



**Australian
Dispute
Resolution
Association
Inc.**

Annual Report 1999

ADRA Board Members 1998/99

President/ Membership Co-ordinator	Louise Rosemann
Deputy President	Rhonda Payget
Secretary	David Holst
Treasurer	Val Sinclair
Newsletter Editor	Stella Sykiotis
Board Members	Christine James Paul Lewis (Past President) Ian McKendry Allan Parker Ursula Schappi Alan Tidwell Rebecca Gleeson (to February 1999)

Sub-Committee/Working Party Membership

Policy and Review
Val Sinclair (Convenor)
David Holst
Christine James
Ian McKendry
Rhonda Payget
Alan Tidwell

Conference
Louise Rosemann (Convenor)
Christine James
Allan Parker
Ursula Schappi
Stella Sykiotis
Alan Tidwell

Finance and Administration
Ian McKendry (Convenor)
Louise Rosemann
Val Sinclair

Marketing and Promotion
Ursula Schappi (Convenor)
David Holst
Christine James
Ian McKendry
Louise Rosemann

Newsletter and Publications
Stella Sykiotis (Convenor)
Paul Lewis

Constitutional Review
Rhonda Payget (Convenor)
Paul Lewis
Allan Parker
Micheline Dewdney (co-opted)

Training and Education
Val Sinclair (Convenor)
Allan Parker

Annual Report 1999

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President's Report

The 1998/99 Board of Management of ADRA set itself a challenging program, designed to continue the services and activities which have been the focus in recent years, manage the association with continued efficiency and provide the basis for new opportunities for members to come together to meet their needs, exchange knowledge and share experiences.

1999 Business Plan

The Board decided to continue key management practices established by the last two Boards of Management, in particular to develop a Business Plan and to utilise a sub-committee/working party structure. The Board met in January 1999 to develop a business plan and identified a range of goals in the development of the plan:

- critically review ADRA's current status and likely future scenarios
- make an impact in the wider ADR community in 1999
- work to enhance ADR professionalism
- align our strategic objectives with implementation plans
- be catalysts for unity
- continue to identify and meet member needs
- fund raising
- build on what has been established
- continue to serve ADRA members and ADR community and promote a "service" focus
- contribute to on-going debate: a 'role model'
- support and promote inclusion in respect of practices, people and ideas
- encourage community education

The above goals were either met in 1999, or significant progress was made in achieving them. This Annual Report outlines the Association's achievements in a year of significant activity.

Management

A collegial atmosphere and a consensual approach to decision making contributed to the effective working of the 1998/99 Board. During the year the Board met on 10 occasions for ordinary meetings. In addition, 3 special Board meetings were convened: a planning meeting in January, and special meetings to consider the issues of membership categories/fees and the conference in October. When the number of sub-committee/working party meetings are considered, and the time required in actually implementing activities is added, the commitment of Board members has been substantial.

The establishment of sub-committees or working parties to co-ordinate Board activities proved an effective method of management. As in previous years, the productivity of committees has been substantially dependent on the time and availability of members. It is recommended that the 1999/2000 Board review the management of the Board, number, operation and resourcing of sub-committees, particularly in regard to delegation of decision-making to sub-committees and the meeting schedule.

Highlights

In a year marked by progress in a range of endeavours it is difficult to draw attention to one or two highlights. That a variety of new initiatives were undertaken while ongoing projects continued to be successfully sustained was itself a major achievement. Of perhaps greatest significance in the life of ADRA was the establishment of a permanent office in Sydney, achieved with the extremely generous support of Stella Cornelius. After 12 years ADRA has moved out of the spare rooms, garages and offices of Board members into a central location. We now have a telephone and fax number, and will shortly have an e-mail address and web site. Our capacity to resource current and future projects will undoubtedly improve, as will the administration of the Association.

Our involvement in the Let's Talk Group exemplifies the role ADRA has sought to play in building networks with other organisations and developing a more outward-looking focus. As a result, the interests of ADRA members have made a significant impact on the emergence of professional standards in ADR.

Some 120 members and friends joined us for a 'Night at the Theatre' in April kicking off a diverse program of events. The seminar series again presented a range of exceptional speakers addressing topics of interest to a variety of members. The dinners, with Professors Joseph Folger and Robert Baruch Bush in May and Professor Laurence Boule in September, were valuable opportunities for members to hear authoritative speakers and network with their colleagues.

Financial Position

Arising from the approval by members of amendments to the Constitution, the membership year was changed. One impact of the transition to a membership year aligned to the Annual General Meeting was that members gained a three month extension on their 1998/99 membership. The impact on our financial position was significant as, owing to the timing of the call for subscriptions and the date of closure of the accounts, no membership subscriptions for the 1999/2000 were processed in this year's accounts. One of the benefits of this change for future years will be the injection of funds into the Association's accounts at the beginning of each Board of Management's term of office, facilitating more effective budgeting and planning of activities.

While the accumulated capital reserves of the Association have been reduced, the financial position remains sound. The pursuit of a state grant to fund several initiatives, such as the promotion of the Code of Conduct and research into standards and accreditation would alleviate some financial pressure in 1999/2000. Ongoing funding of new initiatives, such as the establishment of the office, will need to be addressed, however.

The new Board will face the challenge of identifying the impact of the GST on the Association. Potentially, this could affect membership fees, involve a significant increase in expenditure, and require changes to accounting and administrative procedures.

With thanks to....

The role of a volunteer Board Member requires balancing work, family and personal life with the considerable demands on their time and energy that participation on the Board involves. I would like to thank all members of the Board for their enthusiasm and commitment. Rhonda Payget has been an outstanding Deputy President, guiding the constitutional review to a successful conclusion, as well as undertaking a range of other projects. Her counsel and support to me personally has been invaluable. Paul Lewis, our immediate Past President, was generous with his time and wisdom, especially in my first few months as President.

Val Sinclair has worked tirelessly; taking on the important role of Treasurer and ensuring the Board's grand plans were injected with some economic realism. As ADRA's representative on 'Let's Talk' Val has made a significant contribution to the development of the draft Code of Conduct in addition to co-ordinating the lunch-time seminar series and convening the energetic Policy Working Party. David Holst was an extremely efficient Secretary, always circulating the accurate minutes promptly.

A number of new members joined the Board this year, and all made valuable contributions. I would like to acknowledge Christine James for her organisation of the 'Night at the Theatre' and Ursula Schappi for taking on the role of a Sub-Committee Convenor. Allan Parker and Alan Tidwell brought innovative ideas to the sub-committees they worked on, and both presented excellent workshops for the seminar series. Ian McKendry deserves special mention for the enormous task he took on in the establishment and fit-out of the office especially the research and purchase of equipment.

It was with much regret that the Board accepted the resignation of Rebecca Gleeson in March 1999. Rebecca's dynamic personality and creative ideas added much to the Board during her more than one year term. Stella Sykiotis is to be congratulated for taking over from Rebecca as Newsletter Co-ordinator and producing ADRA's issue of *Mediation News*. Stella has served the Board in a variety of capacities over several terms and her dedication and hard work has been much admired by her colleagues.

I thank all members for their participation in the various activities this year. Micheline Dewdney is owed special thanks for her willingness to be co-opted onto the Constitutional Review Sub-Committee. The Board encourages all members who can contribute to a sub-committee to indicate their interest in being co-opted.

The partners, families and work colleagues of all Board Members deserve recognition because without their support the Board Members' balancing act would be made more difficult. From a personal perspective I would like to thank my husband, Craig McKenzie, and Jon Graham of Relationships Australia NSW, who have been understanding of the competing demands I have been attempting to juggle.

I believe in 1998/99 ADRA has built on a solid foundation and prepared for growth in the future. As the last President to complete their term in the 20th Century I am confident that ADRA will continue to fulfill its objects and remain relevant to the needs and interests of members in the new millennium.

Louise Rosemann
President

Training and Education Sub-Committee Report

ADRA's 1999 Seminar Series aimed to again offer a range of speakers from the many areas of current ADR and, in particular, mediation practice. This year's seminars included presentations on the use of ADR in different areas of practice and workshops and presentations which focused on practice issues.

In April ADRA arranged a night at the theatre for members to see David Williamson's latest play *Face to Face*. The play explored the use of community conferencing and was based on experience and research with Transformative Justice Australia. The play was a great success with practitioners and the general public, achieving a great balance between entertainment and the promotion of ADR.

ADRA's first lunch time seminar on Youth Justice Conferencing was arranged to follow this production. In 1998 Jenny Bagen first spoke to members about the introduction of the Young Offenders Act and the implementation of Youth Justice Conferencing in NSW. The April seminar was an update on the first year of operation of the Act and the impact of the legislation on victims, young people and the community. The talk by Jenny's colleague was well received.

In May ADRA was fortunate to be able to offer a dinner talk on 'Transformative Mediation' with internationally renowned authors Professor Joseph Folger and Robert Baruch Bush. The dinner was held in conjunction with their training workshop, which was auspiced by ADRA.

In June ADRA presented a stimulating workshop by Allan Parker on agreement generation. Allan challenged the group by asking practitioners questions such as: "are they so focused on the dispute that they miss the many points of agreement?" Practitioners found this workshop very rewarding. In July Dr Alan Tidwell gave a lunch time seminar on 'Problem Solving for One'. During this session Alan outlined a new way of working with one person when the other party to a dispute is not willing to participate in resolution processes. The session presented an innovative and valuable way of working with one party to a dispute. In August Linda Fisher took the focus off clients and placed it on the mediator. Her workshop incorporated personality testing to assist the group in defining the characteristics of a 'good' mediator and in evaluating criteria for what is a 'good' and what is a 'competent' mediator. This was a thought provoking and challenging exercise for practitioners.

In September ADRA presented a dinner and talk with Professor Laurence Boule on the development of ADR Standards. Professor Boule, as the Chair of the National Alternative Dispute Resolution Advisory Council (NADRAC) outlined progress on NADRAC's forthcoming Discussion Paper for the ADR community on standards. The evening proved a pleasant forum for discussions on ADR standards and we thank Laurence for his excellent presentation and the interesting open discussion it provoked.

Our last two lunch time speakers for 1999 will be David Rollinson speaking about Environmental Dispute Resolution on 14 October and Karen Barker discussing

developments in Family Court Mediation on 9 November. We look forward to seeing you there.

ADRA has continued to offer lunch time seminars and Saturday workshops free to members. This has been possible due to the generosity of the various speakers who have provided their services voluntarily. We also thank Stella Cornelius whose generous support has enabled ADRA to use a meeting room above our King Street office to hold 1999 seminars and workshops.

The ADRA Board looks forward to any comments and suggestions from members as to training and education needs and proposals for topics or speakers you would like included in future programs.

Val Sinclair

Policy Sub-Committee Report

The Policy Sub-Committee has been working on a number of projects this year. At the beginning of the year the group set a number of tasks and is now pleased to report that the majority of these tasks have been completed.

A major task this year has been ADRA's continued involvement with the Let's Talk Group and our facilitation of the development of a Let's Talk Code of Conduct for Mediators. The Let's Talk Report (see page 9) details this exciting development and future directions for the Let's Talk Group.

The Policy Sub-Committee has been working to assist with ADRA's establishment of a city office and the provision of new services to members. In accordance with these developments and ADRA's role in the ADR community, the committee agreed to put forward a proposal to the State Government for funding to support ADRA's activities. Recently, Val Sinclair, David Holst and Ian McKendry met with Jeff Shaw, the NSW Attorney-General, to put forward the proposal. The Attorney-General was very interested in ADRA's activities. Our proposal is being considered and we expect to be advised soon of the outcome of our meeting.

The committee has also been working on a database for use by members. We are currently compiling information on all mediation training courses available in Australia.

The Policy Sub-Committee is conscious of the need for ADRA to keep pace with the rapidly changing ADR community and in particular the changing needs of our practitioner members. We welcome contributions and suggestions from all members.

Val Sinclair

Let's Talk Report

The Let's Talk Group have been meeting regularly since late March 1998 to discuss issues in relation to ADR practice. The idea for the group originated at one of ADRA's "A Peak Body Project" facilitation meetings. Let's Talk is a non-commercial and non-proprietary network which provides regular opportunities to representatives of ADR organisations to discuss areas of common interest and develop initiatives which may benefit the fast growing ADR community as a whole.

The outcome of the early meetings was the identification of the desirability of a nationally accepted Code of Conduct for mediators. The Draft Code of Conduct has now been completed and circulated for comment to a number of organisations including NADRAC. In November 1999 the final Professional Code of Conduct will be made available for endorsement by interested organisations.

The success of the Let's Talk formula to facilitate group discussions between ADR organisations has been recognised by Victorian ADR practitioners. Let's Talk was approached by by ADR Link Victoria with a request to use the Let's Talk name and structure for their Victorian group. A Victorian Let's Talk group has now been established. We look forward to continuing communication between the groups with the possibility of joint projects in the future.

The next project planned by the Let's Talk Group is to commence discussions in relation to Competency Standards for mediators. Any organisations interested in participating in future discussion meetings are welcome to contact one of the following:

ACDC	Sally Browning
Accord Group	David Newton
ADRA	Val Sinclair
Centacare	Yolande Schilt-Smith
Community Justice Centres	Margie O'Tarpey
Conflict Resolution Network	Christine James
Institute of Arbitrators and Mediators	Robert Huggins
Interrelate	Tibor Mokany
Law Society of NSW	Micheline Dewdney
LEADR	Babette Smith
Mediate Today	David Holst
Mediation Family Court	Karen Barker
Relationships Australia NSW	Jon Graham
UNIFAM	Paul Crowley

Val Sinclair

Constitutional Review Sub-Committee Report

One of our many projects for the year was to revise the Constitution. Our aims were to:

- correct minor errors eg spelling mistakes
- correct inconsistencies eg references to Society rather than Association
- improve clarity: numbering, headings and plain English
- make minor changes eg to remove the use of the words third party neutral in the objects and definitions
- alter the membership year to more closely coincide with the Annual General Meeting
- spell out member's liabilities
- include postal votes

We held a Special General Meeting on 26 June 1999 at which time the proposed changes were approved. The amended Constitution is included at the end of the Annual Report. The Sub-Committee thank Micheline Dewdney for her input.

Rhonda Payget

Conference Sub-Committee Report

ADRA has established a tradition of biennial conferences and the Board has put considerable energy into arrangements for the 1999 Biennial Conference: Innovation in Australian Dispute Resolution, scheduled to be held from 11-13 November 1999.

To facilitate the goal of a professionally organised conference a public relations consultant was engaged as conference organiser. Sub-Committee members contributed to designing a fascinating program of speakers, with the emphasis on practical, participatory workshops. The Sub-Committee considered feedback from participants at the 1997 conference, resulting in a program of two and a half days, with no concurrent sessions, ensuring all attendees could participate in all workshops.

Although the committee experienced delays in finalising the program and in design and printing of the brochure, it is hoped that the publicity program will ensure the conference attracts sufficient interest to prove as successful as previous ADRA conferences.

Louise Rosemann

Marketing and Promotions Sub-Committee Report

This group worked closely with other sub-committees to market and promote the Board's activities. We facilitated networking among ADRA members by organizing a theatre evening "Face to Face" by David Williamson at the Ensemble Theatre in April, followed by an evening and dinner with Folger and Bush who visited Australia in May 1999.

Preliminary discussions were held with CJC in the Hunter Region regarding possibilities for joint training options for ADRA/CJC members in the Hunter Region and with a representative of a group of mediators regarding an invitation for the President to speak with them about ADRA. Pursuing opportunities to facilitate networking and support in the Hunter, Illawarra Region and the Central Coast is recommended as a priority for the 1999/2000 Board.

ADRA's change of address, telephone number and future website also required a review of our promotional products, including ADRA's logo, letterhead, membership application forms and general office stationery. Initial research was undertaken for a proposed poster competition among high school students to promote a visual image of informal dispute resolution that can be used for marketing and promotional purposes.

Much work remains to be done to create an integrated office product in support of promotion and marketing of ADRA activities in the community and on the 'net'. Members with expertise or special interest in these areas are welcome to volunteer their time.

Ursula Schappi

Newsletter and Publications Sub-Committee Report

This sub-committee commenced the year with plans to produce the first issue of *Mediation News*, publish occasional papers and organise a revamped Student Essay Competition. Unfortunately, due to resource constraints, the committee was only able to achieve one of its plans, the production of the ADRA edition of *Mediation News*, which was distributed in June.

It is hoped that the incoming Newsletter and Publications Sub-Committee can pursue the plans which we could not fulfill this year.

Stella Sykiotis

Finance and Administration Sub-Committee Report

It has been a year of growth and achievement for ADRA. A key development marking a significant maturing of the organisation was the establishment of the long-awaited city office at Suite 312, 147A King Street, Sydney. The Finance and Administration Sub Committee was closely involved in all aspects of this, from liaising with the most generous building owner, Stella Cornelius OAM, negotiating with the leasing agent, COMRES, to setting up the office and its infrastructure.

A modern computer was purchased and set up, furniture installed through purchase of new items and donations) and telephone and fax facilities connected. Arrangements are under way for the development of a webpage and associated facilities.

The establishment of the office, (and the access this affords to the large meeting room on level 4 of the building, again thanks to the generosity and support of Stella Cornelius) have meant that administration, Board meetings and seminars and workshops are all made more effective, accessible and more easily coordinated. This can only encourage the growth and focus of ADRA.

The development of the office and associated functions have necessarily required the expenditure of funds. The Sub Committee sees this as investment in the long-term growth and development of ADRA that will allow better services to be offered to members.

Ian McKendry

Membership Co-ordinator's Report

The change in the membership year makes comparisons of membership at the end of 1998/99 with 1997/98 problematic. However, at 30 August membership numbers were at their highest for some time and the number of unfinancial members from the previous year at the lowest. At the end of the 1998/99 year there were 153 individual and 22 organisational members, with members in every state and territory as well as overseas. ADRA has an arrangement for the reciprocal exchange of newsletters with 10 organisations.

In conjunction with the establishment of the office it was planned to transfer the membership database to the new ADRA computer. Unfortunately owing to a technical hitch the database could not be transferred, postponing the hand over of the management of the database. Limited resources have affected the ability to respond as promptly as desired to requests for information about membership, production of mail-labels, renewals notices and other reports sourced from the database. The incoming Board will need to address the issue of resourcing to ensure efficient handling of membership services.

Louise Rosemann

Treasurer's Report

ADRA commenced the year with considerable consolidated or reserve funds. The decision of the Board to establish a City Office and provide increased services to members has been made possible by being able to draw on these funds. The board has purchased items such as a computer, filing cabinets, furniture and bookshelves for the office. In addition, the office now has ADRA signs and telephone and fax connections have been established. ADRA has also engaged the services of an administrative assistant on a needs basis. The expenditure of these funds has improved services and facilities for our members.

Membership revenues are higher than last year and expected to be higher still in 1999/2000 with an increase in fees and members. All expenditure items are lower than last year with expenditure on postage remaining the same. The total expenditure amount is much the same as last year and this includes the cost of establishing the city office and purchasing office furniture and equipment. The establishment of the city office, however, also establishes new and ongoing costs. In 1998/9 the cost of maintaining the office is low but this is expected to increase in future years.

As ADRA's activities and costs increase, forward planning and the preservation of funds in reserve is essential. It is recommended that the incoming ADRA board give priority to identifying the current needs of members and to planning a cost effective way, within an appropriate fee structure, to meet these needs.

Val Sinclair

Statement of Revenue and Expenditure for the year ended 30th September 1999

1998		1999	
	REVENUE		
3645	Membership fees	6860	
356	Sale of publications	-	
551	Interest earned	206	
3283	Conference and Seminar receipts	5690	
-	Sundry income	<u>193</u>	
<u>7835</u>			<u>12949</u>
	 LESS EXPENDITURE		
6270	Newsletter and Publication costs	2502	
1518	Postage	1131	
778	Stationery	654	
-	Sundry expenses	83	
-	Telephone	1045	
850	Prizes - Essay	-	
350	Audit fees	400	
-	Rent	185	
43	Bank charges	187	
1184	Travel costs	-	
-	Salaries	1020	
217	Insurance - Public Liability	702	
7349	Conference & functions	6304	
-	Depreciation	274	
742	Secretarial/AGM costs	-	
-	Electricity	<u>59</u>	
<u>19301</u>			<u>14546</u>
<u>11466</u>	LOSS FOR YEAR		<u>1587</u>

Balance Sheet as at 30th September 1999

1998		
	MEMBERS FUNDS	
28938	Balance 30th September, 1998	17472
11466	Loss for year	1587
<u>17472</u>		<u>15885</u>
	Represented by:-	
	FIXED ASSETS	
	Office Equipment W.D.V.	4338
	CURRENT ASSETS	
689	Other debtors	-
668	Cash at bank	1735
<u>16465</u>	Cash management account	<u>10162</u>
<u>17822</u>	TOTAL ASSETS	<u>16235</u>
	CURRENT LIABILITIES	
350	Accounts payable	350
<u>17472</u>	NET ASSETS	<u>15885</u>

REPORT TO MEMBERS

The attached Revenue and Expenditure Statement and Balance Sheet have been drawn up from the audited books of account of your Association. I have received all the information and explanations to enable me to certify these accounts as true and correct as at 30th September, 1999.

Dated 25th October, 1999.



I.K. O'BRIEN & CO.
Chartered Accountants
Ian K. O'Brien F.C.A.

Future Directions

Once again this has been a busy year for ADRA. With a dedicated Board, we have achieved many of our major goals this year. We are very pleased with the fact that ADRA has a home. We thank Stella Cornelius for her generosity in facilitating an arrangement that has allowed ADRA time to settle in and plan for the commitments associated with running an office.

Setting up an office is time-consuming, particularly where computer equipment is involved and I mention in particular the time and energy of Ian McKendry in getting us up and running. One of our goals for the year 2000 is to have our office running smoothly so that we may enhance our service to members. Several other projects are associated with the office, including setting up a web-site with information for members. At this stage we propose to have available information on dispute resolution courses Australia wide with hot-links (or referrals) so that members can get details as required.

ADRA is proud of its Let's Talk initiative which is close to finalising a Code of Conduct for Mediators. Board member Val Sinclair has put a lot of time and energy into the Code of Conduct and we hope to have this project completed early in the new year. The Let's Talk Group will then go on to consider competency standards which is another big project.

One of our big challenges of 2000 will be to increase our income so that we remain in a comfortable financial position to meet our regular expenses. Our Treasurer is developing a budget to keep us on track. We have some ideas about generating income which will be explored by the next Board.

One of the main reasons why the Board has been able to achieve so much this year is due to the dedication of our President, Louise Rosemann. Louise started the year well by co-operatively developing our Business Plan with a request for very specific information about what was being done, by whom and when. As a result, all of the Board members have been committed to their various projects, details of which are set out in the Sub-Committee reports. In addition to looking at the big picture, Louise has shown particular skill at setting agendas and chairing our meetings, ensuring smooth running of the Board.

We look forward to a year of consolidation and growth.

Rhonda Payget

Australian Dispute Resolution Association Inc Constitution

PART 1 INTRODUCTION

Name

1. The name of the incorporated association is: Australian Dispute Resolution Association Inc.

Objects

2. The objects of the Association are:
 - 2.1 To promote alternative dispute resolution throughout Australia; and
 - 2.2 To co-operate with other organisations in order to achieve the objects of the Association; and
 - 2.3 To affiliate with other organisations in order to achieve the objects of the Association; and
 - 2.4 To encourage and provide for the exchange and dissemination of ideas, information and experience in alternative dispute resolution; and
 - 2.5 To develop and promote alternative dispute resolution standards; and
 - 2.6 To consider and develop national standards of alternative dispute resolution that meet the diverse needs of members; and
 - 2.7 To provide and support education and research in the theory and practice of alternative dispute resolution; and
 - 2.8 To print publish and circulate information about alternative dispute resolution; and
 - 2.9 To advocate the enhancement of professional skills of mediators, conciliators, arbitrators, facilitators and other practitioners in alternative dispute resolution and of administrators of dispute resolution services; and
 - 2.10 To make representations in the interests of all members of the Association in all matters affecting or concerning the Association and the resolution of disputes by alternative dispute resolution; and
 - 2.11 To acquire by way of gift, testamentary disposition or purchase or in any other manner approved by the Board any estate or interest in any property; and
 - 2.12 To invest the moneys of the Association from time to time in such manner as approved by law and the Board of the Association; and
 - 2.13 To engage and/or employ and/or dismiss staff and/or employees on behalf of the Association; and
 - 2.14 To foster the continued development of its objectives on a national basis; and
 - 2.15 To do all such other things as may be incidental to pursue the above objects.

Interpretations

3. In this Constitution:

- 3.1 "Alternative dispute resolution" (ADR) means dispute resolution by a range of processes which include mediation, conciliation, facilitation, negotiation, arbitration, early neutral evaluation and dispute counselling as well as hybrid processes such as MedArb.
- 3.2 "Association" means the Australian Dispute Resolution Association Inc.
- 3.3 "Board" means the Board of Management of the Association.
- 3.4 "Financial Year" means the year 1 September until 31 August.
- 3.5 "Member" means a member of the Association who has paid all amounts payable by the member to the Association.
- 3.6 "Term" means one year.

PART 2 MEMBERSHIP

Application for Membership

- 4.1 The following people and organisations are eligible for membership of the Association:
- 4.1.2 People in Australia or overseas who engage as independent dispute resolution practitioners; and
- 4.1.3 People or organisations in Australia or overseas teaching ADR or undertaking research or education into ADR; and
- 4.1.4 People or organisations in Australia or overseas who are employed by or are members of a firm, corporation, government department or agency which has the resolution of disputes as one its purposes; and
- 4.1.5 People or organisations in Australia or overseas with a special interest in the development, promotion and use of ADR
- 4.2 The Board may keep a register of organisations with whom the Association agrees to exchange information.
- 4.3 Categories of membership will be as determined from time to time by the Annual General Meeting or by a Special General Meeting.
- 4.4 Applications for membership must be made in writing and lodged with the Secretary together with payment of the annual subscription.
- 4.5 Applications for membership which have been received by the Secretary must be referred to the Board as soon as practicable after their receipt.
- 4.6 The Board must approve or reject applications for membership.
- 4.7 If the application is rejected by the Board, the applicant has the same right of appeal as a member under clause 8.
- 4.8 The Association in a Special General Meeting may grant Honorary Life Membership to any person who has made an exceptional and outstanding contribution to the development and/or objects of the Association.

Annual Subscription

- 5.1 The annual subscription fee for each category of membership must be as approved by the Annual General Meeting in each year for the following year.
- 5.2 The subscription is payable within 30 days of the calling for same by the Treasurer. Those members who have joined after 30th May in any financial year are not required to pay the subscription for the next financial year.

Members' liabilities

6. The liability of a member to contribute towards 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, unpaid by the member in respect of membership by the Association.

Register of Members

- 7.1 The Secretary must establish and maintain a register of members recording the full name and address of each member together with the date on which the person or organisation became a member.
- 7.2 The register of members must be available for inspection, free of charge, by any member.

Cessation of Membership

- 8.1 Membership rights, privileges and obligations lapse when :
- 8.1.1 a member fails to pay the annual subscription; or
- 8.1.2 a member lodges a written resignation with the Secretary; or
- 8.1.3 the Board suspends or expels a member.
- 8.2 A member may resign from membership of the Association by giving written notice to the Secretary. The resignation takes effect upon receipt by the Secretary.
- 8.3 The Board may resolve to suspend or expel a member from the Association:
- 8.3.1 if that member has persistently refused or neglected to comply with a provision or provisions of this Constitution; or
- 8.3.2 if that member has acted in a manner prejudicial to the interests of the Association; or
- 8.3.3 for any other proper cause.
- 8.4 Before the Board passes a resolution under clause 8.3, the Secretary must within 7 days cause a notice in writing to be forwarded to the member stating:
- 8.4.1 the matters which may lead the Board to consider suspension or expulsion; and
- 8.4.2 that the member may address the Board at its next meeting and/or that the member may give to the Board before the date of that meeting a written statement seeking that the Board not proceed to resolve to suspend or expel that member and the grounds for this request; and
- 8.4.3 the date, place and time of the meeting.
- 8.5 A Board meeting held in accordance with clause 8.4.2 must be held not earlier than 14 and not later than 28 days after service of notice on the member in accordance with clause 7.4.
- 8.6 At a meeting of the Board called in accordance with clauses 8.4 and 8.5, the Board must:
- 8.6.1 give the member an opportunity to be heard; and
- 8.6.2 give consideration to any written statement submitted by the member; and
- 8.6.3 if the member nominates and agrees to participate in an ADR process with the Board, adjourn the meeting for one month to allow the issue to be resolved by an ADR process; or
- 8.6.4 by resolution determine whether to suspend or expel the member.
- 8.7 A member may appeal to the Association in Special General Meeting against a resolution of the Board under clause 8.6, by lodging a written notice to that effect with the Secretary within 14 days of the date of the resolution.
- 8.8 On receipt of a notice under clause 8.7 the Secretary must notify the Board which is to convene a Special General Meeting to be held within 21 days of the date the Secretary received the notice.
- 8.9 At a Special General Meeting convened to discuss the suspension or expulsion:
- 8.9.1 no business other than the question of the appeal must be transacted; and

- 8.9.2 the Board and the member must be given the opportunity to state their respective cases orally or in writing, or both; and
- 8.9.3 the members present are to vote by secret ballot on the question whether the resolution be confirmed or revoked.
- 8.10 If at the Special General Meeting a majority of the members present vote in favour of the confirmation of the resolution, the resolution is confirmed; and, in any other case, the resolution is revoked.
- 8.11 If a member ceases to be a member, the Secretary must record in the register of members the date on which the member ceased to be a member.

PART 3 GENERAL MEETINGS

Annual General Meeting

- 9.1 The Board must convene an Annual General Meeting of the Association on or before 31 October in each calendar year.
- 9.2 A notice of the Annual General Meeting must be mailed to the last known address of members or otherwise delivered to members at least 14 days before the date of the meeting. The notice must set out the place, date and time of the meeting and the business to be transacted at the meeting.
- 9.3 The business of the Annual General Meeting is:
 - 9.3.1 to confirm the minutes of the preceding Annual General Meeting and of any Special General Meeting held since that meeting; and
 - 9.3.2 to receive reports from the Board on the activities of the Association during the preceding financial year; and
 - 9.3.3 to elect the Board; and
 - 9.3.4 to receive and consider the statement of accounts provided for in section 26(6) of the Associations Incorporation Act 1984, such statement to have been audited; and
 - 9.3.5 to appoint an auditor of accounts of the Association for the current financial year; and
 - 9.3.6 to determine the annual subscription of each category of membership for the next financial year; and
 - 9.3.7 to transact other business of which notice has been given in accordance with clause 11.

Special General Meeting

- 10.1 All general meetings of the Association other than the Annual General Meeting must be called Special General Meetings.
- 10.2 The Board may at any time convene a Special General Meeting.
 - 10.3.1 At the request in writing of a least 10 members of the Association, the Board must convene a Special General Meeting.
 - 10.3.2 A request for a Special General Meeting must state the purpose of the meeting, be signed by the members making the request and be lodged with the Secretary.
 - 10.3.3 If the Board fails to convene a Special General Meeting within one month after the date on which the request is lodged with the Secretary, any one or more of the members who made the request may convene a Special General Meeting to be held not later than 3 months after that date. Such a Special General Meeting must be convened and conducted in the same manner as Special General Meetings convened by the Board in accordance with these rules.
- 10.4.1 A notice of Special General Meeting must be mailed to the last known address of members or otherwise delivered to members at least 14 days before the date of the meeting.
- 10.4.2 The notice must set out the place, date and time of the Special General Meeting and the business to be transacted at that meeting.

Business at the Annual General Meeting or at a Special General Meetings

- 11.1 A member wishing to bring any business before an Annual General Meeting or a Special General Meeting may give notice in writing of such business to the Secretary. The Secretary must include that business in the notice calling the next Annual General Meeting or Special General Meeting.
- 11.2 Business other than that set out in the notice, must not be dealt with unless:
 - 11.2.1 notice in writing of the business has been lodged with the Secretary at least 3 days before the scheduled meeting; and
 - 11.2.2 a majority of members present vote at the meeting to deal with the business.
- 11.3 Business not dealt with at this meeting may be deferred to the next Annual General Meeting or Special General Meeting.

Proceedings at an Annual General Meeting and at Special General Meetings

- 12.1 No business shall be dealt with at an Annual General Meeting or a Special General Meeting unless there is a quorum of 10 members in person or by proxy.
- 12.2 The President of the Association or the Deputy President or a Board member nominated by the President must chair the Annual General Meeting and Special General Meetings.
- 12.3 Subject to clause 14 below in relation to election of the Board, each member who has been a member for at least 3 months prior to the date of the Annual General Meeting or Special General Meeting is entitled to one vote. Resolutions must be carried by a majority of the voting members.
- 12.4 A declaration from the chair must be conclusive that a resolution has been passed unless any member calls for a poll. When a poll is called the number of votes in favour and against the resolution will be recorded.
- 12.5 Minutes of the proceedings of an Annual General Meeting or Special General Meeting must be recorded.

Appointment of proxies

- 13.1 Each member is entitled to appoint another member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 13.2 The notice appointing the proxy is to be in the form set out in Appendix 1 to the Constitution.

Postal Votes

- 14.1 Members may participate in the election of the Board at the Annual General Meeting by lodging a postal vote.
- 14.2 The election of the Board must be conducted by the Secretary who will be the returning officer.
- 14.3 Not less than two months prior to the Annual General Meeting each year the Secretary must call for nominations for election by Notice in writing to members.
- 14.4 When calling for nominations the Secretary must specify:
 - 14.4.1 the form which the nomination must take; and
 - 14.4.2 the date by which the nominations must be received by the Secretary; and
 - 14.4.3 the place to which nominations must be sent.

- 14.5 Not less than one month prior to the Annual General Meeting each year the Secretary must send to each member a ballot paper containing the names of those persons who have been validly nominated together with:
 - 14.5.1 such explanatory information as is necessary to assist the members to complete the ballot paper; and
 - 14.5.2 any candidate profiles which are received by the Secretary prior to posting the ballot papers (such candidate profiles to be limited to 300 words); and
 - 14.5.3 notification of the date by which ballot papers must be returned to the Secretary; and
 - 14.5.4 such other documentation as the Secretary may determine.
- 14.6 An election of the board shall not be invalidated as a result of any member not receiving a notice calling for nominations or a ballot paper.
- 14.7 The results of the election must be declared at the Annual General Meeting.

PART 4 BOARD OF MANAGEMENT

Board of Management

- 15.1 The affairs of the Association must be managed by a Board of not less than 6 and not more than 12 members elected at each Annual General Meeting of the Association.
- 15.2 The Board of Management may establish a National Administrative Committee consisting of one member from each State.
 - 15.3.1 At its first general meeting and at its first meeting after each Annual General Meeting the Board must elect from amongst members of the Board office-bearers including a President, Deputy President, Secretary and Treasurer.
 - 15.3.2 All office bearers hold office until the conclusion of the Annual General Meeting following the date of the member's election.
 - 15.3.3 No person shall be President for more than 2 consecutive terms.
- 15.4 All Board members share responsibility for ensuring that the interests of the Association are promoted and its business carried out.
- 15.5 Any office-bearer of the Board may delegate to another Board member any of that office-bearer's responsibilities with the prior approval of the Board.

President

- 16. The President (or the Deputy President where the President is unavailable) has responsibility for:
 - 16.1 chairing the Annual General Meeting and Special General Meetings of the Association; and
 - 16.2 representing the Association on other bodies; and
 - 16.3 speaking on behalf of the Association; and
 - 16.4 presiding at meetings of the Board.

Secretary

- 17. The Secretary has responsibility for:
 - 17.1 maintaining the register of members;
 - 17.2 notifying members of the Annual General Meeting and Special General Meetings of the Association; and
 - 17.3 recording the names of Board members present at a Board meeting; and
 - 17.4 recording the names of members present at Annual General Meeting and Special General Meetings; and
 - 17.5 tasks as set out in clause 14; and
 - 17.6 recording meeting proceedings and resolutions.

Treasurer

18. The Treasurer has responsibility for:
- 18.1 collecting, receiving, and banking all moneys due to the Association; and
 - 18.2 making all payments authorised by the Board; and
 - 18.3 keeping correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association; and
 - 18.4 calling for payment of annual subscriptions and regularly advising the Secretary of the names of people or organisations who have failed to pay the annual subscription.
 - 18.5 keeping available for inspection the said accounts and books of the Association.

Casual vacancies

- 19.1 The Board may co-opt a member to fill a casual vacancy on the Board. The Board may elect from amongst members of the Board a person to fill a casual vacancy amongst the office-bearers.
- 19.2 A casual vacancy in the office of a member of the Board occurs if the member:
- 19.2.1 dies;
 - 19.2.2 ceases to be eligible to be a member; or
 - 19.2.3 ceases to be a member; or
 - 19.2.4 resigns office by notice in writing given to the Secretary; or
 - 19.2.5 becomes a mentally incapacitated person; or
 - 19.2.6 is absent without the consent of the President from three consecutive meetings.

Meetings of the Board

- 20.1 The Board must meet at least 4 times per year. Meetings of the Board must be in person or by a telephone conference.
- 20.2 A quorum for a Board meeting must be four persons present in person or by a telephone conference.
- 20.3 All meetings of the Board must be open to all members. Proceedings concerning membership and staffing of the Association may be held in camera at the discretion of the Board (by majority) or, subject to the approval of the Board, by request of the member or staff whose interests are involved.

Sub-committees

- 21.1 The Board may establish sub-committees and co-opt members on to sub-committees.
- 21.2 The Board may delegate tasks to sub-committees. The Board must record the tasks to be undertaken and the date by which the sub-committee will report to the Board.
- 21.3 Sub-committees must include at least one Board member.

PART 5 MISCELLANEOUS

Alteration of Rules and Objects

22. This Constitution may only be altered by resolution passed at a Special General Meeting.

Funds

- 23.1 The funds of the Association are to be derived from annual subscriptions, activities of the Association and such other sources as the Board determines.

- 23.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the Board one of whom must be an office-bearer.

Books and Documents

- 24.1 Except as otherwise provided by these rules, the Secretary must keep in his or her possession or control all records, books and other documents relating to the Association.
- 24.2 The records, books and other documents of the Association must be available for inspection, free of charge, by any member.

Winding Up

25. In the event of the Association being wound up the assets and funds of the Association shall be transferred to other organisations having similar objects to the Association as determined by resolution of a Special General Meeting.

Appendix 1

I,
of
being a member of the Association hereby appoint
of
being a member of the Association, as my proxy to vote for me on my behalf at the Annual General Meeting or Special General Meeting to be held on 19
and at any adjournment of that meeting.

My proxy is authorised to vote in favour of / against [delete as appropriate] the resolution [insert details]

Signed
Dated

Australian Dispute Resolution Association Inc.
Suite 312, Level 3
147a King Street
Sydney
NSW 2000

PO Box A2468
Sydney South
NSW 1235

Phone: 02 9231 5822
Fax: 02 9231 5833

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