



ACT JEWISH COMMUNITY BOARD GOVERNANCE MANUAL

INCORPORATED ASSOCIATIONS

“... an incorporated association has certain statutory obligations in relation to the rules as well as a statutory obligation to call meetings, keep accounting records and to keep a register of members.... The [...Associations Incorporation Act ...] also creates an offence where a member of the committee fails to take all reasonable steps to secure compliance with the association’s obligations under the Act...It has been said that, in relation to an association, the committee members are in the same position as a director toward a company.”

Justice Johnson *LAI v TIAO* [No 2] [2009] WASC 22 (22 May 2009) with Australian Chinese Confucius-Mencius Saint Tao Centre Inc as Second Defendant
www.austlii.edu.au/au/cases/wa/WASC/2009/22.html paras 55 and 84

COMPANIES

“There is nothing in the [...Companies Code...] to suggest that the standard to be expected of a part-time non-executive director of a company not for profit is different from the standard expected of any other director of a profit-making company: both are required...to exercise a reasonable degree of care and diligence in the exercise of their powers and the discharge of their duties.”

Justice Tadgell *Commonwealth Bank of Australia v Friedrich & Ors* 9 ACLC 946, 5 ACSR 115, Australian Company Law Cases p 947 CCH Australia Limited 1991

ACT JEWISH COMMUNITY GOVERNANCE MANUAL

I. INTRODUCTION

1. This manual aligns with the ACT *Associations Incorporation Act 1991* (Act), the Association Incorporation Regulation 1991 (Regulation), and the ACT Jewish Community Inc (ACTJC) Constitution ratified on 2 June 2010 and amended 29 November, 2016.
2. Provisions in Parts III, IV and V of this manual have been identified and ranked according to their source as follows:
 - prescriptive actions required by law (the Act and Regulation) are mandatory and
 - prescriptive actions required by the ACTJC Constitution are also mandatory and
 - actions and standards recommended as best practice are advisory and are framed in terms such as “should” or “will” or “in general”
3. This manual also aligns with the common law position taken by Australian courts that Board members—as part-time non-executive directors of a not-for-profit association—are in the same position as company directors of profit-making companies: both are required to exercise a reasonable degree of care and diligence in the exercise of their powers and the discharge of their duties.
4. This manual will be reviewed and updated regularly to reflect any changes in the Board’s policy or procedures, roles or functions, or standards of compliance.

II. BOARD—GOVERNANCE POLICY

5. Board meetings are where Board members play their part in the governance of the ACTJC. Accordingly, the Board should exercise full and effective control over the ACTJC’s affairs. As the ACTJC Constitution delegates that role to the Board as a whole, it is essential that when meeting, the Board think and act as one body rather than as a group of individuals. However, individual Board members must scrutinize and examine all proposals thoroughly.

CONFIDENTIALITY

6. The Board’s Confidentiality Policy and Procedures applies to all Board meetings.
7. Confidentiality may also be asserted by the Board, and/or a Board member individually, for Board deliberations (included unrecorded deliberations), communications and documents (including emails).
8. Where the Board or a Board member asserts confidentiality over a deliberation, communication or document, ACTJC employees are also bound to keep the matter confidential insofar as they handle or generate documents that are, or provide oral advice that is, related to it. The Board is to exercise general oversight of this obligation on ACTJC staff to ensure they comply with it.

CODE OF CONDUCT¹

- A Board member must act honestly, in good faith and in the best interests of the ACTJC as a whole.
- A Board member has a duty to use due care and diligence in fulfilling the functions of his/her office and exercising powers attached to that office.
- A Board member must use the powers of his/her office for a proper purpose, in the best interests of the ACTJC as a whole.
- A Board member must recognise that the primary responsibility is to the ACTJC as a whole but should, where appropriate, have regard to the interests of all stakeholders in the ACTJC.
- A Board member must not make improper use of information acquired as a Board member.
- A Board member must not take advantage of being in the position of a Board member.
- A Board member must not allow personal interests, or the interest of any associated person, to conflict with the interest of the ACTJC.
- A Board member has an obligation to be independent in judgment and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Board.
- Confidential information received as a Board member in the course of exercising those duties remains the property of the ACTJC and it is improper to disclose it, or allow it to be disclosed, unless that disclosure has been authorised by that ACTJC, or the person from whom the information is provided, or is required by law.
- A Board member should not engage in conduct likely to bring discredit to the ACTJC.
- A Board member has an obligation, at all times, to comply with the spirit, as well as the letter, of the law.

III. BOARD—CONSTITUTIONAL ROLES AND FUNCTIONS

9. Subject to the Act, the Regulation, and any resolution passed by the ACTJC in General Meeting, under the Constitution the Board:
 - controls and manages the affairs of the ACTJC and
 - exercises all functions exercisable by the ACTJC except those required by the Constitution to be exercised by the ACTJC in General Meeting and
 - performs all acts and does all things the Board thinks necessary or desirable for the proper management of the affairs of the ACTJC.
10. The Constitution provides that ACTJC meetings can be convened to direct the Board.
11. Of the three kinds of constitutionally-authorized meetings, two are optional and one is mandatory:
 - the two optional meetings can be convened either at the behest of the Board or ACTJC members and comprise either a General Meeting or a Special General Meeting—a Special General Meeting is a General Meeting called to consider a special resolution and
 - the third kind of constitutionally-authorized meeting is mandatory, being the Annual General Meeting (AGM). The Act specifies that in addition to any other meeting the ACTJC holds, it must hold an AGM once in each calendar year, within the period of 5 months beginning at the end of the ACTJC's most recently ended financial year.

¹ FAHCSIA Corporate Governance Handbook for Company Directors and Committee members: A Reference Guide to Understanding the Serious Commitment of being a Company Director or Committee member 2nd Edition June 2010.

BOARD—COMPOSITION

12. The Constitution provides for:
- five office-bearers (elected)—the Executive of the Board and
 - four ordinary Board members (elected) and
 - up to four additional Board members (co-opted in accordance with section 9.16 of the Constitution) and
 - the immediate Past President (non-elected).
13. Each Board member holds office, subject to the Constitution, until the conclusion of the AGM following the date of the member's election.

BOARD—EXECUTIVE

PRESIDENT

14. The Constitution provides that the President is the Chief Executive Officer and spokesman for the ACTJC and represent it in relations with other persons, organisations or governmental bodies. The President may delegate another person for a specific occasion to represent the ACTJC's position on specific issues.
15. The Constitution also requires the President to:
- provide an annual report to the AGM and
 - be an ex officio member of all Board sub-committees and
 - preside at all Board meetings of the Board. In the President's absence or at his/her wish, the Vice-President must preside or, if both do not preside, the meeting must elect a Chair who has a deliberative vote and a casting vote.

VICE-PRESIDENT

16. The Constitution requires the Vice-President to assist the President in all the President's duties and to deputise for the President when the President is unavailable. The Vice-President assumes the office of President in the event of the President's resignation, dismissal, or death, for the remainder of the President's term of office.

SECRETARY

17. The Constitution requires the Secretary to oversee the preparation of guidelines and by-laws (nominally "policies" and "procedures") for the effective governance of the ACTJC, including those necessary to comply with applicable laws and regulations.
18. The Constitution also requires the Secretary to record the names of all Board members attending a meeting, to keep minutes of all meetings, and to enter the minutes in the minute book of Board meetings kept at the ACTJC Centre.
19. Under the Constitution, the Secretary receives all applications for membership and should, as soon as practicable after receipt, refer an application to the Board for approval. Applications for membership can be submitted for approval by email. If approved, the Secretary should as soon as practicable thereafter notify the applicant and request payment of a year's annual subscription within twenty-eight days of the notification.
20. The Constitution also empowers the Board to direct the Secretary to register all births, bar mitzvahs, bat mitzvahs, marriages and deaths of members of the community and their families
21. The Constitution also requires the Secretary to be the ACTJC's Public Officer if he/she is resident in the ACT. If not, the Board must appoint a Board member to the position of Public Officer or, or if no such member is available, a member of the community.

22. Other compliance obligations imposed on the Secretary are set out in Part V of this manual.

TREASURER

23. The Constitution requires the Treasurer to:

- collect and receive all amounts owing to the ACTJC and make all payments authorised by the ACTJC and
- keep correct accounts and books showing the financial affairs of the ACTJC with full details of all receipts and expenditure connected with the ACTJC's activities and
- pay all accounts approved by the Board or, if early payment is required, authorise payment and submit it for ratification at the next Board meeting and
- render financial statements requested by the Board and present to the AGM an audited statement of account in respect of the year ended 30th of June of that year.

24. Other compliance obligations imposed on the Treasurer are set out in Part V of this manual.

ASSISTANT SECRETARY/TREASURER

25. The Constitution requires the Assistant Secretary/Treasurer to assist the Secretary and the Treasurer in their duties as required. Although not provided for in the Constitution, the Assistant Secretary/Treasurer would be expected to assume the office of Secretary or Treasurer in the event of the Secretary or Treasurer's resignation, dismissal, or death, for the remainder of that office holder's term of office.

ANNUAL GENERAL MEETING

26. Under the Constitution, the AGM must, subject to the Act, be called on a date and at a place and time that the Board considers appropriate.

27. In addition to any other business that may be transacted at an AGM, the business of an AGM is to:

- confirm the minutes of the last AGM and of any General Meeting held since that meeting and
- receive from the Board reports on the activities of the ACTJC during the last financial year and
- elect members of the Board, including Office-Bearers and
- receive and consider the statement of accounts and the reports that are required to be submitted to members under section 73 (1) of the Act.²

28. The notice calling an AGM must be specified as such in accordance with section 16.4 of the Constitution.

29. An AGM must be conducted in accordance with section 16 of the Constitution.

30. Other compliance obligations imposed on the Board in relation to the AGM and Annual Returns are set out in Part V of this manual.

IV. BOARD—MEETINGS

BOARD CALENDAR

31. The Board yearly meeting calendar should be agreed and circulated at the first meeting of the incoming Board.

FREQUENCY

32. The Constitution requires the Board to meet at least nine times in each calendar year at a place and time that the Board may decide. Additional Board meetings may be called by any two Board members.

ATTENDANCE

33. Board members have a duty to exercise reasonable care and diligence in exercising their duties. That duty may not bind a Board member to attend all Board meetings but a Board member ought to attend whenever he/she reasonably can.
34. The Board's annual report should indicate how many Board meetings (and sub-committee meetings of the Board) were held during the year and how many each Board member attended.
35. In the absence of a compelling reason such as a medical emergency, non-attendance by an individual Board member at three consecutive Board meetings could provide grounds for the ACTJC in General Meeting to remove any member of the Board from office before the end of the member's term.³

NOTICE

36. The Constitution requires the Secretary to give oral or written or electronic notice of a meeting to each Board member at least 48 hours (or any other period that may be unanimously agreed by Board members) before the time appointed for the holding of the meeting.
37. The Constitution further requires the Board meeting notice to specify the general nature of the business to be transacted at the meeting
38. If reasonable notice of a Board meeting is not given to all Board members, the meeting is invalid. Notice given to a majority only will not validate the proceedings.

AGENDA

39. The agenda for each Board meeting should follow a set format whereby responsibility for each agenda item is allocated to a responsible Board member, with each agenda item being allocated a set time for presentation and Board debate.
40. Board members should list any motion on the agenda that they propose to move. In general, reasonable notice (e.g. at least 48 hours) in advance should be given in respect of all business to be transacted at a Board meeting, except business that the Board

members present at the meeting agree by resolution to treat as urgent business (see Meeting Procedure below.)

41. A Board member who lists an item on the agenda should provide the Secretary with relevant documents (including the text of any motion(s) that the member proposes to move) so the Secretary can circulate them by email to all Board members *no later than* 48 hours before the meeting.

CONFLICTS OF INTEREST

42. The Constitution requires a Board member to declare any pecuniary interest or other conflict of interest in any matter under discussion involving the Board member or his/her immediate family and withdraw while the matter is under discussion unless requested by the Board to remain. The Constitution prohibits that person from having any voting right on such matter. A Board member who is disqualified from voting at a meeting because of a conflict of interest in the business before that meeting does not count towards the quorum. **NOTE:** a conflict of interest may be potential, actual or perceived.

QUORUM

43. The Constitution provides that any five Board members constitute a quorum for a Board meeting provided that at least three of those five are office-bearers i.e. the President; the Vice-President; the Treasurer; the Secretary or the Assistant Secretary/Treasurer. **NOTE:** a casual meeting such as a conversation between two Board or sub-committee members over coffee or lunch cannot be converted into a Board or sub-committee meeting. There should at least be an intention that the particular occasion in question is a Board or sub-committee meeting as well as awareness by those present that they are concurring as Board or sub-committee members in the governance of the ACTJC's affairs.
44. In general, a Board member should not wilfully stay away from Board meetings to prevent a quorum and frustrate Board business.
45. The Constitution provides that the Board cannot transact any business unless a quorum is present. If within thirty minutes after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week. If at the adjourned meeting a quorum is not present within thirty minutes after the time appointed for the meeting, the meeting is dissolved.

CHAIR

46. The Constitution provides that at Board meetings the President or, in the absence of the President, the Vice-President presides, or if the President and the Vice-President are absent or do not wish to preside, one of the remaining Board members may be chosen by the members present to preside.
47. The Chair's primary job at Board meetings is to preside. In presiding over the meeting, the Chair determines the priority of speakers on substantive motions. The Chair should also receive and put **procedural motions** without debate e.g. 'that a speaker be heard/not heard'; 'that a speaker's time be extended'; 'that the motion be put'.

VOTING

48. The Constitution provides that questions arising at a Board meeting or of any Board sub-committee are decided by a majority of the votes of members of the Board or sub-committee present at the meeting. Each member present (including the Chair) is entitled to one vote.

49. The Chair has a deliberative vote *and* a casting vote if the vote on any question is equal. In general, a casting vote should not be used arbitrarily so as to result in an unjust or inequitable decision.

MEETING PROCEDURE

50. For a guide to Meeting Procedures the following Working Paper provides a comprehensive guide to understand how to organize effective meetings particularly General Meetings of the ACTJC. It is quoted and referenced with the permission of the author, Alan Davidson.

https://eprints.gut.edu.au/12033/1/76_Davidson.pdf

51. **CAVEAT:** The following procedural rules should generally apply to all Board meetings. However, the Chair can poll Board members present as to whether a substantive motion moved at the meeting but not notified on the agenda in advance of that meeting will be debated or held over to the next meeting. The Chair can also exercise latitude in nominating speakers “for” and “against” a motion to facilitate the free flow of discussion where the Chair considers it appropriate to do so.
52. The business of the meeting should be conducted in the order of the agenda, unless the meeting by resolution determines to take the items in some other order.
53. The Chair of the meeting should be impartial. Under the Constitution, if the Chair wishes to take part in a discussion or move or second a motion or an amendment, the Constitution provides for him or her to vacate the chair in favour of the Vice President.
54. Discussion should occur only when there is a motion before the meeting.
55. Discussion should also be relevant to the matter before the meeting, whether as a motion; an amendment of a motion; a point of order, or a personal explanation. If relevancy is established during a debate, a person may seek to amend a substantive motion; raise a point of order or, with the permission of the Chair, make a personal explanation (including in personal explanation of his/her previous remarks).
56. During a debate on a substantive motion, speaking rights and the order of speakers should be determined by the Chair who will name persons who have speaking rights in order of priority. Speaker so named should speak to the Chair, not the meeting.
57. In general, debate on a substantive motion should proceed with speakers alternating between those for and those opposed to the motion, with the proposer of the substantive motion speaking first and having a right of reply.
58. There is no debate on a **procedural motion** that has been moved and seconded and it must be put by the Chair to the meeting.
59. The Chair may at any time address the Board meeting and any person then speaking should cease speaking.
60. In general, persons should not speak more than once to a motion except for the proposer of a substantive motion, who has a right of reply. However, before the proposer of a substantive motion exercises his/her right of reply, the meeting may by resolution determine that further debate continue.
61. **A motion that further debate continue** should be signalled by a Board member raising his/her hand and saying “point of order.” Upon being given the nod by the Chair, the Board member should then say “I move that further debate continue.” The Chair will then call for a

seconded. If the motion is seconded, the Chair should put the motion without debate.

61. A previous speaker to a motion may again speak on an amendment; a motion for the adjournment of the debate; on a point of order and, by permission of the Chair, in personal explanation of his/her previous remarks.
62. At any time during a debate, the meeting may, by resolution, determine that a particular person should/should not be heard e.g. where the Chair indicates that because of time constraints, not all speakers wishing to be heard may be permitted a chance to speak.
63. The above process also applies to a **motion that the person speaking be heard/be no longer heard**, a **motion that the speaker's time be extended** and a **motion that the motion be put**.
64. A person may at any time during a meeting dissent from the Chair's ruling and have his/her dissent recorded in the minutes.
65. Voting on any motion before the meeting must take place in accordance with the Constitution.
66. After a vote is taken, the Chair will declare whether the motion is won or lost. The Chair will also deal with any other business, after which the Chair will determine the date and time for the next meeting in accordance with the wishes of those attending and close the meeting.

MINUTES

67. The Constitution requires the Secretary to record the names of all Board members attending a meeting and to keep minutes of all meetings.
68. The minutes should be entered in the minute book within a month of the meeting's date and be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting. **NOTE:** a minute entered and signed by the person presiding at that meeting or the next is evidence of the proceedings to which it relates, therefore authentication of the minutes gives rise to the presumption that they are correct.
69. The record of Board meetings is kept at the ACTJC Centre.

ROUND ROBIN RESOLUTIONS

70. A resolution can be passed without a physical meeting if the Board decides a resolution can be adopted on the signature of all of the Board members or sub-committee members. An email from a Board member can be taken to be a signature.
71. For this procedure to be valid, all persons authorised to vote must vote e.g. if one person cannot vote, the circulated resolution is not available for approval. In addition:
 - if there is more than one separate resolution documents circulating, they must be in identical terms and
 - the document(s) signed by the absent Board member(s) must contain a statement that those signing "are in favour of the resolution of the Board set out in the document" and
 - the resolution will be regarded as having been passed at a meeting held on the day on which the last Board member signed the document

DELEGATION TO A SUB-COMMITEE

72. The Constitution empowers the Board by instrument in writing to delegate to one or more sub-committees any Board function specified in the instrument other than the power of

delegation and any function imposed on the Board by the Act, any other Territory law, or by resolution of the ACTJC in General Meeting.

73. Accordingly, a sub-committee is a committee constituted by the Board to carry out a delegated Board function or functions in accordance with the Act, Regulation and Constitution. This means that any act or thing done by a sub-committee under a Board delegation has the same force and effect as it would have if it had been done or suffered by the Board.
74. The fact that a Board has delegated some of its powers to the sub-committee does not deprive that Board of its power to act generally, and it may continue to exercise any function delegated to the sub-committee. Any decision by a sub-committee must be endorsed by the full Board unless specific authority is given by the Board for this matter.
75. The Constitution provides that a delegation from the Board can be subject to any conditions or limitations about the exercise of any function or about time or circumstances that may be specified in the instrument of delegation. Thus a Board sub-committee can consist of such member(s) of the ACTJC that the Board considers appropriate.
76. The Constitution further provides that the Board may in writing revoke wholly or in part any delegation.
77. The Board's Confidentiality Policy and Procedures applies to all Board sub-committees.
78. In general, the primary principle governing the appointment of a sub-committee is that there should be a perceived need for it. Accordingly, the Board should review each sub-committee regularly—irrespective of the duration of the need giving rise to it—and decide whether to continue it or to absorb its functions back into the Board.

SUB-COMMITTEE MEETING PROCEDURES

79. The Constitution provides that a sub-committee may meet and adjourn as it considers appropriate.
80. The Constitution provides that questions arising at a sub-committee meeting are decided by a majority of the votes of sub-committee members present at the meeting.
81. The Constitution also provides that each member present at a sub-committee meeting (including the person presiding at the meeting) is entitled to one vote. The person presiding has a deliberative vote and a casting vote if the vote on any question is equal.

SUB-COMMITTEE REPORTING PROCEDURES

82. The Board should determine a reporting process for a Board sub-committee at the time the sub-committee is constituted. In general, this should require a written report from the sub-committee Chair to the Board at least half-yearly.

V. COMPLIANCE OBLIGATIONS UNDER THE ACT & REGULATION

ANNUAL GENERAL MEETING

83. **Under section 73 of the Act**, at each AGM of the ACTJC the following documents must be presented by the Board for the consideration of the meeting:
 - the audited statement of the ACTJC accounts for the most recently ended financial year and
 - a copy of the auditor's report to the ACTJC in relation to the ACTJC accounts for that financial year and
 - a report signed by 2 members of the Board stating:

- the name of each member of the ACTJC Board during the most recently ended financial year and, if different, at the date of the report and
 - the principal activities of the ACTJC during the most recently ended financial year and any significant change in the nature of those activities that occurred during that financial year and
 - the net profit or loss of the ACTJC for the most recently ended financial year.

84. The Board must ensure that the prescribed number of copies of the documents referred to above is available for perusal by ACTJC members before and during the AGM.

Maximum penalty: 20 penalty units.

85 **Australian Charities and Not for Profit Commission**

The Board of the ACTJC must ensure that it remains compliant with the regulations of the Australian Charities and Not For Profit Commission.

OFFENCE

86. **Under section 108 of the Act**, a member of the Board of ACTJC who knowingly fails to take all reasonable steps to ensure that the ACTJC has complied or is complying with the Act or with a condition imposed on the ACTJC under the Act commits an offence.

Maximum penalty: 5 penalty units.

INVESTMENT WITH ACTJC

87. **Under section 114 of the Act**, the ACTJC must not, without the written approval of the Registrar-General, invite a person other than a member or applicant for membership of the ACTJC to invest money with ACTJC nor receive money from such a person for investment with ACTJC.

Maximum penalty: 50 penalty units.

SECRETARY

88. **Under section 14 of the Regulation**, the Secretary must:

- as soon as practicable after being appointed as secretary, notify the ACTJC of his/her address and
- keep minutes of all elections and appointments of office-bearers and ordinary Board members, and the names of Board members present at a Board meeting or a General Meeting and all proceedings at Board meetings and General Meetings.

89. Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

TREASURER

90. **Under section 15 of the Regulation**, the Treasurer must:

- collect and receive all amounts owing to ACTJC and make all payments authorised by ACTJC and
- keep correct accounts and books showing the financial affairs of ACTJC with full details of all receipts and expenditure connected with ACTJC activities.

VI. BOARD—PERFORMANCE

KEY PERFORMANCE INDICATORS

- Level of satisfaction of internal and external clients.
- Turnaround times for correspondence, minutes and other documentation and responses to requests.
- Accuracy of documentation produced.
- Feedback from counterparts in the organisation.

REGULAR REPORTS TO ACTJC MEMBERS

91. Unless the Board has determined that a matter is confidential (e.g. “staff-in-confidence” or “commercial-in-confidence”), the President or Vice President should report regularly to the ACTJC on the Board’s substantive decisions through Hamerkaz or Grapevine.
92. The Secretary should also report periodically on the development and ratification of guidelines and by-laws (nominally “policies and procedures”) for the effective governance of the ACTJC through Hamerkaz or Grapevine.
93. Copies of all ACTJC policies and procedures will be made available to ACTJC members for their information and assistance.

RISK CONTROLS

94. Each Board should evaluate its compliance standards at the commencement of and mid-way through its term of office.
95. Each Board should regularly monitor:
 - the resolution of material issues (if any) identified in the Management Letter provided by the ACTJC’s auditor following an annual audit and
 - the implementation of risk management controls e.g. to protect the ACTJC’s tax deductibility status; to comply with federal annual leave and superannuation laws and
 - compliance with workplace health and safety standards at the ACTJC Centre and measures to remediate gaps (if any) and
 - compliance with record-keeping standards under the Act.
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Authorisation

Robert Cussel
Secretary
ACT Jewish Community Inc

30 April 2019

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Drafted by	Merrilyn Sernack	Approved by Board on	9 April 2019
Revised by	Robert Cussel		
Responsible person	Secretary	Scheduled review date	9 April 2024

AUTHORITIES

ACT *Associations Incorporation Act 1991* at <http://www.legislation.act.gov.au/a/1991-46/default.asp>

ACT *Associations Incorporation Regulation 1991* at <http://www.legislation.act.gov.au/sl/1991-31/default.asp>

Constitution of the ACT Jewish ACTJC Incorporated ratified 2 June 2010,
Amended 29 November 2016

ADVISORIES

ACT Office of Regulatory Services *Model Rules* at
<http://www.ors.act.gov.au/publication/view/1292/title/model-rules>

ACT Office of Regulatory Services *Associations Practice Manual* at
<http://www.ors.act.gov.au/publication/view/1344/title/associations-practice-manual>

FAHCSIA *Corporate Governance Handbook for Company Directors and Committee members: A Reference Guide to Understanding the Serious Commitment of being a Company Director or Committee Member* 2nd Edition June 2010