

McKEAN PARK LAWYERS

Level 11, 575 Bourke Street
Melbourne Australia
Postal Address –
GPO Box 38A
Melbourne Vic 3001

Tel (03) 8621 2888
ross.blair@mckeanpark.com.au
Fax (03) 9614 0880
DX 400 Melbourne
Ref Mr R Blair:JVB

LEGAL PROFESSION ACT 2004 REQUIREMENTS

COSTS AND ENGAGEMENT AGREEMENT

ENGAGEMENT AGREEMENT AND INSTRUCTIONS FOR INCORPORATED CLUBS

Services to be provided:

McKean Park will –

1. Prepare Rules & Constitution to replace existing Rules. The Rules & Constitution will comply with:
 - Existing RI requirements (including 2007 CoL amendments); and
 - State legal requirements (in the State or Territory where the Club is incorporated).
2. Prepare Bylaws to accompany the Rules & Constitution adopting the 2007 Bylaws recommended by RI.
3. Advise the Club as to the process involved in adopting the Rules & Constitution and the Bylaws.
4. Provide (in hard copy where required to lodge or electronically otherwise) all necessary forms for the adoption of the Rules & Constitution and the Bylaws.
5. Lodge the approved Rules & Constitution with the appropriate State or Territory Registry.
6. Retain electronically the Rules & Constitution and the Bylaws until 1 September 2010 on behalf of the Club.
7. Advise the Club of changes required to the Rules & Constitution necessitated by legislative changes in the relevant State or Territory coming into force on or before 1 September 2010.

The foregoing services will be provided for the fixed fee that is payable by the Club. In addition McKean Park are prepared, if requested by the Club, to provide the following additional services for the Club:

- Prepare amendments to the Rules & Constitution or the Bylaws initiated by the Club, advise as to their adoption, provide all necessary documentation (hard copy for lodging and electronically otherwise) and lodge the amendments and update the Rules & Constitution with the appropriate State or Territory Registry.
- Provide advice to the Club in respect of matters relating to its Rules & Constitution and/or Bylaws or in respect of any other legal matter within the competency of McKean Park.
- Provide additional advice and/or assistance on any other issues.

Fees and Expenses:

McKean Park charges a flat fee of \$350.00 (including GST) as its fee for all the work outlined in paragraphs 1 to 7 (inclusive). This is reduced to \$300.00 (including GST) if the work is undertaken as part of a District Initiative.

If additional work is required McKean Park, on request, will include additional provisions if requested at a flat fee of \$55 per additional provision (including GST) (see para 11) for frequently used additional provisions or will give a fixed quotation or an estimate (as appropriate) of the fees involved in any other case. Otherwise, the fees for the additional work will be charged at the rate of \$280.00 per hour. In addition to professional fees, the Club must pay the lodging and any other fees required by the appropriate State/Territory registry.

Agent:

If these services are undertaken as part of a District Initiative, the Club acknowledges that the District Committee

(or its appropriate sub-committee) has been appointed by the Club to act as the Club’s Agent to liaise with, assist and instruct McKean Park on behalf of the Club.

Continuation of Contact:

The Club undertakes that it will notify McKean Park of all changes in the contact details for the Club occurring at any time on or before 1 September 2010. This requirement is essential to enable McKean Park to retain contact with the Club in order to provide the agreed services.

Terminating Engagement:

The Club may end the engagement by written notice at any time. If it does this it must pay any outstanding fees incurred up until that time.

Extending Engagement:

McKean Park will contact the Club directly or via the District Committee (as appropriate) before 1 September 2010 to discuss extending the Engagement for 3 years to cover incorporation of the CoL 2010 amendments.

Commencing Engagement:

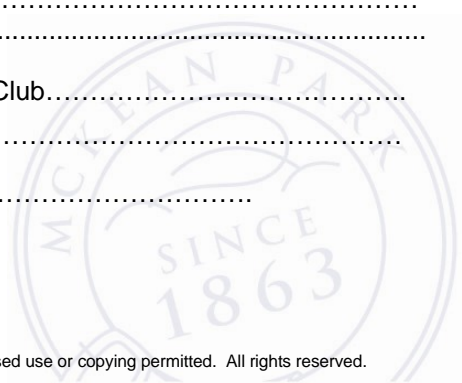
The signatory being duly authorised by the Club instructs McKean Park to provide the services referred to in paragraphs 1 to 7 (inclusive) and any additional work as notified.

INFORMATION REQUIRED BY MCKEAN PARK

The required information to enable McKean Park to perform the above services is set out below. **You must supply information for each of the issues following:**

- 1. **Full name of Club** (as currently incorporated)
- 2. **Details of territorial limits of the Club.** Details are currently contained in the Club’s Constitution. Please advise if description is outdated (eg name of Municipality).
.....
- 3. **Number of Directors** (excluding office bearers). (i.e. excluding the President, Vice President, President-elect, Secretary, Treasurer and Immediate Past President.) **your Club elects** (see also para 11 for Additional Provision – Variable number of Directors).
.....
- 4. **Address**
Registered Address of the Club (as notified to State Registry)
.....
Postal Address of the Club.....
- 5. **State in which Club is incorporated**
- 6. **Rotary District in which the Club is situated**
- 7. **Nominating Committee:** The Bylaws include provision for a **Nominating Committee**. If you club has or wants to have a nominating committee please advise the required membership of that committee **in addition to the President and the President-elect.**
.....
- 8. **Contact (Please advise the contact details for your Club)**
Name of Contact Position in Club.....
Address.....
Tel Fax Email

(Changes in these details must be notified to McKean Park)



9. Public Officer (Please advise details of your Public Officer)

Name of Public Officer (in full).....

Address

Tel:.....Fax Email.....

10. Weekly Meeting Details

Day:.....Time:..... Location.....

11. Additional Provisions Not every Rotary Club wants the same Rules (apart from the 'Constitution' provisions) and Bylaws. McKean Park can vary your Club's Rules and Bylaws to suit its needs. Variations most commonly adopted are set out in the attached paper "Club Options". Please add \$55.00 (includes GST) for each variation required to be included.

12. Fees and Expenses

You must enclose a cheque to cover-

Fee (including GST)-(delete if not appropriate)	\$385.00 (if not part of District Initiative)
Fee (including GST)-(delete if not appropriate)	\$330.00 (if part of District Initiative)
Additional provisions (including GST) (see Club Options sheet and include for each variation)	\$55.00
Lodging fees (see below and include).	\$

TOTAL: \$

Lodging fees payable to the appropriate State/Territory are currently:

NT: \$15.00*	SA: \$53.00	WA: \$21.00	VIC: \$70.10
ACT: \$33.00*	TAS: \$Nil	NSW: \$40.00	QLD: \$15.50

(* late lodgment fees apply)

Confirmed on behalf of the Club.....

Name of signatory

Date / /2009

