

Australian Youth Affairs Coalition Inc.

Rules of Association (Constitution)

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PREAMBLE

As the national peak body for youth affairs we recognise the contribution of young people to all aspects of Australian Society and acknowledge the diversity and universality of that contribution now.

We commit ourselves to including young people, in their diversity, to inform all policies and decisions of the Australian Youth Affairs Coalition. We acknowledge the development of a diversity of youth participation processes and commit to drawing on existing, and developing new mechanisms to ensure young people contribute to policy, governance, representation and all other aspects of our organisation's activities.

PART 1 – PRELIMINARY

1. INTERPRETATION

(1) In these rules, unless a contrary intention appears –

“Association” means the Australian Youth Affairs Coalition;

“Financial Year” means the year ending on 30 June;

“Youth Network” means a non-government network that works with or represents the interests of Young People;

“Youth Organisation” means a non-government organisation that works with and/or represents the interests of Young People;

“National Youth Organisation” means an Organisation which operates in at least five States or Territories of Australia and undertakes significant work with young people;

“National Youth Led Organisation” means a Youth Organisation which operates in at least five States or Territories of Australia and is predominantly governed and staffed by young people;

“Youth Peak Body” means each of the Youth Coalition of the Australian Capital Territory, the Youth Affairs Network of Queensland, the Youth Affairs Council of Victoria, the Youth Affairs Council of South Australia, the Youth Network of Tasmania, the Youth Action and Policy Association of New South Wales, the Youth Affairs Council of Western Australia and any other youth peak body in the Northern Territory recognized by the Board of Governance.;

“Indigenous Organisation” means a national organisation which represents the interests of indigenous Australians;

“CALD Organisation” means a national organisation which represents the interests of people with culturally and linguistically diverse backgrounds;

“Young People” means persons over the age of 12 and under the age of 26 years;

“National Member” means a member of the Association who is a:

(a) Youth Peak Body; or

(b) National Youth Organisation; or

(c) National Youth Led Organisation.

“General Member” means all Members not being National Members;

“Members” means the National Members and the General Members;

“PAC” means the Policy Advisory Council;

" PAC Member" means a member of the PAC as set out in rule 19;

"Board of Governance" means the committee established pursuant to rule 11;

"Secretary" means the Executive Director holding this office under rule 12(2);

"Treasurer" means the person holding office under these rules as treasurer of the Association elected under rule 12(5);

"Independent Chairperson" means the independent chairperson of the Association elected under rule 12(5);

"Office Bearers" means those persons elected or appointed as the office bearers of the Association under rule 12(5);

"Expulsion Notice" means a notice served on a Member under subrule 9(2) informing the Member of the Association's intention to expel that Member from the Association;

"Entrance Fee" means the fee under subrule 7(1) payable by each Member to the Association in accordance with subrule 7(1);

"Annual Subscription Fee" means the fee under subrule 7(2) payable by each Member to the Association in accordance with subrule 7(3);

"Special Resolution" has the meaning set out in the Corporations Act 2001 (Cth);

"Act" means the Associations Incorporation Act 1991;

"Regulations" means the Associations Incorporation Regulations.

(2) In these rules:

(a) a reference to a function includes a reference to a power, authority and duty;

(b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty;

(c) words importing the singular include the plural and vice versa; and

(d) an expression importing a natural person includes a company, partnership, joint venture, association, network, corporation or other body corporate.

(3) The provisions of the Interpretation Act 1967 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART II – MEMBERSHIP

2. MEMBERSHIP QUALIFICATIONS

- (1) An organisation is qualified to be a National Member if;
 - (a) the organisation is:
 - (i) a Youth Peak Body; or
 - (ii) a National Youth Organisation; or
 - (iii) a National Youth Led Organisation.
- (2) and that organisation has applied to be a National Member, and has been approved as a National Member, by the Board of Governance.
- (3) A Youth Organisation, Youth Network, Young Person, youth worker or other individual is qualified to be a General Member if the person;
 - (a) has been nominated as a General Member in accordance with subrule 3(1); and
 - (b) has been approved as a General Member by the Board of Governance under subrule 3(2).

3. NOMINATION FOR MEMBERSHIP

- (1) A nomination of a person as a Member;
 - (a) must be made by a Member in writing in the form set out in Appendix 1; and
 - (b) must be lodged with the Secretary.
- (2) As soon as is practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Board of Governance. The Board of Governance must determine whether to approve or to reject the nomination.
- (3) If the Board of Governance determines to approve a nomination for membership, the Secretary must as soon as practicable after that determination, notify the nominee of that approval and request the nominee to pay (within 28 days after receipt of the notification) the sum payable under these rules by a Member as the Entrance Fee and the first year's Annual Subscription Fee.
- (4) The Secretary must, on payment by the nominee of the amounts referred to in subrule (3) within the period referred to in that subrule, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a Member.

4. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

- (1) A right, privilege or obligation which a person has by reason of being a Member;
 - (a) is not capable of being transferred or transmitted to another person or organisation; and
 - (b) terminates upon cessation of the person or organisation being a Member.

5. CESSATION OF MEMBERSHIP

- (1) A person ceases to be a Member if the person;
 - (a) dies or, in the case of an organisation, is wound up;
 - (b) resigns as a Member in accordance with rule 6;
 - (c) is expelled from the Association in accordance with rule 9; or
 - (d) fails to pay to the Association the Annual Subscription Fee in accordance with rule 7.

6. RESIGNATION OF MEMBERSHIP

- (1) A Member is not entitled to resign as a Member except in accordance with this rule.
- (2) A Member who has paid all amounts payable by the Member to the Association may resign as a Member by first giving notice (being not less than 1 month or, if the Board of Governance has determined a shorter period, that shorter period) in writing to the Secretary. That resignation will take effect and the person will cease to be a Member on the expiration of the period of notice.
- (3) If a person ceases to be a Member, the Secretary must make an appropriate entry in the register of members recording the date on which the person ceased to be a Member.

7. FEES, SUBSCRIPTIONS ETC.

- (1) A Member, on becoming a Member, must pay to the Association a fee of \$1 or, if any other amount has been determined by resolution of the Board of Governance, that other amount.
- (2) In addition to any amount payable under subrule 7(1), a Member must pay to the Association the Annual Subscription Fee of \$2 or, if any other amount has been determined by resolution of the Board of Governance, that other amount.
- (3) The Annual Subscription Fee is payable:
 - (a) on a person becoming a Member within the time specified in subrule 3(3);
or
 - (b) before 1 July in each subsequent calendar year.

8. MEMBERS' LIABILITIES

- (1) The liability of a Member 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 rule 7.

9. DISCIPLINING OF MEMBERS

- (1) Where the Board of Governance is of the opinion that a Member;
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules; or has persistently and willfully acted in a manner prejudicial to the interests of the Association, the Board of Governance may, resolve;
 - (i) to serve an Expulsion Notice on that Member; or
 - (ii) to serve a suspension notice on that Member, giving notice of the Association's intention to suspend that Member from such rights and privileges of membership of the Association as the Board of Governance may determine for a specified period.
- (2) If the Board of Governance passes a resolution under subrule 9(1), the Secretary must, as soon as practicable, cause a notice in writing to be served on the Member in respect of whom a resolution has been passed;
 - (a) setting out the resolution of the Board of Governance and the grounds on which it is based;
 - (b) stating that the Member may address the Board of Governance at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (c) stating the date, place and time of that meeting; and
 - (d) informing the Member that the Member may:
 - (i) attend and speak at that meeting; and/or
 - (ii) submit to the Board of Governance at or prior to the date of that meeting written representations relating to the resolution.
- (3) Subject to section 50 of the Act, at a meeting of the Board of Governance convened under subrule 9(2), the Board of Governance must;
 - (a) give to the Member mentioned in subrule (1) an opportunity to make oral representations;
 - (b) give due consideration;
 - (i) to any written representations submitted to the Board of Governance by that Member at or prior to the meeting; and

- (ii) to an oral representation made by that Member to the Board of Governance at the meeting;
 - (c) by resolution, confirm or revoke the resolution of the Board of Governance made under subrule 9(1).
- (4) If the Board of Governance confirms a resolution under subrule (3)(c) the Secretary must, within 7 days after that confirmation, by notice in writing inform the Member of that confirmation and of the Member's right of appeal under rule 10.
- (5) A resolution confirmed by the Board of Governance under subrule (3)(c) takes effect:
 - (a) on the expiration of the period within which the Member is entitled to appeal under rule 10 against the resolution where the Member does not exercise the right of appeal within that period; or
 - (b) if within that period the Member exercises its right of appeal under rule 10 on confirmation of resolution in accordance with subrule 10(4).

10. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A Member may appeal to the Association at a general meeting against a resolution of the Board of Governance made under subrule 9(1) and confirmed under subrule 9(3), within 7 days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- (2) Upon receipt of a notice under subrule 10(1), the Secretary must notify the Board of Governance of receipt of that notice. The Board of Governance must convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that 21-day period.
- (3) Subject to section 50 of the Act, at a general meeting of the Association convened under subrule 10(2);
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Board of Governance and the Member shall be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - (c) the Members present shall vote by secret ballot on the question of whether the resolution made under subrule 9(3) should be confirmed or revoked.
- (4) If at a general meeting of the Association, the Association passes a Special Resolution in favour of the confirmation of the resolution made under subrule 9(3), that resolution is confirmed.

PART III – THE BOARD OF GOVERNANCE

11. POWERS OF THE BOARD OF GOVERNANCE

- (1) Subject to the Act, the Regulations, these rules, and to any resolution passed by the Association in general meeting, the Board of Governance;
 - (a) shall control and manage the affairs of the Association;
 - (b) 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 the Association in general meeting;
 - (c) has power to perform all such acts and do all such things as appear to the Board of Governance to be necessary or desirable for the proper management of the affairs of the Association;
 - (d) oversee the management of day to day operations of the association;
 - (e) oversee the financial management of the association;
 - (f) establish specialist advisory working groups, when appropriate to assist in overseeing particular projects of the Association;
 - (g) identify strategic priorities and set the overall directions of the Association; and authorise the employment of salaried staff of the Association.

12. CONSTITUTION AND MEMBERSHIP OF THE BOARD OF GOVERNANCE

- (1) The Board of Governance shall comprise of up to 10 members, and must include:
 - (a) up to 3 representatives from a Youth Peak Body;
 - (b) 2 representatives from National Youth Organisations,
 - (c) 2 representatives from National Youth Led Organisations,
 - (d) 2 general members, and
 - (e) 1 other member of any category.
- (2) The Executive Director shall be an ex officio non-voting member of the Board of Governance and serve as the Secretary.
- (3) A majority of the total number of Board of Governance members shall constitute a quorum for the transaction of business of a meeting.
- (4) The Board of Governance shall meet at least six times a year. Questions arising at any meeting shall be determined by a majority of votes of the members of the Board of Governance present, and in the case of an equality of votes, the chairperson appointed at each respective meeting shall have a casting vote.

- (5) After each election the Board of Governance shall appoint from its membership:
 - (a) Chairperson
 - (b) Vice Chairperson
 - (c) Treasurer
- (6) One of the Chairperson and Vice Chairperson must be a young person.
- (7) The Board of Governance may choose to co-opt up to 2 additional members. These appointments shall provide additional specialized knowledge, skills or experience to the Board of Governance
- (8) Members of the Board of Governance shall be elected for 2-year terms with half the Board dissolved each year.

13. ELECTION OF BOARD OF GOVERNANCE MEMBERS

- (1) Nominations of candidates to the Board of Governance:
 - (a) must be made in writing, signed by another member of the Association and be accompanied by the written consent of the candidate (which may be endorsed on the nomination form);
 - (b) must indicate which role type as set out in rule 12 (1) the nomination is for;
 - (c) must be delivered to the Secretary not less than 14 days before the date fixed for the annual general meeting at which the election is to take place;
- (2) If insufficient nominations are received to fill vacancies for each of the role types set out in rule 12(1) the persons nominated shall be taken to be elected and nominations may be called from the floor of the annual general meeting and, if required, a ballot shall be held under rule 13(5).
- (3) If the number of nominations received is equal to the number of vacancies to be filled under subrule 12(1), the persons nominated shall be taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled under subrule 12(1) a ballot shall be held.
- (5) If a ballot is required the Executive Director shall act as the Returning Officer
- (6) The ballot is to be conducted at the annual general meeting of the Association in such manner as the Board of Governance may direct and disseminate to the membership prior to the nominations and shall include provision for postal voting and facsimile voting, to allow for participation of Members unable to attend in person.

- (7) All members of the Association may vote in each of the categories specified in rule 12(1)
- (8) Nomination or election to the Board of Governance does not preclude nomination or election to the Policy Advisory Council.

14. ROLES OF OFFICE BEARERS

- (1) The Chairperson shall be responsible for the chairing of meetings and representing the organisation;
- (2) The Vice Chairperson shall be acting Chairperson of the Association in the absence of the Chairperson;
- (3) The Treasurer shall ensure that;
 - (a) all moneys due to the Association are collected and received and that all payments authorised by the Association are made; and
 - (b) correct accounts and books are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association.
- (4) The Secretary shall be responsible for keeping a register of members and keeping minutes of;
 - (a) all elections and appointments of the Board of Governance and Policy Advisory Council;
 - (b) the names of Members present at a general meeting of the Association; and all proceedings at general meetings of the Association.

15. VACANCIES

- (1) For the purposes of these rules, a vacancy in the office of a Board of Governance Member occurs if the member;
 - (a) dies;
 - (b) ceases to be a Member;
 - (c) resigns the office by notice in writing to the Secretary;
 - (d) is removed from office pursuant to rule 9;
 - (e) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (Cth);
 - (f) suffers from mental or physical incapacity;
 - (g) is disqualified from office under subsection 63(1) & 63(2) of the Act; or

- (h) is absent without providing due notice to the Board of Governance from three consecutive meetings of the Board of Governance.
- (2) When vacancies occur the Board of Governance may appoint a replacement who shall hold office until the next AGM.

16. REMOVAL OF BOARD OF GOVERNANCE MEMBERS

- (1) The Association in a general meeting may by resolution, subject to section 50 of the Act, remove any Board of Governance Member from the office of member of the Board of Governance before the expiration of the member's term of office.

17. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the Board of Governance or of any sub-committee appointed by the Board of Governance must be determined by a majority of the votes of Board of Governance Members or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Board of Governance or of any sub-committee appointed by the Board of Governance (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a casting vote.
- (3) The Board of Governance may act notwithstanding any vacancy on the Board of Governance.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board of Governance or by a sub-committee appointed by the Board of Governance, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Board of Governance Member or sub-committee.

PART IV – THE POLICY ADVISORY COUNCIL

18. POWERS OF THE POLICY ADVISORY COUNCIL

- (1) Subject to the Act, the Regulations, these rules, and to any resolution passed by the Association in general meeting, the Policy Advisory Council shall;
 - (a) advise the staff on research, policy, information and promotional activities of the organisation;
 - (b) establish sub-committees or working groups and appoint any individuals to these bodies the Council deems fit; and
 - (c) exercise all such functions as directed by the Board of Governance.

19. CONSTITUTION AND MEMBERSHIP OF THE POLICY ADVISORY COUNCIL

- (1) The Policy Advisory Council shall consist of not more than 23 members, and where possible, include;
 - (a) one representative from each of the Youth Peak Bodies;
 - (b) five representatives from National Youth Organisations;
 - (c) five representatives from National Youth Led Organisations
 - (d) two General Members,
 - (e) two representatives from an Indigenous Organisation;
 - (f) one representative from a CALD Organisation.
- (2) The Executive Director or delegate shall be an ex officio non-voting member of the Policy Advisory Council.
- (3) The Policy Advisory Council shall meet at least two times a year. Questions arising at any meeting shall be determined by a majority of votes of the members of the Policy Advisory Council present.
- (4) Members of the Policy Advisory Council shall be elected for a 2-year term with half the Council dissolved each year.
- (5) The Policy Advisory Council may designate specific roles and elect members to fill these roles

20. ELECTION OF POLICY ADVISORY COUNCIL MEMBERS

- (1) Nominations of candidates to the Policy Advisory Council:
 - (a) must be made in writing, signed by 1 members of the Association and be accompanied by the written consent of the candidate (which may be endorsed on the nomination form);
 - (b) must indicate which role type as set out in rule 19 (1) the nomination is for;
and
 - (c) must be delivered to the Secretary not less than 14 days before the date fixed for the annual general meeting at which the election is to take place.
- (2) 2) If insufficient nominations are received to fill vacancies for each of the role types set out in rule 19(1) the persons nominated shall be taken to be elected and nominations may be called from the floor of the annual general meeting and, if required, a ballot shall be held under rule 20(5).
- (3) If the number of nominations received is equal to the number of vacancies to be filled under rule 19(1), the persons nominated shall be taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies to be filled under rule 19(1) a ballot shall be held.
- (5) The ballot is to be conducted at the annual general meeting of the Association in such manner as the Board of Governance may direct and disseminate to the membership prior to the nominations and shall include provision for postal voting and facsimile voting, to allow for participation of Members unable to attend in person.
- (6) Members of the Association may vote in each of the categories specified in rule 19(1)
- (7) Nominations or election to the Policy Advisory Council does not preclude nomination or election to the Board of Governance.

21. VACANCIES

- (1) When vacancies occur the Policy Advisory Council may appoint a replacement who shall hold office until the next AGM.

PART IV – GENERAL MEETINGS

22. ANNUAL GENERAL MEETINGS - HOLDING OF

- (1) With the exception of the first annual general meeting of the Association, the Association must, at least once in each calendar year and within the period of 6 months after the expiration of each Financial Year of the Association, convene an annual general meeting of its Members.
- (2) The Association must hold its first annual general meeting;
 - (a) within the period of 18 months after its incorporation under the Act; and
 - (b) within the period of 6 months after the expiration of the first Financial Year of the Association.
- (3) Rules 21(1) and 24(2) have effect subject to the powers of the Registrar of Incorporated Associations under section 120 of the Act in relation to extensions of time.

23. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

- (1) The annual general meeting of the Association is, subject to the Act, to be convened on such date and at such place and time as the Board of Governance thinks fit.
- (2) 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;
 - (a) confirmation of the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) receipt of the Board of Governance reports on the activities of the Association during the last preceding Financial Year;
 - (c) the election of Board of Governance Members and Policy Advisory Council members; and
 - (d) receipt and consideration of the statement of accounts and the reports that are required to be submitted to Members pursuant to subsection 73(1) of the Act.
- (3) An annual general meeting must be specified as such in the notice convening it in accordance with rule 24.
- (4) An annual general meeting must be conducted in accordance with the provisions of this Part.

24. GENERAL MEETINGS - CALLING OF

- (1) The Board of Governance may, whenever it thinks fit, convene a general meeting of the Association.
- (2) The Board of Governance must, on the requisition in writing of not less than 20 per cent of the total number of Members, convene a general meeting of the Association.
- (3) A requisition of Members for a general meeting of the Association;
 - (a) must state the purpose or purposes of the meeting;
 - (b) must be signed by the Members making the requisition;
 - (c) must be lodged with the Secretary; and
 - (d) must consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
- (4) If the Board of Governance fails to convene a general meeting of the Association within 3 month after the date on which a requisition of Members for the meeting is lodged with the Secretary, any 1 or more of the Members who made the requisition may convene a general meeting of the Association to be held not later than 3 months after that date.
- (5) A general meeting of the Association convened by a Member or Members referred to in subrule 23(4) shall be convened as nearly as is practicable in the same manner as general meetings of the Association are convened by the Board of Governance.
- (6) Any Member who thereby incurs expense in convening a general meeting of the Association under subrule 23(4) is entitled to be reimbursed by the Association for any reasonable expense so incurred.

25. NOTICE

- (1) Except if the nature of the business proposed to be dealt with at a general meeting of the Association requires a Special Resolution passed by the Members, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting of the Association, cause a notice to be sent specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting of the Association requires a Special Resolution to be passed by the Members, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting of the Association, cause notice to be sent to each Member in the manner provided in subrule 24(1) specifying, in addition to the matter required under that subrule, the intention to propose the resolution as a Special Resolution.
- (3) No business other than that specified in the notice convening a general meeting of the Association shall be transacted at the meeting except, in the case of an annual general meeting of the Association, business which may be transacted pursuant to subrule 22(2).

- (4) A Member desiring to bring any business before a general meeting of the Association may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting of the Association given after receipt of the notice from the Member.

26. GENERAL MEETINGS - PROCEDURE AND QUORUM

- (1) No item of business shall be transacted at a general meeting of the Association unless a quorum of Members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) 20 Members present in person (being Members entitled under these rules to vote at a general meeting of the Association) constitute a quorum for the transaction of the business of a general meeting of the Association.
- (3) If within half an hour after the appointed time for the commencement of a general meeting of the Association a quorum is not present the meeting;
 - (a) if convened upon the requisition of Members shall be dissolved; and
 - (b) in any other case, is to stand adjourned to a time and place to be appointed by the Secretary (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned).
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being not less than 10) constitute a quorum.

27. PRESIDING MEMBER

- (1) The Chairperson, or in his/her absence, the Vice Chairperson, is to preside at each general meeting of the Association.
- (2) If the Chairperson and the Vice Chairperson are absent from a general meeting of the Association or unwilling to act, the Members present shall elect one of their number to preside at the meeting.

28. ADJOURNMENT

- (1) The person presiding at a general meeting of the Association 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting of the Association is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each Member stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- (3) Except as provided in subrules 27(1) and 27(2), notice of an adjournment of a general meeting of the Association or of the business to be transacted at an adjourned meeting is not required to be given.

29. MAKING OF DECISIONS

- (1) A question arising at a general meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or 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.
- (2) At a general meeting of the Association, a poll may be demanded by the person presiding or by not less than 3 Members present in person or by proxy at the meeting.
- (3) If a poll is demanded at a general meeting of the Association, the poll must be taken;
 - (a) immediately in the case of a poll which relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

30. VOTING

- (1) Subject to subrule 29(3), upon any question arising at a general meeting of the Association a Member has 1 vote only.
- (2) All votes must be given personally or by proxy but no Member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting of the Association, the person presiding is entitled to exercise a casting vote.
- (4) A Member or proxy 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, other than the Annual Subscription Fee payable in respect of the then current year.

31. APPOINTMENT OF PROXIES

- (1) Each Member shall be entitled to appoint another Member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2.

PART V – MISCELLANEOUS

32. FUNDS - SOURCE

- (1) The funds of the Association shall be derived from Entrance Fees and Annual Subscription Fees payable by each Member under rule 7, donations and, subject to any resolution passed by the Members in general meeting and subject to section 114 of the Act, such other sources as the Board of Governance determines.
- (2) All money received by the Association shall be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

33. FUNDS - MANAGEMENT

- (1) The assets and income of the Association shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the members of the Association except as genuine compensation for services or expenses incurred on behalf of the Association.
- (2) Subject to any resolution passed by the Members in general meeting, the funds of the Association shall be used in pursuance of the objects of the Association in such manner as the Board of Governance determines.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Board of Governance or employees of the Association, being members of the Board of Governance or employees authorised to do so by the Board of Governance.

34. ALTERATION OF OBJECTS AND RULES

- (1) Neither the objects of the Association referred to in section 29 of the Act nor these rules shall be altered except in accordance with the Act.

35. COMMON SEAL

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the Board of Governance and the affixing of the common seal shall be attested by the 2 members of the Board of Governance or employees of the Association, being members of the Board of Governance or employees authorised to do so by the Board of Governance.

36. CUSTODY OF BOOKS

- (1) Subject to the Act, the Regulations and these rules, the Secretary shall keep in his or her custody or under his or her control all records, books, and other documents relating to the Association.

37. INSPECTION OF BOOKS

- (1) The records, books and other documents of the Association shall be open to inspection at a place in the Australian Capital Territory, free of charge, by a Member at any reasonable hour.

38. SERVICE OF NOTICES

- (1) For the purpose of these rules, a notice may be served by or on behalf of the Association upon any Member either personally or by sending it by post, Facsimile or email to the Member at the Member's postal address, facsimile number, or email address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these rules to have been served on the Person at the time at which the letter would have been delivered in the ordinary course of post.
- (3) If a notice is sent by facsimile, the notice is deemed for the purposes of these rules to have been served on the business day after it is sent.
- (4) If a notice is sent by electronic mail, service of the notice is taken to be effected if the sender receives a confirmation of delivery and is deemed for the purposes of these rules to have been served on the business day after it is sent.
- (5) A reference in these rules to a notice in writing includes a notice given by facsimile, electronic mail or other form of written communication.

39. WINDING UP

- (1) In the event of the Association being dissolved, all assets that remain after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes, which is charitable at law and which has rules prohibiting the distribution of its assets and income to its members.
- (2) The entity referred to in rule 39(1) must be decided by the Board of Governance, or if the Board of Governance do not wish to decide or do not decide, it must be decided by the members by ordinary resolution at or before the time of winding up or dissolution of the Association.

APPENDIX 1

Subrule 3 (1)

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

Australian Youth Affairs Coalition Incorporated
(incorporated under the Associations Incorporation Act 1991)

I wish apply for membership of AYAC in the following category:

National Member	General Member
<input type="checkbox"/> Youth Peak Body <input type="checkbox"/> National Youth Led Organisation <input type="checkbox"/> National Youth Organisation	<input type="checkbox"/> Youth organisation <input type="checkbox"/> Youth network <input type="checkbox"/> Young person <input type="checkbox"/> Youth worker <input type="checkbox"/> Other individual

I,.....(full name of applicant) of
..... (organisation name if applicable) of
.....(address)
..... hereby apply to become a member of the above
named incorporated association.

In the event of my admission as a member, I agree to be bound by the rules of the
association for the time being in force.

..... (Signature of applicant)

Date

APPENDIX 2

Subrule 30 (2)

PROXY APPOINTMENT FORM

Any AYAC member may use this form to appoint another AYAC member to serve as their proxy at AYAC's Annual General Meeting.

.....

I, _____ (full name) of _____
_____ (address) being a member of _____
_____ (name of incorporated association) hereby appoint
_____ (full name of proxy) of _____
_____ (address) as my proxy to vote for
me on my behalf at the **AYAC Annual General Meeting to be held on (DATE)** and at
any adjournment of that meeting.

.....

OPTIONAL

My proxy is authorised to vote in favour of / against (delete as appropriate) the
resolution (insert details):

.....

Signature of member appointing proxy:

Date:

Lodge forms by post or fax.

Post

Fax

Australian Youth Affairs Coalition

Fax: (02) 9281 5588

c/o YAPA

Suite 403, 64-76 Kippax Street

Surry Hills NSW 2010

A PROXY VOTE MAY ONLY BE GIVEN TO A PERSON WHO IS AN AYAC MEMBER.

THIS FORM MUST BE RECEIVED NO LATER THAN

24 HOURS PRIOR TO THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.

APPENDIX 3

The Associations objects are to pursue the following charitable purposes:

1. To promote and protect the human rights of young people.
2. To promote respect, tolerance and inclusion of young people.
3. To advance education by providing leadership training, support and opportunities to young people.
4. To advance the health and welfare of young people.
5. To promote laws, policies and practices which advance charitable purposes for the benefit of young people.

In pursuing these purposes, the Association will represent and promote the rights and interests of young people.