

JKISHOAN ZEN BUDDHIST COMMUNITY INC.

RULES

Date of Incorporation: 22 April 1999

Rules Amended by Special Resolutions at the following General Meetings:

Special General Meeting on 22 June 1999 (Rule 39)

Annual General Meeting on 19 November 2000 (Rule 25 iii b)

Special General Meeting 23 June 2002 (Rule 6)

Annual General Meeting 8 August 2004 (Rule 5 ix)

JKISHOAN ZEN BUDDHIST COMMUNITY INCORPORATED

RULES

1. Name

The name of the incorporated association is Jikishoan Zen Buddhist Community Incorporated.

2. Definitions

i) In these Rules, unless the contrary intention appears:

"Act" means the Associations Incorporation Act 1981;

"Committee" means the Committee of Management of Jikishoan;

"Financial year" means the year ending on 30 June;

"General Meeting" means a general meeting of members convened in accordance with Rule 18;

"Jikishoan" means Jikishoan Zen Buddhist Community Incorporated;

"member" means a member of Jikishoan as defined in Rule 6;

"ordinary member of the Committee" means a member of the Committee who is not an officer under Rule 26;

"Regulations" means regulations under the Act;

"relevant documents" has the same meaning as in the Act.

ii) In these Rules, a reference to the Secretary of Jikishoan is a reference

a) if a person holds office under these Rules as Secretary of Jikishoan - to that person; and

b) in any other case, to the public officer of Jikishoan.

3. Alteration of the Rules

These Rules and the statement of purposes of Jikishoan must not be altered except in accordance with the Act.

4. Aims

i) To promote the teachings, practice and realisation of Shakyamuni Buddha in Australia for the welfare and peace of all.

ii) To encourage the teachings, methods and practice of all the Buddhas, ancestors and patriarchs associated with the Zen Schools of the Mahayana tradition.

iii) To promote, encourage, develop and assist the study and practice of Zen Buddhism in Australia with special emphasis on the teachings and methods of Eihei Dogen Zenji, the founder of the Soto Zen School in Japan.

5. *Objectives*

- i) To install and support a resident teacher certified in the Soto Zen Buddhist tradition who is qualified to be the abbot or head priest for the community and who may officiate various duties and services such as lay and monastic ordinations, weddings, funerals and blessings.
- ii) To establish a teaching program, practice program and a program of community activities for Jikishoan's members, and when necessary, to establish a training program, practice program and support system for assistant teachers.
- iii) To invite teachers from the same or other traditions to participate in Jikishoan's teaching program, practice program and other community activities in order to promote greater awareness and understanding of Buddhism.
- iv) To establish, under the guidance of the resident teacher, a Zen training structure including an administrative structure based upon Dogen Zenji's pure standard for Zen communities and upon other Soto Zen Buddhist guidelines, adapting them where necessary to meet local cultural requirements.
- v) To conduct Zen Buddhist ceremonies, social functions and fund raising activities to support Jikishoan's members and to further Jikishoan's aims and objectives.
- vi) To plan, acquire, provide, maintain and dispose of property, facilities, ceremonial instruments and practice-related items as necessary to meet the requirements of Jikishoan's teaching programs, practice programs and other community activities.
- vii) To establish a process for identifying, addressing and resolving problems and conflicts among Jikishoan's members in order to maintain the harmony of member practice and the effectiveness of administration.
- viii) To devise, maintain and revise as appropriate the official records of Jikishoan's activities, to include but not be limited to: the agendas and minutes of meetings; a membership register; a mailing list; a record of training and practice activities; an asset register; and, financial and other records to meet the requirements of the Associations Incorporation Act 1981.
- ix) To provide financial or non-financial support, where appropriate and necessary, to other organisations from the same or other traditions in order to achieve the aims of Jikishoan to promote greater awareness and understanding of Buddhism.

6. *Categories of Membership and Affiliation*

i) Jikishoan has three categories of membership:

- a) **Member** The Member category is for the core membership of Jikishoan. The Member category is intended for people who have undertaken introductory training programs as prescribed by the Committee from time to time and who have indicated an interest in furthering their practice of Zen Buddhism by participating in Jikishoan's program of activities. Applicants for Member shall be persons who support Jikishoan's Aims and Objectives as prescribed in Rules 4 and 5. Members have full voting rights within Jikishoan and may nominate to become a member of the Committee.
- b) **Ordained Member** The Ordained Member category is reserved for a member of Jikishoan who has taken the sixteen Bodhisattva Precepts, Kesaya and Oryoki given by Jikishoan's main teacher or Abbot to the novice monk or lay teacher trainee.
- c) **Honorary Member**. This category is reserved for Jikishoan's main teacher or Abbot.

ii) Jikishoan has one category of affiliation:

- a) **Friend** The Friend category is for people with a general interest in supporting the activities of Jikishoan. They may also have an interest in practicing Zen Buddhism but may not be able to participate in Jikishoan's activities as determined by the Committee from time to time. Friends are not members of Jikishoan. Friends do not have any voting rights within Jikishoan. Friends may not nominate for ordinary membership of the Committee.

7. *Applications for Membership*

- i) Applications for membership shall be made in writing on such forms as shall be prescribed by the Committee from time to time.
- ii) Applications for membership shall be lodged with the Secretary of Jikishoan.
- iii) As soon as practicable after the receipt of an application, the Secretary must refer the application to the Committee.
- iv) The Committee must determine whether to approve or reject the application.
- v) If the Committee approves an application for membership, the Secretary must, as soon as practicable-
 - a) notify the applicant in writing of the approval for membership; and
 - b) request payment within 28 days after receipt of the notification of the sum payable under these Rules as the entrance fee and the first year's annual subscription for the appropriate class of membership.
- vi) The Secretary must, within 28 days after receipt of the amounts referred to in

Sub-Rule (v) enter the applicant's name in the register of members.

- vii) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- viii) If the Committee rejects an application, the Committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.
The Committee may determine to accept or reject a proposal for admission of a person as an Honorary Member in accordance with Rule 6.
- ix) A right, privilege, or obligation of a person by reason of membership of Jikishoan-
 - a) is not capable of being transferred or transmitted to another person; and
 - b) terminates upon the cessation of membership whether by death or resignation or otherwise.

8. *Membership Fees*

- i) The Entrance Fee for the entrance of members to Jikishoan is the relevant amount determined by the Committee from time to time. The amount of that payment for any Financial year shall be determined no later than 1 April of the preceding Financial year.
- ii) The Annual Subscription fees for members is the relevant amount determined by the Committee from time to time and is payable in advance or before 1 July in each year. The amount and timing of installments of that payment for any Financial year shall be determined no later than 1 April of the preceding Financial year.

9. *Register of Members*

- i) The Secretary must keep and maintain a register of members containing-
 - a) the name and address of each member;
 - b) the category of membership; and
 - c) the date on which each member's name was entered in the register.
- ii) The register is available for inspection free of charge by any member upon request.

10. *Ceasing Membership*

- i) A member of Jikishoan who has paid all moneys due and payable by a member to Jikishoan may resign from Jikishoan by giving one month's notice in writing to the Secretary of his or her intention to resign.
- ii) After the expiry of the period referred to in Sub-Rule(i) -
 - a) the member ceases to be a member; and
 - b) the Secretary must record in the register of members the date on which the member ceased to be a member.

11. *Discipline, Suspension and Expulsion of Members*

- i) Subject to these Rules, if the Committee is of the opinion that a member has refused or neglected to comply with these Rules, or has been guilty of conduct unbecoming a member or prejudicial to the interests of Jikishoan, the Committee may by resolution-
 - a) suspend that member from membership of Jikishoan for a specified period; or
 - b) expel that member from Jikishoan.

- ii) A resolution of the Committee under Sub-Rule(i) does not take effect unless-
 - a) at a meeting held in accordance with Sub-Rule (iii), the Committee confirms the resolution; and
 - b) if the member exercises a right of appeal to Jikishoan under this Rule, Jikishoan confirms the resolution in accordance with this Rule.

- iii) A meeting of the Committee to confirm or revoke a resolution passed under Sub-Rule(i) must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the member in accordance with Sub-Rule (iv).

- iv) For the purposes of giving notice in accordance with Sub-Rule (iii), the Secretary must, as soon as practicable, cause to be given to the member a written notice-
 - a) setting out the resolution of the Committee and the grounds on which it is based: and
 - b) stating that the member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member; and
 - c) stating the date, place and time of that meeting; and
 - d) informing the member that he or she may do one or both of the following-
 - (1) attend that meeting;
 - (2) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;

 - e) informing the member that, if at that meeting, the Committee confirms the resolution, he or she may not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to Jikishoan in General Meeting against the resolution.

- v) At a meeting of the Committee to confirm or revoke a resolution passed under Sub-Rule(i), the Committee must-
 - a) give the member an opportunity to be heard; and
 - b) give due consideration to any written statement submitted by the member; and
 - c) determine by resolution whether to confirm or to revoke the resolution.

- vi) If at the meeting of the Committee, the Committee confirms the resolution, the member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that he or she wishes to appeal to Jikishoan in General Meeting against the resolution.

- vii) If the Secretary receives a notice under Sub-Rule (vi), he or she must notify the Committee and the Committee must convene a General Meeting of Jikishoan to be held within 21 days after the date on which the Secretary received the notice.

- viii) At a General Meeting of Jikishoan convened under Sub-Rule (vii)-
 - a) no business other than the question of the appeal may be conducted; and
 - b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - c) the member must be given an opportunity to be heard; and
 - d) the members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.
 - e) a resolution is confirmed if, at the General Meeting, not less than two-thirds of the members vote in person in favour of the resolution. In any other case, the resolution is revoked.

12. *Disputes and Mediation*

- i) The grievance procedure set out in this Rule applies to disputes under these Rules between-
 - a) a member and another member; or
 - b) a member and Jikishoan Zen Buddhist Community.

- ii) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

- iii) 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, hold a meeting in the presence of a mediator.

- iv) The mediator must be-
 - a) a person chosen by agreement between the parties; or
 - b) in the absence of agreement –
 - c) in the case of a dispute between a member and another member, a person appointed by the Committee of Jikishoan; or
 - d) in the case of a dispute between a member and Jikishoan, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- v) A member of Jikishoan can be a mediator.
- vi) The mediator cannot be a member who is a party to the dispute.
- vii) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- viii) The mediator, in conducting the mediation, must-
 - a) give the parties to the mediation process every opportunity to be heard; and
 - b) allow due consideration by all parties of any written statement submitted by any party; and
 - c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- ix) The mediator must not determine the dispute.
- x) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

13. *Funds*

- i) The Treasurer of Jikishoan must-
 - a) collect and receive all moneys due to Jikishoan and make all payments authorised by Jikishoan; and
 - b) keep correct accounts and books showing the financial affairs of Jikishoan with full details of all receipts and expenditure connected with the activities of Jikishoan.
- ii) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Committee.
- iii) The funds of Jikishoan shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

- iv) Money to be invested pursuant to these Rules may be applied or invested in the purchase of stocks, funds, securities and other investments or property of whatever nature and wheresoever situated including the purchase of any freehold or leasehold property in Australia and whether involving liability or not and whether income producing or not as the Committee in its absolute discretion thinks fit and is in accord with the Aims and Objectives of Jikishoan as outlined in Rule 4 and Rule 5.
- v) The property assets and income of Jikishoan, wherever derived, shall be applied towards the promotion of the Aims and Objects of Jikishoan and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit generally of members of Jikishoan. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of Jikishoan or any member in return for services actually tendered nor prevent the payment of interest on money borrowed from any member of Jikishoan.
- vi) Should Jikishoan for any reason whatsoever cease to function, any member or persons holding any Jikishoan funds or property shall forthwith pay the same to the Committee.

14. *Audit*

The following provisions shall apply in respect of Jikishoan's financial accounts:

- i) The Treasurer shall keep records of all financial transactions of Jikishoan and shall present annually a report and an audited financial statement and balance sheet to the Annual General Meeting.
- ii) Not less than fourteen (14) days before each Annual General Meeting the accounts of Jikishoan shall be duly audited.
- iii) The accounts of Jikishoan shall also be audited at such other time or times during each financial year as the Committee shall in its absolute discretion decide.
- iv) The Committee shall appoint an auditor each year within four (4) months of the election of that Committee at an Annual General Meeting.

15. *Annual General Meeting*

- i) The Committee may determine the date, time and place of the Annual General Meeting of Jikishoan.
- ii) The Annual General Meeting shall take place no later than the month of November for that Financial year.
- iii) The notice convening the Annual General Meeting must specify that the meeting is an Annual General Meeting.
- iv) The ordinary business of the Annual General Meeting shall be-

- a) to confirm the minutes of the previous Annual General Meeting and of any General Meeting held since that meeting; and
 - b) to receive from the Committee reports upon the transactions of Jikishoan during the last preceding financial year; and
 - c) to elect officers of Jikishoan and the ordinary members of the Committee; and
 - d) to receive and consider the statement submitted by Jikishoan in accordance with Section 30(3) of the Act including audited financial statements.
- v) The Annual General Meeting may conduct any special business of which notice has been given in accordance with these Rules.

16. *Special General Meetings*

- i) In addition to the Annual General Meeting, any other General Meeting may be held in the same year.
- ii) All General Meetings other than the Annual General Meeting are Special General Meetings.
- iii) The Committee may, whenever it thinks fit, convene a Special General Meeting of Jikishoan.
- iv) If, but for this Sub-Rule, more than fifteen (15) months would elapse between Annual General Meetings, the Committee must convene a Special General Meeting before the expiration of that period.
- v) The Committee must, on the request in writing of members representing not less than five (5) per cent of the total number of members, convene a Special General Meeting of Jikishoan.
- vi) The request for a Special General Meeting must-
 - a) state the objects of the meeting; and
 - b) be signed by the members requesting the meeting; and
 - c) be sent to the address of the Secretary.
- vii) If the committee does not cause a Special General Meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a Special General Meeting to be held not later than three (3) months after that date.
- viii) If a Special General Meeting is convened by members in accordance with this

Rule, it must be convened by the Committee and all reasonable expenses incurred in convening the Special General Meeting must be refunded by Jikishoan to the persons incurring the expenses.

17. *Special Business*

All business that is conducted at a Special General Meeting and all business that is conducted at the Annual General Meeting, except for business conducted under the Rules as ordinary business of the Annual General Meeting, is deemed to be special business.

18. *Notice of General Meetings*

- i) The Secretary of Jikishoan, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a General Meeting of Jikishoan must cause to be sent to each member a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- ii) Notice may be sent-
 - a) by prepaid post to the address appearing in the register of members; or
 - b) if the member requests, by facsimile transmission or electronic transmission.
- iii) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- iv) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next General Meeting.

19. *Quorum at General Meetings*

- i) No item of business may be conducted at a General Meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- ii) Five (5) members being personally present, being members entitled under these Rules to vote at a General Meeting, constitute a quorum for the conduct of the business of a General Meeting.
- iii) If, within half an hour after the appointment time for the commencement of a General Meeting, a quorum is not present-
 - a) in the case of a meeting convened upon the request of members- the meeting must be dissolved; and
 - b) in any other case- the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

- iv) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present, being not less than three (3) members entitled under these Rules to vote, shall be a quorum.
- v) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each General Meeting of Jikishoan.
- vi) If the President and the Vice-President are absent from a General Meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

20. *Adjournment of General Meetings*

- i) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- ii) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- iii) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with Rule 18.
- iv) Except as provided in Sub-Rule (iii) it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

21. *Voting at General Meetings*

- i) Upon any question arising at a General Meeting of Jikishoan, a Member has one vote only, an Ordained Member has one vote only and an Honorary Member has one vote only..
- ii) All votes must be given personally.
- iii) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- iv) A member is not entitled to vote at a General Meeting unless all moneys due and payable by the member to Jikishoan have been paid.

22. *Poll at General Meetings*

- i) If at a meeting a poll on any question is demanded by not less than three (3) members, being members entitled under these Rules to vote at General Meetings, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- ii) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting

as the Chairperson may direct.

23. *Manner of Determining whether Resolution Carried*

If a question arising at a General Meeting of Jikishoan is determined on a show of hands

a declaration by the Chairperson that a resolution has been-

- i) carried; or
- ii) carried unanimously; or
- iii) carried by a particular majority; or
- iv) lost; and
- v) an entry to that effect in the minute book of Jikishoan

is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

24. *Proxies*

There shall be no proxies at General Meetings.

25. *Committee of Management (Amended at Annual General Meeting 19 November 2000)*

- i) The affairs of Jikishoan shall be managed by the Committee of Management.
- ii) The Committee-
 - a) shall control and manage the training programs, practice programs and other activities including general business activities; and
 - b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by Jikishoan other than those powers and functions that are required by these Rules to be exercised by General Meetings of the members of Jikishoan; and
 - c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of Jikishoan.
- iii) Subject to section 23 of the Act, the Committee shall consist of-
 - a) the officers of Jikishoan; and
 - b) five (5) ordinary members who shall be members of Jikishoan;

each of whom shall be elected at the Annual General Meeting of Jikishoan in each year; and

- c) the Honorary Members of Jikishoan, if not otherwise elected as an officer of Jikishoan.

26. *Office Holders*

- i) The officers of Jikishoan shall be-

- a) a President;
 - b) a Vice-President;
 - c) a Treasurer; and
 - d) a Secretary.
- b) The provisions of Rule 28, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any other offices referred to in Sub-Rule(i).
- ii) Each officer of Jikishoan shall hold office until the Annual General Meeting next after the date of his or her election but is eligible for re-election.
- iii) In the event of a casual vacancy in any office referred to in Sub-Rule(i), the Committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.

27. *Ordinary Members of the Committee*

- i) Subject to these Rules, each ordinary member of the Committee shall hold office until the Annual General Meeting next after the date of election but is eligible for re-election.
- ii) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of Jikishoan to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

28. *Election of Officers and Ordinary Committee Members*

- i) Nominations of candidates for election of officers of Jikishoan must be nominations of financial members of Jikishoan.
- ii) Nominations of candidates for election of ordinary members of the Committee must be nominations of financial members of Jikishoan.
- iii) Nominations for election of officers or ordinary members of the Committee must be-
 - a) made in writing, signed by two members of Jikishoan and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - b) delivered to the Secretary of Jikishoan not less than seven (7) days before the date fixed for the holding of the Annual General Meeting.
- iv) A candidate may only be nominated for one office, or as an ordinary member of the Committee, prior to the Annual General Meeting.
- v) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the Annual General Meeting.
- vi) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- vii) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- viii) The ballot for the election of officers and ordinary members of the Committee must be conducted at the Annual General Meeting in such manner as the Committee may direct.

29. *Vacancies*

The office of an officer of Jikishoan or of an ordinary member of the Committee, becomes vacant if the officer or member-

- i) ceases to be a member of Jikishoan; or
- ii) becomes an insolvent under administration within the meaning of the Corporations Law; or
- iii) resigns from office by notice in writing given to the Secretary.

30. *Meetings of the Committee*

- i) The Committee must meet at least three (3) times in each year at such place and such times as the Committee may determine.
- ii) Special meetings of the Committee may be convened by the President or by any four (4) members of the Committee.

31. *Notice of Committee Meetings*

- i) Notice of each Committee meeting must be given to each member of the Committee at least two (2) business days before the date of the meeting.
- ii) Written notice must be given to members of the Committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

32. *Quorum for Committee Meetings*

- i) Any four (4) members of the Committee constitute a quorum for the conduct of the business of a meeting of the Committee.
- ii) No business may be conducted unless a quorum is present.
- iii) If within half of hour of the time appointed for the meeting a quorum is not present-
 - a) in the case of a special meeting- the meeting lapses;
 - b) in any other case- the meeting shall stand adjourned to the same place and the same time and day in the following week.
- iv) The Committee may act notwithstanding any vacancy on the Committee.

33. *Presiding at Committee Meetings*

At meetings of the Committee-

- i) the President or, in the President's absence, the Vice-President presides; or
- ii) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

34. *Voting at Committee Meetings*

- i) Questions arising at a meeting of the Committee, or at a meeting of any Sub-Committee appointed by the Committee, shall be determined on a show of hands or, if a member requests, by a poll taken in such manner as the person presiding at that meeting may determine.
- ii) Each member present at a meeting of the Committee, or at a meeting of any Sub-Committee appointed by the Committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of

votes on any question, the person presiding may exercise a second or casting vote.

35. *Removal of Committee Member*

- i) Jikishoan in General Meeting may, by resolution, remove any member of the Committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- ii) A member who is the subject of a proposed resolution referred to in Sub-Rule(i) may make representations in writing to the Secretary or President of Jikishoan (not exceeding a reasonable length) and may request that the representations be provided to the members of Jikishoan entitled to vote under these Rules.
- iii) The Secretary or the President may give a copy of the representations to each voting member of Jikishoan or, if they are not so given, the member may require that they be read out at the meeting.

36. *Minutes of Meetings*

The Secretary of Jikishoan must keep minutes of the resolutions and proceedings of each General Meeting, and each Committee meeting, together with a record of the names of persons present at Committee meetings.

37. *Seal*

- i) The common seal of Jikishoan must be kept in the custody of the Secretary.
- ii) The common seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal must be attested by the signatures either of two members of the Committee or, of one member of the Committee and of the public officer of Jikishoan.

38. *Notice to Members*

Except for the requirement in Rule 18, any notice that is required to be given to a member, by or on behalf of Jikishoan, under these Rules may be given by-

- i) delivering the notice to the member personally; or
- ii) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- iii) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- iv) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

39. *Winding up (Amended by Special Meeting 22 June 1999)*

In the event of the organisation being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the organisation in accordance with its powers to any organisation which has similar

objects and which has rules prohibiting the distribution of its assets and income to its members.

40. *Custody and Inspection of Books and Records*

- i) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities
- ii) All accounts, books, securities and any other relevant documents of Jikishoan must be available for inspection free of charge by any member upon request.