

RULES OF

WOLLONGONG EMERGENCY FAMILY HOUSING
Incorporated under the
Associations Incorporation Act, 1984

LODGED WITH THE COMMISSION ON 25/11/2003

MEMBERSHIP QUALIFICATIONS

1. Subject to these rules the membership of the association shall comprise the members of the unincorporated association known as WOLLONGONG EMERGENCY FAMILY HOUSING MANAGEMENT COMMITTEE immediately prior to incorporation together with such other individuals as the committee of the association admits to membership.
2. Membership is open to any individual, including an employee of the association, who accepts the objects and rules of the association and who is approved for membership by the committee.

APPLICATIONS FOR MEMBERSHIP

3. Applications for membership shall be made in writing, signed by the applicant and lodged with the secretary. Applications shall be made in the form the committee from time to time prescribes. Applications shall be accompanied by the sum payable under these rules as the annual subscription.

4. The committee shall determine whether or not to approve each application for membership and shall assign reasons when rejecting an application. Application for membership shall be dealt with in the following manner.

(a) as soon as practicable after receiving an application for membership, the secretary shall refer the application to the committee which shall determine whether to approve or reject the application.

(b) where the committee determines to reject an application for membership the secretary shall as soon as practical afterwards notify the applicant accordingly and return any sum of money lodged by such applicant as annual subscription.

(c) where the committee determines to approve an application for membership the public officer shall enter the applicants' name in the register of members and upon the name being so entered the applicant becomes a member of the association.

CESSATION OF MEMBERSHIP

5. Membership of the association shall cease when a member:

(a) dies

(b) resigns that membership as provided in these rules; or

(c) is expelled from the association.

6. Where a member ceases to hold membership the public officer shall make an appropriate entry in the register of members recording the date on which membership ceased.

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

7. A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of the persons membership.

RESIGNATION OF MEMBERSHIP

8. A member may resign from membership by giving written notice of at least one month (or such other period as the committee may determine) of resignation to the association. On the expiration of the period of notice the member ceases to be a member of the association. The public officer will make an appropriate entry in the register of members recording the date on which the membership ceased.

REGISTER OF MEMBERS

9. The public officer of the association shall establish and maintain a register of members of the association specifying the name and address of each member together with the dated on which membership commenced and, if applicable, ceased. The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

ANNUAL SUBSCRIPTION

10. A member of the association shall pay to the association an annual subscription of \$2.00 or such other amount as may be determined by the committee as the annual subscription. The annual subscription shall be paid initially with the application for membership and thereafter shall be paid prior to the annual general meeting each year.

DISCIPLINING OF MEMBERS

11. A member may be censured, suspended or expelled from the association by resolution of the committee. Written notice of any such proposed motion shall be forwarded to the member concerned at least twenty one (21) days before the date of the meeting at which the motion is to be considered. The member shall be given the opportunity of being heard at the meeting or of making a written submission to the meeting (at the member's discretion). The committee shall vote on the motion by secret ballot.

When a motion to discipline a member is passed by the committee of the association the association shall inform the member of the resolution by notice in writing within seven (7) days.

There shall be no appeal from the association's action of disciplining members in accordance with this rule.

MEMBERS LIABILITY

12. The members of the association shall 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.

GENERAL MEETINGS

13. The association shall hold its first annual general meeting within eighteen months of incorporation.

14. Following the first annual general meeting the association shall at least once in each calendar year and within six months from the end of the financial year of the association, hold an annual general meeting.

15. Clauses 11 and 12 are subject to any extension or permission granted by the Corporate Affairs Commission under section 26 (3) of the Associations Incorporation Act. 1984.

16. Special general meetings of the association shall be convened by the committee:

- (a) at the written request to the secretary of three (3) members of the committee; or
- (b) at the written request to the secretary of at least 5 members of the association; or
- (c) at any other time at the discretion of the committee.

17. A requisition of members or committee members under Rule 14 (a) & (b) for a special general meeting shall;

- (a) be lodged with the secretary;
- (b) state the purpose of the meeting; and
- (c) be signed by the members making the request.

18. If the committee fails to convene a special general meeting at the request of three (3) committee members or 5 members within one month of receipt by the secretary of a requisition then any one or more of the members who made the requisition may convene a special general meeting.

19. All general meetings of the association shall be open to the public except where the chairperson with the subsequent permission of the majority of the members present declares the meeting closed to the public.

NOTICE OF MEETINGS

20. At least fourteen (14) days written notice of an annual general meeting and of a special general meeting shall be given to members. In the case of a meeting where a special resolution is to be proposed written notice of the meeting shall be given at least twenty one (21) days before the meeting.

PROCEEDINGS AT MEETINGS

21. Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of the general meeting. If within half an hour of the appointed time of commencement a quorum is not present the meeting will be adjourned to an appointed time one week hence.

If at the adjourned meeting a quorum is not present within half an hour, the members present (being at least three) will constitute a quorum.

22. Each member present in person shall have one vote. There shall be no proxy voting.

23. Subject to these rules motions shall be decided by a simple majority of votes. In the case of an equality of votes the chairperson shall not have a casting vote and the status quo shall be maintained.

24. Subject to these rules voting shall be by show of hands unless a poll is demanded either by the chairperson or by not less than three members. Subject to these rules voting shall be by secret ballot if the chairperson or any three members present in person shall so demand.

25. The first item of business at general meetings shall be the election of a chairperson. The President, if present within fifteen minutes of the meeting time, and if not then a committee member, shall preside over the election of a chairperson for the meeting.

26. An employee of the association shall not act as chairperson at meetings of the association, its management committee or sub-committees.

SPECIAL RESOLUTIONS

27. A special resolution must be passed by a general meeting of the association to effect any of the following:

- (a) a change of the association's name;
- (b) a change of the association's rules;
- (c) a change of the association's objects;
- (d) an increase or reduction in the number of members on committee under rule 37;
- (e) the voluntary winding up of the association and distribution of its property; or,
- (f) an application for registration as a company or a co-operative society.

28. A special resolution shall be passed in the following manner:

- (a) a written notice must be sent to all members giving at least 21 days notice and 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,

(c) a simple majority of those members present at the meeting must vote in favour of the resolution.

In situations where it is not possible or practical for a resolution to be passed as described above, a request may be made to the Corporate Affairs Commission for permission to pass the resolution in some other way.

THE COMMITTEE

29. There shall be a committee of management of the association and, subject to the Act, the regulation and these rules and to any resolution passed by the association in general meeting the committee shall control and manage the affairs of the association.

The committee may exercise all such functions as may be exercised by the association other than those functions that are required by these rules to be exercised by a general meeting of members of the association.

30. Except in the case of the first members of the committee pursuant to section 21 of the Act, the committee shall consist of a maximum of twelve (12) members none of whom shall be staff and each of whom shall be elected at the annual general meeting of the association pursuant to rule 35.

31. Each member of the committee shall be member of the association.

32. The committee shall select four (4) of their members as the following office bearers:

(a) a President;

(b) a Vice-President;

(c) a Secretary; and,

(d) a Treasurer.

33. No committee member shall hold any one position of office bearer for a period exceeding two (2) years in any three (3) year period.

34. Subject to these rules, each member of the committee shall hold office until the conclusion of the annual general meeting next following the date of the members' election or appointment but is eligible for re-election.

35. In the event of a casual vacancy on the committee the committee may appoint a member of the association to fill the vacancy.

36. Subject to a quorum being present pursuant to rule 40 the committee may act notwithstanding any vacancy on the committee.

ELECTION OF THE COMMITTEE

37. The election of the committee shall take place at the annual general meeting according to the following procedure:

(a) any two members of the association may nominate any other member for election to the committee.

(b) nominations shall be in writing and signed by the nominee and his or her proposer and seconder.

(c) nominations shall be lodged with the secretary at least seven (7) days before the annual general meeting.

(d) if sufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed elected and further nominations shall be received from members at the annual general meeting.

(e) if insufficient further nominations are received, the remaining positions shall be casual vacancies.

(f) if the number of nominations received exceeds the number of vacancies to be filled a ballot shall be held of members present.

(g) the ballot for the election shall be conducted in such usual and proper manner as the committee may direct.

CASUAL VACANCIES

38. As casual vacancy on the committee occurs if a member:

(a) dies;

(b) ceases to be a member of the association;

(c) becomes an insolvent under administration within the meaning of the Companies (NSW) Code;

(d) resigns office by notice in writing to the association provided that the resignation is approved by the committee;

(e) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or,

(f) is absent without the consent of the committee from all meetings of the committee for a period of three (3) consecutive months.

39. The association may from time to time by special resolution passed at a general meeting increase or reduce the number of members of the committee.

MEETINGS OF THE COMMITTEE

40. The committee shall meet at least four (4) times in each period of twelve (12) months and shall adopt such usual procedure of meetings as it may determine.

41. Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for holding of the meeting.

42. Three committee members present in person shall constitute a quorum for meetings of the committee.

43. Questions arising at committee meetings shall be decided by simple majority. In the case of an equality of votes the status quo shall be maintained.

DELEGATIONS OF THE AUTHORITY OF THE COMMITTEE

44. The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association or other suitable people as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument except:

(a) this power of delegation; or

(b) a function which is a duty imposed on the committee by the Association Incorporation Act or by any other law.

45. Any act or thing done or suffered by a sub-committee shall have the same effect as if it were done or suffered by the committee.

46. The committee may revoke any delegation.

SECRETARY

47. The secretary of the association shall keep minutes of:

(a) all appointments of office bearers and members of the committee, including their names and addresses and telephone contact numbers;

(b) the names of members of the committee present at a committee meeting or a general meeting; and

(c) all proceedings at committee meetings and general meetings.

The minutes of the proceedings at a meeting of the association shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

PUBLIC OFFICER

48. The committee shall appoint a public officer. The public officer shall be over the age of eighteen (18) years and a resident of New South Wales and shall be a member of the association.

49. The committee may at any time remove the public officer and appoint a new public officer.

50. When a vacancy occurs in the position of public officer the committee shall within fourteen (14) days notify the Corporate Affairs Commission by the prescribed form and appoint a new public officer.

51. The public officer is required to notify the Corporate Affairs Commission by the prescribed form of the following circumstances:

(a) his or her appointment (within 14 days);

(b) a change of his or her residential address (within 14 days);

- (c) a change of the association's objects or rules (within one month);
- (d) a change in the membership of the committee (within 14 days);
- (e) the association's financial circumstances (within one month after the annual general meeting); or
- (f) a change in the association's name (within one month).

TREASURER

52. The treasurer of the association shall ensure that:

- (a) all money due to the association is collected and received and that all payments authorised by the association are made;
- (b) correct books of account are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association;
- (c) all warrants for expenditure by the association are promptly presented for authorisation or ratification by the committee in accordance with procedure determined by the committee from time to time.

INSURANCE

53. The association shall effect and maintain insurance pursuant to section 44 of the Associations Incorporation Act, together with any other insurance the association regards as necessary.

FINANCIAL YEAR

54. The financial year of the association shall end on the 30th of June each year.

SOURCE OF FUNDS

55. The funds of the association shall be derived from grants, donations and other sources approved by the association.

MANAGEMENT OF FUNDS

56. The funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.

57. All cheques, drafts, bills of exchange, promisory notes and other negotiable instruments must be signed by:

- (a) any two (2) members of the committee or employees of the association (one of whom must be the Coordinator), being members of employees authorised to do so by the committee.

(b) an employee or other suitable person nominated by the committee and a member of the committee each one of whom is an individual authorised to do so by previous resolution of the committee.

AUDIT

58. A properly qualified Auditor or Auditors shall be appointed by the committee. An auditor shall not be a member or closely related to a member of the committee.

59. Once at least in every year, the accounts of the association shall be examined by the Auditor or Auditors who shall report to the annual general meeting.

ALTERATION OF OBJECTS AND RULES

60. The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association.

COMMON SEAL

61. The common seal of the association shall be kept in the custody of the public officer.

62. The common seal shall be affixed to any instrument except by the authority of the committee and the affixing of the seal shall be attested by the signatures of either two (2) members of the committee or one (1) member of the committee and the public officer.

CUSTODY OF BOOKS

63. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

INSPECTION OF BOOKS

64. The records, books and other documents of the association shall be open to inspection, free of charge, by a member of the association at any reasonable hour.

SERVICE OF NOTICES

65. Service of documents on the association is effected by serving them on the public officer or by serving them personally on two (2) members of the committee.

66. A notice may be served by or on behalf of the association upon any member either personally or by sending it by post to the member at the member's address shown in the register of members.

67. Where a notice is served by post it shall be sent by pre-paid post and two (2) clear days shall be allowed for delivery.

SURPLUS PROPERTY

68. The association may at any time pass a special resolution determining how any surplus property is to be distributed in the event that the association should be wound up, provided that:

(a) the distribution of surplus property shall be in accordance with section 53 of the Association Incorporation Act. 1984, and,

(b) in the event of dissolution or winding up of the association surplus property shall be given or transferred to another incorporated body which shall prohibit the distribution of its income and property among its members to an extent at least as great as is imposed on the association by section 53 of the Associations Incorporation Act and which are public benevolent institutions for the purposes of section 78(1) (a) (i) or (ii) of the Income Tax Assessment Act or section 81 (3) of the Sales Tax (Exemption and Classifications) Act.

(c) all remaining community housing assets in a participating jurisdiction on winding up will be transferred to another registered community housing provider or to a housing agency in the jurisdiction in which the asset is located.

DEDUCTIBLE GIFT RECIPIENT REVOCATION

69. If the association 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 principle purpose of the association

(b) Contributions made in relation to an eligible fundraising event held for the principal purpose of the association

(c) Money received by the association because of such gifts and contributions