



YOUTH COALITION OF THE ACT

CONSTITUTION AND RULES

29 September 2016

Youth Coalition of the ACT Constitution and Rules

Table of Contents

1. Name	4
2. Interpretation	4
3. Vision	4
4. Objects	4
5. Eligibility Categories for Membership	5
6. Categories for Membership	5
7. Admission to Membership	6
8. The Board	7
9. Constitution, Term and Membership of the Board	7
10. Office Holders	8
11. Election of Board	9
12. Vacation of Office	10
13. Meetings of the Board	10
14. Annual General Meeting	11
15. Special General Meetings	12
16. Notices of General Meetings	12
17. President to Preside at Meetings	13
18. Business and Quorum at General Meetings	13
19. Adjournment of General Meetings	13
20. Making Decisions	13
21. Voting	14
22. Taking of Poll	14
23. Disciplining of Members	14
24. Right of Appeal of Disciplined Member	15
25. Termination of Membership	16
26. Executive Director and Staff	17
27. Sub-Committees of the Board	17
28. Interest in Contracts	17
29. Limited Liability	17
30. Income and Property	18

31.	Accounts	18
32.	Banking and Finance.....	18
33.	Auditor	19
34.	Audit of Accounts	19
35.	Fees.....	20
36.	Financial Year.....	20
37.	Services of Notices.....	20
38.	Right of Affiliation.....	21
39.	Common Seal	21
40.	Amendments to the Constitution	21
41.	Dissolution	21

Constitution and Rules of The Youth Coalition of the ACT Incorporated

1. Name

The Name of the Association shall be the Youth Coalition of the Australian Capital Territory Inc. (the **Coalition**).

2. Interpretation

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Interpretation Act 1967 as that act is in force on the date on which these rules are adopted by the Coalition.

ACT means the Australian Capital Territory.

Board means the Board appointed under clause 8.

Executive Director means the person appointed as such under rule 27.

Government Agency includes any department, agency, corporation or entity which is part of or controlled by a Federal, Territory, State or Local Government.

Organisation means a for-purpose organisation, whether incorporated or not, and refers to the parent legal entity and not to any internal division or agency within the parent organisation.

Special Resolution has the meaning given by section 70 of the Act.

The Act means the *Associations Incorporation Act (ACT) 1991*.

Young people means people aged from 12 -25 years inclusively.

3. Vision

To actively promote the human rights, wellbeing and aspirations of young people in the ACT community, with particular respect to their economic, political, cultural, spiritual, educational, and social development.

4. Objects

4.1. The objects of the Coalition are:

- (a) to promote and encourage the rights and participation of young people in the development of policy, programs and services and young people to have a voice in decision making in the community;

- (b) to raise awareness of equity and access to employment, education, health and well-being services for young people;
- (c) to promote unity and collaboration within the youth sector of the ACT to achieve better outcomes for young people;
- (d) to undertake and engage in research and advocacy and facilitate policy debate with regard to the rights and well-being of young people;
- (e) to undertake and promote sector development, encourage and demonstrate best practice approaches which assist services and the ACT Government in improving outcomes for young people and their families;
- (f) to encourage, support, promote and facilitate effective professional development for people and organisations working with young people;
- (g) such other objects as the Members determine by Special Resolution.

5. Eligibility Categories for Membership

- 5.1. Any individual or Organisation committed to the Objects of the Coalition as set out in these rules is eligible for membership within a relevant category of membership, with the exception of paid employees of the Coalition.
- 5.2. The Board may determine the fees payable for the categories of membership from time to time.

6. Categories for Membership

- 6.1. There shall be three categories of membership, these are as follows:

6.2. *Organisational Membership*

Organisational Membership is open to all Organisations that work with, or on behalf of, young people.

An Organisational Member is entitled to:

- (a) the right to two (2) delegates each of whom has full voting rights at any general meeting of the Coalition;
- (b) nominate a person for election to the Board (on election or appointment such a person holds the office or position in their own right and not as a delegate of the organisation); and
- (c) information sent out by the Coalition.

6.3. *Individual Membership*

Any individual who has an interest in youth affairs issues and supports the Objects of the Coalition may apply for Individual Membership.

Individual members are entitled to:

- (a) one (1) vote at any general meeting of the Coalition;
- (b) be appointed to the Board; and
- (c) information sent out by the Coalition.

An Individual Member under 18 years of age shall not be eligible to nominate for election to the Board.

6.4. Associate Membership

A Government Agency, an organisation that works with young people, or an individual who does not hold Organisational or Individual Membership may apply for Associate Membership.

Associate members are entitled to:

- (a) be present or be represented at all general meetings of the Coalition;
- (b) full speaking rights at general meetings but no voting rights; and
- (c) information sent out by the Coalition.

6.5. A right, privilege or obligation of a person or organisation by virtue of his, her or its membership of the Coalition:

- (a) is not capable of being transferred or transmitted to another person or organisation; and,
- (b) terminates upon the cessation of membership, whether by resignation, expulsion, death or otherwise.

6.6. The Board may, from time to time, create additional or different classes of membership with different rights and obligations.

7. Admission to Membership

7.1 An application for membership of the Coalition shall be in the form and manner determined by the Board from time to time.

7.5. The Board will consider each application for membership and will approve or reject the application. The Board is not required to provide any reasons for its decision and the decision of the Board is final, save only for the right of an individual or organisation aggrieved by the Boards decision, to request the Board to reconsider its decision.

- 7.6. Upon an application being approved by the Board, the Executive Director will notify the applicant in writing that their application for membership was approved and, upon receipt of the sum payable by or on behalf of the applicant as the first year's membership, the applicant's name and address will then be entered the Coalition's Register of Members,, whereupon the applicant becomes a Member of the Coalition.
- 7.7. If an Organisation operates more than one (1) youth related service which, if conducted by a separate organisation, would qualify for Organisational Membership, the Organisation may apply to the Board for one (1) additional membership, which will carry the right to two (2) further delegates at any general meeting of the Coalition.
- 7.8. If the delegate of an Organisational Member or an Individual Member is unable to attend a general meeting of the Coalition, the Member may appoint a proxy to act and vote on their behalf at the general meeting, provided that the Secretary of the Coalition is notified of the proxy appointment in writing before the commencement of the general meeting.
- 7.8.1. In addition to their own membership rights, no Member may exercise more than one proxy at any general meeting.

8. The Board

- 8.1. The Board, subject to the Act, these rules and to any resolution passed by the Coalition in a general meeting:
- (a) shall control and manage the affairs of the Coalition;
 - (b) may exercise all such functions as may be exercised by the Coalition other than those functions that are required by these rules to be exercised by the Coalition in a general meeting; and
 - (c) has power subject to the provisions of the Associations Incorporation Act 1991 and these rules, to perform all such acts and things that appear to the Board to be essential for the proper management of the business and affairs of the Coalition.

9. Constitution, Term and Membership of the Board

- 9.1. The Board will consist of not less than 7 and not more than 9 elected Board members.
- 9.2. The Board members will be elected by the Members in accordance with Clause 11.
- 9.2. Each elected Board member may, subject to these rules, hold office until the Annual General Meeting in the second year after the date of election, but is eligible for re-election subject to rule 9.6.
- 9.3. At least two (2) of the elected Board members must be young people.

- 9.5** The Board may appoint up to three (3) Co-opted Board members who will be selected for the specific skills, knowledge and contribution that the Board believes they can make to the Coalition. A Co-opted Board member will be appointed on the terms and for the period determined by the Board.
- 9.6** Elected Board members will be eligible for re-election. No persons are entitled to serve for more than six (6) consecutive years on the Board. However, a person who has served on the Board for six (6) consecutive years can serve on the Board again following the expiration of one (1) full year after they cease to be a Board member.
- 9.8** In the event of a casual vacancy occurring in the office of an elected Board member, subject to rule 9.3, the Board can appoint a Member of the Coalition to fill the vacancy, and the Member so appointed will hold office, subject to these rules, until the conclusion of the next Annual General Meeting following the date of appointment.

10. Office Holders

- 10.1.** At the first Board meeting after each Annual General Meeting, the Board will elect from its members, a President, Vice-President and Treasurer. However, the same person will not be eligible for appointment to the same office for more than four (4) consecutive years.

Should any of the office holders in clause 10.1 cease to hold that office for any reason, the Board may fill any vacancy from its Members.

10.2. *President*

The person elected to the position of President of the Coalition will chair all meetings of the Board and the Members. The President will be responsible for the maintenance of order at such meetings. The President, in conjunction with the Secretary, will determine the order of business. The President will be the public spokesperson for the Coalition but may assign this responsibility to any member of the Board as he/she sees fit. In the case of an equality of voting on a question arising at a meeting, the President presiding at that meeting is entitled to exercise a second or casting vote. The President may move and second motions.

10.3. *Vice-President*

The person elected to the position of Vice-President of the Coalition will have the powers and responsibility as noted for the President of the Coalition if, and when, the President is not present at a meeting.

10.4. *Treasurer*

The Treasurer is the person responsible for ensuring that the financial affairs of the Coalition are properly administered in accordance with the Act. The duties of the Treasurer will include ensuring all monies due to the Coalition are collected, and all payments made by the Coalition are properly authorised. The Treasurer will ensure that correct accounts are kept, showing the financial affairs of the Coalition with full details of all receipts and expenditure connected with the activities of the Coalition.

10.5. Secretary

Unless otherwise determined by the Board, the Executive Director will be the Secretary of the Coalition.

The Secretary will be responsible for maintaining the Register of Members of the Coalition and all other such matters as determined by these rules and the Act. The Secretary will be responsible for the safe custody of all books, documents, securities and financial records of the Coalition. The Secretary will arrange all meetings of the Board and notify the members of all such meetings. The Secretary will ensure that minutes are taken at each meeting and are distributed to the members of the Board.

11. Election of Board

- 11.1.** Nominations of candidates for election as officers of the Board of the Coalition or as ordinary Board members:
- (a) must be made in writing and signed by two (2) members of the Coalition and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination);
 - (b) in the case of candidates purporting to be nominated by an Organisational Member, the application shall include the written authorisation of the Organisational Member; and
 - (c) must be delivered to the Secretary or person nominated by the Board at least seven (7) days before the date fixed for the Annual General Meeting.
- 11.2.** If insufficient nominations are received to fill all vacancies on the Board, subject to rule 9.1(c), the candidates nominated shall be deemed elected and further nominations will be called for at the Annual General Meeting only for the positions remaining unfilled.
- 11.3.** If insufficient further nominations are received, any vacant positions remaining on the Board will be deemed to be vacancies.
- 11.4.** If the number of nominations received is equal to the number of vacancies to be filled, subject to rule 9.1 (c), the persons nominated will be taken to be elected.
- 11.5.** If the number of nominations received exceeds the number of vacancies to be filled, subject to rule 9.1 (c), a ballot will be held.
- 11.6.** The ballot for the election of Board members will be conducted at the Annual General Meeting in a manner as the President may direct.
- 11.7.** Only Individual Members, whose annual membership fees are not in arrears, may be nominated for the Board.

- 11.8** No Organisational Member may nominate any person for election to the Board if that organisation's annual membership fees are in arrears.

12 Vacation of Office

- 12.1** For the purpose of these rules, the position of a Board member (including office holders) becomes vacant if a Board member
- (a) ceases to be a member of the Coalition;
 - (c) resigns the office;
 - (c) becomes insolvent under administration with the meaning of the *Corporations Act 2001*;
 - (d) is disqualified from office under subsection 63(1) of the Act;
 - (e) is absent without the consent of the Board from three (3) consecutive meetings of the Board;
 - (f) fails to pay all arrears of membership due by her/him within 14 days after he/she has received a notice in writing stating that he/she has ceased to be a financial member of the Coalition;
 - (g) is suspended or expelled for conduct detrimental to the interests of the Coalition;
 - (h) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors;
 - (i) becomes unable to discharge the functions of the office or position with the degree of intellectual competency required by law.
 - (k) dies; or,
 - (l) if the Organisational Member who nominated the Board member ceases to be a Member of the Coalition, unless the Board decides otherwise.

13. Meetings of the Board

- 13.1.** The Board will meet at least ten (10) times per year at a place and time as determined by the Board.
- 13.2.** Special meetings of the Board may be convened by the President or any four of its members.
- 13.3.** Notice will be given to members of the Board of any special meeting, specifying the general nature of the business to be transacted, and no resolution will be made on matters on which prior notice has not been given, unless the matter is urgent and the resolution is passed by at least six (6) Board members.

- 13.4. Any five (5) members of the Board constitute a quorum for the transaction of the business of a Board meeting.
- 13.5. No proceedings of the Board will be invalid or illegal as a consequence of a vacancy in the membership of the Board.
- 13.6. No business will be transacted unless a quorum is present. If within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place at the same hour of the same day in the following week unless the meeting was a special meeting, in which case it lapses.
- 13.7. Meetings of the Board will be presided over by:
 - (a) the President, if present, or the Vice-President; or,
 - (b) one (1) of the remaining members of the Board, as chosen by the members present if the President and the Vice-President are absent
- 13.8. Questions arising at meetings of the Board, or of any sub-committee appointed by the Board, will be determined on a show of hands, or, if demanded by a member, by a poll taken in such a manner determined by the person presiding at the meeting.
- 13.9. Each member present at a meeting of the Board, or of any sub-committee appointed by the Board (including the person presiding at the meeting), is entitled to one (1) vote and in the event of an equality of votes on any question, the person presiding then exercises a second or casting vote.
- 13.10. Notice of each Board meeting will be given to each member of the Board by the Secretary at a reasonable time before the meeting.
- 13.11. The Board will record minutes of each meeting of the Board.
- 13.12. It will be sufficient for the minutes to record only the resolution posed and whether it was passed or not. It is not necessary for the minutes to record discussion, or the identity of movers or seconders of motions.

14. Annual General Meeting

- 14.1. The Coalition will, in each year, hold an Annual General Meeting.
- 14.2. The Annual General Meeting will be held on a day (being not later than five (5) months after close of the financial year of the Coalition) as the Board may determine.
- 14.3. The Annual General Meeting will be in addition to any other Special General Meetings that may be held in the same financial year.
- 14.4. The Secretary convening the Annual General Meeting will issue a notice specifying it as such.

- 14.5.** The ordinary business of the Annual General Meeting will be:
- (a) To confirm the minutes of the last preceding Annual General Meeting and of any Special General Meeting held since that meeting;
 - (b) to receive from the Board, Auditor and members of staff, the reports upon the transactions of the Coalition during the last preceding financial year as required by section 73 of the Act;
 - (c) to elect the Office holders of the Coalition and other Board members; and,
 - (d) to appoint the Auditor and the Public Officer.
- 14.6.** The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

15. Special General Meetings

- 15.1.** All General Meetings other than the Annual General Meeting will be called Special General Meetings.
- 15.2.** The Board can, whenever it sees fit, convene a Special General meeting of the Coalition.
- 15.3.** The Secretary will arrange a Special General Meeting of the Coalition convened by the Board under rule 16.2 and must arrange a Special General Meeting on receipt of a written requisition signed by not less than one-third of the Board or not less than ten (10) Members of the Coalition.
- 15.4.** A requisition for a Special General Meeting must state the purpose of the meeting and must be signed by the requisitionists and be formally received by the Secretary. It may consist of several documents in the same form, each signed by one or more of the requisitionists.
- 15.5.** If the Secretary fails to convene a Special General Meeting within one (1) month after the date on which a requisition is given to the Secretary the requisitionists, or any one of them, may convene the meeting, but any meeting convened must not be held not later than two (2) months from the date of the deposit of the requisition.
- 15.6.** A Special General meeting convened by requisitionists in pursuance of these rules must be convened in the same manner as that in which meetings are convened by the Board.

16. Notices of General Meetings

- 16.1.** The Secretary will cause notices specifying the place, day and time for the holding of General Meetings, and the nature of the business to be transacted at those meetings. The notices must be dispatched in accordance with rule 38 to all Members of the Coalition eligible to attend at least twenty one (21) days before the date fixed for holding the meeting.

- 16.2. In the case of any motion or resolution required by the Act or these rules to be passed by other than a simple majority, the notice to Members must specify the wording of the resolution or motion to be put to the meeting and the majority by which it must be passed.

17. President to Preside at Meetings

- 17.1. The President if present, or Vice-President shall preside at every Annual General Meeting and Special General Meeting of the Coalition.
- 17.2. If the President and Vice-President are absent from an Annual General Meeting, or a Special General Meeting, or present but not willing to preside, the Members present will elect one of those present to preside at the meeting.

18. Business and Quorum at General Meetings

- 18.1. No item of business will be transacted at a Special General Meeting or Annual General Meeting unless a quorum of members, entitled under these rules to vote, is present during the time when the meeting is considering that item.
- 18.2. The quorum for all Annual General Meetings and Special General Meetings of the Coalition will be thirty (30) or one-third of the membership entitled to vote under these rules, whichever is the lesser.
- 18.3. If within one half hour after the appointed time for the commencement of an Annual General Meeting or a Special General Meeting a quorum is not present, the meeting, if convened upon the requisition of Members, lapses and in any other case, stands adjourned to the same day in the next week, at the same time, and, unless another place is specified by the person presiding at the time of the adjournment, or by written notice to Members given before the day to which the Meeting is adjourned, at the same place. If at the adjourned Meeting a quorum is not present within one half hour after the time appointed for the commencement of the meeting, the meeting lapses.

19. Adjournment of General Meetings

- 19.1. The person presiding at an Annual General Meeting or Special General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business can be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 19.2. If a general meeting is adjourned for fourteen (14) days or more, the secretary must give written or verbal notice of the adjourned meeting to each Member of the Coalition stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 19.3. Except as provided in the foregoing provisions of this rule, it is not necessary to give any notice of an adjourned meeting.

20. Making Decisions

- 20.1. A question arising at an Annual General Meeting or a Special General Meeting of the Coalition will be determined on a show of hands, unless before or on the declaration of the result of the show of hands, a poll is demanded.
- 20.2. A declaration by the person presiding that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, without proof of the number or proportion of the votes recorded in favour of, or against that resolution, will be prima facie evidence that the question was so decided.

21. Voting

- 21.1. Upon any question arising at an Annual General Meeting or Special General Meeting of the Coalition, a Member has voting rights in accordance with Rule 6.
- 21.2. No Individual or Organisational member can vote unless they have been members of the coalition for a minimum of three (3) months or if they are unfinancial at the time of the vote..
- 21.3. No person purporting to be a delegate of an Organisational Member can speak or vote at a general meeting unless the organisational member has previously advised the Executive Director in writing of the identity of its delegate(s).

22. Taking of Poll

- 22.1. At an Annual General Meeting or a Special General Meeting, if a poll on a question is demanded, it must be taken at that meeting in such manner as the person presiding may direct, and the result of the poll will be deemed to be the resolution of the meeting on that question.
- 22.2. A poll that is demanded on the election of a President or on a question of adjournment, will be taken forthwith; and a poll that is demanded on any other question will be taken at such time before the close of the meeting as the person presiding may direct.

23. Disciplining of Members

- 23.1. Where the Board is of the opinion that a Member:
 - (a) has persistently refused or neglected to comply with a provision of these rules or;
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Coalition;

the Board may, by resolution, expel the Member from the Coalition or suspend the Member from such rights and privileges of membership of the Coalition as the Board may determine for a specific period.

- 23.2. A resolution passed by the Board under sub-rule (1) is of no effect unless the Board confirms the resolution in accordance with this rule at a meeting held not

earlier than fourteen (14) days and not later than forty two (42) days after service on the member of a notice under sub-rule (3).

23.3. Where the Board passes a resolution under sub-rule (1), the Secretary must, as soon as practicable, cause a notice in writing to be served on the Member. The notice must -

- (a) set out the resolution of the Board and the grounds on which it is based;
- (b) state that the Member can address the Board at a meeting to be held not earlier than fourteen (14) and not later than forty two (42) days after service of the notice;
- (c) state the date, place and time of that meeting; and
- (d) inform the Member that the Member may do either or both of the following :
 - (i) attend and speak at that meeting; and/or,
 - (ii) submit to the Board at or prior to the date of that meeting, written representations relating to the resolution.

23.4. Subject to section 50 of the Act, at the meeting of the Board for the purposes of sub-rule (2), the Board will -

- (a) give to the member mentioned in sub-rule (1) an opportunity to make oral representations; and/or,
- (b) give due consideration to any written representations submitted to the Board by that Member at or prior to the meeting; and
- (c) by resolution determine whether to confirm, vary, or to revoke the resolution of the Board made under sub-rule (1).

23.5. Where the Board confirms or varies a resolution as provided under sub-rule (4) the Secretary will endeavour to inform the Member of that confirmation or variation and of the Member's right of appeal under rule 25, within seven (7) days after that confirmation by notice in writing.

23.6. A resolution confirmed by the Board under sub-rule (4) does not take effect -

- (a) until the expiration of the period within which the Member is entitled to appeal against the resolution; or,
- (b) where within that period the Member exercises the right of appeal, until the appeal is determined.

24. Right of Appeal of Disciplined Member

24.1. A Member may appeal to an Annual General Meeting or a Special General Meeting against a resolution of the Board, which is confirmed under sub-rule 24.4 within seven (7) days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.

- 24.2.** Upon receipt of a notice under sub-rule (1) the Secretary must notify the Board which will convene a Special General Meeting of the Coalition to be held within twenty eight (28) days after the date on which the Secretary received the notice or as soon as possible after that date.
- 24.3.** Subject to Section 50 of the Act a Special General Meeting of the Coalition convened under sub-rule (2) will:
- (a) transact no business other than the question of the appeal;
 - (b) give both the Board and the Member opportunity to make representations in relation to the appeal, verbally or in writing or both; and
 - (c) have the Members present vote by secret ballot on the question of whether the resolution made under rule 24.4 should be confirmed or revoked.
- 24.4.** The Board may appoint a member of the Board, or another suitable person, other than the President, Vice-President or Secretary to put the Board's case to the meeting.
- 24.5.** The Member may be represented at the general meeting by another suitable person.
- 24.6.** Neither the Board nor the Member may be represented by a person possessing legal qualifications, except with the permission of the meeting, passed by a majority resolution.
- 24.7.** If the Special General Meeting passes a special resolution in favour of the confirmation of the resolution made under sub-rule 24.4, that resolution is confirmed.

25. Termination of Membership

- 25.1.** Any Member may resign from the membership by sending a resignation in writing signed by the Member to the Executive Director which must be brought to the attention of the Board. Upon acceptance of the resignation by the Board the Member ceases to be a member of the Coalition.
- 25.2.** Subject to rule 28(3), any Member whose membership fees remains unpaid (in whole or part), for more than six (6) months will be deemed to be an unfinancial Member. Unfinancial members and their delegates cannot be members of any sub-committees or be entitled to vote at any general meeting.
- 25.3.** Upon the termination of membership under this rule the Executive Director will remove the name of the Member from the Register of Members, whereupon that Member ceases to be a Member of the Coalition.
- 25.4.** A person or organisation whose membership is terminated or who otherwise ceases to be a Member will forfeit all such rights to, or claims upon the Coalition, it's property and funds, as they otherwise would have by reason of membership,

but shall never the less remain liable to pay all monies which at the time of cessation were due from them.

26. Executive Director and Staff

- 26.1. The Board will arrange to be appointed such staff as are needed by the Coalition from time to time and arrange to be designated the terms of such appointments. One such appointment will be the Executive Director of the Coalition who will manage the day to day operations of the Coalition and ensure the servicing of the Coalition and will have such roles and responsibilities as the Board determines from time to time.

27. Sub-Committees of the Board

- 27.1. The Board may at any time delegate any of its powers to one or more sub-committees, consisting of such Member/s of the Coalition as the Board thinks fit, or to any Individual Member.
- 27.2. Sub-committees and authorised individuals may exercise any discretionary powers the Board has by resolution delegated them. All members of the sub-committees will have one (1) vote.
- 27.3. The Board may appoint or co-opt any person, whether a member or not, including unfinancial Members, to any sub-committee.
- 27.4. The Board may set up such sub-committees without a delegation of power, as it sees fit and may appoint or co-opt any person, be they a Member, unfinancial Member or a non-Member, to the sub-committee.
- 27.5. Subject to the rights of third parties which may have accrued from the delegate's decision, the Board may at any time rescind a delegation or revoke or vary a decision made under delegation.

28. Interest in Contracts

- 28.1. A member of the Board who has interests in any contract or arrangement made or proposed to be made with the Coalition, or is a member of a group or organisation which is negotiating with the Coalition, must disclose that interest at the first meeting of the Board at which the contract or arrangement is first taken into consideration if the interest then exists; or, in any other case, at the first meeting of the Board after the acquisition of the interest.
- 28.2. If a member of the Board becomes interested in a contract or arrangement after it is made or entered into, the member must disclose that interest at the first meeting of the Board after becoming so interested.
- 28.3. No member of the Board can vote as a member of the Board in respect of any contract or arrangement in which that member is interested and if the member does so vote that vote will not be counted.

29. Limited Liability

- 29.1.** The liability of a Member to contribute towards the payment of the debts and liabilities of the Coalition or the costs, charges and expenses of the winding up of the Coalition is limited to the amount (if any) unpaid by the Member in relation to membership of the Coalition as required by rule 36.

30. Income and Property

- 30.1.** The assets and income of the Coalition shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the Members of the Coalition except as genuine compensation for services rendered or expenses incurred on behalf of the Coalition.
- 30.2.** The funds of the Coalition will be derived from annual subscriptions of Members, grants from government and other bodies, donations, and such other sources as the Board determines.
- 30.3.** The Coalition may pay from its funds, staff entitlements and any other costs incurred in the management and/or operation of the Coalition, including reasonable fees to Members (including Board Members) who render services to the Coalition, other than in their capacity as Board Members.

31. Accounts

- 31.1.** The Board will ensure that the accounting records of the Coalition are kept in accordance with the requirements of the Act.
- 31.2.** The Board must be presented with a financial report at every meeting.
- 31.3.** Accounts will be open to inspection by the Members of Coalition, by prior arrangement with the Treasurer.
- 31.4.** The Executive Director under the supervision of the Treasurer of the Coalition will faithfully keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Coalition in such form and manner as the Board decides.
- 31.5.** The accounts, books and records referred to in sub-rules (1) and (3) of this rule will be kept at the office of the Coalition or at such other place as the Board may decide.
- 31.6.** A full, true and precise financial statement will be presented to the Annual General Meeting of the Coalition.

32. Banking and Finance

- 32.1.** The Executive Director of the Coalition will, on behalf of the Coalition, receive all moneys paid to the Coalition and issue official receipts.
- 32.2.** The Board will cause to be opened bank facilities with such financial institutions, as it determines from time to time, into which all moneys received shall be paid by the Executive Director as soon as possible after receipt thereof.

32.3. The Board will determine from time to time who is authorised to operate its bank facilities from time to time and the extent of their authority.

33. Auditor

34.1. The Board will ensure that the Coalition's accounts are audited annually, and that the auditor is appointed, in accordance with the requirements of the Act.

33.2. The Auditor of the Coalition will be a registered Auditor who will be appointed as follows:

- (a) At each Annual General Meeting of the Coalition the members present will appoint a person who is not a Member or the Public Officer of the Coalition as the Auditor of the Coalition.
- (b) A person so appointed will hold office until the Annual General Meeting next after the appointment and is eligible for re-appointment.
- (c) If an appointment is not made at an Annual General Meeting, the Board will appoint an Auditor of the Coalition for the then current financial year of the Coalition.
- (d) If a casual vacancy occurs in the office of Auditor during the course of a financial year of the Coalition, the Board may appoint a person as the Auditor and the person so appointed will hold office until the next succeeding Annual General Meeting.
- (e) The person appointed as auditor will not be a Member or closely related to a member of the Board of the Coalition nor a person who has prepared or assisted with the preparation of the accounts.

34. Audit of Accounts

34.1. Once at least in each financial year of the Coalition the accounts of the Coalition will be examined and certified as being true and correct by the Auditor.

34.2. The Auditors report should in certifying the accounts, state;

- (a) whether the information required for the report was obtained;
- (b) whether in the auditors opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Coalition according to the information obtained and the explanations given and as shown by the books of the Coalition; and,
- (c) whether the rules relating to the administration of the funds of the Coalition have been observed.

34.3. The Executive Director of the Coalition will cause to be delivered to the Auditor a list of all the accounts, books and records of the Coalition within sufficient time for

the Auditor to undertake the audit and report as required in the Act and these rules.

34.4. The Auditor:

- (a) has a right of access to the accounts, books, records, vouchers and documents of the Coalition;
- (b) may require from the staff and officers of the Coalition such information and explanations as may be necessary to perform the duties required at law and under these rules;
- (c) may employ persons to assist in investigating accounts of the Coalition; and
- (d) may, in relation to the accounts of the Coalition, examine any member of the Board or any member of staff of the Coalition.

35. Fees

- 35.1.** The Board will, in each year, determine the amount of the annual membership payable by Organisational, Associate and Individual Members of the Coalition.
- 35.2.** The annual membership fee will be due and payable on or before the first day of the financial year of the Coalition.
- 35.3.** The annual membership fee set may be on a differential scale according to income and may be waived at the discretion of the Board in cases of financial hardship, or charged on a pro rata basis for membership arising during the course of the financial year

36. Financial Year

- 36.1.** The Coalition's financial year will end on the thirtieth (30) day of June of each year and memberships will be due and payable on the first day of July each year or such other time as the Board determines.
- 36.2.** The financial year may be altered by resolution of the Board without the need to formally alter this Constitution, to a calendar year, if in the opinion of the Board such an alteration will lead to compliance with the requirements of a statutory body, or if it is convenient to do so. Such a decision, if it occurs, must be conveyed to all Members in writing at least three (3) months prior to becoming operational.

37. Services of Notices

- 37.1.** The Coalition may serve notice on any Member in the ways shown in the table below and the notice will be taken to be served at the time shown in the table.

Method of Service	When Deemed Served
Sent by ordinary post to the Member's registered address in the Register of Members	Three (3) days after posting

Handed personally to the Member	When handed to the Member
Leaving at the Member's registered address	On the next business day after it is left at the address
Sent by email or fax to the Member's registered email or fax address	On the next business day after it is sent

38. Right of Affiliation

- 38.1. The Coalition may apply for affiliation and/or association with any body having objects not inconsistent with those of the Coalition.

39. Common Seal

- 39.1. The seal of the Coalition will be in the form of a rubber stamp, inscribed with the name of the Coalition encircling the word seal.
- 39.2. The seal of the Coalition will not be affixed to any instrument except by the authority of the Board and the affixing thereof will be attested by the signatures either of two members of the Board or of one member of the Board and of the Public Officer of the Coalition or such other person as the Board may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Board.
- 39.3. The seal must remain in the custody of the Public Officer.

40. Amendments to the Constitution

- 40.1. This constitution may be amended or altered by resolution of a Special General Meeting of the Coalition of which due notice has been given, passed by a three quarter (3/4) majority of those Members present in person or by proxy and entitled to vote.
- 40.2. The terms of the proposed amendment/s must be included in the notice calling the Special General Meeting.
- 40.3. An amendment of the Objects of the Coalition will not be effective until approved by the registrar-general, all other amendments take effect immediately or on a date determined by the Board.
- 40.4. A copy of every alteration to the Objects and/or rules must be lodged with the registrar-general by the Public Officer within one (1) month, of the alteration being made.

41. Dissolution

- 41.1. The Coalition may be dissolved by a vote of three quarters (3/4) of the members at a Special General Meeting convened for that purpose.
- 41.2. In the event of the Coalition being dissolved, all assets that remain after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.

41.3 This Rule applies if the Coalition has been given Deductible Gift Recipient status. If the Coalition is wound up or its endorsement as a Deductible Gift Recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation with similar objects, which is charitable at law, to which income tax deductible gifts can be made:

- (a) gifts of money or property for the principal purpose of the organisation;
- (b) contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation; and,
- (c) money received by the organisation because of such gifts and contributions.

41.4. The liability of a Member to contribute towards the payment of debts and liabilities of the Coalition or the costs, charges and expenses of the winding up of the Coalition is limited to the amount of any unpaid annual membership fees by the Member.