

# CONSTITUTION

With revisions agreed by the National Council on 11 May 2016

## 1. Name

The name of the Association shall be ~~the~~ Australian Community Children's Services (ACCS). Hereinafter referred to as "the Association".

## 2. Definition

Community based children's services refer to not for profit children's services that are managed by community representatives.

## 3. Principles

The Association promotes not for profit children's services in Australia.

## 4. Objects

The objects and purposes of the Association shall be:

- (a) to advocate and assist the development of community owned children's services providing good quality care, where community is the environment in which people live and/or work;
- (b) to initiate and co-ordinate public action to promote and defend community owned children's services throughout Australia;
- (c) to co-ordinate a national response in relation to community owned children's services;
- (d) to act and speak on behalf of community owned children's services in relation to Commonwealth, State and Territory Governments and to other bodies; and
- (e) to do all such other things as may be incidental to the attainment of such objects.

The methods by which this will be achieved include:

- \*monitoring the children's services field throughout Australia; and
- \*disseminating information on government decisions and policy directions that effect children's services or access by families to such services.

## 5. Membership

Membership of the Association is composed of the membership of the State or Territory branches. Each State or Territory branch shall agree to adopt the objects and principles of the National Association. National ACCS will formally accept each State or Territory branch.

## **6. Associations' offices**

The office of the Association shall be at the place of work of the National Secretary of the Association or at such other place as the National Association may from time to time determine.

## **7. National Council**

The Association shall have a National Council comprising two delegates from each State or Territory branch. Each State or Territory Convenor must notify the National Convenor of their delegates.

## **8. National Council meetings**

The National Council shall meet either face-to-face or by teleconference at least twice a year.

The National Convenor will hold a meeting or teleconference at any time on the request of a association delegate within a 30 day period.

Decisions made at constitutionally convened meetings or teleconferences shall be binding.

A quorum for a National Association meeting or teleconference shall be one half plus one of the total number of branch delegates.

In the event of only one representative from a State or Territory branch being able to attend an Association meeting, that representative is entitled to exercise a proxy vote on behalf of the other representative.

## **9. Powers and responsibilities of the Association**

The Association shall have the following powers and responsibilities:

- (a) to elect from among National Council representatives a Convenor, a Deputy Convenor, a Secretary and a Treasurer;
- (b) to manage the affairs of the Association;
- (c) to deal with correspondence of the Association;
- (d) to open and conduct bank accounts;
- (e) to deal with all or any part of property of the Association for the sole benefit of the Association;
- (f) to conduct appeals for funds and to accept donations;
- (g) to raise or borrow money for the sole purpose of the Association upon such terms and in such manner as the Association thinks fit and to secure the repayment of money so raised or borrowed or the payment of a debt or liability of the Association, by giving mortgages, charges or securities upon or over all or any of the property of the Association;
- (h) to have authority over the installation and removal of equipment and furnishings of the Association;

- (i) to appoint and employ staff of the Association and to dismiss or suspend staff as required;
- (j) to keep statements of accounts and books showing the financial affairs of the Association and to present audited accounts and balance sheet to the Annual General Meeting of the Association;
- (k) subject to this Constitution, to make additional rules for the proper management of the Association, which rules shall be binding on the National Association, staff and members of the Association;
- (l) to determine, subject to ratification by an Annual General Meeting or a Special General Meeting the annual membership subscription (if required) and to determine charges payable for the use or hire of the facilities of the Association;
- (m) to appoint from among the Association members subcommittees as may be necessary and depute or refer to the subcommittees such of the powers and duties of the Association as the Association may determine. Such sub-committee shall periodically report their proceedings to the Association and shall conduct their business in accordance with the directions of the Association; and
- (n) to do all other such things necessary for the good order and management of the Association.

## **10. Decision making**

Decisions are made at Association meetings or teleconferences. Decisions are made on the basis of a two third majority vote. Decisions made at National Association are binding on States and Territories.

In the event of an issues requiring an immediate decision the National Convenor in consultation with the Deputy Convenor, National Secretary and National Treasurer shall be empowered to make a decision or comment publicly on that issue. The National Convenor shall, as soon as practicable contact the other States and Territories regarding the decision or public statements.

## **11. Office bearers of the Association**

### **THE ROLE OF THE CONVENOR**

The Convenor is the principle spokesperson for the Association in line with its policies and shall:

- \*in consultation with the Deputy Convenor and Secretary, convene meetings of the Association;
- \*in consultation with the Deputy Convenor and Secretary, determine the agenda for the meetings and teleconferences;
- \*have the casting vote if required;
- \*participate in the decisions of the executive of the National Association;
- \*chair meetings of the Council or hand over the chair to another delegate of their choosing; and
- \*accept new items for the agenda at the discretion of the meeting.

When the Convenor is not present the Deputy Convenor shall preside over the meeting.

#### THE ROLE OF THE DEPUTY CONVENOR

The role of the Deputy Convenor of the Association shall:

- \*chair meetings of the Association as required;
- \*act as spokesperson of the Association as required;
- \*participate in the decisions of the executive of the National Association; and
- \*attend meetings and represent National ACCS as required.

#### THE ROLE OF THE SECRETARY

The Secretary of the Association shall:

- \*in consultation with the Convenor, prepare and distribute the agenda for Council meetings and teleconferences;
- \*participate in the decisions of the executive of the National Association;
- \*record minutes of the Council meetings or teleconferences and distribute to each State and Territory branch within one month of a meeting taking place; and
- \*in consultation with the Convenor, receive and act upon all correspondence.

#### THE ROLE OF THE TREASURER

The Treasurer of the Association shall:

- \*ensure that proper accounts and books are maintained;
- \*participate in the decisions of the executive of the National Association;
- \*organise the appointment of an auditor and ensure that an annual audit is conducted;
- \*ensure that staff are employed under appropriate conditions and are paid regularly;
- \*ensure that there are sufficient operational funds to operate the Association;
- \*ensure that accounts are paid in a timely manner;
- \*provide regular financial reports to the members of the Association; and
- \*provide any other financial information as required by the Association.

The Convenor, Deputy Convenor, Secretary and Treasurer can only act in accordance with ACCS Inc. policy and decisions.

## **12. Election of office bearers**

The Association shall elect from its members at the first meeting of a calendar year the following Office Bearers:

- (a) a Convenor who shall be elected for a term of one year. This position shall be elected first;
- (b) a Deputy Convenor who shall be elected for a term of one year. This position shall be elected second;
- (b) a Secretary who shall be elected for a term of one year. This position shall be elected third; and

- (c) a Treasurer who shall be elected for a term of one year. This position shall be elected fourth.

Office bearers of the Association will come from different State or Territory branches where possible. As many states and territories as possible will be represented on the Executive, with a minimum of two.

### **13. Finances and property**

- (a) The income, property and funds of the Association shall be used and applied solely towards the promotion of the objects of the Association, and no part thereof shall be paid or transferred directly or indirectly by way of dividend, bonus *ex gratia* payments or otherwise by way of pecuniary benefit to the members or relatives of members provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officer or staff member of the Association or reasonable or proper rental for premises let by any member of the Association.
- (c) The financial year of the Association shall be from the first day of July to the thirtieth day of June.

### **14. Public Officer**

The elected Public Officer of the Association will act as Public Officer in accordance with the *Associations Incorporation Ordinance 1953-1966* and shall attend to the filing of all necessary documents under the said Ordinance.

### **15. Meetings**

#### **A. GENERAL MEETINGS**

- (a) At the first meeting of the new calendar year the Treasurer shall present an audited financial report to the Association.
- (b) At the first meeting of the new calendar year an election will be held for new office bearers.
- (c) At the first meeting of the new calendar year subscriptions and membership fees (as applicable) shall be ratified.
- (d) At the first meeting of the new calendar year an auditor shall be appointed. A vacancy in the office of auditor during the year shall be filled by an appointment by the Association.
- (e) Conduct such business as may be specified in the Notice of Meeting and any other business brought forward from the floor at the meeting.

#### **B. SPECIAL GENERAL MEETINGS**

A Special General Meeting of the Association shall be held:

- (a) upon resolution to this effect by the Association;
- (b) within 28 days of receipt of a request by any members of the Association made in writing to the Secretary and stating the purpose for which such meeting is called;

- (c) written notice of any Special General Meeting shall be given by the Secretary to all members of the Association not less than 14 days before the date of such meeting and outlining the purpose for which such Special General Meeting is to be called; and
- (d) such Special General Meeting shall consider only those matters outlined in the Notice calling the meeting, other business may be heard only with the consent of three quarters of those present and voting at such Special General Meeting.

## 16. Voting

Voting shall be by a show of hands except that any contested election at an annual general meeting or otherwise shall be by a secret ballot or voice.

## 17. Affiliation

The Association may:

- (a) make an application for affiliation with any such organisations and associations whose objects are consistent with those of the Association and as the Association from time to time thinks fit; and
- (b) elect a representative or representatives of the Association to attend meetings of such organisations and associations and or to attend any general meetings of such organisations and associations.

## 18. Circumstances not provided for

If any circumstances arise as to which this Constitution is silent or incapable of taking effect or being implemented according to its strict provisions, the Association shall have power to determine what action shall best give effect to the object of the Association and to ensure its efficient administration and every act of the Association bona fide resolved upon pursuant to this clause shall be as valid as if specifically authorised herein.

## 19. Dissolution

- (a) The Association shall not be dissolved unless a poll of all financial members be taken and the dissolution be approved by of the members voting. No such poll shall be taken except after one calendar month's notice in writing to all financial members of the intention to take such a poll. A poll shall be taken in such a manner as the Association determines.
- (b) On dissolution, all property of the Association whether real or personal remaining after payment of all debts and legal liabilities, shall be handed over to such registered or exempted charities which have been approved by the Commissioner of Taxation for the purpose of item 63A in the *First Schedule to the Sales Tax (Exemptions and Classifications) Act* as a three quarters majority of the members at a Special General Meeting may decide.

## **20. Alteration to the constitution**

This Constitution may be altered, amended or repealed at any properly constituted Annual General Meeting or Special General Meeting of the Association provided that 14 days notice setting out the proposed alteration, amendment or repeal to the Constitution has been forwarded in writing to all members of the Association.

## **21. Common seal**

- (a) Upon issue of a certificate of incorporation to an association under the preceding section the Association becomes a body corporate with perpetual succession and a Common Seal, and shall be capable of suing and being sued in its corporate name.
- (b) The corporate name of an incorporated association is the name of the Association followed by the word "Incorporated".
- (c) The Common Seal of an incorporated association is of no effect unless the name of the Association is inscribed on the seal in legible characters.
- (d) All courts, judges and persons acting judicially shall take judicial notice of the seal of an incorporated association affixed to a document and shall presume that it was duly fixed