

**REGULATIONS**  
of  
**ROTARY AUSTRALIA WORLD COMMUNITY SERVICE LIMITED**  
**(RAWCS)**

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**REGULATIONS**  
**of**  
**ROTARY AUSTRALIA WORLD COMMUNITY SERVICE LIMITED (RAWCS)**

**1. Name and Description**

Rotary Australia World Community Service Limited, hereinafter referred to as RAWCS is an organisation set up and administered by Rotarians in Australia to support Australian Rotarians and Rotary Clubs in assisting disadvantaged communities with humanitarian aid projects. It is a Multi District Activity, approved by Rotary International.

**2. Objects**

In amplification of the Objects stated in the Memorandum of Association RAWCS has been established:

- (a) To encourage and assist Rotarians, the Corporate and the Private sectors to assist Rotarians and Rotary Clubs in providing assistance to disadvantaged communities with humanitarian aid projects;
- (b) To co-ordinate the humanitarian aid activities of Rotary Clubs and Districts where this is considered necessary;
- (c) To seek and select suitable humanitarian aid projects and to seek the active co-operation of Rotary Clubs and Districts in their execution;
- (d) To encourage proper professional administration and reporting of humanitarian aid projects undertaken by Rotary Clubs and Districts;
- (e) To act for Rotary Clubs and Districts in dealing with Governments, national insurance underwriters, corporate affairs commissioners and other bodies and/or departments, concerning requests for overseas assistance and all matters consistent with the objects of RAWCS;
- (f) To otherwise provide humanitarian assistance and relief to communities in need, both in and outside Australia;
- (g) To provide assistance to victims of natural disasters, both in and outside Australia;
- (h) To promote co-operation between Rotary Clubs, Districts, Regions and The Rotary Foundation as appropriate; and
- (i) To promote the use of The Rotary Foundation and government assistance to enhance the effectiveness of humanitarian aid projects.

### **3. Purpose of Regulations**

These Regulations are designed to regulate the day to day operations of the Company and the various committees that may be formed from time to time to manage the projects and activities of RAWCS, both in Australia and overseas. They are issued on the authority of the Council on the recommendation of the Board.

### **4. Composition of the Board**

- (a) The Board of Directors of the company shall consist of:
- i. Chairman
  - ii. Secretary
  - iii. Treasurer
  - iv. a District Governor
  - v. a District Governor Elect
  - vi. a District Governor Nominee
  - vii. the five Regional Chairmen
  - viii. Immediate Past Chairman
  - ix. National Projects Manager
  - x. National DIK Manager
  - xi. National RAM Manager
- (b) The Chairman, Secretary and Treasurer shall be the Rotarian elected by members of the Company, in accordance with the Articles, at the Annual General Meeting and shall be elected for terms of three years.
- (c) The District Governor, District Governor Elect and District Governor Nominee shall be elected by members of the Company, in accordance with the Articles, from amongst the District Governors, District Governors Elect and District Governors Nominee respectively.
- (d) The five Regional Chairmen shall each be elected by their Regions.
- (e) The three National Managers shall be appointed by the Board.

### **5. Responsibilities of the Board (Funds Management)**

The Board of Directors shall ensure that:

- (a) Accurate minutes are kept of all meetings of the Board;
- (b) Separate and proper books of account are maintained for the General Administration Fund, the Rotary Australia Overseas Aid Fund, the Rotary Australia Benevolent Society, Developed Countries Disaster Relief Fund, and that all funds are deposited to the credit of the appropriate bank accounts which shall be operated upon by two signatures of any four members of the Board who have been authorised by the Board so to act;

- (c) Complete and detailed Statements of Receipts, Expenditure and Balance Sheet/s are presented at the Annual General Meeting of the Company;
- (d) The Statements referred to in Sub-clause (c) are properly audited and reported upon to the Board by an independent auditor or auditors;
- (d) The Treasurer shall prepare consolidated Statements of Income and Expenditure and coordinate all audits for the General Administration Fund, the Rotary Australia Overseas Aid Fund the Rotary Australia Benevolent Society, and the Developed Countries Disaster Relief Fund;
- (e) The Report of the Board, together with the Administration Budget for the ensuing year and all audited accounts, shall be forwarded to all members of the Council at least twenty one days prior to the Annual General Meeting of the Company, where the budget, all reports and accounts shall be submitted for consideration and adoption.

## **6. Grievance and Disputes Resolution Procedures**

- (a) This applies to disputes between –
  - (i) a member and another member; or
  - (ii) a member and the Board.
- (b) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- (c) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days after the meeting, hold another meeting in the presence of a mediator.
- (d) The mediator must be –
  - (i) a person chosen by agreement between the parties; or
  - (ii) in the absence of agreement –
    - (1) for a dispute between a member and another member – a person appointed by the Board; or
    - (2) for a dispute between a member and the Board – a person who is an independent mediator.
- (e) A member of RAWCS can be a mediator.
- (f) The mediator cannot be a party to the dispute.
- (g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

- (h) The mediator, in conducting the mediation, must –
  - (i) give the parties to the mediation process every opportunity to be heard;
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- (i) The mediator must not determine the dispute.
- (j) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute otherwise at law.

## **7. RAWCS Committees**

- (a) The Board shall establish Activity Committees consisting of the Regional Activity Coordinators for each Activity, to coordinate and manage the various activities of RAWCS. Each Activity shall be chaired by a National Manager who will represent and report on that activity to the Board.
- (b) The Committees shall consist of, but not be limited to, the following:
  - (i) Promotion and Development Committee;
  - (ii) Donations in Kind Committee;
  - (iii) Rotarians Against Malaria;
  - (iv) Projects.
- (c) A person may not serve longer than nine (9) consecutive years on a RAWCS. or a Regional Committee. Service on Regional Committees will not count as service on a RAWCS. Committee and vice versa.
- (d) Any National meetings being organised, including Committee meetings, which involve expenditure on travel and accommodation, must have the prior approval of the Board. A list of attendees and a copy of the agenda are to accompany a request for approval.

Every effort must be made to contain costs by only accepting the most economical airfare. Alternative methods must be sought to hold meetings including the use of telephone conferencing facilities.

## **8. Promotions and Development Committee**

- (a) Under the direction of the Board, the Promotions and Development Committee will promote the Vision, Mission and Objects of RAWCS.

- (b) The activities undertaken by the Promotions and Development committee shall include the:
  - (i) arrangement of seminars, including Regional Seminars;
  - (ii) undertaking of training sessions, particularly at District Assemblies and Conferences;
  - (iii) production and distribution of a quarterly RAWCS. newsletter, and a monthly e-mail newsletter;
  - (iv) assumption of responsibility for publicity in Rotary Magazines including Rotary Down Under, as appropriate;
  - (v) production of brochures and other promotional materials;
  - (vi) preparation of community service announcements for use in radio, television and print media;
  - (vii) development of fundraising concepts and projects;
  - (viii) preparation of kits for speakers, promoting the availability of speakers for club meetings, district gatherings and other appropriate functions; and
  - (ix) design and coordination of display boards for use at expos, seminars and other appropriate occasions;
  - (x) production and publication of the RAWCS. Projects database; and all other promotional and marketing activities deemed necessary.
- (c) The RAWCS. Promotions and Development Committee shall work in association with the RAWCS. Webmaster to ensure the RAWCS. Website is maintained and kept up to date.

## **9. Donations in Kind Committee**

- (a) The objects of the Committee are:
  - (i) To receive requests for aid goods from Rotary Clubs and aid organisations in developing countries;
  - (ii) To receive goods from within Australia, from Rotary Clubs, schools, hospitals and other organisations for distribution to developing countries;
  - (iii) To match the goods received with the requests for aid goods wherever possible and to ensure that all goods are dispatched to appropriate areas of need;
  - (iv) To maintain records, facilitate customs declarations and transport arrangements;
  - (v) To assist, if requested, Clubs and Districts to dispatch aid goods direct to recipient Rotary Clubs or aid organizations;
  - (vi) To maintain the quality of the goods dispatched;
  - (vii) To minimise the cost of transport; and

- (viii) To maintain a close liaison with the Rotary Clubs and aid organisations at the receiving end so as to have an appreciation of their requirements and to minimise any problems that they may encounter.
- (b) The Committee shall keep abreast of current trends and practices in regard to shipping and freight, as well as customs facilities and processes in Australia and recipient countries, ensure that RAWCS procedures for Donations In Kind are kept up to date and provide the necessary support and education to assist the Regions to operate in accordance with the stated objectives of Donations In Kind and RAWCS..

#### **10. Rotarians Against Malaria Committee**

- (a) The Objects of the RAM Committee are:
  - (i) to raise the awareness of the risks of Malaria in the Australian community generally, and in Rotary in Australia particularly;
  - (ii) to support medical research activities in Australia in the search for vaccines and appropriate treatment for malaria;
  - (iii) to encourage Rotary clubs to support anti malaria projects in selected countries in the Asian / Pacific area;
  - (iv) to network with other Malaria Control and Eradication programs of influence and to advise the Australian Rotary community regularly of progress;
  - (v) to network with the World Health Organisation (“WHO”) and Australian health organisations to procure support for RAM projects and advise on requests for support from outside the RAM program;
  - (vi) to support the development of knowledge and skills in malaria prevention and control amongst students and health workers from Asian / Pacific countries;
  - (vii) to raise funds to support RAM projects and to properly account for such funds. Donations to RAM projects through the Rotary Australia Overseas Aid Fund are tax deductible. RAM also encourages support through Donations in Kind; and
  - (viii) to prepare for a case to be submitted to Rotary International for RAM to succeed Polio Eradication as a future Rotary International worldwide initiative.
- (b) The RAM Committee may form such sub-committees as are required to supervise on-going projects. Each sub-committee will have a Manager nominated by the RAM Executive and endorsed by the RAM Committee. Because of the expertise

required in project management, such Managers and members of the sub committees may be co-opted from the broader Rotary community, with the endorsement of the RAM Committee. Sub-committees currently include but are not limited to:

- (i) The Solomon Islands Malaria Control Committee;
  - (ii) The Solomon Island Housing Committee;
  - (iii) The Bed Nets Committee; and
  - (iv) The Scientific Advisory Committee.
- (c) Processes for the nomination, appraisal, selection, management, reporting and final evaluation will conform to established RAWCS. procedures.

## **11. Projects Committee**

- (a) The objects of the Committee shall be to:
- (i) co-ordinate the projects approved by the Regions or submitted by Clubs or Districts in the Regions,
  - (ii) ensure that the relevant Project Registration Forms (PRF) are received and properly executed; and evaluate them prior to their registration and inclusion in the lists of projects;
  - (iii) evaluate, after completion, the:
    - (1) Workmanship;
    - (2) Value to the recipient community;
    - (3) Gratification of volunteers; and
    - (4) Financial value of each project;
  - (iv) establish suitable monitoring of each project, particularly for AusAID;
  - (v) ensure that District Governors are consulted in respect to all projects undertaken within their District;
  - (vi) ensure that volunteers report to the Committee on the progress of each project and its completion;
  - (vii) monitor local difficulties and changing circumstances so as to instruct volunteers;
  - (viii) advise the Board of any large projects or of any project that exceeds five (5) teams and receive approval from the Board before proceedings with such projects;
  - (ix) prepare and produce a quarterly report to be submitted to the Board;
  - (x) ensure that any surveys carried out are evaluated and all



- relevant documents are attached to the Project documentation;
- (xi) ensure that all are included in the requests that are sent to Project Managers for an Annual Report; and
  - (xii) prepare and produce an Annual Report on all projects to be submitted to the Board in July of each year.
- (b) The Manager shall arrange an Annual Conference at a convenient venue upon the giving of three (3) months' notice of such meeting and after obtaining the approval of the Board for such meeting.
- (c) Required attendees at the Annual Conference shall include:
- (i) The Manager of the Committee;
  - (ii) The Vice Chairman of the Committee;
  - (iii) All Regional RAWCS Project Coordinators;
  - (iv) Representatives of the Board
- (d) The Committee shall ensure that regular minutes of each Annual Conference will be kept and provided to the Board and all Project Coordinators.
- (e) The reports shall be in the form of a spreadsheet and written reports and include the following:
- (i) Project details (including Project Number and Country);
  - (ii) Number of Volunteers;
  - (iii) Total hours worked;
  - (iv) Labour costs (including varying rates);
  - (v) Costs of airfares; Incidental costs; and
  - (vi) Administration costs
- (f) The reports shall be tabled and discussed in detail at the Annual Conference together with any other relevant items of business which are to be included in the Agenda.

## **12. Rotary Australia Overseas Aid Fund**

- (a) The Rotary Australia Overseas Aid Fund is a tax-deductible fund. Donations to and expenditure from the fund must be clearly identified against a specified project conducted in countries declared as a 'developing country' by the Minister for Foreign Affairs. These projects may arise through either RAWCS, or The Rotary Foundation.

- (b) The following may be drawn from the fund:
  - (i) cost of equipment and/or materials for an overseas project;
  - (ii) cost of technical and professional services for an overseas project;
  - (iii) freight costs on materials and/or equipment shipped;
  - (iv) cost of medical supplies or instruments for a specific overseas project;
  - (v) Project Administration expenses.

### **13. Rotary Australia Benevolent Society (RABS)**

- (a) The Objects of the RABS Committee are:
  - (i) to attract tax deductible gifts and donations for the benevolent activities of RAWCS which may comprise providing direct assistance to poor and needy people throughout Australia;
  - (ii) raise the awareness of the RABS in the Australian community generally, and in Rotary in Australia particularly;
  - (iii) to support RABS activities in Australia; and
  - (iv) to raise funds to support RABS projects and to properly account for such funds.
- (b) The RABS shall have a District Coordinator appointed by the District Governor in each Rotary District.

### **14. Regions**

- (a) For the most effective administration of the RAWCS. programs in Australia, Rotary Districts shall be grouped into Regions to operate from the 1st day of July to the 30th day of June in the next year.
- (b) The composition of the Regions shall be as follows:
  - Northern Region — RI Districts 9550, 9570, 9600, 9630, 9640.
  - Eastern Region — RI Districts 9650, 9670, 9675, 9685, 9700, 9710
  - Southern Region — RI Districts 9780, 9790, 9800, 9810, 9820, 9830.
  - Central Region — RI Districts 9500, 9520.
  - Western Region — RI Districts 9455, 9465.

### **15. Regional Committees**

- (a) The Board may establish Regional Committees for each Region with the following officers:
  - (i) a Regional Chairman;

- (ii) a Vice Chairman;
  - (iii) a Secretary; and
  - (iv) a Treasurer
- (b) In addition:
- (i) the immediate past Regional Chairman and one representative of each District in the Region shall be voting members of the Regional Committee;
  - (ii) Regional Coordinators elected in accordance with Clause 17 (d); and
  - (iii) each District Governor, District Governor Elect and District Governor Nominee shall be “ex officio” voting members of the committee.
- (c) Each Regional Committee shall establish Regional Committees to coordinate, manage and support the various regional activities of each RAWCS Committee, including a sub-committee for SAFE SANITATION AND SAFE WATER SAVES LIVES if applicable.

#### **16. Functions of Regional Committees**

The functions of the Regional Committee shall be as follows

- (a) To encourage Rotary Clubs and Districts to promote and accept projects for approval by Regional Committees, and to issue details of such projects to the Board, Australian Clubs and Rotary New Zealand World Community Service.
- (b) To assist and advise Rotary Clubs and Districts concerning the availability and organization of volunteer training teams and/or specialists, and materials and any necessary finance.
- (c) To promote the objects of RAWCS within the Region.
- (d) To ensure, prior to approval being granted by a Region for an approved RAWCS project to be implemented by a Rotarian, Rotary Club, Rotary District or other volunteer, that an official RAWCS Project Registration Form has been duly completed.
- (e) To send quarterly reports of progress on all projects under its control to the Board.
- (f) To report quarterly to the Regional Committee in regard to:
  - (i) details of registered projects and by whom,
  - (ii) details of current and completed projects,
  - (iii) survey plans if applicable.
- (g) To control all administrative funds in the Region and to prepare in advance a yearly administration budget for the approval of the Board. Such budget to be submitted to the Treasurer of the

Company no later than 31 May in each Rotary Year.

- (h) To ensure accurate Minutes are to be kept of all meetings and copies are to be distributed to all members and the Board.
- (i) To ensure separate and proper books of account are maintained for the general administration fund, and that all funds are deposited to the credit of the appropriate bank account which shall be operated upon by two signatures of any four members of the Regional Committee.

## **17. Regional Officers**

- (a) The Regional Chairman, Vice Chairman, Secretary and Treasurer of each Regional Committee are those who are elected to these positions by the Region at a Regional Annual General Meeting held in accordance with sub clause (d).
- (b) In addition, other Regional officers are those who are elected by the Region at a Regional Annual General Meeting held in accordance with sub clause (d) as:
  - (i) a Regional Promotions and Development Coordinator;
  - (ii) a Regional Donations in Kind (DIK) Coordinator;
  - (iii) a Regional Rotarians Against Malaria Coordinator;
  - (iv) a Regional Projects Coordinator, and
  - (v) a Regional Rotary Australia Benevolent Society Coordinator;
  - (vi) The Immediate Past Regional Chairman is recognised as a Regional Officer not requiring election.
- (c) Any Rotarian, from a Club in any District of the Region, who is prepared to serve as a Regional Officer shall have his or her name submitted by their District Governor Elect to the Regional Annual General Meeting for election to any position on the Regional Committee. The successful person shall serve on the Regional Committee representing that particular position. The Secretary shall provide each District Governor Elect with a notice seeking nominations at least 30 days before the AGM.
- (d) Regional Committee Office Holders shall be elected at the Regional Annual General Meeting to be held before 31 August in the year preceding their taking office. If more than one nomination is received for any regional position a ballot shall be conducted to elect the office *holder*.
- (e) The Appointee should serve in that position for a minimum term of two years with the succeeding District Governor Elect's approval but no more than three years unless in exceptional

circumstances.

- (f) To ensure continuity, it is recommended that not more than 50% of elected Office Holders are changed at each Annual General Meeting.
- (g) A casual vacancy will be filled by the Regional Committee calling for nominations from the Region, with nominees being approved by the District Governor of their District and elected in the same manner as for a regular nomination.
- (h) The Chairman elected by each Region pursuant to paragraph (a) will be a Regional Chairman.
- (i) Other Regional positions are to be determined by the Regional Chairman where necessary and are to be finalized by 30<sup>th</sup> June of the year of appointment.
- (j) A Regional Chairperson shall not hold more than one Regional Office at any one time.

**18. Duties of Regional Officers.**

The duties of the Regional Officers shall be as follows:

- (a) The Regional Chairman shall preside at all meetings of the Regional Committee, perform such other duties as ordinarily pertain to the office and report to the Board at each quarterly meeting on all activities of the Region.
- (b) The Vice Chairman shall preside at meetings of the Regional Committee in the absence of the Chairman, and perform such other duties as ordinarily pertain to the office.
- (c) The Secretary shall send out all notices and minutes of meetings, and other necessary documentation and correspondence to Regional committee members, District Governors, District Governors Elect and District Governors Nominee within the Region and to the members of the Board, and perform such duties as ordinarily pertain to the office.
- (d) The Treasurer shall have custody of all funds as determined by the Board and perform such duties as ordinarily pertain to the office.

The Treasurer will be responsible to ensure a Statement of Income and Expenditure of the Regional Administration costs, is sent to the National Treasurer of the Company each quarter.

- (e) The Regional Promotions and Development Coordinator
  - (i) shall ensure the efficient and effective circulation of brochures and other promotional materials that are produced by the National Promotions and Development

Committee.

- (ii) Additionally the Regional Promotions and Development Coordinator shall be responsible for ;
  - (1) arrangements for Regional seminars that are planned by the Regional Committee;
  - (2) in co-operation with appropriate District RAWCS Committee, the organization of training sessions, including any held at District Assemblies and Conferences;
  - (3) the production and distribution of a quarterly RAWCS. newsletter;
  - (4) regular updates of social media sites (including Facebook) that publicise the achievements of RAWCS Regional projects.
  
- (f) The Regional Donations in Kind (DIK) Coordinator shall be responsible for
  - (i) the collection, storage and onwards transmission of donated goods. In doing so the Coordinator shall be guided by the need to co-ordinate such activities with other Regions;
  - (ii) reporting regularly to the Regional Committee of the value of the goods shipped, the value of shipments and the status of outstanding containers;
  - (iii) Maintenance of records for collation into the annual report of RAWCS. on goods shipped and the value of shipments.
  
- (g) The Regional Rotarians Against Malaria (RAM) Coordinator shall be responsible for :
  - (i) raising the awareness of the risks of Malaria;
  - (ii) reporting progress in Malaria Control and Eradication;
  - (ii) motivating Districts to encourage Rotary clubs to support anti-malaria projects, both by fund raising and volunteer projects.
  
- (h) The Regional Projects Coordinator shall
  - (i) ensure the efficient and effective management and co-ordination of all projects within the Region, Districts and Clubs, and on all matters as requested by the Board. The Coordinator will endeavour to obtain details of humanitarian aid projects by Clubs and Districts in the Region.
  
  - (ii) Additionally the Regional Projects Coordinator shall be responsible for:

- (1) Accepting or selecting projects submitted by a Rotary District or Rotary Club in the Region and forwarding those projects to the National Project Coordinator for registration and issue of a unique project number;
  - (2) Issuing details of such projects promptly to Districts;
  - (3) Assisting and advising Districts and Clubs in the formation of teams and dispatch of teams, including arranging briefing, air passages and any other necessary assistance;
  - (4) Ensuring that teams render a full report on their return;
  - (5) Reporting to the Regional Committee on all matters affecting volunteer teams;
  - (6) Acting in an advisory role to the Regional Committee on matters relating to funding of projects;
  - (7) Requesting, if applicable, survey to be carried out if a surveyor is visiting the area;
  - (8) Receiving donations for each project, where appropriate, and forwarding the money to the National Administrator;
  - (9) Maintaining a copy of all records in respect of each of the projects for which the representative is responsible and report quarterly to the Regional Committee.
- (i) The Regional Rotary Australia Benevolent Society (RABS) Coordinator shall be responsible for :
- (i) raising the awareness of the RABS throughout the Region;
  - (ii) supporting RABS activities in Australia;
  - (iii) raising funds to support RABS projects and to properly account for such to National Administrator;
  - (iv) encouraging Rotary Clubs to investigate possible RABS projects and to register these through the on-line facility on the RAWCS Website.

## **19. Meetings of Regions**

- (a) An Annual General Meeting of a Region shall be held prior to August 31<sup>st</sup> each.  
Any Rotarian or invited guest may attend as observers.
- (b) General Meetings of the Regional Committee may be called by the Chairman on a quarterly basis provided that at least twenty one (21) days' notice is given in writing to all Committee members,

- (c) Special Meetings of the Regional Committee may be called by the Regional Chairman provided that not less than seven days' notice is given in writing to all Regional Committee members.

## **20. Regional Finance**

- (a) Regional Committees shall operate within their budgets as approved by the Board.
- (b) Each Region will maintain one Bank Account for General Administration Imprest Fund. The Regional Chairman, Regional Committee Treasurer and two other Regional Committee Officers shall have authority to transact in relation to this Bank Account ("**Signatories**"). The Regional Committee Treasurer will arrange for a Bank Statement to be accessible to the Treasurer of the Board. The Board in its absolute discretion may at any time revoke the authority of any Signatory to transact in relation to each Bank Account.
- (c) At the conclusion of each financial year, and not later than 31st August each Regional Committee Treasurer shall forward to the Treasurer of the Board, a Statement of Income and Expenditure and Balance Sheet related to the General Administration Imprest Account. The Accounts are to be recorded in a format recommended by the Board.

## **21. Quorums at Regional Committee Meetings**

At all meetings of a Regional Committee, a quorum shall consist of a majority of members thereof.

## **22. Proxies at Regional Committee Meetings**

Any member of a Regional Committee may appoint another Rotarian as their proxy by notifying the Secretary of the relevant committee in writing no later than twenty four hours before the time of the meeting in respect of which the proxy is appointed.

## **23. Dissolution of a Region**

A Region shall only be dissolved by the agreement of at least two thirds of all incumbent District Governors whose District are members of that Region. Upon dissolution, all assets of the Region shall be vested in the Board and all records shall be handed over to the Secretary of the Company.

## **24. Amendments to the Regulations**



- (a) Notice in writing of any proposed amendments of these Regulations together with reasons in support thereof shall be in the hands of the Secretary of the Board no later than thirty (30) days before the Annual General Meeting of the members of the Company. The Secretary of the Board shall give notice of such proposals to the members of the Company and members of the Board no later than twenty one (21) days prior to the Annual General Meeting.
- (b) These Regulations may be amended only by the agreement of at least two thirds majority of the members of the Company, voting at the Annual General Meeting of the Company or by postal ballot, if the Council shall so determine.
- (c) Amendments to these Regulations may be proposed in writing by:
  - (i) a minimum of five members of the Company, or
  - (ii) a two thirds majority decision of a RAWCS. Committee, or
  - (iii) a two thirds majority decision of the Board.

Adopted : AGM December 2014