

IN THE NAME OF ALLAH, THE MOST GRACIOUS THE MOST MERCIFUL

CONSTITUTION (RULES) - REVISED

Adopted 20 December 2020

FOR AN INCORPORATED ASSOCIATION OPERATING AN ISLAMIC SCHOOL(S)

Name of Association

1. The name of the Association is:

"AL-HIDAYAH ISLAMIC EDUCATION ADMINISTRATION INCORPORATED"

Definitions

2. Definitions of Terms used:

In these rules, unless the contrary intention appears –

“Allah” means God

"AL-HIDAYAH" referred to in **Rule 1.** means Divine Guidance.

“Islam” means Submission/Surrender (to the Will of Allah)

“Muslim” means one who submits/surrenders to the will of Allah;

“in shaa Allah” means if Allah wills:

"(S. W. T)" means Glory be to Him (Allah) the Most-High;

"(S.A W.)" means May the Blessings and Peace of Allah be upon him;

“Sahih” means agreed upon as being authentic;

"Adult" means an adult according to the Tenets of Islam, i.e., has attained puberty, is of sound mind and judgement;

"Alim" means one who is recognized as being a Scholar, knowledgeable in the Religion of Islam;

"Shurah" means Council, a group/board formed to consult and make decisions.

"Governing Shurah" Board of Governors (The Approved Authority referred to in **The Act**)

"Governing Shurah Member" means person referred to in paragraph (a), (b), (c), (d), (e) or (f) of **Rule 11. (1)**;

"Financial Year" means from the 1st of January to the 31st of December each year.

"Mashurah" means meeting for mutual consultation, decision making e.g., meeting of the Governing Shurah (Board Meeting), Special General Meeting, Annual General Meeting.

"General Mashurah" means Mashurah convened under **Rule 18.**:

"Member" means member of the Association;

"Ordinary resolution" means a resolution, as decided by the Governing Shurah according to **Rule 11., Subrule (8)(c)**, other than a special resolution;

"Special resolution" has the meaning given in **Rule 20., Subrule (3)**;

"The Act" means the Associations Incorporation Act 2015;

"School rules and guidelines" referred to in **Rule 13., Subrule (1)(a)** means any rules or guidelines which after first being approved by the Governing Shurah may be introduced at any stage during the development of the School(s) to regulate and direct the day to day running and activities of the School(s);

"The Association" means the Association Referred to in **Rule 1.**;

"The Governing Shurah" means the Shurah of Management of the Association (School Board) referred to in **Rule 11. (1)**;

"The Amir" means.....

(a) in relation to the proceedings at a Governing Shurah or General Shurah, the person presiding at a Governing Mashurah or General Mashurah in accordance with **Rule 12.**; or

(a) otherwise than in relationship to the proceedings referred to in paragraph (a), the person referred to in **Rule 11. (1)(a)** or, if that person is unable to perform his function, the Deputy Amir.

Objects of the Association (the Association is referred to in **Rule 3.** as "the School" or "School" or "Schools".)

3. The Objects of the Association are, in shaa Allah:

(1)

(a) To establish and operate a School or Schools for Muslim students and non-Muslim students who, with the cooperation of their parents, will be prepared to conduct themselves according to the principles of Islam and the Sunnah of the Prophet Muhammad (S.A.W.); and according to School rules and guidelines;

(b) to run the School(s) according to the Principles of the Holy Quran and the Sahih Traditions of the Prophet Muhammad (S.A.W) in order to establish an harmonious Islamic atmosphere in which the Muslim children will develop the attitudes and gain the knowledge necessary for them to take their place in Australian society as unified, practicing Muslims and in which the non-Muslim children will develop an appreciation and an understanding of the religion of Islam;

(c) to strive for excellence through the establishment of the best possible School environment and offering the highest standards that can be provided in both Religion and Government Curriculum studies and level of care for students by;

(i) ensuring that the Islamic nature of the Schools takes precedence above all other considerations, including adhering to the tenant of Islam that the Laws of the Land, including all Federal and State Laws and Regulations applicable to the operation of a Non-Government School, must be obeyed;

(ii) a) employing motivated, suitably qualified, experienced Principals who will be Muslim and b) employing motivated and suitably qualified Teachers and Staff;

(iii) providing for the Primary and Secondary educational needs of the students using English as the medium of instruction in all subject areas with appropriate Islamic emphasis where applicable through the Islamic orientation of the Government Curriculum.

(2) To be a financially sound not for profit Association through the careful management of State and Federal Government Funding, obligatory School Fees and other incomes. The property and income of the Association shall be applied solely towards the promotion of the Objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of the Objects of the Association.

(3) A member of the Governing Shurah (School Board) or a *Committee Member* is entitled to be paid out of the funds of the Association for any reasonable out-of-pocket expenses for travel and accommodation properly incurred (by prior arrangement and approval of the Governing Shurah)

(a) in attending a Mashurah (meeting of the Governing Shurah) or a sub-committee meeting;
or

(b) in attending a General Meeting; or

(c) otherwise in connection with the Association's business.

(4) To be non-aligned with and independent from any and all political, nationalistic, tribal and ethnic groups and organizations.

(5) To be independent from, but run in cooperation with other educational institutions throughout Australia and abroad, providing such cooperation will enhance or advance these Objectives.

Duties and Responsibilities

4. The duties and responsibilities *of* and between the Principals, Teachers and Staff, the Governing Shurah and the Members *of* the Association relating to the day to day running and activities *of* the Schools and the selection, appointment, promotion or dismissal *of* employees will be....

(1) The Principals, Teachers and Staff will comply with and support without reservation the Objects and Rules of the Association as a condition of their employment.

(2) The day to day running and activities of the Schools will be the responsibility of the teachers and support staff members who will be under the direct supervision of the Principals who will work in close cooperation with the Governing Shurah.

(3) The Principal(s) will attend Mashurahs specially convened for the purpose of deciding matters relating to their areas of responsibility.

(4) The governing Shurah will monitor the day to day running and activities of the Schools to ensure compliance with the Objects and Rules of the Association and will take whatever action it considers necessary to correct any non-compliance.

(5) No member of the Association including members of the Governing Shurah not specifically employed by the Association to do so will participate in the day to day running and activities of the Schools unless invited to do so by and only under the supervision of the Principal or staff delegated and authorised by him, except in relation to action being taken according to **Rule 4.** (4).

(6) Any member of the Association who feels that the Objects and Rules of the Association are not being complied with in relation to the day to day running and activities of the Schools should bring those matters to the attention of the Governing Shurah which will look into those matters and decide what action if any will be taken.

'7) The Governing Shurah will select, appoint or dismiss the Principals for the Schools.

(8) Teachers and Support Staff will be selected, appointed, promoted by a Selection Panel which will be chaired by the Principal and in addition to the Principal will be comprised of the Amir or his representative and at least one other member of the Governing Shurah appointed by the Amir and the Business Manager.

- (1) Terminations for non-performance, inappropriate behavior, non-compliance with conditions of employment or redundancy will be the responsibility of the Principal after consultation with the Business Manager and the Amir in accordance with By-Law 1.

Powers of Association

5. (1) The Association may do all things necessary or convenient for carrying out its Objects, and in particular, may....

(a) Acquire, hold, deal with, and dispose of any real or personal property;

(b) Open and operate bank accounts;

- (c) Invest its money in property or in any venture;
 - (d) Borrow money upon such terms and conditions as the Association thinks fit;
 - (e) Give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
 - (f) Appoint agents to transact any business of the association on its behalf; and
 - (g) Enter into any other contract it considers necessary or desirable;
 - (h) At the discretion of the Governing Shurah create and amend **By-Laws** such as may be considered necessary and appropriate from time to time as Addendum to this Constitution to expeditiously meet the changing needs of the Association and School(s) operated by the Association relative to changing operational circumstances;
 - (i) providing the terms and conditions of and any profits derived from any acquisition, disposal, action, investment, borrowing, commitment, appointment or contract as described in Subrule (1)(a)(b)(c)(d)(e)(f)(g) and (h) would be considered permissible according to the Tenets of Islam.
- (2) The Association may act as trustee and accept and hold real and personal property upon trust, but does not have power to do any act or thing as a trustee that, if done otherwise as a trustee, would contravene the Act or the Rules of the Association.
 - (3) The Association's financial year will commence on the 1st of January and end on the 31st of December.
 - (4) The Association's accounts for the previous financial year will be examined by a suitably qualified, appropriately registered auditor independent of the Association; the audit of the previous financial year's accounts to be completed on or before the 30th of April after the commencement of the new financial year (1st of January), and the Auditor's Report to be made available at the Annual General Meeting.

Qualifications for membership of Association

6. (1) Membership of the Association is open to.....

- (a) Parents and Guardians of Children currently attending the Schools.
- (b) Any adult member of the Muslim Community who supports the Objects of the Association.

(2) Application for and Term of membership.....

(a) Membership will be automatic for Parents/Guardians of children currently attending the Schools run by the Association and the term of membership will concurrent with the term of formal and continued enrolment of at least one child in the School(s) whose fee payments are up to date in accordance with **By-Law 2**.

(b) For members of the community described in Subrule (1) (b) membership will be by application to the Governing Shurah. The term of membership on initial application will be to the end of the

year in which the application is accepted and then by calendar year thereafter on renewal. The Governing Shurah may at its discretion accept, reject or decline to renew any application for membership.

- (3) As a condition of membership, all members of the Association will abide by the Objects and Rules of the Association.

Register of Members of the Association

7. (1) The Secretary shall on behalf of the Association keep and maintain in an up to date condition a register of the Members of the Association, their Membership Numbers and contact details in accordance with By-Law 3; and that register shall be so kept and maintained at the Secretary's place of residence.

(2) The Secretary shall cause the name of a person who dies or ceases to be a member under **Rules 6. (2)(a), 9. or 10.** to be deleted from the register of members referred to in Subrule (1),

Subscriptions of Members of the Association

8. (1) Other than the current School Fees being up to Date as per **By-Law 2.**, no fee or subscription shall be required for membership in the Association in accordance with **Rule 6. (2)(a).**

(2) The annual fee for membership in the Association in accordance with **Rule 6. (2)(b)** will be set at the discretion of the Governing Shurah under **By-Law 4.**

Resignation of Members of the Association

9. A member who delivers notice in writing of their resignation from the Association to the Secretary or another Member of the Governing Shurah on that delivery ceases to be a member.

Expulsion of Members of the Association

10. (1) If the Governing Shurah considers that a member should be expelled from membership of the Association because of conduct detrimental to the interests of the Association, that member will be informed in writing with notice of intention and particulars of that conduct, not less than 14 days before the Mashurah at which the question of expulsion will be decided.

(2) If the member wishes to contest or dispute the expulsion the member should make a written submission giving details of the reasons for contesting the expulsion to the Governing Shurah which must reach the Secretary not less than 7 days prior to the Mashurah mentioned in subrule (1).

(3) Resolving Disputes – Grievance Procedure

1. Terms used

In this **Rule [10. (3)]** —

grievance procedure means the procedures set out in this **Rule**;

party to a dispute includes a person —

- (i) who is a party to the dispute; and
- (ii) who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.

2. Application of **Rule 10.** (3) 2.

The procedure set out in this **Rule** (the grievance procedure) applies to disputes —

- (i) between members; or
- (ii) between one or more members and the Association.

3. Parties to attempt to resolve dispute

The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.

4. How grievance procedure is started

- a) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by **Rule 10.** (3) 3., any party to the dispute may start the grievance procedure by giving written notice to the secretary of —
 - i. the parties to the dispute; and
 - ii. the matters that are the subject of the dispute.
- b) Within 28 days after the secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
- c) The secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
- d) The notice given to each party to the dispute must state —
 - a. when and where the committee meeting is to be held; and
 - b. that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute.
- e) If —
 - a. the dispute is between one or more members and the Association; and
 - b. any party to the dispute gives written notice to the secretary stating that the party —
 - i. does not agree to the dispute being determined by the committee; and
 - ii. requests the appointment of a mediator under **Rule 10.** (3) 7.,
- f) the committee must not determine the dispute.

5. Determination of dispute by committee

- a) At the committee meeting at which a dispute is to be considered and determined, the committee must —

- i. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the committee about the dispute; and
 - ii. give due consideration to any submissions so made; and
 - iii. determine the dispute.
- b) The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
- c) A party to the dispute may, within 14 days after receiving notice of the committee's determination under Subrule a) iii, give written notice to the secretary requesting the appointment of a mediator under **Rule 10. (3) 7.**,
- d) If notice is given under Subrule c), each party to the dispute is a party to the mediation.

6. Application of **Rule 10. (3)**

- a) This **Rule** applies if written notice has been given to the secretary requesting the appointment of a mediator —
 - i. by a member under **Rule 10. (2)**; or
 - ii. by a party to a dispute under **Rule 10. (3) 4. e) d. ii.** or **Rule 10. (3) 5.**
- b) If this **Rule** applies, a mediator must be chosen or appointed under **Rule 10. (3) 7.**,

7. Mediation - Appointment of mediator

- a) The mediator must be a person chosen —
 - i. if the appointment of a mediator was requested by a member under **Rule 10. (2)** — by agreement between the Member and the committee; or
 - ii. if the appointment of a mediator was requested by a party to a dispute under **Rule 10. (3) 4. e) d. ii.** or **Rule 10. (3) 5. c)** — by agreement between the parties to the dispute.
- b) If there is no agreement for the purposes of Subrule a) i. or ii., then, subject to Subrules (3) and (4), the committee must appoint the mediator.
- c) The person appointed as mediator by the committee must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by —
 - i. a member under **Rule 10. (2)**; or
 - ii. a party to a dispute under **Rule 10. (3) 4. e) d. ii.** or
 - iii. a party to a dispute under **Rule 10. (3) 5. c)** and the dispute is between one or more members and the Association.
- d) The person appointed as mediator by the committee may be a member or former member of the Association but must not —
 - i. have a personal interest in the matter that is the subject of the mediation; or
 - ii. be biased in favour of or against any party to the mediation.

8. Mediation process

- (1) The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.
- (2) Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.
- (3) In conducting the mediation, the mediator must —
 - i. give each party to the mediation every opportunity to be heard; and
 - ii. allow each party to the mediation to give due consideration to any written statement given by another party; and
 - iii. ensure that natural justice is given to the parties to the mediation throughout the mediation process.
- (4) The mediator cannot determine the matter that is the subject of the mediation.
- (5) The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.
- (6) The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

Note for this **Rule**:

Section 182(1) of the Act provides that an application may be made to the State Administrative Tribunal to have a dispute determined if the dispute has not been resolved under the procedure provided for in the incorporated association's rules.

- (7) If mediation results in decision to suspend or expel being revoked

If —

- i. mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under **Rule 10. (2)**; and
- ii. as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a committee meeting or general meeting during the period of suspension or expulsion.

- (4) Once the Governing Shurah decides to expel a member at the Shurah mentioned in **Rule 10. (1)**, that membership will terminate from the date of the Mashurah at which the decision was made.

Governing Shurah

11. (1) The affairs of the Association shall be managed by a Governing Shurah consisting of:

(a) an Amir;

(b) a Deputy Amir;

(c) a Secretary; and

(d) a Treasurer as the office bearers;

(e) and not less than **1** and not more than **5** other men of the Muslim Community as ordinary Shurah Members some of whom having been appointed as members of the Governing Shurah and office bearers prior to the date of lodgment of this revised constitution and those so appointed will remain in the positions to which they were appointed and will be considered members of the Association and members of the Governing Shurah from the date of lodgment of this revised constitution and their subsequent terms of office will be in accordance with subrule (3).

(f) In the event that as per **11. (5)**, the number of the Members of the Governing Shurah falls below the minimum 5 as per **11. (1)(a)(b)(c)(d)(e)** before new Members of the Governing Shurah can be appointed to fill the vacancies as per **11. (5)**, down to a minimum 3, an Amir, one other Office Bearer and 1 ordinary Member, the Governing Shurah may continue to function and manage the affairs of the Association, with a minimum 2 participating in Mashurah, with the office bearers holding not more than 2 office positions, until the numbers as per **11. (1)(a)(b)(c)(d)(e)** have been restored, in which case office bearers may only hold one office position.

(2) All subsequent appointees to the Governing Shurah will be members of the Association and appointments will be made as stated in Subrule (7).

(3) Terms of office;

(a) There shall be no fixed term of office for the Amir;

(b) the members of the Governing Shurah, other than the Amir, will serve for a term of two (2) years from the date of lodgment of this revised constitution after which time half the positions will become vacant or for an odd number of positions the lesser number closest to half (e.g.: for 9 positions the number of vacancies would be 4) through voluntary resignation or as decided by the Amir at his discretion and the term of office for remaining positions thereafter will be two (2) years, one (1) year later the remaining positions will become vacant and the term of office for those positions thereafter will be two (2) years. Members of the Governing Shurah may serve consecutive terms of office if no other members of the Association wish to fill any potential vacancies when they become due. The Association Secretary will advise all Association Members in writing one month beforehand when vacancies on the Governing Shurah will occur.

(c) each member of the Governing Shurah including the Amir will serve for the periods stated in paragraphs (a) and (b) providing they can perform their duties satisfactorily in

accordance with the Objects and Rules of the Association and remain committed to the success of the Association.

(4) The grounds on which, or reasons for which, the office of a member of the Governing Shurah shall become vacant;

(a) should any member of the Governing Shurah including the Amir become aware that he is not complying with any of the conditions stated in Subrule (3)(c) or acting in a manner detrimental to the Association he is (from the moment he becomes aware of this action) obliged under the Principles of Islam to take immediate steps to rectify the situation or resign from his position;

(b) should any member of the Governing Shurah including the Amir become aware that he is no longer able to comply with the conditions stated in Subrule (3)(c) he is obliged under the Principles of Islam to resign from his position;

(c) if the Amir feels at his discretion that any member of the Governing Shurah is unable to perform his duties according to the reasons stated in Subrule (3)(c) or is acting in a manner detrimental to the Association he will after consultation with the remaining members of the Governing Shurah;

(i) bring the matter to that members' attention and that member will then have the option to a) rectify the situation if possible, within a time set at the discretion of the Amir; or b) resign from his position;

(ii) if the member does not comply with either option stated in paragraph (c)(i) the Amir will at his discretion declare the members' position vacant and replace him with another member of the Governing Shurah and or a member of the Association as applicable;

(d) if any member of the Governing Shurah feels that any other member of the Governing Shurah is not complying with the conditions as stated in Subrule (3)(c) or is acting in a manner detrimental to the Association that member will bring the matter to the attention of the Amir who will deal with it according to paragraph (c);

(e) if any member of the Governing Shurah feels that the Amir is not complying with the conditions stated in Subrule (3)(c) or is acting in a manner detrimental to the Association that member will bring the matter to the attention of the Deputy Amir who will bring the matter to the attention of the Amir who will if he agrees that there has been non-compliance with Subrule (3)(c) or that he has been acting in a manner detrimental to the Association will take immediate, appropriate action according to paragraphs (a) or (b); or if the Amir disagrees that there has been any non-compliance with Subrule (3)(c) or that his actions have been detrimental to the association and feels no obligation to take any action according to paragraphs (a) or (b) the Deputy Amir will within 30 days of bringing the matter to the attention of the Amir convene a Governing Shurah which all members of the Governing Shurah except the Amir will attend to discuss the matter and decide by a three/fourths majority whether the position of Amir should be declared vacant and if the position of Amir is declared vacant it will become vacant from the date of that Shurah and the Deputy Amir will take over as Amir until a new Amir has been appointed according to Subrule (7)(a).

(5) The filling of casual vacancies in membership of the Governing Shurah will be at the discretion of the Amir after consultation with the Governing Shurah. Casual vacancies will deem to have occurred if a member of the Governing Shurah;

(a) dies;

(b) vacates his position voluntarily;

(c) misses three consecutive Mashurahs without notice or, except in extreme personal circumstances, more than three consecutive Mashurahs, even with apology;

(d) ceases to be a member of the Association.

(6) Should the Amir, the Secretary or the Treasurer be absent with notice for good reason or be absent due to illness the following procedures will apply

(a) In the absence of the Amir the Deputy Amir will act as Amir.

(b) In the absence of the Secretary the Amir will appoint a member of the Governing Shurah (the Assistant Secretary if one has been appointed) to act as Secretary for the period of absence up to three months.

(c) In the absence of the Treasurer the Amir will appoint a member of the Governing Shurah (the Assistant Treasurer if one has been appointed) to act as Treasurer for the period of absence up to three months.

(d) Periods of absence extending beyond three months will cause the positions of the Secretary or the Treasurer to be reconsidered under Subrule (4)(c).

(7) The procedure for the appointment of a new Amir, Secretary, Treasurer, Religious Adviser and new members of the Governing Shurah.....

(a) If the Amir is to be replaced after resigning or because the position of Amir has become vacant according to Subrule (4)(e) or Subrule (5) the Deputy Amir will take over the Duties of Amir and will convene a Governing Shurah within 30 days of the position of the Amir becoming' vacant which all remaining members of the Governing Shurah will attend and after mutual consultation will appoint a new Amir from among themselves or from among the members of the Association and the appointment of the new Amir will commence from the date of that Shurah.

(b) If the Deputy Amir, Secretary or Treasurer is to be replaced for any reason it will be by a member of the Governing Shurah or a member of the Association selected by the Amir, at his discretion, after consultation with the remaining members of the Governing Shurah.

(c) If a member of the Governing Shurah is to be replaced for any reason or a new member appointed it will be by a member of the Association selected by the Amir, at his discretion, after consultation with the remaining members of the Governing Shurah.

(8) The quorum and procedure at meetings of the Governing Shurah-

a. The quorum for holding Governing Shurah will be for i) at least half the Governing Shurah to be present in total if the Governing Shurah consists of an even number of members; or

- ii) a majority of members if the Governing Shurah consists of an odd number of members.
or ---
- b. If a quorum is not present within 30 minutes after the notified commencement time of a meeting of the Governing Shurah and at least 2 members of the Governing Shurah are present, those members present will be taken to constitute a quorum and the meeting will proceed.
- c. A member of the Governing Shurah not present in person will be considered as attending if he is in simultaneous contact by telephone or other means of instantaneous communication.
- d. The Governing Shurah will hold a Governing Mashurah 10 times in a calendar year (1 January to 31 December) or more often as may be considered necessary at the discretion of the Amir under **By-Law 5**.
- e. The procedure for holding Mashurah will be as follows:

The members of the Governing Shurah, being responsible men of the Muslim Community, will meet together, first praying to Allah for Guidance, to discuss and then take action concerning a need or needs of the Association, for the Pleasure of Allah (S.W.T).

The Mashurah will be presided over by the Amir who will be the decision maker. At all times the Amir and the other members of the Governing Shurah will remain focused on the matter at hand, that is; the reason for holding the Mashurah, and be directing their thoughts to Allah (S. W. T) for guidance: one item at a time will be dealt with until a decision has been made before moving on to the next. Topics not directly related to the reason for holding the Mashurah will not be discussed while the Mashurah is in progress.

The Amir, at his discretion, will call on each member of the Shurah for an opinion starting from his right, or he will call on one or two members or as many as he feels necessary. A member called on does not have to give an opinion or a reason for his opinion, or he can explain his opinion in detail and while doing so cannot be interrupted. No member can comment on the opinion of another member, he can only state his opinion. If a member wishes, after hearing the opinion of other members, to make further comment or explanation regarding his own opinion, he will indicate his intention to the Amir in some way without interrupting; for example, by raising his forefinger. A member will not hesitate in giving his opinion if his intentions are for the pleasure of Allah (S. W. T.) and the success of the Mashurah in relation to the Aims and Objectives of the Association.

The Amir will, after seeking guidance from Allah (S. W. T.), make a decision. The decision of the Amir does not have to be according to the majority of opinion, it may follow a minority view or it may be his opinion only.

Once a decision has been made, each member of the Governing Shurah will accept it as the correct course of action, trusting in Allah (S.W.T.); the only concern will be how to put the decision into action.

If the Amir is to make a decision on a matter in which he does not have full knowledge, experience or expertise he will, at his discretion, base his decision on the opinion or opinions of those so qualified or on the opinion of the majority.

Amir

12. (1) Subject to this rule, the Amir shall preside at all Governing Mashurahs, Special General Mashurahs and Annual General Mashurahs (AGMs).

(2) The Amir will at all times conduct himself in a manner befitting a member of the Muslim Community and a servant of the Association being ever mindful that during the term of his office the weight of responsibility for the successful operation, the management of the affairs and the attainment of the goals of the Association according to the Objects of the Association rests with him.

(3) For the practical purposes of performing the duties of Amir relative to the Objects and Rules of the Association it is necessary that the Amir be a responsible, sincere member of the Muslim Community capable of presiding at Governing Mashurahs, Special General Mashurahs and Annual General Mashurahs (AGMs) and coordinating the affairs of the Association with an understanding of and a dedication to the Objects of the Association and other than this need not necessarily be a holder of any particular qualifications religious or otherwise.

(4) In the event of the Amir being absent the Deputy Amir will preside as the Amir.

(5) In the event of both the Amir and Deputy Amir being absent from a Scheduled Mashurah the members of the Governing Shurah present will elect a member from among themselves to preside at that Shurah as the Amir.

Secretary

13. The Secretary shall-

(a) co-ordinate the correspondence of the Association;

(b) keep full and correct minutes of the proceedings of the Governing Mashurahs, Special General Mashurahs and Annual General Mashurahs (AGMs);

(c) (i) in respect of members of the Association-

keep and maintain in an up to date condition a register of the members of the Association in accordance with **Rule 7. (1) & (2), By-Law 3.;**

(ii) in respect of the rules of the Association-

keep and maintain in an up to date condition the rules of the Association and, upon the request of a member of the Association, shall make available those rules for the inspection of the member and the member may make a copy of or take an extract from the rules but shall have no right to remove the rules for that purpose;

(iii) in respect of the office holders, and any trustees, of the Association.....

a) maintain a record of the names and residential or postal addresses of the persons who hold the offices of the Association provided for by the rules of the Association, including all offices held by the persons who constitute the Governing Shurah of the Association and persons who are authorised to use the common seal of the Association; and

b) the names and residential or postal addresses of any persons who are appointed to act as trustees on behalf of the Association, and the incorporated Association shall, upon the request of a member of the Association, make available the record for the inspection of the member and the member may make a copy or take an extract from the record but shall have no right to remove the record for that purpose;

(c) have custody of all books, documents, records, and registers of the Association, including those referred to in paragraph (c), other than those required by **Rule 14.** to be kept and maintained by, or in custody of, the treasurer; and

(d) perform such other duties as are imposed by these rules on the Secretary.

Treasurer

14. The Treasurer shall....

(a) be responsible for the receipt of all moneys paid to or received by, or by him on behalf of, the Association and shall issue receipts for those moneys in the name of the Association

(b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Governing Shurah may from time to time direct;

(c) make payments by delegation through the Business Manager from the funds of the Association with the authority of a General Mashurah or of the Governing Shurah and in so doing ensure that, excluding the Business Manager himself who prepares cheques for signing, all cheques are signed by himself and the Amir or when delegated by the Amir another member of the Governing Shurah, or, if necessary, another person considered by the Governing Shurah to be fit and proper to have Cheque signing authority, including the School Principal, and that the Electronic Payments Authorisations needs of the Association are managed to ensure that the electronic payment obligations of the Association are met in a timely fashion by ensuring that, excluding the Business Manager himself who posts electronic payments to the bank for authorisations, there are sufficient numbers of persons that are considered fit and proper by the Governing Shurah, including the School Principal, that have been delegated electronic payment authority to cover changes in circumstances that may otherwise cause a delay in payments; and to facilitate this, these persons need not necessarily all be a current serving Member of the Governing Shurah or a Member of the Association.

(d) in respect of the accounting records of the Association-

- (i) a) keep such accounting records as correctly record and explain the financial transactions and financial position of the association;
- b) keep its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time; and
- c) keep its accounting records in such manner as will enable true and fair accounts of the Association to be conveniently and properly audited;

- (ii) submit to members of the Association at the Annual General Mashurah of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year;
- (e) whenever directed to do so by the Amir, submit to the Governing Shurah 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 Association, including those referred to in paragraphs (d) and (e); and
- (g) perform such other duties as are imposed by these rules on the Treasurer.

Assistant Secretary and Assistant Treasurer

- 16.** (1) The Amir will appoint at his discretion a member of the Governing Shurah who has been nominated by the Secretary as his assistant and the assistant will serve as long as he is needed at the discretion of the Secretary.
- (2) The Amir will appoint at his discretion a member of the Governing Shurah who has been nominated by the Treasurer as his assistant and the assistant will serve as long as he is needed at the discretion of the Treasurer.

Proceedings for Governing Mashurahs

- 17.** (1) The proceedings for Governing Mashurahs will be in accordance with rule **11.**, Subrules (8)(a), (8)(b) and (8)(c).

- (1) Disclosure of interest -

A member of the Governing Shurah must declare any material personal interest they have, in a matter the Governing Shurah will be considering in a Mashurah, at that Mashurah.

On disclosure of any material personal interest, members of the Governing Shurah are to conduct themselves in a manner consistent with the requirements of the Act and in particular sections 42, 43, 44, 45, 46 and 47 of the Act.; and where applicable **By-Law 6.**

General Mashurahs

- 18.** (1) The Governing Shurah-

- (a) may at any time convene a General Mashurah;

(b) shall convene an Annual General Mashurah once in every calendar year within 6 months after the end of the Association's financial year (31st of December), or within such longer period as may in a particular case be allowed by the Commissioner by application to the Commissioner before the 6 months period has expired (using a Form 3) [section 50 (3)(b) of the Act].

(c) shall within 30 days of receiving a request in writing to do so from not less than 10% of **the** members of the Association convene a special General Mashurah for the purpose specified in that request.

(d) the quorum for such meetings will be as per **Rule 19.** (1).

(2) The members making a request referred *to* in Subrule (1)(c) shall.

(a) state in that request the purpose for which the special General Mashurah concerned is required; and

(b) sign that request.

(3) The Secretary shall give to all members not less than 14 days notice of a special General Mashurah as to the date and time and the reason for the special General Mashurah. The procedure for a Special General Mashurah will be the same as for a Governing Mashurah in accordance with **Rule 11.,** Subrule (8)(c).

(4) In the case of an Annual General Mashurah, the procedure will be in accordance with **Rule 11.,** subrule (8)(c) to...

(a) first, give consideration to the accounts and reports of the Governing Shurah; and

(b) second, any other business requiring consideration by the Association in a General Mashurah.

(5) The Secretary shall give to all members:

(i) not less than 21 days notice as to date and time of a General Mashurah at which a special resolution is to be proposed (e.g., a change to the Association constitution); and

(ii) not less than 14 days notice as to date and time of a General Mashurah at which general or special topics are to be considered.

Notice to include a reminder that Association Members have a right attend General Meetings and to vote on special resolutions.

(6) The Secretary may give notice under Subrule (3) or (5) by....

- (a) serving it on a member personally; or
- (b) sending it by whatever means of contact appears in the register of members; the register of members to be kept and maintained according to **Rule 13.** (c)(i).

(7) When a notice is sent under Subrule (6)(b), sending of the notice shall be deemed to be properly affected.

Quorum in proceedings at General Mashurahs

- 19.** (1) At an Annual/Special General Mashurahs the number of members of the Association present will be at least 10.
- (2) The Governing Shurah will be present in numbers according to **Rule 11.** (8)(a).
- (3) If, within 30 minutes after the time specified according to **Rule 18.** (5)(i), a quorum is not present the Amir may, at his discretion;
- (a) in the case of a Annual General Mashurah or a Special General Mashurah convened by the Governing Shurah...
 - (i) if at least 2 ordinary Members of the Association are present, those members present are taken to constitute a quorum and the meeting will proceed; or
 - (ii) adjourn the General Mashurah until the same day and time the following week and if a quorum is still not present at the appointed time continue with the Mashurah as if a quorum was present.
 - (b) when a General Mashurah is adjourned for more than 30 days it will not be reconvened except as a new General Mashurah and the Secretary will serve notice to that effect in accordance with **Rule 18.,** Subrules (3), (5) and (6).

Rules of the Association

- 20.** (1.) The Association may, in compliance with Part 3 Division 2 of the Act, by special resolution, alter or rescind these rules, or make rules additional to these rules, in accordance with the procedures set out in subrule (3).
- (2) These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.
- (3) Changes to the rules of Association will be made only at General Mashurahs or special General Mashurahs convened according to **Rule 18.,** Subrule (1) and conducted according to rule **11.,** subrule (8)(c). The procedure for passing a special resolution will be:
- (a) a count of all members present will be conducted to ensure that a quorum is present according to **Rule 19,** Subrules (1) and (2),

- (b) a copy of the proposed special resolution or resolutions will be passed to all members present,
- (c) the special resolutions will be read out to the members by a member of the Governing Shurah,
- (d) all those wishing to speak in favour of the special resolution(s) will be given the opportunity to do so. When all have been heard...
- (e) all those opposed to the special resolution(s) will be heard,
- (f) those in favour who wish to speak again will do so,
- (g) those opposed who wish to speak again will do so,
- (h) the Amir will then call for a show of hands and a count will be conducted and if the total of those in favour of the special resolution(s) is three-fourths or more of those present the resolution(s) will be passed.

(4) An announcement by the Amir at a General Mashurah or Special General Mashurah as referred to in Subrule (3) that a rule of Association has been altered or rescinded or a rule has been added to the rules of Association shall be evidence of that fact and will be recorded in the minutes of the General Mashurah as such.

(5) Once a change has been made to the rules of the Association steps will be taken to inform the appropriate authority within one month of the special resolution being passed; the change will not take effect until the Department Commissioner has been notified as described in Part 3 Division 2 s.30(3) of the Act.

Minutes of Mashurahs of Association

- 21.** (1) The Secretary shall cause proper minutes of all proceedings of all General Mashurahs and Governing Mashurahs to be taken and then to be entered within 30 days after the holding of each General Mashurah or Governing Mashurah, as the case requires, in a minute book kept for that purpose.
- (2) The Amir shall ensure that the minutes taken of a General Mashurah or a Governing Mashurah under Subrule (1) are checked and signed as correct by the Amir of the General Mashurah or Governing Mashurah to which those minutes relate or the Amir of the next succeeding General Mashurah or Governing Mashurah, as the case requires.
- (3) When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that....
- (a) the General Mashurah or Governing Mashurah to which they relate (in this subrule called "the Mashurah") was duly convened and held;
 - (b) all proceedings recorded as having taken place at the Mashurah did in fact take place thereat; and
 - (c) all appointments, announcements and decisions purporting to have been made at the Mashurah have been validly made.

Common Seal

- 22.** (1) The Association shall have a common seal on which its corporate name shall appear in legible characters.
- (2) The common seal of the Association shall not be used without the express authority of the Governing Shurah and every use of that common seal shall be recorded in the minute book referred to in **Rule 21.**
- (3) The affixing of the common seal of the Association shall be witnessed by any two of the Amir, the Deputy Amir, the Secretary and the Treasurer.
- (4) The common seal of the Association shall be kept in the custody of the Secretary or of such other person as the Governing Shurah from time to time decides.

Inspection of records of the Association

23. A member may at any reasonable time make a request to the Association Secretary to inspect without charge the books, records and securities of the Association in accordance with Section 54(1), 54(1) Subrule (1)(c), 54(2), 58(4) Subrules (1)(a)(b) and (c) of the Act.

Distribution of surplus property on winding up the Association

24. If, on winding up of the Association, any property of the Association remains after satisfaction of debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed in accordance with Sections 24(1), 150, 151 of the Act.

25. Compliance with Rule 3. (1) (c)(i)

The Governing Shurah will consult with those deemed as having sufficient knowledge of the religion of Islam within the membership of the Association and or other sources whenever considered necessary to ensure that the Islamic nature of the Schools takes precedence over all other considerations.

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IN THE NAME OF ALLAH, THE MOST GRACIOUS THE MOST MERCIFUL
"AL-HIDAYAH ISLAMIC EDUCATION ADMINISTRATION INCORPORATED"
CONSTITUTION (RULES)

By-Laws

By-Law 1. : Termination of Employment

Terminations for non-performance, inappropriate behavior, non-compliance with conditions of employment or redundancy will be the responsibility of the Principal after consultation with the Business Manager and the Amir, having first sought legal advice directly or indirectly through AISWA (Association of Independent Schools of WA) to ensure that Due Process has been followed, that Natural Justice has been preserved and all applicable rights have been afforded to the employee(s) concerned. Except in the extreme circumstance of a serious breach of Duty of Care or a Condition of Employment, a period of notice of termination in accordance with relevant legislative provisions will be given in writing and signed by the Principal.

By-Law 2. : Qualification for Membership of the Association

Membership will be automatic for Parents/Guardians of children currently attending the Schools run by the Association and the term of membership will concurrent with the term of formal and continued enrolment of at least one child in the School(s) whose fee payments are up to date i.e., payments for the current school year are paid in full and in advance in accordance with the Terms of Enrolment and that no outstanding debt for previous school years remains unpaid.

By-Law 3. : Register of Members of the Association – Membership Number

The Membership Number for Parents/Guardians with Students enrolled in the School will be the Account Number allocated at enrolment.

The Membership Number for Members of the Community will be allocated by the Treasurer on receipt of the initial Membership Fee payment.

By-Law 4. : Subscriptions on Members of the Association

Other than the current School Fees being up to Date as per By Law-2, no fee or subscription shall be required from Parents or Guardians for membership in the Association in accordance with rule 6. (2)(a).

For Association Members who do not have students enrolled in the School the annual Association Membership Fee will be: \$120.00 per year of membership; pro-rata for the first year if applicable.

By-Law 5. : Governing Shurah – Frequency of Meetings (Mashurah)

Other than the Scheduled meetings, Members of the Governing Shurah are required to make themselves available to attend additional meetings that may be considered necessary by the Amir at his discretion, even at short notice.

By-Law 6. : Conflict of Interest.

A disclosure of a Conflict of Interest by a member of the Governing Shurah is to be managed in accordance with **Rule 17.** of the Association Constitution and in accordance with the Association’s Conflict of Interest Policy adopted by resolution of the Governing Shurah on the 19th of July 2020.

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Please note: For reference, a copy of the current Association Constitution is posted on the School’s website: www.islamicschool.com.au