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**CHILDREN’S LEUKAEMIA AND CANCER  
RESEARCH FOUNDATION (INC)**

**CONSTITUTION**



CAK:PJR:IC:91-0943 (171)  
(13/05/92)  
AA:COMMITTEE:CONSTITUTION  
(07/12/98)

NAME OF FOUNDATION

1. The name of the foundation is 'CHILDREN'S LEUKAEMIA AND CANCER RESEARCH FOUNDATION INC' (hereinafter called "the Foundation").

DEFINITIONS

2. In these rules, unless the contrary intention appears -
  - "Committee meeting" means a meeting referred to in rule 15 (1);
  - "Committee member" means a person referred to in paragraphs (a), (b), (c), (d), (e), (g), (h), (i) and (j) of rule 10 (1);
  - "financial year" has the meaning given by section 3 (1) of the Act, a reference in that section to -
    - (a) "an incorporated association" or "the association" being construed as a reference to the Association; and
    - (b) "the committee" being construed as a reference to the Committee;
  - "general meeting" means a meeting convened under rule 16;
  - "Life Member" means a life member referred to in rule 5 (4);
  - "member" means a member of the Foundation of whatever category of membership if there is at any time and from time to time different categories of membership;
  - "ordinary member" means the ordinary member referred to in rule 7A;
  - "ordinary resolution" means resolution other than a special resolution;
  - "patron" means a patron referred to in rule 24;
  - "special resolution" has the meaning given by section 24 on the Act;

“the Act” means the Associations Incorporation Act, 1987;

“the Chairperson” means -

- (a) in relation to the proceedings at a Committee meeting or general meeting, the person presiding at the Committee meeting or general meeting in accordance with rule 11; or
- (b) otherwise than in relation to the proceedings referred to in paragraph (a), the person referred to in rule 10 (1) (a) or, if that person is unable to perform his or her functions, the Vice Chairperson;

“the Committee” means the Committee of Management of the Foundation referred to in rule 10 (1);

“the Secretary” means the Secretary referred to in rule 10 (1) (c);

“the Treasurer” means the Treasurer referred to in rule 10 (1) (d);

“the Trustees” means the Trustees referred to in rules 25 and 26;

“the Vice Chairperson” means the Vice Chairperson referred to in rule 10 (1) (b).

### OBJECTS OF THE FOUNDATION

- 3. (1) The objects of the Foundation are -
  - (a) To promote medical research into children’s leukaemia, cancers and allied disorders and to encourage and advance investigation into the cause, prevention, diagnosis and treatment of these types of illness.
  - (b) To undertake such research and investigation and to provide:

- (i) facilities for the training of persons in such research and investigation;
  - (ii) teaching facilities for medical students engaged or likely to be engaged in such research and investigation;
  - (iii) postgraduate instruction for medical practitioners in the results and purposes of such research and investigation; and
  - (iv) instruction to nurses, technicians and others in the practice and techniques of such research.
- (c) To provide or arrange for all necessary accommodation, equipment, laboratories, offices, clerical and technical assistance and other facilities for the carrying out of such research and investigation.
- (d) To consider and advise as to any course of study or technical training calculated to promote and ensure the fitness of persons desirous of undertaking research.
- (e) To bring together paediatricians and others for the common benefit and for scientific discussions and demonstrations particularly in these research subjects.
- (f) To publish periodicals, books or leaflets that the Foundation may think desirable for the promotion of its objects.

- (g) To establish and support and to aid in the establishment and support of any other foundation formed for all or any of the objects of this Foundation.
- (h) To consider all questions affecting the interests of research in paediatrics and child health and to promote or oppose any legislative or other measures affecting such matters concerned with research in paediatrics and child health as may be deemed expedient by the Foundation.
- (i) The property and income of the Foundation shall be applied solely towards the promotion of the objects of the Foundation and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objects.

#### POWERS OF FOUNDATION

4. The powers conferred on the Foundation by section 13 of the Act are subject to the following additions, exclusions or modifications -
- (a) To borrow or raise money for or in connection with the objects of the Foundation in any manner whatsoever and in particular by mortgaging or charging the property of the Foundation or any part thereof.
  - (b) To collect funds and accept subscriptions and donations of real or personal property and gifts by will for all or any of the purposes of the Foundation.

- (c) To purchase or otherwise acquire land or any legal or equitable interest therein and to improve, manage, grant leases or take on leases, mortgage or otherwise deal with all or any of the property of the Foundation.
- (d) To invest any moneys of the Foundation not immediately required in any security authorised by the law of Western Australia for the investment of trust moneys and generally to manage, invest and expend all moneys and property belonging to the Foundation.
- (e) To undertake and execute any trusts which may be deemed desirable or conducive to the objects of the Foundation.
- (f) To transfer all or any part of property assets, liabilities and engagements of this Foundation to such one or more companies, institutions or Foundations registered under the Associations Incorporation Act 1987 (“the Act”) as shall restrict the distribution of this or their income or property among its or their members to an extent at least as great as does this Foundation and as may from time to time be approved by the Committee of Management.
- (g) To acquire by purchase, donation or otherwise a library of information relative to the objects of the Foundation, which may also take the form of a computer storage facility comprising hardware, software and data and to maintain and from time to time extend and improve such library.
- (h) To employ such officers and servants as the Committee of Management may deem necessary and to pay such sums

to such officers and servants whether by way of remuneration or bonus as the Committee of Management may deem reasonable and proper.

- (i) To do all such things as are conducive or incidental to the attainment of any of the above objects.

#### QUALIFICATIONS FOR MEMBERSHIP OF FOUNDATION

- 5. (1) Membership of the Foundation is open to any person who indicates a preparedness to support the objects of the Foundation. The Committee may from time to time resolve to create different categories of membership with different criteria for obtaining and maintaining membership for each category including without limitation different subscription fees being payable for membership of the Foundation.
- (2) A person who wishes to become a member shall -
  - (a) apply for membership to the Committee in writing -
    - (i) signed by that person and by both of the members referred to in paragraph (b); and
    - (ii) in such form as the Committee from time to time directs;
  - (b) be proposed by one member and seconded by another member
- (3) The Committee members shall consider each application made under sub-rule (2) at a Committee meeting and shall at the Committee meeting or a subsequent Committee meeting accept or reject that application and inform the applicant accordingly.

- (4) The Committee of Management may appoint as a Life Member any person who has rendered special service to the Foundation. Life Members shall be entitled to such privileges as the Committee of Management may from time to time decide.

#### REGISTER OF MEMBERS OF FOUNDATION

6. (1) The Secretary shall on behalf of the Foundation keep and maintain the register of members in accordance with section 27 of the Act and that register shall be so kept and maintained at his or her place of residence.
- (2) The Secretary shall cause the name of a person who dies or who ceases to be a member under rule 7 (3), 8 (1) or 9 to be deleted from the register of members referred to in sub-rule (1).

#### SUBSCRIPTIONS OF MEMBERS OF FOUNDATION

7. (1) The members shall from time to time at general meetings determine the amount of the subscription to be paid by each member.
- (2) Each member shall pay to the Treasurer, annually on or before 1 January or such other date as the Committee from time to time determines, the amount of the subscription determined under sub-rule (1).
- (3) Subject to sub-rule (4), a member whose subscription is not paid within 3 months after the relevant date fixed by or under sub-clause (2) ceases on the expiry of that



period to be a member, unless the Committee decides otherwise.

- (4) A member is a financial member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under sub-rule (2) or within 3 months thereafter.

#### RESIGNATION OF MEMBERS OF FOUNDATION

8. (1) A member who delivers notice in writing of his or her resignation from the Foundation to the Secretary or another Committee member ceases on that delivery to be a member.
- (2) A person who ceases to be member under sub-rule (1) remains liable to pay to the Foundation the amount of any subscription due and payable by that person to the Foundation but unpaid at the date of that cessation.

#### EXPULSION OF MEMBERS OF FOUNDATION

9. (1) If the Committee considers that a member should be suspended or expelled from membership of the Foundation because of his or her conduct detrimental to the interests of the Foundation, or because he or she becomes bankrupt or of unsound mind, the committee shall communicate, either orally or in writing, to the member -
  - (a) notice of the proposed expulsion and of the time, date and place of the Committee meeting at which the question of that expulsion will be decided; and

- (b) particulars of that conduct;  
not less than THIRTY (30) days before the date of the Committee meeting referred to in paragraph (a).
- (2) At the Committee meeting referred to in a notice communicated under sub-rule (1), the Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Committee, expel or decline to expel that member from membership of the Foundation and shall, forthwith after deciding whether or not so to expel that member, communicate that decision in writing to that member.
- (3) Subject to sub-rule (5), a member who is expelled under sub-rule (2) from membership of the Foundation ceases to be a member FOURTEEN (14) days after the day on which the decision so to expel him or her is communicated to him or her under sub-rule (2).
- (4) A member who is expelled under sub-rule (2) from membership of the Foundation shall, if he or she wishes to appeal against that expulsion, give notice to the Secretary of his or her intention to do so within the period of FOURTEEN (14) days referred to in sub-rule (3).
- (5) When notice is given under sub-rule (4) -
- (a) the Foundation in a general meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Foundation in the

general meeting, confirm or set aside the decision of the Committee to expel that member; and

- (b) the member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel him or her is confirmed under this sub-rule.

#### COMMITTEE OF MANAGEMENT

- 10. (1) The affairs of the Foundation shall be managed exclusively by a Committee of Management consisting of -
  - (a) a Chairperson;
  - (b) a Vice Chairperson;
  - (c) a Secretary
  - (d) a Treasurer; and
  - (e) up to SIX (6) duly elected members
  - (f) ex officio immediate past Chairman
  - (g) the Researcher in Charge of the Children's Leukaemia and Cancer Research Laboratory
  - (h) ONE (1) person co-opted to membership by the committee of Management for such period as the Committee of Management shall from time to time determine
  - (i) ONE (1) person to be nominated annually by the Western Australian Research Institute for Child Health (now known as the TVW Telethon Institute for Child Health Research)
  - (j) ONE (1) person to be nominated annually by the Princess Margaret Hospital for Children

- (k) ONE (1) person to be nominated annually by the 3 BOYS LEGACY whilst the Foundation administers funds held in trust for designated specific research all of whom shall be members of the Foundation elected to membership of that Committee at an annual general meeting or appointed under sub-rule (9).
- (2) At the commencement of the first annual general meeting to be held after the incorporation of the Foundation under the Act -
  - (a) if the Committee consists of even number of members, half of that number, which half; or
  - (b) if the Committee consists of an odd number of members, the integral number of members nearest to, and exceeding, half of that odd number, the members comprised in which integral number; shall be chosen by ballot, shall cease to be Committee members, but shall be eligible for re-election to membership of the Committee.
- (3) At the commencement of each successive annual general meeting after the annual general meeting referred to in sub-rule (2), those Committee members who have served for longer periods than the other committee members shall cease to be Committee members, but shall be eligible for re-election to membership of the Committee.
- (4) Subject to sub-rule (5), a person is not eligible for election to membership of the Committee unless a member has

nominated him for election by delivering notice in writing of that nomination, signed by -

- (a) the nominator; and
- (b) the nominee to signify his or her willingness to stand for election;

to the Secretary not less than TWENTY EIGHT (28) days before the day on which the annual general meeting concerned is to be held.

- (5) Sub-rules (4) and (7) do not apply to or in relation to a person who is eligible for re-election under sub-rule (2) or (3).
- (6) A person who is eligible for election or re-election under this rule may at the annual general meeting concerned -
  - (a) propose or second himself or herself for election or re-election; and
  - (b) vote for himself or herself.
- (7) The Secretary shall ensure that notice of all persons seeking election to membership of the Committee is given to all members when notice is given to those members of the calling of the annual general meeting at which that election is to be held and shall ensure a Minute Book is kept and proper entries made therein of all business transacted at every meeting of the Committee.
- (8) If the number of persons nominated for election to membership of the Committee does not exceed the number of vacancies in that membership to be filled -
  - (a) the Secretary shall report accordingly; and

- (b) the Chairperson shall declare those persons to be duly elected as members of the Committee at;  
the annual general meeting concerned.
- (9) When a casual vacancy within the meaning of rule 14 occurs in the membership of the Committee -
  - (a) the Committee may appoint a member to fill that vacancy; and
  - (b) a member appointed under this sub-rule shall -
    - (i) hold office until the commencement of; and
    - (ii) be eligible for election to membership of the Committee at;  
the next following annual general meeting.
- (10) A special meeting of the Committee of Management may at any time be convened by the Chairman or in his absence by the Vice-Chairman if and whenever not less than FIVE (5) members of the Committee of Management shall make a requisition in writing to that effect stating the object of the meeting.
- (11) At least SEVEN (7) days' notice of any special meeting of the Committee of Management shall be given to every member of the Committee of Management thereof stating the object of the meeting and no business shall be transacted at any special meeting except that for which it was convened PROVIDED HOWEVER that in cases of extreme urgency the Chairperson or in his absence the Vice-Chairperson may convene a meeting at any time without such notice and PROVIDED FURTHER that the non-recipient of notice shall not invalidate the

proceedings at any meeting of the Committee of Management.

- (12) The Committee of Management shall have absolute control over the affairs and property of the Foundation and shall exercise all the powers of the Foundation except as otherwise provided herein.
- (13) The Committee shall make a report of its proceedings during the preceding year to the annual general meeting.

#### CHAIRPERSON

- 11. (1) Subject to this rule, the Chairperson shall preside at all general meetings and Committee meetings.
  - (2) In the event of the absence from -
    - (a) a general meeting of-
      - (i) the Chairperson, the Vice-Chairperson; or
      - (ii) both the Chairperson and the Vice-Chairperson, a member elected by the other members present at the general meeting;
    - or
    - (b) a Committee meeting of -
      - (i) the Chairperson, the Vice-Chairperson; or
      - (ii) both the Chairperson and the Vice-Chairperson, a Committee member elected by the other members present;
- shall preside at the general meeting or Committee meeting, as the case requires.

#### SECRETARY

12. The Secretary shall -
- (a) co-ordinate the correspondence of the Foundation;
  - (b) keep full and correct minutes of the proceedings of the Committee and of the Foundation;
  - (c) comply on behalf of the Foundation with -
    - (i) section 27 of the Act in respect of the register of members of the Foundation;
    - (ii) section 28 of the Act in respect of the rules of the Foundation; and
    - (iii) section 29 of the Act in respect of the record of the office holders, and any trustees, of the Foundation;
  - (d) have custody of all books, documents, records and registers of the Foundation, including those referred to in paragraph (c), other than those required by rule 13 to be kept and maintained by, or in the custody of, the Treasurer; and
  - (e) perform such other duties as are imposed by these rules on the Secretary.

#### TREASURER

13. The Treasurer shall -
- (a) be responsible for the receipt of all moneys paid to or received by, or by him on behalf of, the Foundation and shall issue receipts for those moneys in the name of the Foundation;
  - (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Foundation as the Committee may from time to time direct;



- (c) make payments from the funds of the Foundation with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by TWO (2) Committee members other than himself or herself;
- (d) comply on behalf of the Foundation with sections 25 and 26 of the Act in respect of the accounting records of the Foundation;
- (e) whenever directed to do so by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) have custody of all securities, books and documents of a financial nature and accounting records of the Foundation, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

#### CASUAL VACANCIES IN MEMBERSHIP OF COMMITTEE

14. A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the committee member -
- (a) dies
  - (b) resigns by notice in writing delivered to the Chairperson or, if the Committee member is the Chairperson, to the Vice Chairperson;
  - (c) is convicted of an offence under the Act;
  - (d) is permanently incapacitated by mental or physical ill-health;

- (e) is absent from more than -
  - (i) THREE (3) consecutive committee meetings; or
  - (ii) THREE (3) Committee meetings in the same financial year;of which he or she has received notice without tendering an apology to the person presiding at each of those Committee meetings; or
- (f) ceases to be a member of the Foundation.

#### PROCEEDINGS OF COMMITTEE

15. (1) The Committee shall meet together to do the Foundation's business not less than four times per year and the Chairperson may at any time convene a meeting of the Committee.
- (2) Each Committee member has a deliberative vote.
- (3) A question arising at a Committee meeting shall be decided by a majority of votes, but, if there is an equality of votes, the person presiding at the Committee meeting shall have a casting vote in addition to his or her deliberative vote.
- (4) At a Committee meeting FIVE (5) Committee members constitute a quorum.
- (5) Subject to these rules, the procedure and order of business to be followed at a Committee meeting shall be determined by the Committee members present at the Committee meeting.

- (6) A Committee member having any direct or indirect pecuniary interest referred to in section 21 or 22 of the Act shall comply with that section.

GENERAL MEETINGS

16. (1) The Committee -
- (a) may at any time convene a general meeting;
  - (b) shall convene annual general meetings within the time limits provided for the holding of annual general meetings by Section 23 of the Act on such day and at such time as the Committee shall direct; and
  - (c) shall, within THIRTY (30) days of -
    - (i) receiving a request in writing to do so from not less than FIVE (5) members, convene a general meeting for the purpose specified in that request; or
    - (ii) the Secretary receiving a notice under rule 9 (4), convene a general meeting for the purpose of dealing with the appeal to which that notice relates.
- (2) The members making a request referred to in sub-rule (1) (c) (i) shall -
- (a) state in that request the purpose for which the general meeting concerned is required; and
  - (b) sign that request.
- (3) If a general meeting is not convened within the relevant period of THIRTY (30) days referred to -

- (a) in sub-rule (1) (c) (i), the members who made the request concerned may themselves convene a general meeting as if they were the Committee; or
  - (b) in sub-rule (1) (c) (ii), the member who gave the notice concerned may himself convene a general meeting as if he or she were the Committee.
- (4) When a general meeting is convened under sub-rule (3)
  - (a) or (b) -
    - (a) the Committee shall ensure that the members or member convening the general meeting are supplied free of charge with particulars of all members; and
    - (b) the Foundation shall pay the reasonable expenses of convening and holding the general meeting.
- (5) Subject to sub-rule (8), the Secretary shall give to all members not less than TEN (10) working days notice of a general meeting and of any motions to be moved at the general meeting.
- (6) A notice given under sub-rule (5) shall specify -
  - (a) when and where the general meeting concerned is to be held; and
  - (b) particulars of the business to be transacted at the general meeting concerned and of the order in which that business is to be transacted.
- (7) In the case of an annual general meeting, the order in which business is to be transacted is -
  - (a) first, the consideration of the accounts and reports of the Committee;

- (b) second, the election of Committee members to replace outgoing Committee members; and
  - (c) third, any other business requiring consideration by the Foundation in a general meeting.
- (8) The Secretary shall give to all members not less than FIFTEEN (15) working days notice of a general meeting at which a special resolution is to be proposed and of any other motions to be moved at that general meeting.
- (9) The Secretary may give a notice under sub-rule (5) or (8) by -
- (a) serving it on a member personally; or
  - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act.
- (10) When a notice is sent by post under sub-rule (9) (b), sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

#### QUORUM IN PROCEEDINGS AT GENERAL MEETINGS

17. (1) At a general meeting TEN (10) members present in person constitute a quorum.
- (2) If within THIRTY (30) minutes after the time specified for the holding of a general meeting in a notice given under rule 16 (5) or (8) -
- (a) as a result of a request of notice referred to in rule 16 (1) (c) or as a result of action taken under rule

16 (3) a quorum is not present, the general meeting lapses; or

- (b) otherwise than as a result of a request, notice or action referred to in paragraph (a), the general meeting stands adjourned to the same time on the same day in the following week and to same venue.
- (3) If within THIRTY (30) minutes of the time appointed by sub-rule (2) (b) for the resumption of an adjourned general meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of that general meeting as if a quorum were present.
  - (4) The Chairperson may, with the consent of a general meeting at which a quorum is present, and shall, if so directed by such general meeting, adjourn that general meeting from time to time and from place to place.
  - (5) There shall not be transacted at an adjourned meeting any business other than business left unfinished or on the agenda at the time when the general meeting was adjourned.
  - (6) When a general meeting is adjourned for a period of THIRTY (30) days or more, the Secretary shall give notice under rule 16 of the adjourned general meeting as if that general meeting were a fresh general meeting.
  - (7) At a general meeting -
    - (a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands; and

- (b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act.
- (8) A declaration by the Chairperson at a general meeting that a resolution has been passed as an ordinary resolution thereat shall be evidence of that fact unless, during the general meeting at which resolution is submitted, a poll is demanded in accordance with sub-rule (9).
- (9) At a general meeting, a poll may be demanded by the Chairperson at the general meeting or by THREE (3) or more members present in person or by proxy and, if so demanded, shall be taken in such manner as the Chairperson directs.
- (10) If a poll is demanded and taken under sub-rule (9) in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.
- (11) A poll demanded under sub-rule (9) on the election of a person to preside over a general meeting or on the question of an adjournment shall be taken forthwith on that demand being made.

#### MINUTES OF MEETINGS OF FOUNDATION

18. (1) The Secretary shall cause proper minutes of all proceedings of all general meetings and Committee meetings to be taken and then to be entered within THIRTY (30) days after the holding of each general

meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.

- (2) The Chairperson shall ensure that the minutes taken of a general meeting or Committee meeting under sub-rule (1) are checked and signed as correct by the Chairperson of the general meeting or the Committee meeting to which those minutes relate or of the next succeeding general meeting or Committee meeting, or as the case requires.
- (3) When minutes have been entered and signed as corrected under this rule, they shall, until the contrary is proved, be evidence that -
  - (a) the general meeting or Committee meeting to which they relate (in this sub-rule called “the meeting”) was duly convened and held;
  - (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and
  - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

#### VOTING RIGHTS OF MEMBERS OF FOUNDATION

19. (1) Subject to these rules, each member present in person at a general meeting is entitled to a deliberative vote. No member is entitled to vote by proxy.
- (2) A member which is a body corporate may appoint in writing a natural person, whether or not he or she is a member, to represent it at a particular general meeting or at all general meetings.



- (3) An appointment made under sub-rule (2) shall be so made by a resolution of the board of other governing body of the body corporate concerned -
  - (a) which resolution is authenticated under the common seal of that body corporate; and
  - (b) a copy of which resolution is lodged with the Secretary.
- (4) A person appointed under sub-rule (2) to represent a member which is a body corporate shall be deemed for all purposes to be a member until that appointment is revoked by the body corporate or, in the case of an appointment in respect of a particular general meeting, which appointment is not so revoked, the conclusion of that general meeting.

#### RULES OF FOUNDATION

20. (1) The Foundation may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.
- (2) These rules bind every member and the Foundation to the same extent as if every member and the Foundation had signed and sealed these rules and agreed to be bound by all their provisions.

#### COMMON SEAL OF FOUNDATION

21. (1) The Foundation shall have a common seal on which its corporate name shall appear in legible characters.

- (2) The common seal of the Foundation shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 18.
- (3) The affixing of the common seal of the Foundation shall be witnessed by at least TWO (2) of the Trustees.
- (4) The common seal of the Foundation shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

#### INSPECTION OF RECORDS, ETC. OF FOUNDATION

22. A member may at any reasonable time inspect without charge the books, documents, records and securities of the Foundation.

#### DISTRIBUTION OF SURPLUS PROPERTY ON WINDING UP OF FOUNDATION

23. (1) The Foundation may be wound up voluntarily whenever a resolution of which at least TWENTY (20) working days' notice has been given to all members has been duly passed at a general meeting of members requiring the Foundation to be wound up.
- (2) If, on the winding up of the Foundation, any property of the Foundation remains after satisfaction of the debts and liabilities of the Foundation and the costs, charges and expenses of that winding up, that property shall be distributed to another incorporated association having objects similar or in part similar to those of the

Foundation and which shall prohibit the distribution of its income and property amongst its members to an extent at least as great as is applicable in relation to this Foundation and which is registered in accordance with the Act;

whose incorporated Foundation or purposes, as the case requires, shall be determined by resolution of the members when authorising and directing the Committee under section 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Foundation.

#### PATRON

24. The Committee may appoint a patron for such period as the Committee shall from time to time determine.

#### TRUSTEES

25. There shall be THREE (3) Trustees of the Foundation who will be appointed by the members of the Foundation in general meeting.
26. Any Trustee may be removed by the members at a general meeting of the Foundation. In the event of any Trustee dying or becoming bankrupt or committing any act of bankruptcy or residing outside the limits of the State of Western Australia for more than TWELVE (12) consecutive calendar months or from any cause becoming incapable of acting or being desirous of ceasing to be a Trustee his office shall be deemed to be vacant

and a new Trustee shall be appointed in his place by the Committee of Management.

AUDITORS

27. There shall be ONE (1) or more Auditors of the Foundation who shall be elected annually at the annual general meeting of the Foundation.
28. Once at least in every year the accounts of the Foundation shall be examined and the correctness of the accounts ascertained by the Auditor or Auditors who shall not later than FIFTEEN (15) days before the annual general meeting in each year audit and report on all the accounts and books of the Foundation and shall at any other time if and when required by the Committee of Management audit and report on such accounts and books.
29. All the accounts and books of the Foundation shall be open to inspection of the Auditor or Auditors at all reasonable times.
30. All pecuniary donations and legacies for the general purposes of the Foundation and the income of investments and all other moneys from time to time forming part of the general revenue of the Foundation shall on the same being received be paid to the general or such other account of the Foundation at its bankers as the Committee of Management may determine.

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