

CONSTITUTION

CARING KIDS INC.

ABN 82 206 098 661

CARING KIDS

Caring Kids was established to provide practical support to young people providing care and support to family members who have a chronic illness or disability.

Carers Australia define young carers as children or young people up to 25 years of age, who help care in families where someone has an illness, a disability, a mental health issue or an alcohol or other drug problem¹.

Young carers may undertake a variety of caring tasks including providing personal care (dressing, bathing, administering medication), domestic work (cleaning, cooking) and emotional support.

In NSW, there are estimated to be 100,200 young carers aged under 25 (ABS, 2009)². Although many young carers find their caring responsibilities rewarding, they can face financial disadvantage, challenges attending school, difficulty entering employment and social isolation.

Caring Kids aims to alleviate the financial disadvantage and social isolation experienced by young carers by funding and providing practical support services. Caring Kids aims to deliver services in response to the needs and requirements of young carers and their families.

¹ Carers Australia, Fact Sheet about young carers www.carersaustralia.com.au

² Australian Bureau of Statistics (2009) *Survey of Disability, Ageing and Carers*. Canberra, Australia.

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PART 1: PRELIMINARY

1.1 THE ASSOCIATION

- a. The association held by this constitution is an incorporated association operating under the name "CARING KIDS".

1.2 DEFINITIONS

- a. In this constitution:
 - i. **Member** means all classifications of membership which are defined in Part 2,
 - ii. **Board of Directors** or **the board** means the elected members who are responsible for the appointing the president and other such powers as defined in Part 3,
 - iii. **Association** means CARING KIDS (ABN: 82 206 098 661),
 - iv. **Secretary** means the person holding office under this constitution as secretary of the association,
 - v. **Special General Meeting** means a general meeting of the association other than an annual general meeting,
 - vi. **Lodgement in writing** may be through physical or electronic media; the exact method of transmission, alerting or informing members will vary depending on the member's declared preferred method of notification,
 - vii. **The Act** means the Associations Incorporation Act 2009,
 - viii. **The Regulation** means the Associations Incorporation Regulation 2010,
 - ix. **The Director-General** means the Director-General of the Department of Services, Technology and Administration.
- b. In this constitution:
 - i. A reference to a function includes a reference to a power, authority and duty,
 - ii. A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty,
 - iii. The provisions of the Interpretation Act 1987 apply to and in respect of the constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

1.3 POWERS OF THE ASSOCIATION

- a. The association shall have the power and authority to do all such things and act as it deems fit for the attainment or furtherance of the objects of the association as stated in this constitution.

1.4 OBJECTS

- a. The objects of this association are to serve the community by alleviating the financial disadvantage and social isolation of young people providing care and support to family members who have chronic illnesses and/or disabilities.

PART 2: MEMBERSHIP

2.1 MEMBERSHIP GENERALLY

- a. A person is eligible to be a member of the association if:
 - i. The person is a natural person, and
 - ii. The person has been nominated for general membership of the association in accordance with clause 2.2, or
 - iii. The person has been nominated for senior membership of the association in accordance with clause 2.3.
- b. A person is considered to be:
 - i. A general member of the association if the person has been approved for general membership of the association in accordance with clause 2.2 and is not a senior member,
 - ii. A senior member of the association if the person has been approved for senior membership of the association in accordance with clause 2.3 or if subclause c. applies.
- c. A person is taken to be a senior member of this association if:
 - i. The person was a member of the association immediately before that entity was registered as an association.

2.2 NOMINATION FOR GENERAL MEMBERSHIP

- a. A nomination of a person for general membership of the association:
 - i. Can be made only by a member of the association,
 - ii. Must be lodged in writing accompanied by the correct, completed form available from the secretary of the association, which the board of directors may change from time to time, and
 - iii. Must be lodged with the secretary of the association.
- b. As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the board of directors which is to determine whether to approve or to reject the nomination;
- c. As soon as practicable after the board of directors makes that determination, the secretary must:
 - i. Notify the nominee, in writing, that the board approved or rejected the nomination (whichever is applicable), and
 - ii. If the board approved the nomination, request the nominee to pay (within the period of twenty-eight (28) days after receipt by the nominee of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- d. The secretary must, on payment by the nominee of the amounts referred to in subclause c. ii. within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a general member of the association.

2.3 NOMINATION FOR SENIOR MEMBERSHIP

- a. A general member of the association may be eligible to progress to senior membership if a general member has served the association for a time which may be prescribed by the board of directors from time to time;
- b. A nomination of a person for senior membership of the association:
 - i. Must be made by a senior member of the association in writing and must be accompanied by the correct, completed form available from the secretary of the association which the board of directors may change from time to time, and
 - ii. Must be lodged with the secretary of the association.
- c. As soon as practicable after receiving a nomination for senior membership, the secretary must refer the nomination to the board of directors which is to determine whether to approve or reject the nomination;
- d. If the board does not unanimously agree on the decision to approve the nomination, then the nomination is rejected;
- e. As soon as practicable after the board of directors makes that determination, the secretary must:
 - i. Notify the nominee, in writing, that the board of directors approved or rejected the nomination (whichever is applicable), and
 - ii. If the board approved the nomination, record or cause to be recorded the nominee's name as a senior member and, on the name being recorded so, the nominee becomes a senior member of the association.

2.4 CESSATION OR RESIGNATION OF MEMBERSHIP

- a. A person ceases to be a member of the association if the person:
 - i. Dies, or
 - ii. Resigns membership, or
 - iii. Is expelled from the association, or
 - iv. Fails to pay the annual membership fee under clause 2.8 b. within three (3) months after the fee is due or
- b. A member of the association may resign from membership of the association by first giving the secretary written notice of at least one (1) month of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member;
- c. If a member of the association ceases to be a member under subclause a. and in every other case where a member ceases to hold a membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

2.5 MEMBERSHIP ENTITLEMENTS

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

- i. Is not capable of being transferred or transmitted to another person;
and
- ii. Terminates on cessation of the person's membership.

2.7 REGISTER OF MEMBERS

- a. The secretary of the association must establish and maintain a register of current members of the association specifying for each person who is a member of the association, their:
 - i. Full name,
 - ii. Postal and residential address (if they are different),
 - iii. Date on which the person became a member.
- b. The register of members must be kept in New South Wales at the main premises of the association;
- c. The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour;
- d. A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied;
- e. If a member requests that any information contained on the register about the member (other than the member's name and the date on which he or she became a member) not be available for inspection, that information must not be made available for inspection;
- f. A member must not use information about a person obtained from the register to contact or send material to that person, other than for:
 - i. The purpose of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - ii. Any other purpose necessary to comply with a requirement of the Act or the Regulation.

2.8 FEES AND SUBSCRIPTIONS

- a. A member of the association must, on admission to membership, pay to the association an entrance fee that the board of directors may prescribe from time to time;
- b. In addition to any amount payable under subclause a., a member of the association must pay to the association an annual membership fee that the board of directors may prescribe from time to time:
 - i. Except as provided by section ii., before 1 July in each calendar year, or
 - ii. If the member becomes a member on or after 1 July in any calendar year – on becoming a member and before 1 July in each succeeding calendar year.
- c. If the prescribed fee under either subclause a. or b. is nil (\$0.00) then it is automatically considered paid immediately without need for a receipt.

2.9 MEMBERS' LIABILITIES

- a. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association, or the costs, charges and expenses of the winding up of the association, is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 2.8.

2.10 RESOLUTION OF DISPUTES

- a. A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be put to the board of directors for internal mediation:
 - i. The two (2) or more parties are to submit in writing a request for mediation before the board of directors to the secretary,
 - ii. As soon as practicable the board of directors is to call a meeting specifically for the dispute,
 - iii. If the dispute concerns members of the board of directors, those members are required to sit out of proceedings of the board of directors which specifically address it,
 - iv. No other business is to be transacted at a meeting called for mediation other than the dispute concerned,
 - v. If the parties are unhappy with the conclusion of the board of directors, the board of directors is to refer the dispute to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- b. If a dispute is not resolved by mediation within three (3) months of the referral to a community justice centre, the dispute is to be referred to arbitration;
- c. The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

2.11 DISCIPLINING OF MEMBERS

- a. A complaint may be made to the board of directors by any person that is a member of the association that a member of the association:
 - i. Has refused or neglected to comply with a provision or provisions of this constitution, or
 - ii. Has wilfully acted in a manner prejudicial to the interests of the association.
- b. If the complaint concerns a member of the board of directors, he or she is required to sit out of proceedings of the board of directors which specifically address it;
- c. The board of directors may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature;

- d. If the board of directors chooses to deal with a complaint, they may at their discretion, immediately suspend the member concerned until the matter is dealt with;
- e. If the board of directors decides to deal with the complaint, the board of directors:
 - i. Must cause notice of the complaint to be served on the member concerned, and
 - ii. Must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the board of directors in connection with the complaints, and
 - iii. Must take into consideration any submissions made by the any member(s) in connection with the complaint.
- f. The board of directors may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submission(s) made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proven and the expulsion or suspension is warranted in the circumstances;
- g. The secretary must, within seven (7) days after the decision is made, cause written notice to be sent to the member concerned of the decision made, the reasons given by the board for having reached that decision and of the member's right of appeal under clause 2.12 (if applicable);
- h. The expulsion or suspension does not take effect (unless relating to subclause d.):
 - i. Until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - ii. If within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 2.12 whichever is later.

2.12 RIGHT OF APPEAL OF DISCIPLINED MEMBER

- a. A member may appeal against a resolution of the board of directors under clause 2.11, within seven (7) days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect;
- b. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal;
- c. On receipt of a notice from a member under subclause a., the secretary must notify the board of directors which is to convene a general meeting of the association to be held within twenty-eight (28) days after the date on which the secretary received the notice;
- d. At a general meeting of the association convened under subclause c.:
 - i. No business other than the question of the appeal is to be transacted, however multiple appeals can be addressed in a single meeting,

- ii. The board of directors and the member must be given the opportunity to state their respective cases orally, in writing, or both, and
 - iii. The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- e. The appeal is to be determined by a simple majority of votes cast by members of the association.

PART 3: THE BOARD OF DIRECTORS AND THE OFFICES

3.1 POWERS OF THE BOARD OF DIRECTORS

- a. Subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meetings, the board of directors:
 - i. Is to control and manage the affairs of the association,
 - ii. Is to establish and maintain the association's vision and values,
 - iii. Is to approve the association's short and long-term objectives,
 - iv. Is to approval annual budgets and major expenditures,
 - v. Is to appoint the Chair of the association,
 - vi. May exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
 - vii. Has power to perform all such acts and do all such things as appear to the board of directors to be necessary or desirable for the proper management of the affairs of the association.

3.2 COMPOSITION AND MEMBERSHIP OF THE BOARD OF DIRECTORS

- a. The board of directors is to consist of at least three (3) and at most nine (9) senior members, each of whom is to be elected at the annual general meeting of the association under cause 3.3.
- b. Each member of the board of directors is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

3.3 ELECTION OF THE BOARD OF DIRECTORS

- a. Nominations of candidates for election into the board of directors:
 - i. Must be nominations of senior members of the association,
 - ii. Must be made in writing, signed by two (2) other senior members of the association and accompanied by the written consent of the candidate, and
 - iii. Must be delivered to the secretary of the association at least seven (7) days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- b. If insufficient nominations are received to fill all vacancies on the board of directors, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting;
- c. If insufficient further nominations are received, any vacant positions remaining on the board of directors are taken to be casual vacancies according to clause 3.7;
- d. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected;

- e. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held;
- f. The ballot for the election of the board of directors is to be conducted at the annual general meeting in such usual and proper manner as the board of directors may direct.
- g. If a board member is not nominated for re-election at the conclusion of the annual general meeting following the date of the member's election, the board member must step down and may not stand for re-election.

3.4 CHAIR AND DEPUTY CHAIR

- a. The board of directors upon election at the annual general meeting must appoint the Chair of the association;
- b. The Chair of the association is to nominate his or her Deputy Chair, subject to agreement of the board of directors;
- c. The Chair is responsible for the day to day running of the association under the direction of the board of directors;
- d. The Chair is to chair general meetings;
- e. The Chair is to manage the:
 - i. Deputy Chair (duties detailed in this clause),
 - ii. Secretary (duties detailed in clause 3.5), and
 - iii. Treasurer (duties detailed in clause 3.6).
- f. The Chair may delegate duties onto the deputy chair and other staff of the association;
- g. The Deputy Chair is responsible for relieving the president's responsibilities if he or she is unable to fulfil them.

3.5 SECRETARY

- a. The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address;
- b. The secretary of the association is to act as the public officer for the duration of his or her appointment;
- c. It is the duty of the secretary to keep minutes of:
 - i. All appointments of office-bearers and board of directors,
 - ii. The names of the members of the board of directors present at a board meeting or a general meeting, and
 - iii. All proceedings at board meetings and general meetings.
- d. Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the succeeding meeting;
- e. Agendas of future meetings to be held must be collaborated and distributed by the secretary;
- f. Additional responsibilities of the secretary may be added subject to approval by the board of directors.

3.6 TREASURER

- a. It is the duty of the treasurer of the association to ensure:
 - i. That all money due to the association is collected and received and that all payments authorised by the association are made, and
 - ii. That correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditures connected with the activities of the association;
- b. Additional responsibilities of the treasurer may be added subject to approval by the board of directors.

3.7 CASUAL VACANCIES

- a. A casual vacancy in the board of directors occurs if a member:
 - i. Dies, or
 - ii. Ceases to be a member of the association, or
 - iii. Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - iv. Resigns from the board by notice in writing given to the secretary, or
 - v. Is removed from office under clause 3.8, or
 - vi. Becomes a mentally incapacitated person, or
 - vii. Is absent without the consent of the board from three (3) consecutive meetings of the board, or
 - viii. Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three (3) months, or
 - ix. Is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.
- b. In the event of a casual vacancy occurring in the board of directors, the board of directors may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting following the date of the appointment.

3.8 REMOVAL OF MEMBERS OF THE BOARD OF DIRECTORS

- a. In a special general meeting that has been specifically called, the association may by resolution remove any member of the board from their position before the expiration of the member's term and there may be resolution to appoint another senior member to hold the position until the expiration of the term of the member so removed;
- b. If a member of the board to whom a proposed resolution referred in subclause a. makes representations in writing to the secretary or the president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if

the representations are not so sent the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

3.9 BOARD MEETINGS AND QUORUM

- a. The board must meet at least three (3) times in each period of twelve (12) months at such place and time that the board may determine;
- b. Additional meetings of the board may be convened by the president or by any member of the board;
- c. Oral or written notice of a meeting of the board must be given by the secretary to each member of the board at least forty-eight (48) hours (or such other period as may be unanimously agreed on by the members of the board) before the time appointed for the holding of the meeting;
- d. Notice of a meeting given under subclause c. must specify the general nature of the business to be transacted at the meeting, except business which the board members present at the meeting unanimously agree to treat as urgent business;
- e. Any three (3) members of the board constitute a quorum for the transaction of the business of a meeting of the board;
- f. No business is to be transacted by the board unless a quorum is present;
- g. If a quorum is not present within a reasonable period of at least half an hour after the time appointed for the meeting, the meeting is to stand adjourned to an agreed upon place and time within the following week;
- h. If at the adjourned meeting a quorum is not present within a reasonable period of at least half an hour after the time appointed for the meeting, the meeting is to be dissolved.

3.10 DELEGATION BY THE BOARD OF DIRECTORS TO A COMMITTEE

- a. The board of directors may, by instrument in writing, delegate to one or more committees (consisting of such members of the association as the board deems fit) the exercise of such functions of the board as are specified in the instrument, other than:
 - i. This power of delegation, and
 - ii. A function which is duly imposed on the board by the Act or by any other law.
- b. A function the exercise of which has been delegated to a committee under this clause may, while the delegation remains unrevoked be exercised from time to time by the committee in accordance with the terms of delegation;
- c. A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation;
- d. Despite any delegation under this clause, the board may continue to exercise any function delegated;

- e. Any act or thing done or suffered by a committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the board;
- f. The board may, by instrument in writing, revoke wholly or in part any delegation under this clause;
- g. A committee may meet and adjourn as it deems fit.

3.11 VOTING AND DECISIONS

- a. Questions arising at a meeting of the board or of any committee appointed by the board are to be determined by a majority of the votes of members of the board or committee present at the meeting;
- b. Each member present at a meeting of the board or of any committee appointed by the board (including the person presiding at the meeting) is entitled to one (1) vote but, in the event of an equality of votes on any question, the chairperson exercises a second or casting vote;
- c. If a decision is not unanimous, then all dissenting opinions must be recorded in the minutes of the meeting;
- d. Subject to clause 3.9 e., the board may act despite any vacancy on the board;
- e. Any act or thing done or suffered, or purporting to have been done or suffered, by the board or by a committee appointed by the board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the board or committee.

PART 4: GENERAL MEETINGS

4.1 HOLDING OF ANNUAL GENERAL MEETINGS

- a. The association must hold its first annual general meeting within eighteen (18) months after its registration under the Act;
- b. The association must convene its general meetings within three (3) months after the close of the association's financial year.

4.2 CALLING OF AND BUSINESS AT ANNUAL GENERAL MEETINGS

- a. The annual general meeting of the association is, subject to the Act and to clause 4.1, to be convened on such a date and at such a place and time as the board of directors deems fit;
- b. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - i. To confirm the minutes of the preceding annual general meeting and of any special general meeting(s) held since that meeting,
 - ii. To receive from the board of directors reports on the activities of the association during the preceding financial year,
 - iii. To elect members of the board of directors, and
 - iv. To receive and consider any financial statement or report required to be submitted to members under the Act.
- c. An annual general meeting must be specified as such in the notice convening it.

4.3 CALLING OF SPECIAL GENERAL MEETINGS

- a. The board of directors may, whenever it deems fit, convene a special general meeting of the association;
- b. The board must, on request in writing of at least five per cent (5%) of the total number of members, convene a special general meeting of the association;
- c. A request of members for a special general meeting:
 - i. Must state the purpose or purposes of the meeting,
 - ii. Must be signed by the members making the request,
 - iii. Must be lodged with the secretary, and
 - iv. May consist of several documents in a similar form, each signed by one (1) or more of the members making the request.
- d. If the board fails to convene a special general meeting to be held within one (1) month after that date on which the request of members for the meeting is lodged with the secretary, any one (1) or more of the members who made the request may convene a special general meeting to be held no later than three (3) months after that date;
- e. A special general meeting convened by a member or members as referred to in subclause d. must be convened as early as is practicable in the same manner as general meetings are convened by the board.

4.4 NOTICE

- a. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least fourteen (14) days before the date is fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting;
- b. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least twenty-one (21) days before that date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause a., the intention to propose the resolution as a special resolution;
- c. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be conducted under clause 4.2 b.;
- d. A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of notice from the member.

4.5 QUORUM FOR GENERAL MEETINGS

- a. No item of business is to be transacted at the general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item;
- b. Five (5) members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting;
- c. If within a reasonable period of at least half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - i. If convened on the request of members, is to be dissolved, or
 - ii. In any other case, is to stand adjourned to an agreed upon place and time within the following week.
- d. If at the adjourned meeting a quorum is not present within a reasonable period of at least half an hour after the appointed time for the commencement of the meeting, the members present (being at least three (3)) are to constitute a quorum.

4.6 PRESIDING MEMBER

- a. The Chair or, in the Chair's absence, the deputy chair, is to preside as chairperson at each general meeting of the association;

- b. If the Chair and the deputy chair are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

4.7 ADJOURNMENT

- a. The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place;
- b. If a general meeting is adjourned for fourteen (14) days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting;
- c. Except as provided in subclauses a. and b., notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

4.8 MAKING OF DECISIONS

- a. A question arising at a general meeting of the association is to be determined by either:
 - i. A show of hands, or
 - ii. If on the motion of the chairperson or if five (5) or more members present at the meeting decide that the question should be determined by written ballot.
- b. If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution;
- c. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

4.9 SPECIAL RESOLUTIONS

- a. A special resolution may only be passed by the association in accordance with section 39 of the Act.

4.10 VOTING

- a. On any question arising at a general meeting of the association each member has one (1) vote only;
- b. In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote;

- c. A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid;
- d. A member is not entitled to vote at any general meeting of the association if the member is under eighteen (18) years of age.

4.11 PROXY VOTES NOT PERMITTED

- a. Proxy voting must not be undertaken at or in respect of a general meeting.

4.12 POSTAL BALLOTS

- a. The association may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 2.12);
- b. A postal ballot is to be conducted in accordance with Schedule 3 of the Regulation.

PART 5: NO PROFIT FOR MEMBERS

5.1 PAYMENT AND SERVICES

- a. The assets and income of the organisation shall be applied solely in furtherance of its above-mentioned objects and no income or asset of the association shall be distributed directly or indirectly to any member of the association;
- b. A grant made in good faith to a member of the association for the purposes of attainment or furtherance of the objects of the association is permitted, provided:
 - i. The grant is approved by the board,
 - ii. The terms of the provision of the grant require that it is used only for attainment or furtherance of the objects of the association, and
 - iii. The grant is recorded in any financial statements of the association.
- c. Payment may be made in good faith to a member of the association for:
 - i. Remuneration of officers and employees for services rendered to the association,
 - ii. An amount to any member made for services rendered to the association or for goods supplied to the association,
 - iii. Reasonable rent for a premises let by any member of the association, or
 - iv. Reasonable interest on any loan borrowed from a member of the association.

5.2 ON DISSOLUTION OR DGR REVOCATION

- a. If, for any reason the association needs to dissolve, all assets held by the association must by no means be distributed to any member of the association;
- b. 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:
 - i. gifts of money or property for the principal purpose of the organisation
 - ii. contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation
 - iii. money received by the organisation because of such gifts and contributions.

PART 6: MISCELLANEOUS

6.1 INSURANCE

- a. The association may effect and maintain insurance.

6.2 SOURCE OF FUNDS

- a. The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the board of directors determines;
- b. All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit taking institution account;
- c. The association must, as soon as practicable, after receiving any money issue an appropriate receipt.

6.3 MANAGEMENT OF FUNDS

- a. Subject to any resolution passed by the association in a general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the board of directors determines;
- b. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) members of the board or staff of the association, provided that they are authorised to do so by the board.

6.4 CHANGE OF NAME, OBJECTS AND CONSTITUTION

- a. An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a board member, subject to approval by the association in a general meeting.

6.5 CUSTODY OF RECORDS, BOOKS AND OTHER DOCUMENTS

- a. Except as otherwise provided by this constitution, the public officer must keep under his or her custody or under his or her control all records, books and other documents relating to the association.

6.6 INSPECTION OF RECORDS, BOOKS AND OTHER DOCUMENTS

- a. The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
 - i. Records, books and other financial documents of the association,
 - ii. This constitution, and
 - iii. Minutes of all board meetings and general meetings of the association.
- b. A member of the association may obtain a copy of any of the documents referred to in subclause a. on payment of a fee of not more than \$1 for each page copied.

6.7 SERVICE OF NOTICES

- a. For the purposes of this constitution, a notice may be served on or given to a person:
 - i. By delivering it to the person personally, or
 - ii. By sending it by pre-paid post to the address of the person, or

- iii. By sending it by some form of electronic transmission to an address specified by the person for giving or serving notices.
- b. For the purposes of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - i. In the case of a notice given or served personally, on the date on which it is received by the addressee, or
 - ii. In the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, or
 - iii. In the case of notice sent by some form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

6.8 FINANCIAL YEAR

- a. The financial year of the association is:
 - i. The period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
 - ii. Each period of twelve (12) months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

This constitution for CARING KIDS INC was adopted on 20/12/2018.

Signed:

A handwritten signature in black ink, appearing to be the initials 'JH' with a stylized flourish.

Jan Hatch

Chair