

**DESERT CREEK HOUSE INC.**  
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## **INCORPORATED NON-PROFIT ASSOCIATION “DESERT CREEK HOUSE INC.”**

### **Art. 1: Name of the association**

An incorporated non-profit association according to the Associations Incorporation Act 1984 is created under the name “Desert Creek House Inc.”, called below the association or DCH. Its seat is in Numbugga via Bega NSW 2550 at 802 Desert Creek Road.

### **Art. 2: Aim of the association**

The aim of the association is :

- a) to create and run a place of welcome, of reflection and organising retreats, sessions of prayer and meditation, lectures and seminars on a variety of topics including spirituality and religion, psychology, architecture, ecology.
- b) to experiment and practise new ways of living that are more respectful of the sacred dimension of life, of humanity and of nature.
- c) to ensure the financing of maintenance of the natural environment, the buildings, land and other infrastructure necessary for the running and managing of the place.
- d) to provide the necessary tools and machinery to carry out the aims mentioned.
- e) to provide all necessary documentation for the running of retreats, courses and seminars.

### **Art. 3: Spirit of the association**

The life at DCH is organised around prayer and work. The principle of free availability of services is applied in the measure of the possible, that is to say the association seeks to make its services available without a set payment being required. Users are invited to contribute through donations. Exceptions can be made to this rule when the conditions for running a session or seminar necessitates special means or investments which have to be covered.

### **Art. 4: Non-for-profit association**

The association is not-for-profit: the assets and income of the organisation shall be applied solely for the above-mentioned purposes and no portion shall be distributed directly or indirectly to the members of the organisation except as compensation for services or expenses incurred on behalf of the association. In the event of the association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

### **Art. 5: Charitable purpose for public benefit**

The association is a charitable organisation with provides benefit to the general community:

- a) The association has a charitable purpose as it intends to advance the practice of physical, emotional and spiritual well-being and of education in offering possibilities for deepening spirituality, practising meditation, becoming more aware of environmental issues, and discovering ways of living more in tune with nature and social justice.

- b) It benefits the general community because the participation in the activities proposed by the association is open to anybody, without discrimination of gender, race, age, wealth, culture, who is ready to conform with the aims and rules of the association; the purposes of the association contribute to improve the quality of life in the local and wider community.

#### **Art. 6: Membership**

Anyone can become a member of the association provided such a person is accepted by the association or its representatives, and intends to pursue goals in line with the aims of the association.

#### **Art. 7: Cessation of membership**

A person ceases to be a member of the association if the person:

- a) dies, or
- b) resigns membership, or
- c) is expelled from the association.

#### **Art. 8: Fees**

According to the principle of voluntary donations; no set fees are charged.

#### **Art. 9: Register of members**

The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.

The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour.

A member of the association may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount is determined by the committee, that other amount.

#### **Art. 10: Resolution of internal disputes**

Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator

#### **Art. 11: Disciplining of members**

A complaint may be made to the committee by any person that a member of the association:

- a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
- b) has persistently and wilfully acted in a manner prejudicial to the interests of the association.

On receiving such a complaint, the committee:

- a) must cause notice of the complaint to be served on the member concerned; and
- b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
- c) must take into consideration any submissions made by the member in connection with the complaint.

The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.

**Art. 12: Members' liabilities**

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, promised and unpaid by the member in respect of membership of the association.

**Art. 13: Powers of the committee**

A committee and its office-bearers have to be elected by the annual general assembly.

The committee is to be called the committee of management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting:

- a) is to control and manage the affairs of the association, and
- b) may exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of members of the association, and
- c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

**Art. 14: Constitution of the committee and membership**

Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of the 3 office-bearers of the association, each of whom is to be elected at the annual general meeting of the association under rule 20.

The office-bearers of the association are to be:

- a) the president
- b) the treasurer, and
- c) the secretary.

**Art. 15: President**

It is the duty of the president:

- a) to represent the association, in collaboration with the secretary,
- b) to preside the committee,
- c) to preside the annual general meeting of the association.

**Art. 16: Secretary**

It is the duty of the secretary to keep minutes of:

- a) to represent the association, in collaboration with the president,
- b) all appointments of office-bearers and members of the committee,
- c) the names of members of the committee present at a committee meeting or a general meeting, and
- d) all proceedings at committee meetings and general meetings.

**Art. 17: Treasurer**

It is the duty of the treasurer of the association to ensure:

- a) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

**Art. 18: Casual vacancies**

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- a) dies, or
- b) ceases to be a member of the association, or
- c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- d) resigns office by notice in writing given to the secretary, or
- e) is removed from office under rule 19, or
- f) becomes a mentally incapacitated person, or
- g) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

**Art. 19: Meetings and quorum**

The committee must meet at least 3 times in each period of 12 months at such place and time as the committee may determine.

Additional meetings of the committee may be convened by the president or by any member of the committee.

Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as many be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

**Art. 20: Annual general meetings**

With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.

**Art. 21: Special general meetings – calling of**

The committee may, whenever it thinks fit, convene a special general meeting of the association.

The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.

A requisition of members for a special general meeting:

- a) must state the purpose or purposes of the meeting, and
- b) must be signed by the members making the requisition, and
- c) must be lodged with the secretary, and
- d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

**Art. 22: Notice**

Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

**Art. 23: Procedure**

No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting, in any other case, is to stand adjourned to the same day in the following week at the same time and at the same place, unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned.

If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

**Art. 24: Funds – source**

The funds of the association are to be derived through voluntary contributions by its members and users, through donations and, in specified cases, through fixed fees for particular services.

All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.

The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

**Art. 25: Funds – management**

Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

**Art. 26: Custody of books**

Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

**Art. 27: Inspection of books**

The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at any reasonable hour.

**Art. 28: Common seal**

The common seal of the association must be kept in the custody of the public officer.

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 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

**Art. 29: Property**

The Land and buildings remain the private property of Yves and Ursula de Morsier who put these at the disposal of the association without charge. In the case of selling the property, the association recuperates the equivalent of the value of its investments calculated at the time of sale.

**Art. 30: Work**

The work of the proprietors is provided to ensure the maintenance, evolution and smooth running of the activities of the centre. Work which concerns specifically the organisation and running of meetings, courses and seminars which procures an income for the association will be remunerated at a level to be agreed upon by the committee, but which will not in any case exceed the income from such meeting, course or seminar.

**Art. 31: Decisions**

The decisions of the association are based where possible on a consensus of its members. Yves and Ursula de Morsier have the right of veto by virtue of the fact that they are the proprietors, permanent residents and have the responsibility to ensure the centre's day-to-day functioning.

**Art. 32: Alteration of objects and rules**

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

Numbugga, 7 January 2013