

COMPARATIVE TABLE
of the
CURRENT RULES
and the
PROPOSED NEW RULES
of
COMMUNITY AND FAMILY SERVICES
INC, BALLARAT (CAFS)

New Rules	Current Rules	Heading of Rule	Nature of Change
1	1	Name	No change.
2	2	Purposes	While the substance of this rule remains the same, it attempts, particularly in R 2.1, to capture Cafs's purposes in a more coherent and focussed way that, together with R 2.2, stresses the importance of child safeguarding and, as far as possible, avoids language centred on welfare. The various purposes in R 2.2 are identified with greater particularity. 'Purposes' rather than 'Purpose' is a more accurate reflection of this rule and accords with the Model Rules.
3	44	Not for Profit Association	No change.
4	37	Winding up	No change of substance but now modelled on R 76 of the Model Rules.
5	4	Alteration of Rules	No change.
6	3	Definitions	New definitions added: Board member, CFO, Chair, Deputy Chair, ordinary Board member, presiding member, Purposes, Secretary, special resolution. Definitions not adopted from the current rules: Life Governor, Membership, President, Purpose, Secretary, Special Business, Vice-President. The important effect of these changes is that: (1) the CEO is not the Secretary of the Association; and (2) the President and Vice-President are renamed, respectively, the Chair and the Deputy Chair.
7	5	Powers	Addition of 'in its absolute discretion' to R 7.1(j).
8	6.1	Eligibility for membership	Restricts membership to persons over 18 and provides for the continued membership of existing Life Governors, for whom no further provision is made (cf R 40 of the current Rules).
9	6.2-6.8	Becoming a member	Membership is, additionally, dependent on payment of entrance and annual membership fees. The right of members to attend, be heard at, and vote at a general meeting is asserted.
10		Annual subscription	No provision in old rules.
11	7, 8.3.2	Register of members	No change
12	8	Ceasing to be a member	Suspension of membership is provided for where annual subscription is in arrears.
13	9	Grievance procedures	The new rule is closer to the Model Rules in requiring: an aggrieved party to request mediation; the parties to appoint a mediator before the Board can appoint a mediator that is truly independent of the parties; the parties to resolve the dispute independently of the Board where mediation fails; and restricting the operation of the Rule where the matter is subject to a disciplinary procedure
14	10	Disciplining members	The new Rule makes it clear that the decision-maker must be unbiased and independent of the Board, and that disciplinary proceedings cannot be taken where a grievance procedure is on foot.
15	11	Annual general meetings	Adds the determination of the annual subscription, the election of Board members, and the appointment of the auditor to ordinary business.
16	12	Special general meetings	No change
17	14	Notice of general meetings	No change

18	15	Quorum at general meetings	No change
19	16	Presiding at general meetings	No change
20	17	Adjournment of meetings	No change
21	18	Voting at general meetings	No change
22	19	Poll at general meetings	No change
23	20	Determining whether resolution carried	No change
24	21	Proxies at general meetings	Limits the number of proxies.
25	22.1, 22.2	Role and powers (of the Board of Governance)	Specifically includes the power of the Board to establish subcommittees.
26		Delegation	Incorporates R 43 of the Model Rules.
27	22.3, 23.2	Composition of Board	Includes the Secretary as an Officer of the Association
28		General duties and functions of all Board members	Incorporates R 45 of the Model Rules.
29	33.1	Duties and functions of Officers	Incorporates relevant provision of RR 46-48 of the Model Rules.
30	24.6	Eligibility for election or appointment to the Board	No change
31	22.3-31.3	Election of ordinary Board members	Limits the period that a member can be a member of the Board to 9 years.
32	24.1-24.5	Election procedures	No change
33	23.1, 23.3	Officers	Officers are elected for a 3-year term and are only able to serve as Officers for a maximum period of 6 years.
34	24.7, 25.1	Vacation of office	No change
35	25.2	Filling casual vacancies	No change
36	24.7.2 31.1	Removal of Board member in general meeting	Clarifies that a Board member may only be removed by special resolution.
37	26	Meetings of the Board	No change
38	27	Notice of Board meetings	No change
39	28	Quorum for Board meetings	No change
40	29	Presiding at Board meetings	No change
41	30	Voting at Board and subcommittee meetings	No change
42	32.1	Minutes of meetings	No change. (Current rule 32.2 is unnecessary in view of R 51 of new rules).
43	33	Funds and financial statements	No change
44	39	Auditing of financial statements	Audit program must be drawn up by the Auditor in consultation with the CEO and the CFO
45	41	Subsidiary bodies	No change except in title of rule.
46	36	Gift funds	No change

47	42	Appointment of staff	No change
48	43	Gratuities	No change
49	34	Common seal	No change
50	35	Notices to members	No change except for wording of R 50.1.3.
51	38	Members' access to documents	No change

Note

The following rules from the current rules do not feature in the new rules:

- (a) Rule 13 (Special Business): this seems unnecessary (it's meaning is clear from Rules 15.4 and 15.5 of the new rules). Moreover, it creates confusion with 'special resolution' and 'special general meeting'.
- (b) Rule 40 (Life Governors): Cafs will no longer appoint Life Governors, though the rights of those already created are respected: see R 8.2 of the new rules.