



# McKEAN & PARK

## LAWYERS

### The “Australia-Wide” Rules & Constitution is Now Available

McKean & Park is happy to announce that the new “Australia-wide” Rules & Constitution and the accompanying Bylaws are now available. The new documents, in our view, comply with the legal requirements of the *Associations Incorporation Act* of every Australian State and Territory. This means that at last Rotary has an Australia-wide documentation that can, and will, accommodate amendments by the Council on Legislation every 3 years and also will comply with the legal requirements mentioned above.

To achieve this result we have inserted new Articles and provisions in the Rules & Constitution to meet the requirements of various State and Territory Acts. These are as follows:-

1. In Article 4B we have included the South Australian provision that sets out the “Powers of a Club” which may be used in carrying out the purposes of an Incorporated Association.
2. In Article 6B we have inserted the Western Australian provision that entitles a member not only to inspect the Register of Members but to take a copy or extract as well.
3. We have adopted in Article 21(c) the requirements of the Australian Capital Territory which require identification of the liability, if any, of the members of an Incorporated Association to pay the debts and liabilities of that Association or the costs, charges and expenses of the winding up of that Association. We have restricted that liability to the amount (if any) unpaid by a member in respect of that member’s membership of the Club. The effect is to provide certainty in any case to which the provision applies.
4. In response to the Western Australian *Associations Incorporation Act* we have inserted Article 23 which identifies Rotary Clubs as “not for profit”. It has been requested by a number of Rotarians and we would have liked to include the provisions earlier but lacked appropriate justification for doing so. In producing the Australia-wide version, however, the requirement was obligatory.
5. To accommodate the requirements applicable in New South Wales there has been a re-numbering of Articles.
6. In accordance with Queensland legislation, Article 10B Section 3 has been amended to provide (where state legislation requires it) the counter-signing of cheques issued by a Rotary Club in accordance with the applicable law of that state or territory. This does not apply to states or territories where there is no such legislative requirement.
7. The vexed question of amending the Constitution portions of the Rules & Constitution has been left partially unresolved. Some states and territories will accept amendments made by the Council on Legislation so long as these are presented by the public officer in the appropriate manner. Other states and territories still require that each Club “ratify” what the Council on Legislation has decided by special resolution at a special general meeting lodged with the appropriate registry according.

The “Australia-wide” Rules & Constitution and the Bylaws are both based on the new 2004 Bylaws recommended by RI which “replaces” the previous Club Bylaws.

If you or your district are interested in any of these issues or would like to enquire about adopting the new Rules & Constitution please contact:

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