



Children's Rights Alliance

Children's Rights Alliance Inc.

Constitution

Widespread awareness and education of children's rights.

Children's Rights Alliance Inc.

Constitution

Model Rules

1 Interpretation

(1) In these rules—

Act means the *Associations Incorporation Act 1981*.

present—

- (a) at a leadership team meeting, see rule 23(6); or
- (b) at a general meeting, see rule 37(2).

(2) A word or expression that is not defined in these model rules, but is defined in the Act has, if the context permits, the meaning given by the Act.

2 Name

The name of the incorporated association is the Children's Rights Alliance Inc. (in these Rules called "The Association").

3 Objects

The Children's Rights Alliance Inc. is established to be a charity with the purpose of generating widespread awareness and education of children's rights, advocating for children's rights, and promoting the prevention or the control of behaviour that is harmful or abusive to children.

The objects of the association are to—

- Promote and educate communities about children's rights as stated in the United Nations Convention on the Rights of the Child (UNCRC).
- Raise community awareness of the needs, rights and achievements of children.
- Facilitate and increase support of and engagement in Children's Week™.
- Ensure that the public is aware of the Government's obligations under the UNCRC.
- Ensure that breaches of children's rights as stated in the UNCRC are publicised to stimulate public support for action and protect children experiencing vulnerability and disadvantage as a result of not having their rights met.
- Affiliate or associate with organisations or individuals concerned with children's rights and wellbeing.

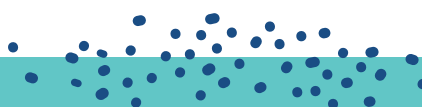
4 Powers

(1) The association has the powers of an individual.

(2) The association may, for example—

- (a) enter into contracts; and
- (b) acquire, hold, deal with and dispose of property; and
- (c) make charges for services and facilities it supplies; and
- (d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The association may also issue secured and unsecured notes, debentures and debenture stock for the association.



5 Classes of members

- (1) The membership of the association consists of ordinary members, and any of the following classes of members:

Executive Membership: This membership comprises the leadership team and individuals appointed by the leadership team to fulfil specific roles that support the operations of the Association.

Alliance Membership: This membership category includes organisations that support, engage, or connect with children, families, and communities. Membership is valid for one year and may be renewed annually for an additional year at the discretion of the leadership team following each General Meeting.

Life Membership: The leadership team may bestow life membership upon any person for outstanding services to the Association or whose contribution to the wellbeing of children has been particularly meritorious.

- (2) The number of members is unlimited.
- (3) Additional categories of membership, if recommended by the leadership team may be created from time to time by the members in a General Meeting.

6 New membership

- (1) An applicant for membership of the association must be proposed by 1 member of the association (the proposer) and seconded by another member (the seconder).
- (2) An application for membership must be—
 - (a) submitted online; and
 - (b) in the form decided by the leadership team.

7 Automatic membership or appointment

- (1) A person who, on the day the association changed its rules, was elected to be on the management committee, must automatically be admitted as an Executive Member of the Association.
- (2) A person elected to a position on the management committee on the day the association changed its rules change will automatically assume the equivalent role on the leadership team when these rules take effect.

8 Membership fees

- (1) The membership fee for each ordinary membership and for each other class of membership (if any)—
 - (a) is the amount decided by the members from time to time at a general meeting; and
 - (b) is payable when, and in the way, the leadership team decides.

9 Admission and rejection of members

- (1) The leadership team must consider an application for membership at the next team meeting held after it receives—
 - (a) the application for membership; and
 - (b) the appropriate membership fee for the application.



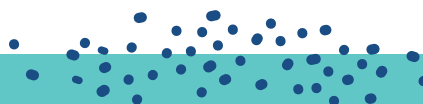
- (2) The leadership team must ensure that, as soon as possible after the person applies to become a member of the association, and before the leadership team considers the persons application, the person is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the association has public liability insurance—the amount of the insurance.
- (3) The leadership team must decide at the meeting whether to accept or reject the application.
- (4) If a majority of the members of the leadership team present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for.
- (5) The president or secretary of the association must, as soon as practicable after the leadership team decides to accept or reject an application, give the applicant a written notice of the decision.

10 When membership ends

- (1) A member may resign from the association by giving a written notice of resignation to the president or secretary.
- (2) The resignation takes effect at—
 - (a) the time the notice is received by the president or secretary; or
 - (b) if a later time is stated in the notice—the later time.
- (3) The leadership team may terminate a member’s membership if the member—
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules;
 - (c) has a member agreement that has expired; or
 - (d) has membership fees in arrears for at least 2 months; or
 - (e) breaches the terms of their membership agreement; or
 - (f) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (4) Before the leadership team terminates a member’s membership, the team must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the leadership team decides to terminate the membership, the president or secretary must give the member a written notice of the decision.

11 Appeal against rejection or termination of membership

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the president or secretary written notice of the persons intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the president or secretary within 1 month after the person receives written notice of the decision.
- (3) If the president or secretary receives a notice of intention to appeal, the president or



secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

12 General meeting to decide appeal

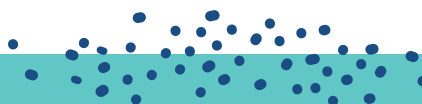
- (1) The general meeting to decide an appeal must be held within 3 months after the president or secretary receives the notice of intention to appeal.
- (2) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
- (3) Also, the leadership team and the members of the committee who rejected the application or terminated the membership must be given a full and fair opportunity to show why the application should be rejected or the membership should be terminated.
- (4) An appeal must be decided by a majority vote of the members present and eligible to vote at the meeting.
- (5) If a person whose application for membership has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the president or secretary must, as soon as practicable, refund the membership fee paid by the person.

13 Register of members

- (1) The leadership team must keep a register of members of the association.
- (2) The register must include the following particulars for each member—
 - (a) the full name of the member;
 - (b) the postal or residential address of the member;
 - (c) the date of admission as a member;
 - (d) the date of death or time of resignation of the member;
 - (e) the expiry date of membership;
 - (f) details about the termination or reinstatement of membership;
 - (g) any other particulars the leadership team or the members at a general meeting decide.
- (3) The register must be open for inspection by members of the association at all reasonable times.
- (4) A member must contact the secretary to arrange an inspection of the register.
- (5) However, the leadership team may, on the application of a member of the association, withhold information about the member (other than the members full name) from the register available for inspection if the leadership team has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

14 Prohibition on use of information on register of members

- (1) A member of the association must not—
 - (a) use information obtained from the register of members of the association to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes; or
 - (b) disclose information obtained from the register to someone else, knowing that the



information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

- (2) Subrule (1) does not apply if the use or disclosure of the information is approved by the association.

15 Appointment or election of secretary

- (1) The secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border, who is—
- (a) a member of the association elected by the association as secretary; or
 - (b) any of the following persons appointed by the leadership team as secretary—
 - (i) a member of the associations leadership team;
 - (ii) another member of the association;
 - (iii) another person.
- (2) If a vacancy happens in the office of secretary, the members of the leadership team must ensure a secretary is appointed or elected for the association within 1 month after the vacancy happens.
- (3) If the leadership team appoints a person mentioned in subrule (1)(b)(ii) as secretary, other than to fill a casual vacancy on the leadership team, the person does not become a member of the leadership team.
- (4) However, if the leadership team appoints a person mentioned in subrule (1)(b)(ii) as secretary to fill a casual vacancy on the leadership team, the person becomes a member of the leadership team.
- (5) If the leadership team appoints a person mentioned in subrule (1)(b)(iii) as secretary, the person does not become a member of the leadership team.
- (6) In this rule— ***casual vacancy***, on the leadership team, means a vacancy that happens when an elected member of the leadership team resigns, dies or otherwise stops holding office.

16 Removal of secretary

- (1) The leadership team of the association may at any time remove a person appointed by the team as the secretary.
- (2) If the leadership team removes a secretary who is a person mentioned in rule 15(1)(b)(i), the person remains a member of the leadership team.
- (3) If the leadership team removes a secretary who is a person mentioned in rule 15(1)(b)(ii) and who has been appointed to a casual vacancy on the leadership team under rule 15(5), the person remains a member of the leadership team.

17 Functions of secretary

The secretary's functions include, but are not limited to—

- (a) calling meetings of the association, including preparing notices of a meeting and of the business to be conducted at the meeting in consultation with the president of the association; and
- (b) keeping minutes of each meeting; and



- (c) keeping copies of all correspondence and other documents relating to the association; and
- (d) maintaining the register of members of the association.

18 Membership of leadership team

- (1) The leadership team of the association consists of a president, vice president, and treasurer.
- (2) A member of the leadership team, other than a secretary appointed by the leadership team under rule 15(1)(b)(iii), must be a member of the association.
- (3) At each annual general meeting of the association, the members of the leadership team must retire from office, but are eligible, on nomination, for re-election.
- (4) A member of the association may be appointed to a casual vacancy on the leadership team under rule 21.

19 Electing the leadership team

- (1) A member of the leadership team may only be elected as follows—
 - (a) any 2 members of the association may nominate another member (the ***candidate***) to serve as a member of the leadership team;
 - (b) the nomination must be—
 - (i) in writing; and
 - (ii) signed by the candidate and include the names of the members who are nominating him or her; and
 - (iii) given to the secretary at least 14 days before the annual general meeting at which the election is to be held;
 - (c) each member of the association present and eligible to vote at the annual general meeting may vote for 1 candidate for each vacant position on the leadership team;
 - (d) if, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- (2) A person may be a candidate only if the person—
 - (a) is an adult; and
 - (b) is not ineligible to be elected as a member under section 61A of the Act.
- (3) A list of the candidates names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 7 days immediately preceding the annual general meeting.
- (4) If required by the leadership team, balloting lists must be prepared containing the names of the candidates in alphabetical order.
- (5) The leadership team must ensure that, before a candidate is elected as a member of the leadership team, the candidate is advised—
 - (a) whether or not the association has public liability insurance; and
 - (b) if the association has public liability insurance—the amount of the insurance.



20 Resignation, removal or vacation of office of leadership team member

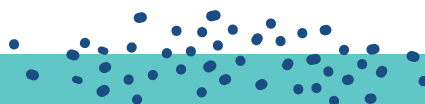
- (1) A member of the leadership team may resign from the team by giving written notice of resignation to the secretary.
- (2) The resignation takes effect at—
 - (a) the time the notice is received by the secretary; or
 - (b) if a later time is stated in the notice—the later time.
- (3) A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member.
- (4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.
- (5) A member has no right of appeal against the members removal from office under this rule.
- (6) A member immediately vacates the office of member in the circumstances mentioned in section 64(2) of the Act.

21 Vacancies on leadership team

- (1) If a casual vacancy happens on the leadership team, the continuing members of the team may appoint another member of the association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the leadership team may act despite a casual vacancy on the leadership team.
- (3) However, if the number of leadership team members is less than the number fixed under rule 24(1) as a quorum of the leadership team, the continuing members may act only to—
 - (a) increase the number of leadership team members to the number required for a quorum; or
 - (b) call a general meeting of the association.

22 Leadership team eligibility criteria

- (1) The following eligibility requirements apply to members nominated for positions or elected to the leadership team:
 - (a) the person is a member, or agrees to become an Executive Member upon election;
 - (b) a person must not be related to other members of the leadership team;
 - (c) the person has not already served for 10 years on the leadership team, unless a year has elapsed since the end of the person's last term of office, in which case the person will once again be eligible;
 - (d) the person is not an employee or contractor of the Association;
 - (e) one year has elapsed since the person has been an employee or contractor of the Association;
 - (f) the person has not been a director of a company that has been involuntarily wound up; and/or the subject of review by a regulator, where such review has resulted in



their removal from the Board;

- (g) the person is of such character that their appointment will ensure the Association continues to be well governed, responsibly managed, and they are able to carry out the duties required to ensure it meets its obligations under the law;
 - (h) the person is not a current member of State or Federal Parliament;
 - (i) the person is not considered to be someone who may pose a risk to the Association's financial position or the pursuit of its charitable work;
 - (j) the person is not prohibited by law from being a director of a company, and during any period in which Association is an ACNC Registered Entity has not been disqualified by the Commissioner;
- (2) If a member becomes ineligible to be an ACNC Responsible Person, the leadership team must notify the ACNC immediately.

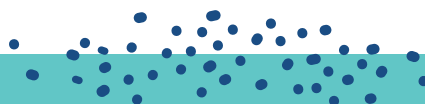
23 Functions of leadership team

- (1) Subject to these rules or a resolution of the members of the association carried at a general meeting, the leadership team has the general control and management of the administration of the affairs, property and funds of the association.
- (2) The leadership team has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulation made under the Act.

Note—

The Act prevails if the associations rules are inconsistent with the Act—see section 1B of the Act.

- (3) The leadership team has the authority to appoint a Chief Executive Officer or contractor, as well as to remove individuals from these positions.
- (4) The leadership team has the authority to appoint Executive Members to positions deemed necessary to support the operations of the Association.
- (5) The leadership team has the power to create, approve (majority vote required) and implement policies for the Association.
- (6) The leadership team may exercise the powers of the association—
 - (a) to borrow, raise or secure the payment of amounts in a way the members of the association decide; and
 - (b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way, including by the issue of debentures (perpetual or otherwise) charged upon the whole or part of the association's property, both present and future; and
 - (c) to purchase, redeem or pay off any securities issued; and
 - (d) to borrow amounts from members and pay interest on the amounts borrowed; and
 - (e) to mortgage or charge the whole or part of its property; and
 - (f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association; and



- (g) to provide and pay off any securities issued; and
 - (h) to invest in a way the members of the association may from time to time decide.
- (7) For subrule (3)(d), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by—
- (a) the financial institution for the association; or
 - (b) if there is more than 1 financial institution for the association—the financial institution nominated by the leadership team.

24 Meetings of leadership team

- (1) Subject to this rule, the leadership team may meet and conduct its proceedings as it considers appropriate.
- (2) The leadership team must meet at least once every 4 months to exercise its functions.
- (3) The leadership team must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the leadership team.
- (5) The leadership team may hold meetings or permit a committee member to take part in its meetings, by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (6) A team member who participates in the meeting as mentioned in subrule (5) is taken to be present at the meeting.
- (7) A question arising at a leadership team meeting is to be decided by a majority vote of members of the team present at the meeting and, if the votes are equal, the question is decided in the negative.
- (8) A member of the leadership team must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract and, if the member does vote, the members vote must not be counted.
- (9) The president is to preside as chairperson at a leadership team meeting.
- (10) If there is no president or if the president is not present within 10 minutes after the time fixed for a leadership team meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

25 Quorum for, and adjournment of, a leadership team meeting

- (1) At a leadership team meeting, more than 50% of the members elected to the team as at the close of the last general meeting of the members form a quorum.
- (2) If there is no quorum within 30 minutes after the time fixed for a leadership team meeting called on the request of members of the team, the meeting lapses.
- (3) If there is no quorum within 30 minutes after the time fixed for a leadership team meeting called other than on the request of the members of the team—
 - (a) the meeting is to be adjourned for at least 1 day; and
 - (b) the members of the leadership team who are present are to decide the day, time and place of the adjourned meeting.
- (4) If, at an adjourned meeting mentioned in subrule (3), there is no quorum within 30 minutes after the time fixed for the meeting, the meeting lapses.



26 Special meeting of leadership team

- (1) If the secretary receives a written request signed by at least 50% of the members of the leadership team, the secretary must call a special meeting of the team by giving each member of the team notice of the meeting within 14 days after the secretary receives the request.
- (2) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.
- (3) A request for a special meeting must state—
 - (a) why the special meeting is called; and
 - (b) the business to be conducted at the meeting.
- (4) A notice of a special meeting must state—
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- (5) A special meeting of the leadership team must be held within 14 days after notice of the meeting is given to the members of the leadership team.

27 Minutes of leadership team meetings

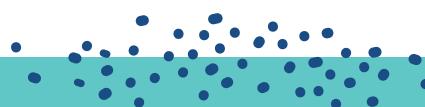
- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each leadership team meeting are recorded.
- (2) To ensure the accuracy of the minutes, the minutes of each leadership team meeting must be signed by the chairperson of the meeting, or the chairperson of the next leadership team meeting, verifying their accuracy.

28 Appointment of subcommittees

- (1) The leadership team may appoint a subcommittee consisting of members of the association considered appropriate by the team to help with the conduct of the association's operations.
- (2) A member of the subcommittee who is not a member of the leadership team is not entitled to vote at a leadership team meeting.
- (3) A subcommittee may elect a chairperson of its meetings.
- (4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
- (5) A subcommittee may meet and adjourn as it considers appropriate.
- (6) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

29 Acts not affected by defects or disqualifications

- (1) An act performed by the leadership team, a subcommittee or a person acting as a member of the leadership team is taken to have been validly performed.
- (2) Subrule (1) applies even if the act was performed when—
 - (a) there was a defect in the appointment of a member of the leadership team,



- subcommittee or person acting as a member of the leadership team; or
- (b) a leadership team member, subcommittee member or person acting as a member of the leadership team was disqualified from being a member.

30 Resolutions of leadership team without meeting

- (1) A written resolution agreed in writing by each member of the leadership team is as valid and effectual as if it had been passed at a committee meeting that was properly called and held.
- (2) A resolution mentioned in subrule (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

31 Annual general meetings

Each annual general meeting must be held—

- (a) at least once each year; and
- (b) within 6 months after the end date of the association's reportable financial year.

32 Business to be conducted at annual general meeting of level 1 incorporated associations and particular level 2 and 3 incorporated associations

- (1) This rule applies only if the association is—
 - (a) level 1 incorporated association; or
 - (b) level 2 incorporated association to which section 59 of the Act applies; or
 - (c) level 3 incorporated association to which section 59 of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and audit report, for the last reportable financial year;
 - (b) presenting the financial statement and audit report to the meeting for adoption;
 - (c) electing members of the leadership team;
 - (d) for a level 1 incorporated association—appointing an auditor or an accountant for the present financial year;
 - (e) for a level 2 incorporated association, or a level 3 incorporated association, to which section 59 of the Act applies—appointing an auditor, an accountant or an approved person for the present financial year.

33 Business to be conducted at annual general meeting of other level 2 incorporated associations

- (1) This rule applies only if the association is a level 2 incorporated association to which section 59A of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;



- (c) electing members of the leadership team;
- (d) appointing an auditor, an accountant or an approved person for the present financial year.

34 Business to be conducted at annual general meeting of other level 3 incorporated associations

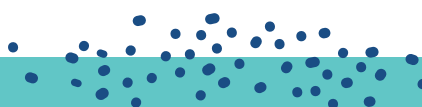
- (1) This rule applies only if the association is a level 3 incorporated association to which section 59B of the Act applies.
- (2) The following business must be conducted at each annual general meeting of the association—
 - (a) receiving the association's financial statement, and signed statement, for the last reportable financial year;
 - (b) presenting the financial statement and signed statement to the meeting for adoption;
 - (c) electing members of the leadership team.

35 Notice of general meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each member of the association.
- (3) If the secretary is unable or unwilling to call the meeting, the president must call the meeting.
- (4) The leadership team may decide the way in which the notice must be given.
- (5) However, notice of the following meetings must be given in writing—
 - (a) a meeting called to hear and decide the appeal of a person against the leadership team's decision—
 - (i) to reject the person's application for membership of the association; or
 - (ii) to terminate the person's membership of the association;
 - (b) a meeting called to hear and decide a proposed special resolution of the association.
- (6) A notice of a general meeting must state the business to be conducted at the meeting.

36 Quorum for, and adjournment of, general meeting

- (1) The quorum for a general meeting is at least the number of members elected or appointed to the leadership team at the close of the association's last general meeting plus 1.
- (2) However, if all members of the association are members of the leadership team, the quorum is the total number of members less 1.
- (3) No business may be conducted at a general meeting unless there is a quorum of members when the meeting proceeds to business.
- (4) If there is no quorum within 30 minutes after the time fixed for a general meeting called on the request of members of the leadership team or the association, the meeting lapses.



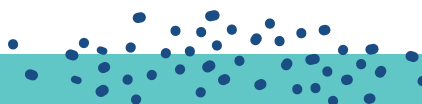
- (5) If there is no quorum within 30 minutes after the time fixed for a general meeting called other than on the request of members of the leadership team or the association—
 - (a) the meeting is to be adjourned for at least 7 days; and
 - (b) the leadership team is to decide the day, time and place of the adjourned meeting.
- (6) The chairperson may, with the consent of any meeting at which there is a quorum, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (7) If a meeting is adjourned under subrule (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (8) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

37 Procedure at general meeting

- (1) A member may take part and vote in a general meeting in person, by proxy, by attorney or by using any technology that reasonably allows the member to hear and take part in discussions as they happen.
- (2) A member who participates in a meeting as mentioned in subrule (1) is taken to be present at the meeting.
- (3) At each general meeting—
 - (a) the president is to preside as chairperson; and
 - (b) if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the members present must elect 1 of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way.

38 Voting at general meeting

- (1) At a general meeting, each question, matter or resolution, other than a special resolution, must be decided by a majority of votes of the members present.
- (2) Each member present and eligible to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote.
- (3) A member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting.
- (4) The method of voting is to be decided by the leadership team.
- (5) However, if at least 20% of the members present demand a secret ballot, voting must be by secret ballot.
- (6) If a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides.
- (7) The result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held.



39 Special general meeting

- (1) The secretary must call a special general meeting by giving each member of the association notice of the meeting within 14 days after—
 - (a) being directed to call the meeting by the leadership team; or
 - (b) being given a written request signed by—
 - (i) at least 50% of the number of members of the leadership team when the request is signed; or
 - (ii) at least the number of ordinary members of the association equal to double the number of members of the association on the leadership team when the request is signed plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the leadership team—
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subrule (1)(b) must state—
 - (a) why the special general meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (3) A special general meeting must be held within 3 months after the secretary—
 - (a) is directed to call the meeting by the leadership team; or
 - (b) is given the written request mentioned in subrule (1)(b); or
 - (c) is given the written notice of an intention to appeal mentioned in subrule (1)(c).
- (4) If the secretary is unable or unwilling to call the special meeting, the president must call the meeting.

40 Proxies

- (1) An instrument appointing a proxy must be in writing and be in the following or similar form—

[Name of association]:
I, _____ of _____, being
a member of the association, appoint _____ of
_____ as my proxy to vote for me on my behalf at the
(annual) general meeting of the association, to be held on
_____ the _____ day
_____ of _____ 20__
and at any adjournment of the meeting.

Signed this _____ day of _____ 20__.
Signature _____
- (2) The instrument appointing a proxy must—
 - (a) if the appointor is an individual—be signed by the appointor or the appointor's attorney properly authorised in writing; or
 - (b) if the appointor is a corporation—



- (i) be under seal; or
 - (ii) be signed by a properly authorised officer or attorney of the corporation.
- (3) A proxy may be a member of the association or another person.
 - (4) The instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot.
 - (5) Each instrument appointing a proxy must be given to the secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote.
 - (6) Unless otherwise instructed by the appointor, the proxy may vote as the proxy considers appropriate.
 - (7) If a member wants a proxy to vote for or against a resolution, the instrument appointing the proxy must be in the following or similar form—

[Name of association]:
 I, _____ of _____,
 being a member of the association, appoint
 _____ of _____
 as my proxy to vote for me on my behalf at the (annual) general
 meeting of the _____ association, to be
 _____ held _____
 on _____ the _____ day
 _____ of _____ 20____ and at any
 adjournment of the meeting. Signed this _____ day of
 _____ 20____.
 Signature _____
 This form is to be used *in favour of/*against [*strike out whichever is not
 wanted*] the following resolutions—
 [List relevant resolutions]

41 Minutes of general meetings

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- (2) To ensure the accuracy of the minutes—
 - (a) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
 - (b) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- (3) If asked by a member of the association, the secretary must, within 28 days after the request is made—
 - (a) make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (b) give the member copies of the minutes of the meeting.
- (4) The association may require the member to pay the reasonable costs of providing



copies of the minutes.

42 By-laws

- (1) The leadership team may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

43 Alteration of rules

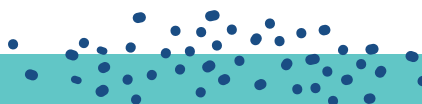
- (1) Subject to the Act, these rules may be amended, repealed, or added to by a special resolution carried at a general meeting.
- (2) However, an amendment, repeal or addition is valid only if it is registered by the chief executive.

44 Common seal

- (1) The leadership team must ensure the association has a common seal.
- (2) The common seal must be—
 - (a) kept securely by the leadership team; and
 - (b) used only under the authority of the leadership team.
- (3) Each instrument to which the seal is attached must be signed by a member of the leadership team and countersigned by—
 - (a) the secretary; or
 - (b) another member of the leadership team; or
 - (c) someone authorised by the leadership team.

45 Funds and accounts

- (1) The funds of the association must be kept in accounts in the name of the association in a financial institution decided by the leadership team.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$100 or more must be made by cheque, card or electronic funds transfer.
- (5) If a payment of \$100 or more is made by cheque, card, or electronic funds transfer, this must be approved by any 2 of the following—
 - (a) the president;
 - (b) the vice president;
 - (c) the secretary;
 - (d) the treasurer;
 - (e) any 1 of 3 other members of the association who have been authorised by the leadership team to sign on behalf of the association.
- (6) However, 1 of the persons who approves the cheque, card or electronic transfer must be the president, vice president, secretary or treasurer.



- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'. (8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (8) All income and expenditure must be recorded using a reliable accounting platform accessed by at least two leadership team members and an auditor.
- (9) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- (10) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.

46 General financial matters

- (1) On behalf of the leadership team, the treasurer must, as soon as practicable after the end date of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- (2) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

47 Documents

The leadership team must ensure the safe custody of books, documents, instruments of title and securities of the association.

48 Financial year

The end date of the association's financial year is 31 December each year.

49 Distribution of surplus assets to another entity

- (1) This rule applies if the association—
 - (a) is wound-up under part 10 of the Act; and
 - (b) has surplus assets.
- (2) The surplus assets must not be distributed among the members of the association.
- (3) The surplus assets must be given to another entity—
 - (a) having objects similar to the association's objects; and
 - (b) the rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this rule— surplus assets see section 92(3) of the Act.
- (5) If the organisation 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.
 - (c) money received by the organisation because of such gifts and contributions.

