



**United Sri Lankan Muslim Association of Australia Inc.**

## **Constitution and Rules**

Proposed Amendments to the USMAA Constitution as recommended by the Constitution Review Subcommittee for the SGM held on 24th November 2018

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# CONSTITUTION AND RULES

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## 1. Preamble

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The United Sri Lankan Muslim Association of Australia (USMAA) seeks to uphold the Islamic faith and values whilst integrating successfully within the wider Australian community. The Association also seeks to uphold values of good citizenship and to engage in charitable activities and in cooperative endeavours with like-minded organisations in Australia and Sri Lanka.

## 2. Name

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The name of the organisation shall be The United Sri Lankan Muslim Association of Australia, Inc (USMAA).

## 3. Type of Organisation

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The Association shall be a non-profit making religious and humanitarian society dedicated to the promotion of the Islamic religion, culture, and the welfare of Sri Lanka-Australian Muslims.

## 4. Composition

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The Association shall be composed of persons belonging to the Sri Lanka-Australian Muslim Community as defined in these rules, subject to the provisions set out in Section 7 of the rules.

## 4. Definitions

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In these Rules:

**Association** and **the Association** shall mean the United Sri Lankan Muslim Association of Australia.

**Committee** shall mean the Management Committee of the Association as defined in the Rules.

**Day** shall mean a calendar day.

**Act** shall mean the *Association Incorporation Reform Act 2012*.

**Executive officers** and **Executive** shall mean the President, Vice-President, Treasurer and Secretary while the collective shall be referred to as the Executive.

**Financial Member** – a financial member shall mean a member who has paid all subscriptions for his category of Membership.

**General meeting** shall mean the Annual General Meeting or a Special General Meeting.

**Islam** shall mean the faith enunciated in the Holy Quran and the Sunnah of the Holy Prophet (SAW).

**Janaza Fund** is a sum of money allocated exclusively for the purchase of Muslim burial sites and its associated expenses in Victoria.

**Member** shall mean a Member of the Association whose name is entered in the Register.

**Officer** shall mean any Member elected or appointed to and holding office in the Association, whether honorary or salaried, and shall include Executive Officers, Committee Members and Trustees.

**Register** shall mean the Register of Members maintained by the Secretary in accordance with the Rules.

**Rules** shall mean the Rules of the Association which are in force from time to time.

**Special Resolution** means a resolution that requires adoption by at least three fourths (3/4) of the members present and entitled to vote at a General Meeting. This includes altering the rules, changing the name or any purposes of the Association.

**Sri Lanka-Australian Muslim** - shall mean a Muslim of Sri Lankan origin or descent residing in Australia.

**Sri Lanka-Australian** shall mean a person of Sri Lankan origin or descent residing in Australia.

**Words importing the masculine gender** shall include the feminine gender.

**Words importing the singular** only shall include the plural unless stated otherwise.

**Written Notice** shall mean notice given in writing by either regular mail, hand delivery or via email.

**ABBREVIATIONS:**

**ACNC:** Australian Charities and Not-For-Profit Commission

**AGM:** Annual General Meeting

**CRSC:** Constitution Review Subcommittee

**ESC:** Education Subcommittee

**JSC:** Janaza Subcommittee

**PASC:** Positive Ageing Subcommittee

**PAG:** Positive Ageing Group

**SGM:** Special General Meeting

**UYG:** USMAA Youth Group

**YSC:** Youth Subcommittee

**5. Objectives and Powers**

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5.1 The objectives of the Association shall be:

- a) To promote and foster the teachings and practices of Islam along with its associated culture and values.
- b) To promote all matters concerning the spiritual, social, cultural and educational well-being of Sri Lanka-Australian Muslims including human rights and fundamental freedoms.
- c) To promote and maintain harmony and friendship among Muslims and other communities in and outside Australia.
- d) To encourage members of the Association to contribute to the advancement of Australia in all spheres of life.
- e) To promote cooperation and networking between the Association and other organisations promoting similar objectives.
- f) To celebrate the special events in the Islamic calendar inclusive of the two festivals: Eid ul Fitr

(Ramadan) and Eid ul Adha (Hajj).

- g) To advocate and make representations on behalf of Sri Lanka-Australian Muslims on all matters referred to in 5.1(b)

5.2 In order to achieve the above objectives, the Association shall have the following powers:

- a) To establish funds for the general conduct of the Association including a Janaza Fund through subscriptions, levies, appeals, functions, donations, grants and other means that the Association deems appropriate.
- b) To establish and manage a Muslim community centre.
- c) To purchase, sell, mortgage, lease or otherwise deal in real and personal property of all kinds for the advancement of these objectives.
- d) To enter into or terminate contracts of employment or contracts of service and make remunerations where appropriate.
- e) To enter into or terminate any contract or arrangement with any society, government agency, corporation or other body.
- f) To establish and manage trusts for the purpose of holding and safeguarding the capital assets of the Association.
- g) To do all such things as the Association may deem conducive to the attainment of the above objectives.
- h) To amalgamate with, or absorb, any organisation with objectives substantially similar to the objectives of this Association.

## **6. Registered Office**

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The registered office of the Association shall be:

- a) at the address determined from time to time by resolution of the Management Committee; or
- b) in the absence of a determination, the postal address of the Secretary.

## **7. Membership**

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7.1 All Membership applications shall be on the prescribed form, and applicants need to be nominated and seconded by two financially current members. The granting of membership is subject to the approval of the Management Committee and the payment of the relevant annual subscription fee.

7.2 Category of Members

Subject to clause 7.1 the category of members shall be as follows:

a) **Founder Members:** Members who attended and submitted applications to join as Members at the Founders Meeting held on 5 Jumadiaath Thani Hijra 1411 (22 December, 1990).

b) **Individual Members:** Any Sri Lanka-Australian Muslim above the age of 18.

c) **Family Members:** Any family where either spouse is a Sri Lanka-Australian Muslim and their children are under the age of 18.

d) **Student Members:** Sri Lanka-Australian Muslim students and Sri Lankan Muslim students residing in Australia.

e) **Affiliate Members:** Any person interested in Islam may be accepted as an affiliate Member

7.3 Voting rights

The following are entitled to vote:

a) Founder members who are financially current

b) Any member who is financially current with the exception of an affiliate member shall be entitled to vote provided they are above the age of 18 and have been a member for a minimum of 6 months prior to a General Meeting.

7.4 No Member is entitled to vote by proxy at any meeting of the Association.

7.5 Eligibility to hold any office in USMAA (Management Committee, Trustees and Subcommittees)

a) No Member under the age of 18 years shall be eligible for nomination or election to any office of this Association.

b) A Member to be eligible for office should be financially current for a minimum of six calendar months from the date of approval unless a Founder who is financially current.

c) No Affiliate member will be eligible to hold any office in this Association.

## **8. Register of Members**

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- 8.1. The Secretary shall keep in his custody a register containing the names and contact details of all Members of the Association.
- 8.2. The Register of Members must contain the following information in respect of each member of the Association:
  - (a) the member's name and address
  - (b) the class of membership
  - (c) the date of confirmation of membership.
- 8.3. The register shall be kept up-to-date and be available for inspection by any member of the Association upon request to the Secretary. Inspection will be restricted to accessing only the names of members but not their contact information or category of membership. This is to prevent improper use of information recorded on the register of members. No copies of the Register of Members will be provided to any member under any circumstances.
- 8.4. A request may be made by a member to the Secretary to restrict access to their personal information contained in the register of members to any external organization/parties.

## **9. Annual General Meeting**

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9.1. The Annual General Meeting shall be held on a date in July each year at a time and place decided by the Management Committee. Under special or exceptional circumstances the Management Committee may reschedule the Annual General Meeting to a date in August.

9.2. The Annual General Meeting will be vested with the power to carry out the following:

- a) Make, repeal, amend and/or add to these Rules subject to the provisions stipulated in section 24 of the Rules.
- b) Receive and adopt the Association's audited financial statements for the preceding financial year ending 30 June.
- c) Receive and adopt the Annual Reports from:

- i. The Secretary outlining the activities and the key decisions of the Management Committee
- ii. The Treasurer outlining the financial highlights of the previous financial year
- iii. The Chairpersons' of Subcommittees.

d) Elect the Management Committee.

e) Elect Trustees as when their positions fall vacant.

f) Elect members to any of the Subcommittees as and when needed.

g) Appoint a suitably qualified auditor.

h) Carry out all other relevant acts and functions not specifically set out in these rules.

9.3 Written notice of the Annual General Meeting shall be provided to each Member by the Secretary at least 21 days prior to the meeting. The notice shall indicate the date, time and place of the meeting as well as details of the meeting's agenda. This notice period applies for special resolutions as well subject to the rules outlined in Section 25.

9.4 All acts and decisions of the Annual General Meeting shall be binding on all members.

9.5 Minutes of the General Meeting:

- a) The Committee must ensure that minutes are taken and kept of each general meeting.
- b) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
- c) In addition, the minutes of each Annual General Meeting must include:
  - i. the names of the members attending the meeting; and
  - ii. the financial statements submitted to the members and the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association.
  - iii. the audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **10. Special General Meeting**

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10.1 The Secretary shall convene a Special General Meeting of the Association:

- (a) When so resolved by an Annual General Meeting or at a Special General Meeting of the Association;
- a) When the Management Committee decides;
- b) When a meeting is requisitioned in writing by no less than 25 financial members to the President or Secretary setting out the reasons for the meeting;
- c) The date, time and place of Special General Meetings shall be decided by the Management Committee or under special circumstances by the Executive. The meeting shall be convened within 28 days of the resolution or requisition reaching the President or Secretary;
- d) Written notice of the Special General Meeting shall be provided to each Member by the Secretary at least 21 days prior to the meeting. The notice shall indicate the date, time and place of the meeting and set out the business to be transacted;
- e) A Special General Meeting shall have powers equal to those of the Annual General Meeting in the transaction of business specified in the notice.
- f) No business shall be transacted at a Special General Meeting unless notice thereof has been given in accordance with these Rules.

## **11. Management Committee**

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### **11.1 Composition and Eligibility**

- a) The Management Committee will consist of no fewer than six and no more than eleven members duly elected at the AGM in accordance with section 17 of the rules. It will take office immediately at the conclusion of the AGM. Office will be held until the election of a Management Committee at the next AGM.
- b) A Member to be eligible for office must be financially current for a minimum of six (6) calendar months prior to the end of the financial year preceding the AGM. An eligible member must be at least 18 years or over.

11.2 No member of the Management Committee shall:

- (a) Hold office in any other organisation whose objectives are in conflict with those of USMAA.  
The Executive Committee will utilise its discretion to determine whether such a conflict exists.
- (b) Be appointed to any salaried office of the Association or to any office of the Association that entails any form of remuneration other than the reimbursement of reasonable out-of-pocket expenses.

11.3 The functions of the Management Committee shall be:

- a) To manage the affairs and conduct the business of the Association in accordance with its rules and objectives.
- b) To submit to the General Meeting(s) the relevant reports, returns and other information that the rules may require.
- c) To authorise expenditure and allocation of funds that are necessary for the conduct of the affairs of the Association.
- d) To ensure that proper financial records are maintained with regard to all financial matters relating to the Association.
- e) To enter into/terminate contracts of employment of persons deemed necessary in the service of the Association.
- f) To formulate a three year rolling strategic plan in accordance with section 12.7(a)(iii) and an action plan for its implementation.
- g) To establish ad hoc subcommittees that will carry out specific activities as deemed necessary. The decision to establish a sub-committee will be minuted detailing its purpose, scope, and timeline of its operations.
- h) To carry out specific duties as may be delegated by a general Meeting.
- i) To ensure that the Management Committee meets at least once a month for a minimum of eight times in the year. Adequate notice of each meeting must be given to each committee member before the date of any meeting. In exceptional circumstances a meeting can be held at short notice.

11.4 (a) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology. If the committee is required to take a vote on a particular matter then the committee member who is not physically present will be entitled to vote as if he were there in person.

(b) On any question arising at a committee meeting, each committee member present at the meeting has one vote. A motion is carried if a majority of committee members present at the meeting vote in favour of the motion. If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.

11.5 A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee. The member must not be present while the matter is being considered at the meeting.

## **12. Executive Officers and Committee Members**

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12.1 The Executive of the Management Committee elected by the General Membership shall consist of the President, Vice President, Secretary and Treasurer.

12.2 Additional Members not exceeding seven shall be elected to the Management Committee. They will comprise of an Assistant Secretary, Assistant Treasurer, Editor, and four Committee Members.

12.3 All members shall not be eligible for re-election for the same post after four consecutive terms, but they shall be eligible to stand for re-election after a break of at least one year.

12.4 In the event of a vacancy in the Executive, the Management Committee will appoint one of its members within 14 days to carry out the duties applicable to the vacant position for the remainder of the term.

12.5 In the event a non-Executive position in the Management Committee becomes vacant any eligible member (see criteria for eligibility) can fill the position for the remainder of the term. Appointment to the vacant position will be solely determined by the Management Committee.

12.6 The President will be the Chief Officer of the Association and *ex-officio* Member of all Committees and Subcommittees of the Association.

12.7 The Powers and duties of Executive Officers will be as follows:

- a) The duties of the President will include:
  - i. The President shall preside at all meetings of the Management Committee and all General Meetings at which he is present.
  - ii. He shall represent the Association in the wider community
  - iii. He shall in consultation with the MC set the strategic directions for the Association.
  - iv. He shall not be a member of any of the Subcommittees during his term of office other than in an *ex-officio* capacity, with no voting rights.
- b) The Vice-President shall assist the President in the execution of the latter's duties, and shall deputise for him in his absence.
- c) The Secretary, subject to the general direction of the Management Committee will carry out the following:
  - i. oversee the routine and office work of the Association.
  - ii. attend to all correspondence and keep records thereof.
  - iii. keep true and accurate minutes of all meetings of the Management Committee and General Meetings of the Association.
  - iv. maintain an updated register of members and subject to the provisions contained in section 8 provide members with access to the Register of Members, the minutes of general meetings, books or documents.
  - v. Convene meetings and circulate notices of such meetings to the Membership as stipulated in the Rules.
  - vi. report any changes to the constitution.
  - vii. lodge the Association's approved Annual Financial Statements with Consumers Affairs (Victoria) within one month after the AGM.
  - viii. comply with other regulations that may be prescribed by that Authority from time to time that would be applicable to the Association.

- ix. keep custody of the common seal (if any) of the Association and except for the financial records, all books, documents and securities of the Association in accordance with Section 31.
- d) The Treasurer, subject to the general direction and supervision of the Management Committee will carry out the following:
  - i. handle all funds of the Association.
  - ii. keep proper bank accounts and books of account for recording of all financial transactions and other relevant records including an updated record of membership subscriptions.
  - iii. make disbursements on behalf of the Association only as authorised by the Management Committee or by the Association at a General Meeting.
  - iv. be responsible for the timely preparation of the Association's Annual Financial Statements for audit and adoption at the AGM.
- 12.8 The Assistant Secretary shall assist the Secretary in execution of his duties and shall deputise for him in his absence or incapacitation.
- 12.9 The Assistant Treasurer shall assist the Treasurer in the execution of his duties and shall deputise for him in his absence or incapacitation.

### **13. Removal of Officers**

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- 13.1 If upon reasonable inquiry the Management Committee finds that either an Executive Officer, a Committee Member, Subcommittee Member or Trustee has acted in serious breach of the Association's rules and objectives including misappropriation of the Association's funds, then the Committee can call a special general meeting for the purpose of moving a resolution to remove such a person from office provided that:
  - a) The person concerned has been given at least 28 days' notice of the intention to move the resolution specifying the alleged offence; and
  - b) The person concerned is provided with the opportunity to show cause why the resolution should not be moved; and

- c) The resolution by the Management Committee to remove the person concerned is ratified by a 3/4 majority of members present and voting at a Special General Meeting called for that particular purpose, after which the removal will become effective.

#### **14. Trustees**

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- 14.1 Three Trustees shall be elected at the Annual General Meeting for the period of three years and must meet eligibility as per section 7.5 of this document.
- 14.2 They are eligible for re-election at the end of their term.
- 14.3 A Trustee shall not hold office in any other organisation whose activities are in conflict with those of USMAA, or be appointed to any office of the Association that entails any form of remuneration other than the reimbursement of reasonable out-of-pocket expenses.
- 14.4 Their functions would be in a consultative capacity if and when consulted by the USMAA Management Committee.
- 14.5 They would be responsible for disposing of all assets of the Association in accordance with Section 28.

#### **15. Subcommittees**

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This section should be read in conjunction with Appendix B that is attached to these Rules.

- 15.1 The following Subcommittees shall be in operation:
  - a) Janaza Subcommittee (JSC)
  - b) Positive Ageing Subcommittee (PASC)
  - c) Youth Subcommittee (YSC)
  - d) Education Subcommittee (ESC)
  - e) Constitution Review Subcommittee (CRSC).
- 15.2 The election of all subcommittees shall take place at the AGM in accordance with Section 17 of the Rules.
- 15.3 The composition and terms and conditions governing each of these subcommittees shall be determined by the Association by special resolution adopted at a general meeting. The scope of operations/activities and terms of office are set out in Appendix B attached to these Rules.
- 15.4 The President of USMAA shall be an *ex-officio* member of all Subcommittees.

15.5 All Subcommittees shall:

- a) Strictly operate within the parameters sanctioned by the Management Committee.
- b) Be accountable to the Management Committee through the Treasurer for all receipts and disbursements.
- c) Maintain true and accurate records of their meetings. The Chair of each Subcommittee will forward a copy of the minutes to the Secretary of the Association within two weeks after the date of the meeting.
- d) Ensure that testimonials/certificates issued on behalf of USMAA are signed by the President or in his absence by a Member of the Executive, and counter signed by the Chair of the relevant subcommittee.

## **16. Vacation of Office**

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The office of a Member of the Management Committee, Trustees, and Subcommittees shall become vacant if he:

- a) Ceases to be a member of the Association.
- b) Passes away.
- c) Resigns his office by notice in writing to the Association.
- d) Becomes a represented person within the meaning of the Guardianship and Administrative (1986).
- e) Is deemed bankrupt within the meaning of the Bankruptcy Act of 1966.
- f) Is absent for more than three consecutive meetings without leave of the Management Committee.
- g) Is removed from office under Section 13 of the Rules.
- h) Holds any paid office under the Association.

## **17. Elections**

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The election of members to vacant positions on the Management Committee, Subcommittees and Trustees will take place at the AGM.

### **17.1 The Returning Officer**

- a) The Management Committee will appoint a Returning Officer from within the membership at least two months prior to AGM. The appointee should be a current financial member of the Association who in the opinion of the Management Committee possesses the required competencies to conduct the elections as set out in this section.
- b) The Returning Officer will be responsible for calling nominations, conducting the elections, supervising the counting of the votes and declaring the results of the elections.
- c) The Management Committee must immediately notify the membership of the name of the Returning Officer by email.
- d) The Returning Officer will not be eligible for nomination to any office.
- e) The Treasurer shall provide the Returning Officer with a list of eligible members by 30<sup>th</sup> June preceding the AGM. In accordance with the rules an eligible member may:
  - i. be nominated as a candidate to fill a vacant position
  - ii. propose and second the nomination of other candidates
  - iii. vote if the need arises in accordance with 17.3(d)

### **17.2 Nominations**

- a) The Returning Officer will at least four weeks prior to the AGM:
  - i. notify the membership of the vacant positions that will be required to be filled.
  - ii. invite nominations for the vacant positions on the Management Committee, Sub-Committees and position of Trustees.
- b) The nomination of candidates for election will be:
  - i. made on the prescribed nomination form provided by the Management Committee.
  - ii. delivered to the Returning Officer by 5:00pm at least 7 days prior to the date of the AGM;
- c) Within 48 hours of the close of nominations, the Returning Officer will release the names of the eligible candidates and their respective positions to the membership by email.

- d) A candidate can only be nominated for one position on the Management Committee.

17.3 Election Procedure

- a) The Returning Officer will conduct the elections at the AGM. This will take place at the conclusion of all other business listed on the agenda at which point the President/Chairperson will declare that elections to vacant positions on the Management Committee, Subcommittees and position(s) of Trustees will take place. He will then vacate the chair and invite the Returning Officer to take the chair.
- b) The Returning Officer will read out the names of the valid nominees for the vacant positions on the Management Committee, Subcommittees and position of Trustee. He will also inform the members of any invalid nominations that he may have received outlining the reasons for their rejection.
- c) If the number of nominations received:
  - i. equals the number of vacancies to be filled, the nominated candidates will be declared as elected to the respective positions they were nominated for.
  - ii. is insufficient to fill all the listed vacancies, the nominated candidates will be declared as elected to the respective positions they were nominated for. The Returning Officer will then call for further nominations from the floor, check for eligibility and declare the eligible nominees as being duly elected to fill the shortfall.
  - iii. Exceeds the number of vacancies to be filled, the Returning Officer will officially close nominations. He will then proceed to conduct the voting by secret ballot in accordance with these rules.
- d) Voting will be by secret ballot using the prescribed form provided. Only eligible members with voting rights in accordance with section 7.3 of the rules are entitled to vote. Voting by proxy will strictly not be permitted<sup>1</sup>.
- e) If a ballot is required for the election to a position(s), the Returning Officer must appoint at least 3 financial members of the Association to act as counters.
- f) The Returning Officer with the assistance of the counters should ensure procedural fairness during the voting and the accurate counting the votes.

- g) The candidates are entitled to appoint their own scrutineers whose only role will be as observers to ensure that the counting process is carried out correctly. If the scrutineers observe any irregularity they must immediately bring it to the notice of the Returning Officer.
- h) Once voting has concluded, the counting officers will count the votes for each respective candidate for the position being sought. The winners will then be declared by the Returning Officer. In the event of a tie, the winning candidate will be determined by a toss of a coin.

## **18. Quorum**

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- 18.1 At a General Meeting of the Association twenty (20) eligible voting members or 50% of the Membership who are eligible to vote, whichever is the lesser, and are present in person shall form a quorum. At all Management Committee meetings, six (6) members who are present shall form a quorum.
- 18.2 No item of business will be transacted at a General Meeting or Management Committee meeting unless a valid quorum as per subsection (18.1) is present during the meeting.
- 18.3 If a quorum is not present within the first 30 minutes at which a meeting is to be held, the meeting will be adjourned to an alternate date, time and place. These will be specified by the Chairperson present at the time of adjournment.
- 18.4 If a quorum is not present within the first 30 minutes at which the adjourned meeting is to be held, the members present shall constitute a quorum. No business will be transacted at the adjourned meeting other than that listed on the agenda from the original meeting.
- 18.5 The Chairperson of a General or Management Committee meeting may with the quorum that is present, adjourn the meeting prior to the completing of all business listed on the agenda. A meeting may be adjourned if there is insufficient time to deal with business at hand or to give the members more time to consider an item of business. No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- 18.6 The date and time set for an adjourned General Meeting shall be at least fourteen (14) days after the original appointed meeting. Notice of the adjourned meeting shall be sent to all members by the Secretary. The time and date set for an adjourned Management Committee meeting shall be mutually agreed upon at the discretion of the committee members.

## **19. Financial**

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- 19.1 The Association is able to generate funds through varied sources as outlined in section 5.2. All funds received by the Association will be utilised only in the pursuit of its objectives and purposes.
- 19.2 All subscriptions and donations shall be paid to and collected by the Treasurer.
- 19.3 The financial year of the Association will be a period of 12 months from the 1<sup>st</sup> of July until the 30<sup>th</sup> of June the following year.
- 19.4 The Association is able to open and operate bank accounts which are deemed necessary for specific and approved purposes. Bank accounts shall be opened only on a resolution adopted by the Management Committee. These bank accounts will be operated under specific delegations by authorised signatories as designated by the Management Committee from time to time in accordance with subsection 19.6. Due to exceptional circumstances, the operations of the Janaza Fund bank account will be in accordance with 19.7.
- 19.5 All funds received or held by the Association will be immediately deposited into appropriate bank accounts.
- 19.6 No more than four officers will be authorised by the Management Committee to operate the Association's bank accounts. Of the four designated officers, two of them must be Executive Officers one of whom must be the Treasurer. All cheques, drafts, bills of exchange and other negotiable instruments must be signed by two officers designated by the Management Committee one of whom must be an Executive Officer.
- 19.7 The Janaza Fund Bank Account will be operated by the Janaza Subcommittee. Not more than three of the JSC members shall be authorised by the Subcommittee to sign cheques on this bank account, and two committee members shall sign each cheque.
- 19.8 The Management Committee must ensure that a proper set of financial records detailing all financial matters relating to the functioning of the Association is kept.
- 19.9 The Treasurer must prepare the year-end financial statements in time for the audit and presentation at the Annual General Meeting no less than three weeks after the end of the financial year. He shall also present quarterly financial reports to the Management Committee.

19.10 No provision contained in this constitution permits the Association to be carried on for the purposes of profit or financial gain to its members. The Association's income, monies, property and assets will not be utilised for the purpose of profit or financial gain to its members. However this shall not prevent the payment of reasonable remuneration or reimbursement of reasonable out-of-pocket expenses incurred by any eligible member for services rendered on behalf of the Association.

## **20. Cessation of Membership**

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A person ceases to be a member if he:

- (a) resigns from the Association
- (b) is expelled in accordance with section 20.2
- (c) passes away

### 20.1 Resignation:

A Member may resign from the Association by notice in writing to the Management Committee. Upon acceptance of the resignation, he shall cease to be a member and must immediately return any property belonging to the Association in his possession including books, documents, records and any monies owing.

### 20.2 Expulsion/Suspension

Any member who has acted in a manner gravely prejudicial to the interest of the Association or brought disrepute to the Association maybe be expelled/suspended by a resolution of the Management Committee provided that:

- a) The resolution is adopted by a two-third (2/3rd) majority of the Members present and voting
- b) The Management Committee reserves the right to appoint a Subcommittee consisting of at least three members to hear evidence relating to the alleged offence. The Subcommittee shall submit its findings and recommendations to the Management Committee which will make a decision in accordance with (a) above.
- c) The Management Committee gives the member concerned at least 21 days written notice specifying the details of the alleged offence. Details must include the nature of the offence, and the time and place for the scheduled hearing.

- d) The member concerned is given an opportunity to be heard by the Management Committee/Sub-committee either in person, or by making a written submission. A counsel/friend may accompany the member only to observe proceedings.

20.3 In the event of expulsion/suspension, the member shall have a right of appeal. This appeal must be made within twenty one (21) days from the date the Management Committee made notification. In the event of an appeal the Management Committee must call a Special General Meeting in accordance with Section 10 of these rules to consider the appeal. The decision made at the Special General Meeting will be final.

20.4 The right of Appeal to a General Meeting shall apply only if the penalty imposed by the Management Committee is expulsion or suspension. The Committee at its discretion can decide on other lesser penalties such as censure or reprimand.

20.5 The Secretary shall promptly notify the member concerned in writing of the decision made by the Management Committee or the outcome of the appeal to the Special General Meeting. In the event of expulsion or suspension, the member concerned must return all property of the Association in his possession in accordance with 20.1 of the rules.

20.6 Once a person ceases to be a member, the Secretary must enter the date the person ceased to be a member in the Register of Members.

## **21. Grievance Procedure.**

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21.1 The grievance procedure set out in this section applies to disputes between:

- (a) a member and the Committee; or
- (b) a member and the Association.

21.2 A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary inquiry.

21.3 Prior to initiating a grievance procedure, the parties concerned should make every attempt to resolve the dispute amicably.

21.4 If the parties are unable to resolve the dispute amicably then they may request the appointment of a mediator.

21.5 The mediator must be a person chosen by agreement between the parties who is not a member of the Association. However in the absence of agreement between the parties, the Management Committee will request the Islamic Council of Victoria or

other relevant body to nominate a mediator.

- 21.6 The mediator in any case must not be a person who has a personal interest in the dispute or is biased in favour of or against any party.
- 21.7 The mediator must give each party every opportunity to be heard. The mediator must give due consideration to any written statement submitted by the party and ensure that a fair process is 'accorded to them'.
- 21.8 The mediator must not determine the dispute. If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **22. Access to Books**

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Any financial Member, having given the Treasurer 14 days' notice in writing, will be permitted to inspect the financial books and documents of the Association at the registered office at such time or times as the Committee shall direct. However the Executive Committee reserves the right to decline a request for inspection of records on grounds of confidentiality.

## **23. Subscription**

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23.1 The Annual General Meeting shall determine the amounts of the annual subscription for the following financial year for the respective membership categories indicated in section 7. This would include any discounted rates applicable to those entitled to a concession based on the criteria approved by the Department of Human Service Australia. The Secretary will advise all Members of these amounts.

23.2 If a person becomes a member during the course of a financial year it will still attract the full amount payable and will not be charged on a pro-rata basis. However if a person joins the Association less than two months prior to the AGM, no subscription will be payable for that current financial year.

## **24. By-laws**

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The General Meeting may make by-laws not inconsistent with these Rules for the better management of the Association and may repeal, amend or add to any by-laws of the Association.

## **25. Amendments to the Constitution and Rules**

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25.1 The constitution of the Association must be amended only by special resolution at either an Annual General Meeting or Special General Meeting.

25.2 No change that will affect the nature of the Association as stated in section 2 of the rules may be made to the Constitution.

25.3 Each member of the association who is entitled to vote at general meetings must be given at least 21 days' notice of the proposed resolution(s), in the manner provided by the rules of the Association.

The notice must:

- i. specify the date, time and place of the General Meeting at which the resolution is to be proposed;
- ii. state in full the proposed resolution as well as the intention and purpose

25.4 Amendments will not be valid unless passed by three fourths (3/4) of the members present and entitled to vote.

25.5 At any general meeting at which a special resolution is proposed, a declaration by the chairperson that the resolution has been passed is conclusive proof of the fact.

25.6 The Management Committee will have the discretion to decide whether voting on special resolutions should be conducted by secret ballot or by a simple show of hands.

25.7 Voting by proxy will not be permitted in accordance with section 7.4.

25.8 Any changes to the Constitution made in accordance with the above, shall be filed with the relevant authority in compliance with current legislative requirements.

## **26. Standing Orders**

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The Standing Orders for the conduct of business as set out in Appendix A to these rules shall be followed as guidelines for all meetings of the Association.

## **27. Indemnity**

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27.1 All members of the Management Committee and Subcommittees, Trustees or appointees of the Association shall be indemnified by the Association for all losses and authorized expenses incurred by them in or about the discharge of their respective duties, except such as occur through their own willful act or default.

27.2 No member of the Management Committee, Subcommittees, Trustees or appointees of the Association shall be liable for the acts, receipt, neglect, or default of any other member, Trustee or appointee or for any loss or expense happening to the Association unless the same happened through their own willful act or default.

## **28. Dissolution**

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- 28.1 The Association may be wound up if, at a General Meeting, its members pass a special resolution to do so by a 3/4 majority and appoint one or more of its Trustees to wind up the Association's affairs.
- 28.2 This resolution must be ratified at a subsequent General Meeting to be called for that purpose and held not earlier than 21 days after the original resolution was passed.
- 28.3 Any surplus assets after all debts, costs and charges have been paid shall be distributed to the Islamic Council of Victoria or any other society having similar objectives as the Association. This shall be determined by the members at the subsequent General Meeting held to confirm the special resolution to wind up the Association.

## **29. Operation**

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These Rules shall come into operation immediately following their adoption by a meeting of the Association held for the purpose.

## **30. Custody of Records**

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The Treasurer shall keep in his custody all financial records, books and documents; while the Secretary shall keep in his custody all other records.

## **31. Common Seal**

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The Secretary shall provide for the safe custody of the seal which shall only be used by the authority of the Committee. Every instrument to which the seal is affixed shall be signed by the Secretary and shall be counter signed by the President or a Member of the Executive.

## APPENDIX A

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### STANDING ORDERS FOR ALL MEETINGS OF THE ASSOCIATION

#### 1. Orders of Business

The Order of Business shall be:

- a) Apologies.
- b) Confirmation of Minutes of previous meeting.
- c) Business arising out of Minutes (to be limited to matters directly arising thereout and not to include matters which will be dealt with in reports, notices on Motions, and general business).
- d) Membership (Committee only).
- e) Secretary's report and election.
- f) Annual Reports:
- g) Secretary
- h) Treasurer
- i) Branches
- j) Finance, including the report of Finance Sub-Committee
- k) Reports of other Special Committees.
- l) Notices on Motion.
- m) Personnel of special Committees.
- n) General business.

#### 2. Rules of Debate

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- a) All business shall proceed by way of Motions.
- b) Motions shall be dealt with in the order they appear in the circular convening meeting.
- c) When a substantive Motion is under debate at any meeting no further Motion shall be received except the following:
  - i. that the Motion be amended.
  - ii. that the question be not put.
  - iii. that the meeting does proceed with the next business.
  - iv. that consideration of the question be postponed.
  - v. that the question be not now put.
  - vi. that the speaker be no longer heard.
  - vii. that the question be referred for consideration and report.

- d) An amendment shall be debatable as an original Motion to which it is moved.
- e) Every amendment shall be relevant to the Motion to which it is moved.
- f) An amendment may not be a direct negation of the Motion which it is to amend.
- g) Every amendment shall be read before being moved, as if such proposed amendment was an original Motion.
- h) Upon adoption or any amendment to a Motion such Motion as amendment shall become a substantive Motion and for all purposes of subsequent discussion shall be treated as an original Motion.
- i) No discussion shall be allowed upon a Motion for the adjournment of a debate, except that a Member may, with permission of the Chair, point out that undue delay in finalising the matter under discussion may be caused by the proposed adjournment.
- j) On resuming an adjourned debate the Member who moved its adjournment shall be entitled to speak first.
- k) A Motion that the consideration of the question be now put shall not be decided in the affirmative or take effect without the consent of a majority of the Members present.
- l) Whenever it is decided by the meeting that the question under consideration shall be put, the mover of the question under consideration shall if debate has ensued be permitted to speak in reply and then the question shall be put.
- m) Any Member moving a Motion or amendment, or taking part in the discussion thereon shall rise and address the Chairperson and shall not be interrupted unless a point of order, when he shall resume his seat until the Member raising the point of order has been heard thereon and the question or order or Motion has been disposed of when the Member previously in possession of the floor may proceed, unless by so doing he infringes a standing order.
- n) A Member desirous of proposing a Motion or amendment shall state the nature of the same before he addresses the meeting thereon.
- o) No Motion or amendment shall be discussed or put to the vote of the meeting unless it is seconded.

- p) Not more than two Members shall speak in succession either for or against any question, and if at the conclusion of the second speaker's remark no Member rises to speak on the other side, this Motion or amendment shall be at once put, provided that the mover of an original Motion (but not of an amendment or an amended Motion) shall have the right of reply.
- q) If two or more Members rise to speak at the same time, the Chairperson shall decide who is entitled to priority, provided that priority is given to:
  - i. A question – which shall be asked and answered concisely and shall be relevant to the matter under discussion.
  - ii. A formal Motion.
  - iii. A speaker wishing to oppose the views of the speaker just concluded.
- r) All speakers shall be required to confine their remarks to the Motion as stated.
- s) The Chairperson shall preserve order, and may on his own Motion call any Member to order whenever in his opinion there shall be cause for so doing. Also the Chairperson, when called, upon to decide a point of order or practice, shall give his decision and no argument or comment shall be permitted thereon and his decision shall be final in the particular case.
- t) If the Chairperson wishes to take part in a debate he shall vacate the Chair for the duration of the debate.
- u) Any Member who shall do anything or behave in any manner which is forbidden by any section of these standing orders shall be deemed to be out of order.
- v) Whenever the Chairperson rises during a debate, any Member then speaking or offering to speak shall resume his seat, and the House shall be silent, so that the Chairperson may be heard without interruption.
- w) No Member shall speak twice on any Motion, except by way of explanation, provided that the mover of the Motion have right to reply, and no Member shall speak to any Motion after the mover shall have been permitted to reply.
- x) A Member moving or seconding a Motion or amendment shall be held to have spoken thereon, provided that the seconder of any original Motion may reserve his right to speak to such a Motion until a later stage in the debate.
- y) No Member may speak to any question after the same has been put from the Chair.

- z) It shall not be competent for any new matter to be introduced by the mover when speaking in reply, but he shall strictly confine himself to answering previous speakers.
  - aa) No Member shall address the meeting when no Motion is before the Chair, except to introduce a Motion, provided that he may so speak when invited to by the Chairperson for some special purpose.
  - bb) The Chairperson may at his discretion, or the meeting may without debate, order a complicated Motion to be divided and put in the form of several resolutions.
  - cc) Every full Member including the Chairperson shall have one vote and all questions save where otherwise provided shall be decided by a majority of votes cast, provided that the meeting shall have power to remit any question of more than ordinary importance for determination by all Members concerned.
  - dd) In all cases, where there shall be an equality of votes the Chairperson shall have a casting vote and the result shall be determined by him.
  - ee) The Chairperson, shall in taking the vote on any Motion or amendment, put a Motion first in the affirmative and then in the negative, and he may so do as often as necessary, to enable him to form and declare his opinion from the voices, or on request of a Member or Chairperson, on show of hands. When a show of hands has been called for, two tellers may (and if a Member so requires, shall) be named by the Chair to count the votes. One teller shall be selected from the Members of the negative.
  - ff) A Motion or amendment may be withdrawn by the mover, with the consent of the seconder of such Motion, and of the meeting, which shall be signified without debate.
  - gg) No Member shall reflect upon any vote of the meeting, except for the purpose of moving that such vote be rescinded.
  - hh) Any Member may require the Secretary concerned to take down any particular words used by a Member immediately upon the same being used, and such Secretary shall thereupon do so.
  - ii) No Motion to the same effect as any Motion which has been negated by the meeting shall again be entertained at the same meeting.

- jj) No resolution passed at any meeting shall be rescinded at any subsequent meeting unless notice of the intention to propose such rescission shall have been given at a previous meeting or is in the circular convening the meeting, and unless the rescission is supported by two-thirds (2/3) of the votes cast.
- kk) A report containing a recommendation may be discussed on a Motion being moved for its adoption which upon being carried out will signify the will of the meeting thereon. If the report contains no recommendation, it shall be competent for a Member to move a resolution arising out and relative to the report to obtain the opinion of the meeting on the matter.
- ll) Except with the concurrence of the meeting no Member shall speak for more than five minutes on any matter and the debate on any Motion including amendments thereof shall exceed thirty (30) minutes.

## APPENDIX B

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### TO BE READ IN CONJUNCTION WITH SECTION 15 OF THE CONSTITUTION

#### 1. JANAZA SUBCOMMITTEE (JSC)

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- a) The JSC shall comprise of seven financial members at least two of whom shall be youth members. They shall be elected as per Section 17 of the Rules at the AGM for a term of three years, at the end of which they will be eligible for re-election.
- b) The JSC shall meet within 28 days after the AGM to elect a Chairperson and Secretary.
- c) The functions of the JSC shall be to manage and set guidelines for improving and maintaining the Janaza Fund.
- d) In consultation with the Management Committee, the JSC will endeavour to organise fund raising projects
- e) The JSC will present a report on the progress of the fund at the AGM.
- f) The JSC shall be responsible for the maintenance and disbursement of the Janaza Fund. Strict confidentiality shall be maintained in the disbursement of funds.
- g) The Janaza Fund Bank Account shall be operated strictly in accordance with section 19.7 of the rules.
- h) Subject to the availability of funds, the JSC will purchase burial sites in the name of the Association. In consultation amongst the JSC members, any one of the JSC members could be a signatory to the release of a burial site. If no JSC member is available the President or the Vice President is entitled to act on their behalf.

#### 2. POSITIVE AGEING SUBCOMMITTEE (PASC)

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- a) USMAA members who are financially current and aged 55 years and above are eligible to be members of the Positive Ageing Group (PAG).
- b) The Management Committee will designate one of its committee members as the PAG Liaison Officer to liaise with the Positive Ageing Group.

- c) Eligible persons should apply in writing to the Liaison Officer to be part of the Positive Ageing Group, and must comply with Section 17 of the Rules.
- d) The PAG Liaison Officer shall convene a meeting of the PAG within 28 days of the AGM to elect the Positive Ageing Subcommittee comprising of: Chairperson, Secretary and Three Members.
- e) They shall be elected for a term of two years, at the end of which they will be eligible for re-election.
- f) The activities of the PASC shall include the following:
  - i. Meet and interact as a Muslim group;
  - ii. Represent USMAA at appropriate forums;
  - iii. Provide opportunities for group networking activities;
  - iv. Participate in indoor and outdoor activities and excursions; and
  - v. Promote and maintain cordial relations with senior groups in other communities.
- g) An appropriate sum will be allocated by the Management Committee each year towards these activities.

### **3. YOUTH SUBCOMMITTEE (YSC)**

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- a) All financial members between the ages of 18 and 35 years, and children between the ages 13 and 18 years in the "Family Membership" category are eligible to be part of the USMAA Youth group (UYG). Those in the latter group will not be eligible to stand for election or be entitled to voting rights. However, they could be co-opted into the YSC to assist in any of its activities.
- b) The Management Committee will designate one of its committee members as the UYG Liaison Officer to liaise with the Youth Group
- c) Eligible persons should apply in writing to the Liaison Officer to be part of the UYG, and must comply with Section 17 of the Rules.
- d) The Liaison Officer shall convene a meeting of the UYG within 28 days of the AGM to elect the Youth Subcommittee comprising of: Chairperson, Secretary, Treasurer and Four Members.
- e) They shall be elected for a term of two years, at the end of which they will be eligible for re-election.

f) Subject to subsection 15.4 of the Constitution, the objectives of the Youth Group shall include the following :

- i. foster friendship and solidarity within the community;
- ii. represent USMAA at youth forums;
- iii. enhance the knowledge and skills that will assist them in personal development;
- iv. develop professional and leadership skills;
- v. provide opportunities for group networking activities;
- vi. address the needs of the community; and
- vii. promote better relations with other communities through a framework of friendship and service.

g) An appropriate sum of money will be allocated by the Management Committee each year towards youth activities.

#### **4. EDUCATION SUBCOMMITTEE (ESC)**

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- a) The ESC shall comprise of seven financial members at least two of whom shall be youth members. They shall be elected at the AGM for a term of three years subject to Section 17 of the Rules, at the end of which they will be eligible for re-election.
- b) The ESC shall meet within 28 days of the AGM to elect a Chairperson, Secretary, and Treasurer.
- c) Subject to subsection 15.4 of the Constitution, the activities of the ESC shall include the following:
  - i. Organise educational and leadership programs;
  - ii. Provide opportunities for students and parents to network;
  - iii. Promote educational enhancement projects locally and in Sri Lanka;
  - iv. Organise the annual Academic and Professional Achievement Awards;
  - v. Recommend to the Management Committee appropriate donations to worthy educational and charitable institutions in Sri Lanka and Australia; and
  - vi. Organise workshops and competitions on Qiraath, Hifz and Public Speaking.
- d) The ESC in consultation with the Management Committee may co-opt a financial member from the general membership with appropriate skills and expertise to assist in the implementation of activities listed in (c) above.

- e) An appropriate sum of money will be allocated by the Management Committee each year towards these activities

## **5. CONSTITUTION REVIEW SUBCOMMITTEE (CRSC)**

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- a) The CRSC shall include five financial members of whom at least two of them shall be youth members. They shall be elected as per the Rules of Section 17 at the AGM for a term of three years, at the end of which they are eligible for re-election.
- b) The subcommittee shall review the USMAA Constitution regularly to determine whether:
  - i. Further amendments need to be made to the existing rules set out therein.
  - ii. Any additional rules need to be included and any rules considered redundant be deleted.
  - iii. Any editing needs to be done for the purpose of better presentation and clarity.
- c) Based on the findings, prepare a set of recommendations for consideration of the Management Committee (MC) and presentation to a General Meeting.