

carsforhope

Constitution of Cars For Hope

ABN 65 517 418 375

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1 DEFINITIONS AND INTERPRETATION

1.1 DEFINITIONS

The definitions of the terms used in this Constitution are as follows:

Term	Definition
Act	means the <i>Associations Incorporation Act 2009 (NSW)</i> .
Constitution	means this Constitution as amended.
Director	means a person who is holding office under this constitution as the director of the Organisation.
Gift Asset	means: a) gifts of money or property for the principal purpose of the Organisation. b) contributions made in relation to a fundraising event held for the principal purpose of the Organisation. c) money received by the Organisation because of such gifts and contributions.
Member	means a person who is registered as a member of the Organisation.
Membership	means being a Member of the Organisation.
Organisation	means CARS FOR HOPE (ABN 65 517 418 375).
Regulation	means the <i>Associations Incorporation Regulation 2010</i> .
Rules	means these Rules as amended.
Secretary	means a person who is holding office under this constitution as, or to perform the functions of, the secretary of the Organisation.
Treasurer	means a person who is holding office under this constitution as, or to perform the functions of, the treasurer of the Organisation.

1.2 INTERPRETATION

- a. In this Constitution:
 - i. the words “include”, “includes” and “including” are to be construed without limitation;
 - ii. the singular includes the plural and the plural includes the singular;
 - iii. headings in this Constitution are used for convenience only and are not intended to affect the interpretation of this constitution;
 - iv. a reference to writing and written includes printed, lithographic and any other methods of representing words in written form;
 - v. a reference to a function includes a reference to power, authority and duty, and the exercise of it, and;
 - vi. a reference to any legislation or provision of any legislation includes any amendment to that legislation or provision, any consolidation or replacement of that legislation or provision and any subordinate legislation made under that legislation.

2 PRELIMINARY

2.1 NAME

- a. The name of the Organisation is **CARS FOR HOPE** (ABN 65 517 418 375).

2.2 OBJECTS AND PURPOSE

- a. The objects for which the Organisation is established are:
 - i. to improve the mental health of the Australian public through the provision of information and services.
 - ii. to raise awareness of and promote the prevention of mental illness including Depression, Anxiety and Self-Injury in the Australian public.
 - iii. to invest in the research and treatment of mental health in Australia.
 - iv. to conduct all other lawful things incidental or conducive to the attainment of the objects of the Organisation.

3 MEMBERSHIP

3.1 APPLICATION FOR MEMBERSHIP

- a. A person is eligible to be a Member of the Organisation if:
 - i. the person has been nominated by the Committee for Membership to the Organisation.
 - ii. the person has submitted in writing a signed application for Membership to the Organisation as set out in Appendix 1 of this Constitution.
 - iii. the person ordinarily resides in Australia.
 - iv. the person is aged 18 years or over.
- b. A person is taken to be a member of the Organisation if:
 - i. the Committee has admitted any person who has submitted in writing a signed application for Membership to the Organisation.

3.2 MEMBERSHIP RIGHTS

- a. Membership Rights which a person attains by being a Member of the Organisation:
 - i. are personal and cannot be transferred or transmitted to another person.
 - ii. are forfeited upon cessation of Membership to the Organisation.

3.3 REGISTER OF MEMBERS

- a. The Secretary must keep a Register of Members containing the name, contact details and date of Membership, which must be available for inspection by all Members by request.

3.4 CESSATION OF MEMBERSHIP

- a. A person ceases to be a Member of the Organisation if:
 - i. the Committee receives a declaration of resignation in writing from the Member.
 - ii. the Member is expelled by the Committee at a General Meeting via a majority ruling.
 - iii. the Member fails to pay the Annual Membership Fee within the month of July of the calendar year.
- b. The person whose Membership has ceased will receive a written notice of the cessation of their Membership on or after the date of cessation.

3.4.1 RESIGNATION

- a. The declaration of resignation is effective from the date it is received by the Committee.

- b. If all (remaining) Members of the Organisation submit a declaration of resignation in writing on the same date, the declarations of resignation will be deemed ineffective until another Member is admitted to the Organisation or the Organisation is wound up.
- c. Upon resignation, the Member's name will be removed from the Organisation's register.

3.4.2 EXPULSION

- a. If a Member willingly neglects to comply with this Constitution or is seen by the majority of the Committee to conduct themselves in a way unfitting to the interest of the Organisation, the Committee may expel the Member from the Organisation.

3.5 FEES

- a. There is no entrance fee applicable to Membership of the Organisation.
- b. A Member must pay to the Organisation an Annual Membership Fee of Twenty Australian Dollars:
 - i. within the month of July of each calendar year.
 - ii. on admission of Membership to the Organisation and within the month of July of each successive calendar year if the date of admission is on or after August 1 of the calendar year.

3.6 MEMBERS' LIABILITIES

- a. The liability of a Member of the Organisation to contribute towards the payment of the debts and liabilities of the organisation or the costs, charges and expenses of the winding up of the Organisation is limited to the amount, if any, unpaid by the Member in respect of membership of the Organisation as stated in Clause 3.5.

3.7 DISCIPLINING OF MEMBERS

- a. A complaint may be made to the Committee by any person that a Member of the Organisation:
 - i. has refused or neglected to comply with a provision or provisions of this Constitution, or;
 - ii. has wilfully acted in a manner not fitting to the interests of the Organisation.
- b. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- c. If the Committee decides to deal with the complaint, the Committee:
 - i. must cause notice of the complaint to be served on the Member concerned, and;
 - ii. must give the Member concerned at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and;

- iii. must take into consideration any submissions made by the Member concerned in connection with the complaint.
- d. The Committee may, by Resolution, expel the Member concerned from the Organisation or suspend the Member concerned from Membership of the Organisation if it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- e. The expulsion or suspension does not take effect:
 - i. until the expiration of the period within which the Member concerned is entitled to appeal against the resolution concerned, or;
 - ii. if within that period the Member concerned exercises the right of appeal, unless and until the Organisation confirms the Resolution under Clause 3.8, whichever is the later.

3.8 RIGHT OF APPEAL OF A DISCIPLINED MEMBER

- a. A Member may appeal to the Organisation in a General Meeting against a Resolution of the Committee under Clause 3.7, within 7 days after notice of the Resolution is served on the Member concerned, by lodging with the Secretary a notice to that effect.
- b. The notice may, but not need to, 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 Committee which is to convene a General Meeting of the Organisation to be held within 28 days after the date on which the Secretary received the notice.
- d. At a General Meeting of the Organisation convened under Subclause c.:
 - i. no business other than the question of the appeal is to be transacted, and;
 - ii. the Committee and the Member concerned must be given the opportunity to state their respective cases orally or 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 Organisation.

3.9 RESOLUTION OF DISPUTES

- a. A dispute between a Member and another Member (in their capacity as Members) of the Organisation, or a dispute between a Member or Members and the Organisation, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- b. If a dispute is not resolved by mediation within 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.

4 MEETINGS OF MEMBERS

4.1 GENERAL MEETINGS

4.1.1 CALLING

- a. The Committee may call and arrange a General Meeting of Members of the Organisation at any time they see fit.
- b. Any Member may call and arrange a General Meeting of Members of the Organisation at any time they see fit.
- c. The Committee or Member convening a General Meeting must specify its time, date, location and nature of the business for meeting upon calling of the General Meeting.

4.1.2 NOTICE

- a. Calling of the General Meeting must be made to the Committee and all Members at least 7 days prior to the General Meeting.

4.1.3 CANCELLATION

- a. The Member convening a General Meeting may cancel or postpone it at any time they see fit.

4.1.4 PERSON OF PRESIDENCE

- a. The Director has the right to preside at all General Meetings.
- b. In the case of the Director not wishing to preside or being absent from the General Meeting, the Member who called the meeting must preside.

4.1.5 QUORUM

- a. No business may be discussed or transacted at any General Meeting unless a quorum of Members is present.
- b. Three Members (with eligibility to vote) present constitutes a quorum for the discussion or transaction of business at a General Meeting.
- c. If a quorum is not present within 30 minutes of the time appointed for a General Meeting:
 - i. it may be adjourned to another time and date the Committee see fit, or;
 - ii. it may be dissolved.

4.1.6 VOTING

- a. Voting may be in the form of a show of hands by the Members present at the General Meeting or via a ballot of the Members present at the General Meeting.
- b. Members under the age of 18 are not entitled to vote at any General Meeting or otherwise.

4.1.7 PROXY VOTING

- a. Proxy voting cannot be undertaken at any General Meeting.

4.1.8 POSTAL BALLOTS

- a. The Organisation may hold a postal ballot to determine any issue or proposal (other than an appeal under Clause 3.8).
- b. A postal ballot is to be conducted in accordance with Schedule 3 of the Regulation.

4.1.9 MINUTES

- a. The Secretary must ensure minutes are recorded of all proceedings and resolutions at all General Meetings of the Organisation.

4.1.10 RESOLUTIONS

- a. A Resolution is carried if there is a majority rule in favour of the Resolution.
- b. The presiding person of a General Meeting must declare that a Resolution has been carried and this declaration is conclusive evidence of the fact.
- c. In the case when there is no majority rule, further discussion of the Resolution must take place before another round of voting.

4.1.11 WRITTEN RESOLUTIONS

- a. A Resolution without the incidence of a General Meeting may be passed if:
 - i. the Resolution is submitted to the Secretary in written form and;
 - ii. all Members who are entitled to vote, sign the Resolution in favour of it.

4.1.12 ADJOURNMENT

- a. The presiding person of a General Meeting may adjourn the meeting at any time they see fit and may determine the time and place of resumption.
- b. No business is to be discussed at an adjourned General Meeting other than the business left unfinished at the time of adjournment.

4.2 ANNUAL GENERAL MEETINGS

- a. The Organisation must hold an Annual General Meeting at the end of the Organisation's financial year.
- b. The Annual General Meeting may be held at any time and place the Committee sees fit.
- c. The business of each Annual General Meeting should be:
 - i. to receive the Annual Report of the Organisation for the preceding financial year.

- ii. to consider the annual income and expenditure of the Organisation for the preceding financial year.
- iii. to consider the assets and liabilities of the Organisation for the preceding financial year.
- iv. to elect the Committee Members of the Organisation.

4.3 SPECIAL GENERAL MEETINGS

- a. The Committee may call a Special General Meeting of the Organisation at any time and place they see fit.
- b. The only business to be discussed at Special General Meetings is those stipulated upon calling of the Special General Meeting.

5 COMMITTEE

5.1 POWERS OF THE COMMITTEE

- a. The Committee:
 - i. controls and manages the affairs of the Organisation and has the power to perform all functions or actions the Committee sees necessary to maintain the affairs of the Organisation.
 - ii. may exercise all functions as may be exercised by the Organisation.

5.2 COMPOSITION OF THE COMMITTEE

- a. Each Committee consists of:
 - i. the Office-Bearers of the Organisation
 - ii. a maximum of four ordinary Committee Members.
- b. The Office-Bearers of the Organisation are:
 - i. the Director
 - ii. the Treasurer
 - iii. the Secretary
 - iv. the Public Officer

5.3 TREASURER

- a. It is the responsibility of the Treasurer to ensure that all money due to the Organisation is collected and received.
- b. The Treasurer must keep the financial records of the Organisation.
- c. The Treasurer must make the financial records of the Organisation available for review when required and must present the records at each Annual General Meeting.
- d. An annual report of the financial position of the Organisation of the preceding Financial Year must be presented to the Members at each Annual General Meeting.

5.4 SECRETARY

- a. It is the responsibility of the Secretary to keep minutes of all General Meetings.
- b. The Secretary must keep the documents and records of the Organisation as set out in this Constitution.

5.5 TERM OF OFFICE

- a. Committee Members hold office for the period between each Annual General Meeting.

- b. Committee Members may hold over one Term Of Office, may they be successive or not successive.

5.6 ELECTION OF COMMITTEE MEMBERS

- a. Committee Members are elected at each Annual General Meeting via a ballot.
- b. Nominations for candidates must be:
 - i. submitted in writing via the appropriate form and signed by the nominator and the candidate.
 - ii. delivered to the Secretary of the Association at least 7 days prior to the Annual General Meeting at which the Committee Member election will take place.
- c. Failure of delivery to the Secretary will allocate the nomination to the subsequent Annual General Meeting.
- d. If no nominations are received for a position by the appropriate time, the current Committee Member shall be re-elected for one Term Of Office.
- e. A Member may hold more than one position in the Committee of the Organisation.

5.7 CESSATION OF COMMITTEE MEMBERSHIP

- a. A person ceases to be a Committee Member of the Organisation if:
 - i. the Committee receives a declaration of resignation in writing from the Committee Member.
 - ii. the Committee Member ceases to be a Member of the Organisation.

5.8 ACTION FOLLOWING VACANCY

- a. If a person ceases to be a Committee Member, a Special General Meeting must be called and the vacancy filled immediately by election or co-option.
- b. The person elected or co-opted to fill a vacancy will hold office until the following Annual General Meeting.

6 FINANCES

6.1 DERIVATION

- a. Funds of the Organisation may be derived from donations, grants, fundraising and any other sources approved by the Committee.

6.2 APPLICATION OF ASSETS AND INCOME

- a. Subject to Rule 6.2(b):
 - i. the assets and income of the Organisation shall be applied exclusively for the facilitation of its objects and purposes.
 - ii. at no point shall any portion of income be distributed directly or indirectly to the Members of the Organisation
- b. Remuneration will be allowable only in the case of compensation for services or expenses incurred on behalf of the Organisation.

6.3 MANAGEMENT

- a. Subject to any Special Resolution passed by the Organisation in a General Meeting, the funds of the Organisation are to be used only in pursuance of the objects of the Organisation in such manner as the Committee determines.
- b. All funds received by the Organisation must be deposited without deduction and as soon as practical to the Organisation's bank account.
- c. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two Members of the Committee.

6.4 FINANCIAL RECORDS

- a. Proper Financial Records of the Organisation must be kept true and complete by the Treasurer.
- b. The Financial Records must be balanced at the end of the Organisation's Financial Year .

6.5 FINANCIAL YEAR

- a. The Financial Year of the Organisation begins on July 1 of each year and ends on June 30 of the following year.

7 MISCELLANEOUS

7.1 CUSTODY OF BOOKS, ETC.

- a. Except as otherwise stated in this Constitution, the Public Officer must keep in their custody or under their control all records, books and other documents of the Organisation.

7.2 INSPECTION OF BOOKS, ETC.

- a. The following documents must be open to inspection, free of any charge, by a member of the association at any reasonable hour:
 - i. the records, books and other documents of the Organisation;
 - ii. this Constitution;
 - iii. the minutes of all committee meetings and general meetings of the Organisation.

7.3 WINDING UP

- a. In the event of the Organisation winding up, all remaining assets and the satisfaction of all debts and liabilities of the Organisation following such winding up shall be solely transferred to another fund, organisation or institution with similar purpose(s) or object(s) to those of the Organisation, and which is not carried on for the profit of its members.
- b. In the event that the Organisation's endorsement as a deductible gift recipient becomes revoked (whether or not the Organisation is to be wound up), all surplus Gift Assets must be transferred to one or more charities with similar objects, which is charitable at law, to which income tax deductible gifts can be made, and that meet the requirements of Rule 7.3.a.

7.4 CONSTITUTION AMENDMENTS

- a. Registration of amendment to the Organisation's Constitution may be facilitated through an application submitted to the Secretary or the Director.
- b. In accordance to Rule 4.1 of this Constitution, a General Meeting must be called by whom to which the registration of amendment was submitted under the premise of a Constitution amendment, and voting must take place to determine the effect of the amendment.

A1 APPLICATION FOR MEMBERSHIP TO THE ORGANISATION

APPLICATION FOR MEMBERSHIP TO THE ORGANISATION

Incorporated

[Name of the Organisation]

I, _____,
[Full name]

hereby apply to become a Member of the above named Organisation (incorporated under *Associations Incorporation Act 2009*). In the event of my admission as a Member, I agree to be legally bound by the Constitution of the Organisation for the duration of my Membership.

[Address]

[Phone number]

[Email]

[Date]

[Signature]

I, _____,
[Full name]

the Director of the Organisation, nominate the above named applicant for Membership of the Organisation.

[Date]

[Signature]

I, _____,
[Full name]

a Member of the Organisation, second this nomination of the above named applicant for Membership of the Organisation.

[Date]

[Signature]