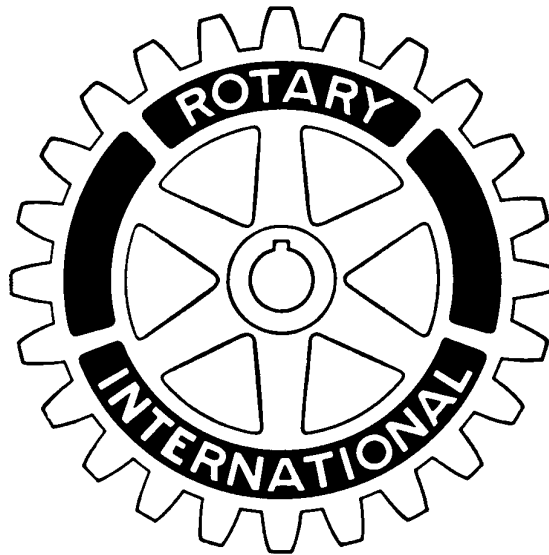


***ROTARY
INTERNATIONAL
DISTRICT 9690 Inc.***

ABN 18 118 819 934 (Post Incorporation)

INC9890892

ABN 28 216 332 105 (Pre Incorporation)



RULES

These amended Rules were adopted at the Annual Resolutions Session at the Rotary International District 9690 Conference on Saturday 20th March 2010.

These amended Rules were then approved by the NSW Office of Fair Trading on 7th April 2010.

DISTRICT 9690 RULES

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PART 1 - PRELIMINARY

1. Definitions

- (1) In these Rules:
 - (i) **“Act”** or “the Act” means the Associations Incorporation Act 1984;
 - (ii) **“Board”** means the Board of Directors of Rotary International;
 - (iii) **“Club”** means a Rotary Club, being a member of Rotary International District 9690;
 - (iv) **“Club President”** or “President” means the person duly elected from time to time by each Rotary Club within Rotary International District 9690;
 - (v) **“Club Representatives”** means Rotarians from Clubs of District 9690 elected in accordance with the District Administration Policy and Procedures (or Regulations);
 - (vi) **“Commissioner”** means the Commissioner of the Office of Fair Trading;
 - (vii) **“Committee”** means the Committee under Part 4 of these Rules;
 - (viii) **“Constitutional Documents”** means the RI Constitution, RI By-Laws and Code of Policies as amended from time to time;
 - (ix) **“District”** means District 9690 of Rotary International as approved from time to time by RI;
 - (x) **“District Activity”** means an activity or project approved by the Members;
 - (xi) **“District Administration Policy and Procedures”** means the Policy and Procedures as amended from time to time that provide additional support in the administration of the District;
 - (xii) **“District Governor”** means the Governor of Rotary International District as approved from time to time by RI;
 - (xiii) **“District Governor Elect”** means the incoming Governor of the District as approved by RI;
 - (xiv) **“District Governor Nominee”** means the Governor of the District as approved by RI whose term follows that of the Governor Elect;
 - (xv) **“District Program”** means a continuing program having an Avenue of Service Committee and which may be eligible for District funding in terms of that approval;
 - (xvi) **“District Secretary”** means:
 - (a) the person holding office under these Rules as Secretary of the Association, or

- (b) if no such person holds that office, the Public Officer of the Association;
 - (xvii) “**General Secretary**” means the General Secretary of RI;
 - (xviii) “**Ordinary member**” means a member of the Committee who is not an Officer of the Association as referred to in Rule 5;
 - (xix) “**Public Officer**” means the person who is the official contact point for an Incorporated Association and who has attained the age of 18 years and is a resident of New South Wales (section 23);
 - (xx) “**RI**” means Rotary International;
 - (xxi) “**Rotary Club**” means such Club as from time to time is a member of Rotary International District 9690 being such Club as holds a current charter from RI;
 - (xxii) “**Special General Meeting**” means a general meeting of the Association other than an Annual General Meeting;
 - (xxiii) “**the Regulations**” means the District 9690 Regulations as amended from time to time;
 - (xxiv) “**Year**” means financial year ending 30 June.
- (2) In these Rules:
- (i) a reference to a function includes a reference to a power, authority and duty; and
 - (ii) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty;
 - (iii) use of the word “he” also implies “she” where appropriate.
- (3) The provisions of the Interpretation Act 1987 apply to and in respect of these Rules in the same manner as those provisions which so apply if these Rules were an instrument made under the Act. Further where any provision of these Rules is not in conformity with the Constitutional Documents the latter shall prevail to the extent permitted by the Act.

2. **Name**

The name of this association is Rotary International District 9690 Inc. (in these Rules called “District”)

3. **Objects**

The Objects of the District are to:

- (1) Provide for the efficient administration of the Clubs within the District by RI and the District Governor; and
- (2) To help and assist the Clubs within the District advance the Objects of Rotary.
- (3) To be a non-profit, non-share capital and not-for-profit Association.

PART 2 - MEMBERSHIP

4. Officers

The Officers of the Association must be Rotarians who are members of Clubs in the District and shall be:

- (1) The District Governor; who shall serve as Chair;
- (2) The District Secretary/District Administration Officer;
- (3) The District Treasurer;
- (4) The District Governor Elect;
- (5) The District Governor Nominee;
- (6) The most recent Past District Governor who served in District 9690.

5. Committee

The Committee of the Association shall be:

- (1) The Officers;
- (2) Club Representatives (3);
- (3) The District Governor Elect's District Secretary/District Administration Officer;
- (4) The District Governor Elect's District Treasurer.

6. Members

The Members of the Association shall be:

- (1) Comprised of and limited to all Rotary Clubs that are, designated to be in District 9690, pursuant to the Constitutional Documents.
- (2) Any Rotary Club added by RI and allocated to District 9690, pursuant to the Constitutional Documents.

7. Officers and Members - Cessation of

- (1) A natural person ceases to be an Officer of the District if the person:
 - (i) dies; or
 - (ii) resigns Club membership; or
 - (iii) resigns from the District; or
 - (iv) is expelled from the District; or
 - (v) ceases to hold the office of District Governor, District Secretary, District Treasurer, Public Officer, District Governor Elect or District Governor Nominee as the case may be.
- (2) A Club immediately and automatically ceases to be a Member if it is removed from the District or its charter is withdrawn by RI.

- (3) Where a Member's membership is terminated or suspended under Rule 7(2) then such membership shall be terminated or suspended as the case may be.

8. Membership - Entitlements not transferable

A right, privilege or obligation which a person or Club has by reason of being a Member of the Association:

- (1) is not capable of being transferred or transmitted to another person or Club; and
- (2) terminates on cessation of the person or Club's membership.

9. Clubs - Register of

- (1) The District Secretary must establish and maintain a register of the Clubs specifying the name and address of each Club which belongs to the District.
- (2) The register of Clubs is also required to be produced in the form of a directory by the District and circulated as considered necessary by the District Governor.

10. Clubs - Liabilities

The liability of a Club to contribute towards the payment of the debts and liabilities of the District or the costs, charges and expenses of the winding up of the District is limited to the amount, if any, unpaid by the Club in respect of District Dues as required by Rule 39.

11. Resolution of Internal Disputes

Disputes between Members, disputes between Members relating to District affairs, and disputes between Members and the District are to be resolved as provided for in the Constitutional Documents.

12. Disciplining of Clubs, Rotarians and Committee Members

This Rule and Rule 11 shall not apply to the District Governor nor to the District Governor Elect nor to the District Governor Nominee.

- (1) A complaint may be made by any Rotarian, Club or Committee Member that some other Rotarian, Club, or Committee Member:
 - (i) has persistently refused or neglected to comply with a provision or provisions of these Rules; or
 - (ii) has persistently and wilfully acted in a manner prejudicial to the interests of the District.
- (2) On receiving such a complaint, the District Governor must promptly appoint a Rotarian, trained and experienced in conflict management to investigate and assist in the resolution of the complaint on an informal basis, by way of mediation or conciliation.
- (3) If a complaint is not resolved informally, the District Governor or his/her nominee:

- (i) must cause notice of the complaint to be served on the Member or Committee Member concerned; and
 - (ii) must give the Member or Committee Member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint; and
 - (iii) the Committee must take into consideration any submissions made by the Club or Member in connection with the complaint.
- (4) The Committee may uphold or dismiss the complaint and may impose such sanctions or penalties (including termination or suspension of membership of the District and/or any Committee or Sub-Committee) as it thinks fit.
- (5) Any such resolution by the Committee shall, subject to Rule 12 be final and binding on all parties.

13. Right of Appeal of Disciplined Club, Rotarian or Committee Member

- (1) A Club, Rotarian or Committee Member may appeal to the District in a general meeting against a resolution of the Committee under Rule 12 (3), within 7 days after notice of the resolution is served on the Club, Rotarian or Committee Member, by lodging with the District Secretary a notice to that effect.
- (2) The notice must be accompanied by a statement of the grounds on which the Club, Rotarian or Committee Member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a Club, Rotarian or Committee Member under Rule 12 (1), the District Secretary must notify the Committee which is to convene a general meeting of the District to be held within 28 days after the date on which the District Secretary received the notice.
- (4) At a general meeting of the District convened under Rule 12 (3):
- (i) no business other than the question of the appeal shall be transacted; and
 - (ii) the Committee and Club, Rotarian or Committee Member shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - (iii) the Members present are to vote by show of hands on the question of whether the resolution of the Committee should be confirmed, varied or revoked.
- (5) At any such general meeting the decision of the Committee shall be varied or revoked only by a Special Resolution of the Members present and voting.

PART 3 - MEETINGS

14. District Conference and Annual Resolutions Session

- (1) Time and Place
 - (i) The District Conference of Rotarians of the District shall be held annually at a time and place as decided by the District Governor and the Club Presidents.
 - (ii) The District Conference dates shall not conflict with the District Assembly, the International Assembly, or the International Convention.
- (2) The Regulations shall make provision for the procedure, actions, reporting of and voting at the District Conference or at the Annual Resolutions Session for the District Conference.

15. Annual General Meetings - Holding of

- (1) With the exception of the first Annual General Meeting of the District the District must, at least once in each calendar year and within the period of 6 months after the expiration of each year, convene an Annual General Meeting of the District.
- (2) The District shall hold its first Annual General Meeting:
 - (i) within the period of 18 months after its incorporation under the Act; and
 - (ii) concurrently with, and at, the annual District Conference.
- (3) Rules 15 (1) and (2) have effect subject to any extension or permission granted by the Minister under section 26(3) of the Act.

16. Annual General Meetings - Calling of and Business at

- (1) The Annual General Meeting of the District shall, subject to the Act, and to Rule 15 be convened on such date and at such place and time as the Committee thinks fit.
- (2) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following:
 - (i) to confirm the minutes of the last preceding Annual General Meeting and of any special general meeting held since that meeting;
 - (ii) to receive and adopt the audited financial statements for the preceding financial year;
 - (iii) to receive annually from the District Governor a report to the Clubs on the status of the Association;
 - (iv) to receive from the Committee and Sub-Committees reports on the activities of the District during the last preceding financial year;
 - (v) to receive and consider the statement which is required to be submitted to Clubs pursuant to section 26(6) of the Act;

- (vi) to receive and consider any proposed amendments to the Regulations.
- (3) An Annual General Meeting must be specified as such in the notice convening it.

17. Special General Meetings - Calling of

- (1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the District.
- (2) The Committee must, on the requisition in writing of at least one tenth of the total number of Clubs, convene a Special General Meeting of the District.
- (3) A requisition of Clubs for a Special General Meeting:
 - (i) must state the purpose or purposes of the meeting; and
 - (ii) must be signed by the President and Secretary of the Clubs making the requisition; and
 - (iii) must be lodged with the District Secretary; and
 - (iv) may consist of several documents in a similar form, each signed by one or more of the Clubs making the requisition.
- (4) If the Committee fails to convene a Special General Meeting to be held within 1 month after that date on which a requisition of Clubs for the meeting is lodged with the District Secretary, any one or more of the Clubs who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.
- (5) A Special General Meeting convened by a Club or Clubs as referred to in sub-rule (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any Club who thereby incurs expense is entitled to be reimbursed by the District for any reasonable expense so incurred.

18. Notice of Meetings

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a Special Resolution of the District, the District Secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent to each Club at the Club's address appearing in the register of Clubs or to the email address of the Club Secretary, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a Special Resolution of the District, the District Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each Club in the manner provided in Rule 18 (1) specifying, in addition to the matter required under Rule 18 (1), the intention to propose the resolution as a Special Resolution.

- (3) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted pursuant to Rule 16 (2).
- (4) A Club desiring to bring any business before a general meeting may give notice in writing of that business to the District Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

19. Procedure at Meetings

- (1) No item of business shall be transacted at a general meeting unless a quorum of Clubs entitled under these Rules to vote is present during the time the meeting is considering that item.
- (2) One third of the Clubs being present (being the duly appointed Club representatives of Clubs entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (i) if convened upon the requisition of Clubs is to be dissolved; and
 - (ii) in any other case is to stand adjourned to the same day in the following week at the same time and (unless another place or time is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Clubs given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Clubs present (being not less than one quarter) shall constitute a quorum.

20. Presiding Chair

- (1) The District Governor or, in the District Governor's absence, the District Governor Elect or in the District Governor Elect's absence, the District Governor Nominee, is to preside as chair at each general meeting of the District.
- (2) If the District Governor, the District Governor Elect or the District Governor Nominee is absent or unwilling to act as chair, then the Presiding Chair, before vacating the chair, shall appoint one of the Clubs duly appointed representatives to preside as chair at the meeting.

21. Adjournment

- (1) The chair of a general meeting at which a quorum is present may, with the consent of the majority of Clubs present at 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) If a general meeting is adjourned for 14 days or more, the District Secretary shall give written notice of the adjourned meeting to each Club stating the place, date and time of the adjourned meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in Rule 21 (1) and Rule 21 (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

22. Making of Decisions

A question arising at a general meeting of the District is to be determined on a show of hands, a declaration by the chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost. An entry to that effect in the minute book of the District is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

23. Special Resolution

A resolution of the District is a Special Resolution:

- (1) if it is passed by a majority which comprises not less than three-quarters of the Clubs present and being entitled under these Rules so to do, vote in person 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; or
- (2) where it is made to appear to the Office of Fair Trading that it is not practicable for the resolution to be passed in the manner specified in Rule 23 if the resolution is passed in a manner specified by the Office of Fair Trading.

24. Voting

- (1) On any question arising at a general meeting of the District, each Club has one vote together with one additional vote per 25 members of the Club, or major fraction thereof, in excess of 25 members.
- (2) All votes must be given personally.
- (3) In the case of an equality of votes on a question at a general meeting, the chair of the meeting is entitled to exercise a second or casting vote.

PART 4 -THE COMMITTEE AND SUB-COMMITTEES

25. Powers of the Committee

Subject to the Act, the Regulations, the Constitutional Documents, and these Rules and to any resolution passed by the District at a general meeting, the Committee:

- (1) is to control and manage the affairs including the financial affairs of the District, to assist the District Governor, the District Governor Elect and the District Governor Nominee in all aspects of District Administration;
- (2) may exercise all such functions as may be exercised by the District other than those functions that are required by these Rules to be exercised:
 - (i) by a general meeting of Clubs; or
 - (ii) by the District Governor as required by the Constitutional Documents and these Rules;
- (3) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the District.
- (4) has power to plan develop and implement policies:
 - (i) for the training of present and future office holders of District or Clubs;
 - (ii) for District Activities and/or Programs;

provided always that such Policies are in accordance with the Constitutional Documents.

26. District Secretary and District Treasurer

The positions of District Secretary and District Treasurer shall be the person or persons nominated by the District Governor Elect and shall take office from the 1st of July and shall, unless re-nominated, hold office for one year.

27. District Secretary

- (1) The District Secretary shall, as soon as practicable after being appointed as District Secretary, lodge notice with the District of his or her address.
- (2) It is the duty of the District Secretary to keep minutes of:
 - (i) all appointments of office-bearers and members of the Committee;
 - (ii) the names of members of the Committee present at a Committee meeting or a general meeting; and
 - (iii) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chair of the meeting or by the chair of the next succeeding meeting.

28. District Treasurer

It is the duty of the District Treasurer to ensure:

- (1) that all money due to the District is collected and received and that all payments authorised by the District are made; and
- (2) that correct books and accounts are kept showing the financial affairs of the District including full details of all receipts and expenditure connected with the activities of the District; and
- (3) that the audit of all the District and District Committee accounts (where applicable) is carried out.

29. Casual Vacancies

For the purpose of these Rules, and subject to the Constitutional Documents, a casual vacancy in the office of a member of the Committee occurs if the member:

- (1) dies; or
- (2) ceases to be a member of a Club; or
- (3) commits an act of bankruptcy or whose assets are subject to a sequestration order of which is declared bankrupt in each case within the meaning of the Bankruptcy Act 1966; or
- (4) is convicted of an indictable offence; or
- (5) resigns office by notice in writing given to the District Secretary; or
- (6) is removed from office under Rule 30; or
- (7) becomes mentally incapacitated person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
- (8) is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

30. Removal of Committee Member

- (1) The District in general meeting may by resolution remove any Member of the Committee, with the exception of the District Governor, the District Governor Elect and/or the District Governor Nominee, from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the Committee to whom a proposed resolution referred to in sub-Rule (1) relates makes representations in writing to the District Secretary or District Governor (not exceeding a reasonable length) and requests that the representations be notified to the members of the District (as defined in Part 2 Membership – Rule 4 Officers, Rule 5 Committee and Rule 6 Members), the District Secretary or the District Governor may send a copy of the representations to each member of the District or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

31. Meetings and Quorum

- (1) The Committee must meet at least 4 times in each period of 12 months at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the District Governor, the District Governor Elect, the District Treasurer or by any member of the Committee.
- (3) Oral or written notice of a meeting of the Committee shall be given by the District Secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under sub-Rule (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 5 voting members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee, provided always that one of such members of the Committee is either the District Governor; the District Governor Elect or the most recent Past District Governor who served in District 9690.
- (6) No business is to be transacted by the Committee 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the Committee:
 - (i) the District Governor or, in the District Governor's absence, the District Governor Elect or, in the District Governor Elect's absence, the District Governor Nominee shall preside; or
 - (ii) if the District Governor, the District Governor Elect or the District Governor Nominee is absent or unwilling to act such one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.

32. Delegation by Committee to Sub-Committee

- (1) The Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such person or persons who are members of a Club as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
 - (i) this power of delegation; and
 - (ii) a function which is a duty imposed on the Committee by the Act or by any other law including the Constitutional Documents.

- (2) A function the exercise of which has been delegated to a sub-Committee under this Rule may, while the delegation remains un-revoked, 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 or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite 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.

33. Voting and Decisions

- (1) Questions arising at a meeting of the Committee or any sub-Committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-Committee present at the meeting; provided that the District Governor shall have a second or casting vote on all items of business whether at a Committee or sub-Committee meeting.
- (2) 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 but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to Rule 31 (5), the Committee may act notwithstanding any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-Committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.

34 Selection of District Governor Nominee

The selection of a District Governor Nominee shall be carried out in accordance with the Constitutional Documents and the Regulations.

PART 5 - DISTRICT FINANCES, FEES AND DUES

35. District Administration Account (DAA)

There shall be established and maintained for the purpose of the administration and development of the District an account known as "Rotary District 9690 Administration Account" which shall be administered in accordance with the Regulations.

36. District Reserve Fund (DRF)

There shall be established and constituted a District Reserve Fund for the maintenance of a reserve which shall be administered in accordance with the Regulations.

37. Conference Committee

The District Conference Committee will prepare a separate Conference budget by the second Committee meeting in the calendar year prior to the year of the District Conference and fix the registration fee.

- (1). The District Conference Budget shall be approved by the Committee;
- (2) Any operating surplus resulting from the activities of a Conference is to be paid into the District Administration Account whilst any deficit is the responsibility of District:
- (3) Audited Accounts of the activities of the District Conference shall be given to the Committee within 3 months of the District Conference or by June 30 in which it was held.

38. Creditors

Any expenditure incurred for a District or multi-District project, shall be paid promptly to protect Rotary's good name.

39. District Dues

- (1) The District Administration Account shall be financed by all Clubs in the District by way of a per capita levy (called District Dues) on the members of those Clubs. The amount of the levy shall be decided at:
 - (i) The District Assembly after the approval of three-fourths of incoming Club Presidents present, provided that where a President Elect is excused from attending the District Assembly by the District Governor Elect in accordance with Article IX section 5 (c) of the standard Club Constitution, the designated representative of the President Elect shall be entitled to vote in the President Elect's place, or, at the option of the District,
 - (ii) the District Conference by a majority of the electors present and voting.
- (2) District Dues are mandatory on all Clubs of the District. The District Governor shall certify to the RI Board the name of any Club that has failed for more than six months to pay such levy. The RI Board may suspend the services of RI to the delinquent Club while the levy remains unpaid.

40. Audited Statement of District Finances

The District Governor must provide an audited annual statement of the District finances to each Club in the District within three months of the completion of the District Governor's year in office. This audited annual statement shall also be presented, discussed (if need be) and formally adopted at the following Annual General Meeting.

41. Funds - Source

- (1) The funds of the District are to be derived from levies under Rule 39 from Clubs, donations, and subject to any resolution passed by the District in general meeting, or such other sources as the Committee determines.
- (2) All money received by the District must be deposited as soon as practicable and without deduction to the credit of the District's bank account.

42. Funds - Management

- (1) Subject to any resolution passed by the District in a general meeting the funds of the District are to be used in pursuance of the Objects of the District in such manner as the Committee determines.
- (2) All cheques, drafts and other negotiable instruments must be signed by any 2 members of the Committee being members authorised to do so by the Committee.

43. Funds - Distribution

The property, assets and income of the District shall be applied exclusively to the promotion of its Objects and no portion shall be paid or distributed directly or indirectly to the Officers, Committee members, Clubs or members except as bona fide remuneration for services rendered or expenses incurred on behalf of the District.

44. Distribution of District Designated Funds from The Rotary Foundation

The distribution of allocated District Designated Funds provided by The Rotary Foundation of Rotary International shall be in accordance with RI requirements and at the discretion of the District Governor in consultation with The Rotary Foundation Chairman and The Rotary Foundation Committee. The District Governor or The Rotary Foundation Chairman shall notify Club Presidents every six months on how these funds were disbursed within the agreed allocations.

45. Australian Rotary Institutes

The District Administration Policy and Procedures (or Regulations) shall make provision for the re-imburement of the necessary expenditure incurred by the District Governor, the District Governor Elect and District Governor Nominee and their spouses for attending Australian Rotary Institutes.

PART 6 - TRAINING AND DISTRICT APPROVED PROGRAM AND ACTIVITIES

46. The Regulations shall make provision for Training and for District Approved Programs and Activities consistent with the Objects of the District and the Constitutional Documents.

PART 7 - MISCELLANEOUS

47. Election of District Representative for future Councils on Legislation

The representative and alternate representative of Clubs in the District shall be elected pursuant to the Constitutional Documents and District Regulations.

48. Insurance

- (1) The District shall effect and maintain insurance pursuant to the Act.
- (2) In addition to the insurance required under Rule 48 (1) the District may effect and maintain other insurance.

49. Authority to Sign

- (1) In order to protect the District Governor and District 9690 the District Governor should not commit the District without first consulting with the Committee to ensure that any decision made is in the best interest of District 9690.
- (2) This consultation relates to decision/s that are outside the normal authority of a District Governor and/or the administrative procedures necessary to run the District e.g. committing the District to a financial commitment or a commitment that is beyond the capacity of the District to achieve.

50. Custody of Books, etc.

Except as otherwise provided by these Rules, the Public Officer must keep in his or her custody or under his or her control all records, books and other documents relating to the District.

51. Inspection of Books, etc.

The records, books and other documents of the District must be open to inspection, free of charge, by a Member of the District at any reasonable hour.

52. Common Seal

- (1) The common seal of the District must be kept in the custody of the Public Officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee and the Public Officer.

53. Public Officer

The Committee shall appoint a Public Officer in accordance with the Act.

54. Service of Notices

- (1) For the purpose of these Rules, a notice may be served by or on behalf of the District on any Club by sending it by post, facsimile or electronic mail to the Club at the Club's address shown in the register of Clubs.
- (2) If a document is sent to a Club or a person by properly addressing it and by sending it either by prepaying and posting to the Club or by facsimile or by electronic mail a letter containing the document, the document shall, unless the contrary is proved, taken for the purposes of these Rules to have been served on the Club or person at the time at which the letter would have been delivered in the ordinary course. In the case of an email a 'Request Read Receipt' is to be attached to each email forwarded to a Club.

55. Winding Up

- (1) The Association shall immediately and automatically cease operations and begin dissolution proceedings upon the vote of two-thirds of the Clubs taken in a vote at either the Annual Resolutions Session for the District Conference or a ballot by mail; or upon directive of the Board of Directors of RI.
- (2) In the event of the District being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the Committee in accordance with their powers to any fund, institution or authority which has similar objects and which has Rules prohibiting the distribution of its assets and income to its members; and in accordance with the Act.
- (3) Upon dissolution of the Association the District Governor shall provide as well as any statement or report required by the Act a notice of dissolution and a final report of the results of the dissolution to the Board of RI.

56. Liability

Although the District is an administrative unit of RI and bound, by these Rules and the Constitutional Documents to carry out the responsibilities and duties of a District of RI, no liability shall be incurred by, or attach to, RI in relation to the activities of the District. The District shall, if so required by RI, provide to RI an appropriate indemnity in satisfaction of this exclusion from liability.

57. Amendments

The statement of Objects and these Rules may be altered, rescinded or added to only by a Special Resolution of the District.

58. Charitable Fundraising

This Rule applies whilst the District holds an Authority to Fundraise for charitable purposes under the Charitable Fundraising Act 1991.

- (1) The District shall comply with such of the provisions of the Charitable Fundraising Act 1991 and the regulations thereunder as are applicable to it.

- (2) Where any conflict arises between the provisions of the Rules of the District and the Charitable Fundraising Act 1991 and the Regulations there under the latter shall prevail.

59. Conformity

If the provisions of these Rules are not in conformity with the Constitution, By-Laws or policies of RI, as amended from time to time, then to the extent permitted by the Act and by the law of NSW and Australia, generally, the terms of the Constitution, By-Laws or policies of RI shall prevail.