, THE MELBOURNE SAKYA CENTRE

1. The name of the proposed incorporated association is Sakya Choekhor Lhunpo (Vic) Inc., the Melbourne Sakya Centre.
2. The purposes for which the proposed Incorporated Association is established are:
 - (1) To develop the practice of Buddhism - particularly the Sakya tradition - in Melbourne through providing opportunities for meditation, study, translation, publication, teaching and in any other way that makes Buddhist teachings and practice available.
 - (2) To bring Buddhist teachers to Melbourne and make available residential facilities so as to provide them with teaching and translation opportunities.
 - (3) To provide a place of learning and practice, a focus and information network for students of, and those interested in, the Sakya School of the Tibetan Buddhist tradition and its head, His Holiness Sakya Trizin, subject to the advices and directions of H.H. Sakya Trizin and his representatives.
 - (4) To organise and conduct classes courses, discussions, etc. on Buddhist and associated teachings, culture and language to support the understanding of the Buddhist viewpoint.
 - (5) To liaise with similar organisations in Australia and worldwide for the purpose of achieving the purposes as set out above.
3. Solely for the purpose of furthering the purposes set out above the Association shall have power:
 - (1) To subscribe to, become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any club, Association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of the Rules.
 - (2) To buy, sell and deal in all kinds of articles, commodities and provisions for the members of the Association or persons frequenting the Association's premises or attending events organised by the Association.

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- (3) To purchase, take on lease or in exchange, hire or otherwise acquire any lands, buildings, easements or property, real or personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association, provided that in case the Association shall take or hold any property which may be subject to any trusts, the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts.
- (4) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of powers of the Association; to obtain from any such Government or Authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
- (5) To appoint, employ, remove or suspend such managers, clerks, secretaries, workers, consultants and other persons as may be necessary or convenient for the purposes of the Association.
- (6) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof.
- (7) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit.
- (8) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.
- (9) To lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate.
- (10) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any monies and further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Incorporated Association's property or assets present or future and to purchase, redeem or pay off any such securities.
- (11) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments.
- (12) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association.
- (13) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of

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whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.

(14) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in sub-paragraph (3).

(15) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise.

(16) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects.

(17) To amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of the Rules.

(18) To purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate.

(19) To transfer all or part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate.

(20) To provide accommodation, sustenance and support, financial or otherwise, to resident and visiting teachers.

(21) To set and collect fees or charges for any event or undertaking organised in part or whole by the Association.

(22) To make donations for religious, patriotic, charitable or community purposes.

(23) To do all such things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

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