



1.02a Constitution

The name of the association is **COMMUNITY LINKS WOLLONDILLY** Incorporated (referred to in these rules as "The Association".)

1. VISION STATEMENT

The Service works within the region to build stronger, healthier and safer communities and families.

2. OBJECTIVES

- 21 To work within a social justice framework to promote and advocate for social justice and equity and be committed to addressing social disadvantage and injustice.
- 22 To operate according to principles that value and respect the diversity within the Wollondilly, Camden, Campbelltown and Wingecarribee communities and acknowledge the physical, social and emotional environment of these communities and the rights of individuals to participate and be heard.
- 23 To support and assist families, young people, individuals and the community using a range of best practice, referral strategies and reflective feedback and evaluation to meet their needs with diligence and commitment.
- 24 To be non-discriminatory on the basis of individual or group gender, race, age ethnicity, political or religious beliefs, disability, sexual preference, social or health status.
- 25 To be dependable, accountable and transparent, efficient and effective and to operate within the boundaries of financial and other resources to enable to delivery of quality services.
- 26 To foster the integrity and autonomy of clients by prioritising self-determination and development of life management skills, self-esteem and social and parenting skills.
- 27 To promote community capacity in the region by providing a focus for people to come together for collaborative action, facilitating community consultation and planning on issues of common concern.
- 28 To ensure the flexibility of programs to meet the changing needs of the community by seeking feedback, conducting regular reviews and evaluation in order to maintain the relevance of service delivery.
- 29 To establish links with key agencies, peak bodies, stakeholders, authorities and communities to advocate for resources, services, infrastructure and policy change that address needs and concerns and develops the social capacity of the community.

- 210 To work in a way that facilitates staff, community members and other agencies and stakeholders as partners in all ventures of the organisation.
- 211 Community Links Wollondilly is a Public Benevolent Institution for the relief of poverty and unemployment.

3. MEMBERSHIP

- 31 The members of the Association will be the members immediately prior to incorporation together with other people as the Committee admits to membership.
- 32 Membership is open to all individuals who reside in the Wollondilly, Camden, Campbelltown and Wingecarribee Local Government Areas, who accept the objects and rules of the Association.
- 33 Individuals wishing to become members of the Association must apply in writing to the Committee for membership by completing membership application.
- 34 The Committee may determine whether or not to accept an application for membership. The Committee is not required to supply reasons for accepting or rejecting an application for membership.
- 35 Members must pay such fees as are determined by the Association at an Annual General Meeting.
- 36 A register of members must be kept by the Association showing name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership must also be contained in the register.
- 37 Membership will cease upon resignation, expulsion, or failure to pay outstanding membership fees within two (2) months of the due date.
- 38 Membership fees will fall due at the first management committee meeting in July. The financial year of the Association will run from July 1 to June 30 or such other period as is determined by the Committee.
- 39 The assets and income of the Association shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

4. MEMBER'S LIABILITY

The members of the Association will have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association except to the amount of any unpaid membership fees. Association liability must be maintained by the organisation.

5. MANAGEMENT BY COMMITTEE

- 5.1 The Association will have its affairs controlled and managed by the office bearers and other members known as the Committee. The Committee must act in accordance with any resolution passed by a general meeting of the Association.
- 5.2 The office bearers will be a Chair, Vice Chair, Secretary and Treasurer. There may be up to eight other members of the Committee.
- 5.3 The office bearers and other members of the Committee must be elected at each Annual General Meeting. Any casual vacancy occurring in the committee may be filled by a member appointed by the Committee.
- 5.4 Spouses, partners, defacto and immediate family members of paid staff are not eligible for election to the Committee. Any former paid staff member wishing to nominate for the Committee cannot nominate until three months after the last day of work with the organisation.
- 5.5 Each member of the Committee will hold office from the date of their election or appointment until the next Annual General Meeting.
- 5.6 Retiring committee members are eligible for re-election however no one person can hold two committee positions at once.
- 5.7 The Committee must meet as often as necessary to conduct the business of the Association, which will be not less than 10 times in each calendar year.
- 5.8 The quorum necessary for the Committee to transact the business of the meeting will be half the number of committee members.
- 5.9 Notice of Committee meetings must be given at the previous Committee meeting or by such other means as the Committee may decide upon.
- 5.10 A member of the Committee will cease to hold office upon resignation in writing; removal as a member of the Association because they are no longer financial; or absence from three successive Committee meetings without approval by the Committee.
- 5.11 The Committee may function validly provided its number is not reduced below the quorum. Should committee numbers fall below the quorum, decisions on essential items can be made providing there are two Executive members present. Any decisions made in this way are to be e-mailed to management

committee members who will have five working days to respond. If there is no response, it is assumed to be agreement. All non-essential items are to be carried over to the next meeting of the committee.

- 5.12 Questions arising at any meeting of the Committee will be decided by the majority of votes of those present. In case of an equality of votes, the person appointed to chair the meeting will have a second or casting vote.
- 5.13 If within half an hour of the time appointed for a Committee meeting there is no quorum, as long as there are two Executive members present, decisions on essential items that cannot wait until the next meeting can be made. Those decisions are to be e-mailed to committee members who will have 5 working days to respond. If there is no response, it is assumed to be an agreement. All non-essential items are to be carried over to the next meeting.
- 5.14 Additional meetings of the Committee may be convened by the Chair or any two executive members of the Committee, which have the authority to transact any urgent decision that will be ratified at the next meeting.

6. DISCIPLINING OF MEMBERS

- 6.1 Where the majority of the Committee is of the opinion that a member of the Association has
- a) Persistently refused or neglected to comply with a provision or provisions of these rules;
 - b) Persistently and wilfully acted in a manner prejudicial to the interests of the Association.

The Committee may, by resolution,

- a) Expel the member from the Association or
 - b) Suspend the member from membership of the Association for a specified period
- 6.2 Where the Committee passes a resolution under clause 7.1 the Secretary shall, as soon as it is practicable, cause a notice in writing to be served on the member
- a) Setting out the resolution of the Committee and the grounds, on which it is based, the procedure of the meeting and the rights of appeal;
 - b) Stating that the member may address the Committee at a meeting to be held not earlier than 14 days and no later than 28 days after service of the notice;
 - c) Stating the date, place and time of that meeting;
 - d) Informing the member that the member may do any of the following:
 - i) Attend and speak at the meeting
 - ii) Attend with a support person of their choice. Both persons have the right to speak at the meeting
 - iii) Submit the Committee at/or prior to the date of that meeting written representations relating to the resolution
- 6.3 At a meeting of the Committee held as referred to in clause 7.2 (b), the Committee shall-

- a) Discuss no business other than the question of the resolution;
 - b) Give to the member and their support person an opportunity to make oral representations;
 - c) Give the member the option to participate in all discussion until the secret ballot is called;
 - d) Give due consideration to any written representations submitted to the Committee by the member at/or prior to the meeting;
 - e) The members present shall vote by secret ballot on the question of whether the resolution will be confirmed or revoked.
- 64 Where the Committee confirms a resolution under clause 7.3, the member shall have a choice of being informed immediately after the meeting, verbally or in writing within fourteen days. The member will be informed of their right to appeal.
- 65 **Right of Appeal of Disciplined Members**
- a) A member may appeal to the Association in a general meeting against a resolution of the Committee, which is confirmed under the clause 7.4. Within fourteen days after the notice of the resolution served on the member, by lodging with the Secretary a notice to that effect.
 - b) Upon receipt of notice from a member under clause 7.4, the Secretary shall notify the Committee, which shall convene a general meeting of the Association to be held within fourteen days after the date on which the Secretary received the notice.
 - c) At a general meeting of the Association convened under clause 7.5 no business other than the question of the appeal shall be transacted.
 - i) The Committee, the member and the support person shall be given the opportunity to state their respective cases orally or in writing, or both; and
 - ii) The members present shall vote by secret ballot on the question of whether the resolution shall be confirmed or revoked.
 - d) If at the general meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

7. DISPUTES BETWEEN MEMBERS

- 7.1 In the event of a dispute arising between members (in their capacity as members), or between a member and the Association, or a member and the Committee, the following procedure will apply.
- 7.2 Each side of the dispute must nominate a representative who is not directly involved in the dispute by negotiation.
- 7.3 Should the nominated representatives be unable to resolve the dispute within 14 days (or such other period as they may agree upon), the dispute must be referred to a person mutually agreed upon for mediation.
- 7.4 If the dispute is not resolved by the above procedures, it may be referred to a Community Justice Centre for mediation in accordance with the Community

Justice Centres Act 1983.

8. SUB-COMMITTEES

- 81 The Management Committee may appoint, as it deems necessary, in writing, one or more sub-committees to perform delegated duties.
- 82 Membership of the sub-committees shall be such members of the Association as the Committee thinks fit. Individuals who are not members of the Association may be invited to participate on a subcommittee or may be invited to be a visitor on a subcommittee.
- 83 The Management Committee shall determine the terms of reference for each sub-committee, which will be in writing.
- 84 Each subcommittee will have as its membership at least one member of the Management Committee.
- 85 Each subcommittee will provide regular written reports to the Management Committee at intervals as negotiated between the Management Committee and the subcommittee and documented in the subcommittee terms of reference.
- 86 Any act or thing done or suffered by a sub-committee performing its delegated functions has the same effect as it would have had if it had it been done by the management committee.

9. SPECIAL GENERAL MEETINGS

- 91 An annual general meeting of the Association must be held each year within three months from the end of the financial year of the Association (and shall be held within such period as is required by the regulations under the Charitable Collections Act).
- 92 The Committee may, whenever it thinks fit, convene a general meeting of the Association. A special general meeting must be convened by the Committee within three months of receiving a written request to do so from at least five percent of the membership of the Association.
- 93 At least 14 days' notice of all general meetings and notices of motion must be given to members. In the case of general meetings where a special resolution is to be proposed, notice of the resolution must be given to members at least 14 days before the meeting.
- 94 In the case of the Annual General Meeting the following business must be transacted:
 - a) Confirmation of the minutes of the last Annual General Meeting and any recent special general meeting.

- b) Receipt of the Committee's report upon the activities of the Association in the last financial year.
 - c) Election of office bearers and other members of the Committee.
 - d) Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last financial year of the Association's income and expenditure, assets and liabilities, mortgages, charges and other securities, trust properties.
- 95 The quorum for an Annual General Meeting is five members present in person. If within half an hour of the time appointed for a general meeting a quorum is not present, the meeting will be dissolved.
- 96 Voting at Annual General Meetings will be by a show of hands unless a secret ballot is demanded. Decisions will be made by a simple majority vote except for those matters, which must be decided by special resolution where a quorum of five members is required.
- 97 All votes must be given personally, as there will be no voting by proxy.
- 98 In the case of an equality of votes, the person appointed to chair the general meeting will have a second or casting vote.
- 99 Nominations of candidates for election as office bearers or other committee members must be made in writing seven (7) days before the Annual General Meeting.
- 9.10 Written notice of all general meetings must be given to members.
- 9.11 Members who have items of business they wish considered at an Annual General Meeting may give 14 days' written notice of such business to the Secretary. The Secretary must include that business in the next notice calling a general meeting.

10. OFFICE BEARERS

- 10.1 The Chair, or if absent the Vice Chair, will act as Chairperson at each general meeting and committee meeting of the Association.
- 10.2 If the Chair and Vice Chair are absent from a meeting or unwilling to act, the members present at the meeting may elect one of their number to act as Chair.
- 10.3 The Secretary must ensure that records of the business of the Association including the rules, register of members, minutes of all general and committee meetings and a file of correspondence are kept. These records must be available for inspection by any member, (taking into consideration the Privacy Act, NSW 1998) and must be held at the office of the Association.

- 104 The Treasurer must oversee the Associations accounting systems and internal controls so as to ensure that all money received by the Association is paid into approved accounts in the Association's name.
- 105 The Treasurer must oversee the Associations accounting systems and internal controls so as to ensure that correct books and accounts are kept showing the financial affairs of the Association. These records must be available for inspection by any member and must be held in the office of the Association.
- 106 The office of a member of the Committee shall become vacant if:
- i) The member holds an office of profit in the Association
 - ii) The member is directly or indirectly interested in any contract or proposed contract with the Association.
 - iii) The member holding the position resigns.

11. SPECIAL RESOLUTIONS

- 11.1 A special resolution must be passed by a general meeting of the Association to effect the following changes:
- a) A change of the Association's name;
 - b) A change of the Association's objects and/or rules;
 - c) An amalgamation with another incorporated Association;
 - d) To voluntarily wind up the Association and distribute its property; or
 - e) To apply for registration as a company or a co-operative.
- 11.2 A special resolution may be passed in the following manner:
- a) A notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
 - b) The notice must give details of the proposed special resolution and give at least 14 days' notice of the meeting.
 - c) A quorum must be present at the meeting, and
 - d) A least five members must be in favour of the resolution.
 - e) No proxy votes.
- 11.3 In situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Office of Fair Trading for permission to pass the resolution in some other way.

12. PUBLIC OFFICER

- 121 The Committee must ensure that a person is appointed as Public Officer.
- 122 The first Public Officer will be the person who completed the application for incorporation of the Association.
- 123 The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.

- 124 The Public Officer will be deemed to have vacated their position in the following circumstances:
- a) Death
 - b) Resignation
 - c) Removal by the Committee or at a general meeting
 - d) Bankruptcy or financial insolvency
 - e) Mental illness or incapacity or
 - f) Residency outside New South Wales.
 - g) Incarceration by Department of Corrections
- 125 When a vacancy occurs in the position of Public Officer, the Committee must within 14 days notify the Office of Fair Trading by submitting the prescribed form and appoint a new Public Officer.
- 126 The Public Officer is required to notify the Office of Fair Trading on the prescribed form in the following circumstances:
- a) Appointment (within 14 days)
 - b) A change of residential address (within 14 days)
 - c) A change in the Association's objects or rules (within one month)
 - d) A change in the Association's financial affairs (within one month after the Annual General Meeting)
 - e) A change of the Association's name (within one month)
- 127 The Public Officer may be an office bearer, committee member, staff member or any other person regarded as suitable for the position by the Committee.
- 128 The Public Officer must keep a register of members of the Committee which must:-
- a) Contain the name and residential address of each committee member and the date on which they became a member of the committee;
 - b) Be updated within one month of any change taking place; and
 - c) Be made available for inspection by any person, with permission of the member whose details are requested and in consideration of privacy legislation, at all reasonable hours and free of charge.

13. MISCELLANEOUS

- 131 The Association must effect and maintain insurance as recommended under the Associations Incorporation Act together with any other insurance, which may be required by law or regarded as necessary by the Association.
- 132 The funds of the Association may be derived from the fees of members, donations, grants and such other sources approved by the Association.
- 133 The common seal of the Association must be kept in the custody of the Administration office and may only be affixed to a document with the approval of the Committee. The stamping of the common seal must be witnessed by the

signatures of two members of the committee.

- 134 In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for profit or gain of its individual members.
- 135 Service of documents on the Association is affected by serving them on the Public Officer or by serving them personally on two members of the Committee.
- 136 Notices sent by post will be deemed to have been received two days after the date of posting.
- 137 The income and property of the Association must be used only for promotion of the objects of the Association and must not be paid or transferred to members by way of dividend, bonus or profit.
- 138 A member of the Committee shall not be appointed to any salaried office of The Association or any office of the Association paid by fees, and no remuneration or other benefit in money, or money's worth shall be given by the Association to any member of the committee except:
- a) Repayment of out-of-pocket expenses
 - b) Interest at a rate not exceeding interest at a rate for the time being which would be charged by the Association's bankers, for money lent to the Association
 - c) Reasonable and proper rent for premises let to the Association
- 139 The Association will accept any rule the relevant Minister makes to ensure that gifts made to public funds will only be used for the promotion of the prevention or the control of behaviour that is harmful or abusive to human beings.

14. FINANCIAL ACCOUNTS

- 14.1 All payment requests must have delegated approval before payment. Cash payments can be made, though a petty cash system, for individual approved payments that do not exceed \$50. All payments in excess of \$50 are to be made by direct debit, EFT or cheque
- 14.2 Receipts for all moneys received shall be issued promptly
- 14.3 Payment must be made through a petty cash system or by cheque signed by two signatories authorised by the committee or electronic payment
- 14.4 The Association shall appoint an auditor or auditors

15. ALTERATION OF THE RULES

A proposed alteration of the rules or objects of the Association shall be notified to the Minister administering the Charitable Collections Act 1934 in the manner required by the regulations under that Act

16. COMPLIANCE WITH THE CHARITABLE COLLECTIONS ACT

The Association shall comply with such of the provisions of the Charitable Collections Act 1934 and the regulations there under as are applicable to it

17. ESTABLISHMENT AND OPERATION OF A GIFT FUND**17.1 Maintaining a Gift Fund**

- a) The Association will maintain for the principal purpose of the Association a fund (Gift Fund):
 - i) To which gifts of money or property for that purpose are to be made:
 - ii) To which any money received by the Trust because of those gifts is to be credited:
 - iii) That does not receive any other money or property
- b) Certain kinds of money and property will not go the Gift Fund. This includes:
 - i) Income from sponsorship
 - ii) Income from commercial activities, and
 - iii) Proceeds from raffles, auctions or fundraising activities

17.2 Limits on Use of Gift Fund

- a) The Association will use the following only for the principal purpose of the Association:
 - i) Gifts made to the Gift Fund
 - ii) Any money received because of those gifts

17.3 Winding up

- a) At the first occurrence of:
 - i) The winding up of the Gift Fund; or
 - ii) The Association ceasing to be a Deductible Gift Recipient as defined in the ITAA97
- b) Any surplus assets of the Gift Fund will be transferred to one or more Deductible Gift Recipients as approved by the Australian Taxation Office under the ITAA97 as the Association decides

17.4 The Association will maintain a separate bank account for the Gift Fund

The rules of Community Links Wollondilly Inc. contained herein are in accordance with Section 11, and contain those matters specified in Schedule I, of the Associations Incorporation Act 1984