

DEFENCE FOR CHILDREN INTERNATIONAL
AUSTRALIAN SECTION

RULES OF ASSOCIATION

INCORPORATING AMENDMENTS

ADOPTED AT

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Incorporated Associations in the ACT by:
Defence for Children International
Australian Section

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**DEFENCE FOR CHILDREN INTERNATIONAL
AUSTRALIAN SECTION
RULES OF ASSOCIATION**

1. INTERPRETATION

(1) In these Rules unless there be something in the subject or context inconsistent therewith:

(a) “Association” means Defence for Children International Australian Section.

(b) “Financial year” means the year ending on 30 June; “Member” means a member, however described, of the association;

“Ordinary committee member” means a member of the committee who is not an office-bearer of the association as referred to in paragraph 12(1)(a);

“Secretary” means the person holding office under these rules as secretary of the association or, where no such person holds that office, the public officer of the association; the words “General Meetings” shall be taken to mean “Special General Meeting” and “Annual General Meeting”; “the Act” means the Associations Incorporation Act 1991; “the Regulations” means the Associations Incorporation Regulations.

(c) “Executive Committee” means a sub-committee of the Committee comprising only those members who are office bearers of the Association as defined in Rule 15(1)(a).

(d) “National President” means the person holding office under these Rules as National President of the Association or where no such persons holds that office, means the National Vice- President of the Association.

(e) “Office Bearer” means the National President, National Vice-President, Treasurer, Public Officer or Secretary.

(f) “Register” means the Register of Members and of Affiliate Members of the Association as maintained under these Rules.

(g) “Special Business” means business which may not be dealt with otherwise than by Special Resolution.

(h) “Special General Meeting” means a general meeting of the Association other than an Annual General Meeting.

(i) “Special Resolution” means a resolution passed at a general meeting of the Association by a majority of not less than three-quarters of the votes entitled to be cast at the meeting.

(2) In these Rules:

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

(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) Expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing; lithography, photography and other modes of representing or reproducing words in a visible form.

(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.

2. NAME

The name of the Association is Defence for Children International - Australian Section Incorporated, which may be abbreviated to DCI- Australia Inc or DCI-Aus.

3. OBJECTS

Defence for Children International - Australian Section Incorporated has the following objects:

- (1) to represent the International Movement of Defence for Children International in Australia and participate in worldwide and regional activities of the movement, in accordance with the objects and methods as set out in the Statutes, By-Laws and decisions of the International General Assembly of DCI;
- (2) to seek, promote and implement the most effective means of securing the rights of children from both the preventive and the curative standpoint;
- (3) to investigate children's rights violations and related issues and undertake projects which provide advocacy, counselling, advice, information and referral to children whose rights have been, are, or are likely to be, violated;
- (4) to undertake and encourage education and training aimed at improving general awareness of the public, and specifically children, concerning the promotion and protection of children's rights;
- (5) to promote understanding of and compliance with the UN Convention on the Rights of the Child and other international law, declarations and agreements, by governments, organisations and people, as the basis for minimum standards for children in Australia and overseas;
- (6) to gather and compile information about children's rights principles, issues and violations and disseminate such information among children and youth, the general public, community organisations and professional groups;
- (7) to co-operate with organisations, people and governments within Australia, to promote and protect children's rights;
- (8) to co-operate with organisations, people and governments of other countries, especially in Australia's region, to promote and protect children's rights in their own countries; and
- (9) to do all things necessary or desirable to achieve any of the above objects.

4. POWERS

The Association shall have the following powers:

- (1) the appointment, employment and dismissal of people considered necessary for the purposes of the Association, and the payment to them of salaries and gratuities;
- (2) the printing and publishing of periodicals, books, leaflets or other documents for the promotion of the objects of the Association;
- (3) the making of gifts, subscriptions or donations to any fund, authority or institution consistent with the purposes of the Association;
- (4) the establishment, maintenance and management of any building for the purposes of the Association and the expenditure of money and the doing of any other things necessary and advisable to be done in the furtherance of the objects of the Association;
- (5) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects of the Association;

- (6) the buying, selling and supplying of, and dealing in, goods of any kind for the attainment of the objects of the Association;
- (7) the construction, maintenance and alteration of buildings or works necessary or convenient for any of the objects of the Association;
- (8) the accepting of any gift, whether subject to special trust or not, for any one or more of the objects of the Association;
- (9) the taking of such steps from time to time as the Board or the members of in general meeting may deem expedient for the purpose of procuring contributions to the funds of the Association, whether by way of donations, subscriptions, grants or otherwise;
- (10) the investment in authorised trustee investments of any moneys of the Association not immediately required for any of its objects or purposes in such manner as the Board may from time to time determine;
- (11) the establishment and support, or aiding in the establishment and support of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit workers or past workers of the Association and their dependents, the provision of superannuation benefits and the granting of pensions, allowances, or other benefits to workers or past workers and their dependents, and the making of payments towards insurance in relation to any of those purposes; and
- (12) the doing of such other lawful things as are necessary, incidental or conducive to the attainment of the objects of the Association.

5. MEMBERSHIP

- (1) Any person interested in and supportive of the objects of the Association may apply for membership of the Association.
- (2) An application for membership shall be made in writing on a form approved by the National Committee, signed by the person applying for membership and lodged with the Secretary of the Association or a delegate of the Secretary appointed for the purpose of handling membership matters.
- (3) As soon as possible after the receipt of an application, the Secretary or delegate shall refer the application to the National Committee or its sub-committee formed for the purpose. The National Committee or its sub-committee shall determine whether to accept or reject the application.
- (4) Upon approval the Secretary or delegate shall, with as little delay as possible, notify the applicant in writing that he/she is approved for membership and request payment within 28 days of the sum payable under these rules as the joining fee and the first year's annual subscription.
- (5) Upon receipt of the amounts referred to in sub-clause (4) within the period referred to in that clause, the Secretary shall enter the applicant's name in a Register of Members kept by the Secretary, whereupon the applicant becomes a member of the Association.
- (6) Members shall be entitled to attend all Annual and Special General Meetings of the Association and the General Assembly of DCI-Australia and shall have one vote at these meetings.
- (7) Members shall be eligible for election to any office of the Association and to the National Committee.
- (8) A right, privilege or obligation of a person by virtue of membership:
 - (a) is not capable of being transferred or transmitted to another person;
 - (b) terminates upon the cessation of membership.

6. AFFILIATE MEMBERSHIP

- (1) Any non-government organisation interested in and supportive of the objects of the Association may apply for affiliate membership of the Association.
- (2) An application for affiliate membership shall be made in writing on a form approved by the Board, signed by the President, Chairperson or like officer of the organisation applying for membership, endorsed by two members of the Association and lodged with the Secretary or delegate appointed by the Board for the purpose of handling membership matters.
- (3) As soon as possible after the receipt of an application for affiliate membership, the Secretary or delegate shall refer the application to the Board or to a sub-committee of the Board formed for the purpose.
- (4) Upon an application for affiliate membership being approved by the Board or its sub-committee, the Secretary shall, with as little delay as possible, notify the applicant in writing that the application for affiliate membership has been approved. Upon receipt of the sum payable by the applicant as the first years subscription, the Secretary shall enter the applicant's name in a Register of Affiliate Members kept by the Secretary, whereupon the applicant becomes an affiliate member of the Association.
- (5) An affiliate member may nominate a person who shall have all the rights, privileges and obligations of a member, including one vote at annual and special general meetings, except the right to stand for election for any office or to the National Committee.
- (6) Any affiliate member whose subscription is more than 12 months in arrears shall be deemed unfinancial and shall not be entitled to vote.
- (7) An affiliate member may resign or be disciplined in the same manner as a member.

7. CESSATION OF MEMBERSHIP

Membership of a member or affiliate member shall be deemed to terminate when:

- (a) their subscription is twenty—four months in arrears, or;
- (b) he/she dies, or,
- (c) in the case of a body corporate, is wound up;
- (d) resigns from membership of the Association;
- (e) is expelled from Defence for Children International by vote of the membership at an International General Assembly of DCI; or
- (f) fails to renew membership of the Association.

8. RESIGNATION OF MEMBERSHIP

- (1) A member is not entitled to resign from membership of the Association except in accordance with this rule.
- (2) A member who has paid all amounts payable by the member to the Association may resign from membership of the Association by first giving notice (being not less than 1 month or, if the Committee has determined a shorter period, that shorter period) in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (3) Where a person ceases to be a member the secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

9. FEE, SUBSCRIPTIONS ETC

- (1) The entrance fee to the Association is \$1.00, or if any other amount has been determined by resolution of the National Committee, such other amount.
- (2) The annual membership fee of the Association is \$2.00, or if any other amount has been determined by resolution of the National Committee that other amount.
- (3) The annual membership fee is payable -
 - (a) except as provided by paragraph (b), before 1 July in each calendar year; or
 - (b) where a person becomes a member on or after 1 July in any calendar year, before 1 July in each succeeding calendar year.
- (4) The Board may decide by a majority vote at a meeting of the Board to waive an affiliate member's joining fee and subscription in return for reciprocal membership of the affiliated organisation.
- (5) Any member whose subscription is more than twelve months in arrears shall be deemed unfinancial and shall not hold any office, be a member of the National Committee or be entitled to vote.

10. LIABILITIES OF MEMBERS AND AFFILIATE MEMBERS

- (1) The liability of a member or affiliate 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 9.

11. DISCIPLINING OF MEMBERS

- (1) Where the National Committee is of the opinion that a member has
 - (a) persistently refused or neglected to comply with a provision of these rules; or
 - (b) persistently and wilfully acted in a manner prejudicial to the interests of the Association, the National Committee may, by resolution -
 - (c) recommend the suspension of the member to the International Executive Council;
 - (d) recommend the expulsion of the member to the next International General Assembly.
- (2) A resolution of the National Committee under subrule (1) is of no effect unless the National Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subrule (3), confirms the resolution in accordance with this rule.
- (3) Where the National Committee passes a resolution under subrule (1), the Secretary shall, as soon as practicable, cause a notice in writing to be served on the member-
 - (a) setting out the resolution of the National Committee and the grounds on which it is based;
 - (b) stating that the member may address the National Committee 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 do either or both of the following:

(i) attend and speak at that meeting;

(ii) submit to the National Committee at or prior to the date of that meeting written representations relating to the resolution.

(4) Subject to section 50 of the Act, at a meeting of the National Committee mentioned in subrule (2), the National Committee shall

(a) give to the member mentioned in subrule (1) an opportunity to make oral representations;

(b) give due consideration to any written representations submitted to the National Committee by that member at or prior to the meeting; and

(c) by resolution determine whether to confirm or to revoke the resolution of the National Committee made under subrule (1).

(5) Where the National Committee confirms a resolution under subrule (4), the Secretary shall, 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 11.

(6) A resolution confirmed by the National Committee under subrule (4) does not take effect -

(a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within that period; or

(b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution in accordance with subrule 11(4).

12. RIGHT OF APPEAL OF DISCIPLINED MEMBER

(1) The rights of appeal will be in accordance with the the rights of appeal provided in the Statutes of Defence for Children International, where they are are consistent with Australian law.

13. SUB—SECTIONS

(1) Members may organise themselves into local, regional and State groupings in order to pursue the aims and objects of the Association within their locality, region or State and may seek recognition by application in writing to the National Committee.

(2) A recognised grouping shall respect the decisions, resolutions and recommendations of the National Committee, contribute financially and otherwise to national activities of the Association, and collaborate with the National Committee and other groupings of members to the greatest possible extent.

(3) A group's compliance with these requirements may be reviewed by the National Committee which as a result of this review, shall continue recognition of the sub-section, or place it on probation subject to compliance with specified conditions, or withdraw recognition.

14. POWERS OF THE NATIONAL COMMITTEE

(1) The National Committee, subject to the Act, the Regulations, these rules, and to any resolution passed by the Association in general meeting —

(a) shall control and manage the affairs of the Association;

(b) shall be responsible for pursuing the objects of the Association at a national and international level;

- (c) shall be responsible for relations and communications between DCI-Australia and national organisations in Australia including the national government, and with organisations and governments overseas including DCI- Sections;
- (d) shall be responsible for communications and co—operation with the International Secretariat and the International Executive Council of DCI;
- (e) 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; and
- (f) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

15. CONSTITUTION AND MEMBERSHIP OF THE NATIONAL COMMITTEE

(1) The National Committee shall consist of

- (a) the office-bearers and
- (b) 5 ordinary members, each of whom shall be elected pursuant to rule 16 or appointed in accordance with sub—rule (4).

(2) The office-bearers of the Association shall be -

- (a) the national convenor;
- (b) the deputy national convenor;
- (c) the national treasurer; and
- (d) the national secretary.

(3) Each member of the Committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member’s election, but is eligible for re-election.

16. ELECTION OF COMMITTEE MEMBERS

(1) Nominations of candidates for election as office—bearers of the Association or as ordinary members of the National Committee -

- (a) shall be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and
- (b) shall be delivered to the secretary of the relevant group of members of the Association not less than 7 days before the date fixed for the annual general meeting.

(2) If insufficient nominations are received to fill all vacancies on the National Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

(3) If insufficient further nominations are received, any vacant positions remaining on the Committee shall be deemed to be vacancies.

(4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

(5) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

(6) The ballot for election of office-bearers and ordinary committee members shall be conducted at the annual general meeting in such a manner as the national committee may direct.

(7) A person is not eligible to simultaneously hold more than one position on the National Committee.

17. NATIONAL SECRETARY

(1) The National Secretary of the Association shall, as soon as practicable after being appointed as National Secretary, notify the Association of his or her address.

(2) The Secretary shall keep minutes of -

(a) all elections and appointments of office—bearers and ordinary committee members;

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

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

(3) Minutes of proceedings at a meeting shall be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

18. NATIONAL TREASURER

(1) The National Treasurer of the Association shall -

(a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and

(b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

19. VACANCIES

(1) For the purposes of these rules, a vacancy in the office of a member of the National Committee occurs if the member —

(a) dies;

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

(c) resigns the office;

(d) is removed from office pursuant to rule 21;

(e) becomes an insolvent under administration within the meaning of the Corporations Law;

(f) suffers from mental or physical incapacity;

(g) is disqualified from office under subsection 63(1) of the Act; or

(h) is absent without the consent of the National Committee from all meetings of the National Committee held during a period of 6 months.

(2) In the event of a casual vacancy occurring in the membership of the National Committee, the National Committee may appoint a member to fill the vacancy and the member so appointed shall hold office until the conclusion of the next Annual General Meeting.

(3) In the event of a casual vacancy occurring in the position of an office-bearer, the National Committee shall appoint one of their number or a member of the association to fill the vacancy, and the member so appointed shall hold office until the conclusion of the next Annual General Meeting.

20. REMOVAL OF COMMITTEE MEMBERS

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

21. NATIONAL COMMITTEE MEETINGS AND QUORUM

(1) The National Committee shall meet at least 3 times in each calendar year at such place and time as the National Committee may determine.

(2) Additional meetings of the National Committee may be convened by any member of the National Committee, giving at least 2 weeks notice.

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

(4) Notice of a meeting given under subrule (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

(5) Any 4 members of the National Committee constitute a quorum for the transaction of the business of a meeting of the National Committee.

(6) No business shall be transacted by the National Committee unless a quorum is present and if within half an hour after the time appointed for the meeting a quorum is not present the meeting stands adjourned to the same place and at the same hour of the same day in the following week.

(7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting shall be dissolved.

(8) At meetings of the National Committee -

(a) the National Convenor or in the absence of the National Convenor, the Deputy National Convenor shall preside; or

(b) if the National Convenor and the National Deputy Convenor are absent, 1 of the remaining members of the National Committee may be chosen by the members present to preside.

(9) By decision of a two thirds majority, meetings of the National Committee other than the meeting held immediately following the Annual General Meeting, may be held using a teleconference facility but must be held in accordance with these rules.

(10) A resolution in writing signed by all national committee members, other than those who have been granted leave of absence for the period, and given to the secretary in person, or by mail or fax, shall be as valid and effectual as if it had been passed at a meeting of the national committee duly called and constituted.

22. EXECUTIVE COMMITTEE

- (1) The National Committee may establish a National Executive Committee that shall consist of President, Deputy President, National Treasurer, and National Secretary.
- (2) The functions of the Executive shall be:
 - (a) to manage the daily operation of the Association subject to any directions given or policies established by the National Committee;
 - (b) to arrange for the preparation of submissions for funding of the Association;
 - (c) to manage the Association's finances and budgets and to report on them to the National Committee; and
 - (d) to carry out such other functions as may be delegated to it from time to time by the National Committee.
- (3) The National Executive Committee shall be subject to the direction of the Board and shall give an account of its activities at each National Committee.
- (4) Three members of the Executive shall constitute a quorum. Proxy voting shall not be permitted.
- (5) Meetings of the Executive shall be held at least once between each board meeting at a time and place fixed by the Executive and shall be chaired by the President or Deputy President. The Executive may, if it agrees unanimously, hold a meeting using a teleconference facility.
- (6) Decisions of the Executive Committee shall be made by simple majority and the person chairing shall not have a casting vote.

23. DELEGATION BY NATIONAL COMMITTEE TO SUB—COMMITTEE

- (1) The National Committee may, by instrument in writing, delegate to 1 or more sub-committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such of the functions of the National Committee as are specified in the instrument, other than -
 - (a) this power of delegation; and
 - (b) a function which is a function imposed on the Committee by the Act, by any other law of the Territory, or by resolution of the Association in general meeting.
- (2) A function, the exercise of which has been delegated to a sub committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub—committee in accordance with the terms of the delegation.
- (3) A delegation under this rule 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.
- (4) Notwithstanding any delegation under this rule, the National Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the National Committee.
- (6) The National Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

24. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the National Committee or of any sub-committee appointed by the National Committee shall be determined by a majority of the votes of members of the National Committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the National Committee or of any sub-committee appointed by the National Committee (including the person presiding at the meeting) is entitled to 1 vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to subrule 22(5), the National Committee may act notwithstanding any vacancy on the National Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the National Committee or by a sub committee appointed by the National Committee, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the National Committee or sub-committee.

25. ANNUAL GENERAL MEETINGS - HOLDING OF

- (1) With the exception of the first annual general meeting of the Association, the Association shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of the Association, convene an annual general meeting of its members.
- (2) The Association shall 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 5 months after the expiration of the first financial year of the Association.
- (3) Subrules (1) and (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.

26. ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT

- (1) The annual general meeting of the Association shall, subject to the Act, be convened on such date and at such place and time as the National Committee 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 shall be -
 - (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - (b) to receive from the National Committee reports on the activities of the Association during the last preceding financial year;
 - (c) to elect office-bearers; and
 - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members pursuant to sub-section 73(1) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with rule 28.
- (4) An annual general meeting shall be conducted in accordance with the provisions of this part.

27. GENERAL MEETINGS - CALLING OF

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

28. NOTICE

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by pre-paid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subrule (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 shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to subrule 22(2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

29. GENERAL MEETINGS - PROCEDURE AND QUORUM

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) 5 members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

(3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (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) at the same place.

(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 3) shall constitute a quorum.

30. PRESIDING MEMBER

(1) The National Convenor, or in the absence of the National Convenor, the Deputy National Convenor, shall preside at each general meeting of the Association.

(2) If the National Convenor and the Deputy National Convenor are absent from a general meeting, the members present shall elect 1 of their number to preside at the meeting.

31. ADJOURNMENT

(1) The person presiding at 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) Where a general meeting is adjourned for 14 days or more, the Secretary shall 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.

(3) Except as provided in subrules (1) and (2), 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.

32. 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 at 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) Where the poll is demanded at a general meeting, the poll shall 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.

33. VOTING

- (1) Subject to subrule (3), upon any question arising at a general meeting of the Association a member has 1 vote only.
- (2) All votes shall 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, the person presiding is entitled to exercise a second or 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 or proxy to the Association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

34. 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 to these rules.

35. FUNDS - SOURCE

- (1) The funds of the Association shall be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting and subject to section 114 of the Act, such other sources as the National Committee 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 shall, as soon as practicable after receiving any money, issue an appropriate receipt.

36. FUNDS - MANAGEMENT

- (1) The assets and income of the association shall be applied solely in furtherance of its above mentioned objectives, and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the National Committee or employees of the Association, being members of the National Committee or employees authorised to do so by the National Committee.

37. DISCLOSURE OF INTEREST IN CONTRACTS

- (1) A member of the National Committee who has a financial interest in any contract or arrangement made or proposed to be made with the Association shall disclose that interest at the first meeting of the National Committee at which the contract or arrangement is first taken into consideration if the interest then exists; or, in any other case, at the first meeting of the National Committee after the acquisition of the interest.
- (2) If a member of the National Committee becomes financially interested in a contract or arrangement after it has been made or entered into, the member shall disclose that interest at the first meeting of the Board after becoming so interested.

(3) No member of the National Committee shall vote as a member of the Committee in respect of any contract or arrangement in which that member is so interested and if the member does so vote that vote shall not be counted. At the request of any member present, the person so interested shall leave the meeting during the discussion of the contract or arrangement.

38. AUDITOR

(1) The National Committee shall appoint a suitably qualified person (not being a member of the Association or the Public Officer) as Auditor. Once at least in each financial year of the Association the Auditor shall examine the accounts of the Association and certify as to the correctness of those accounts to the members.

39. ALTERATION OF THE RULES

(1) The rules shall not be altered, except by resolution proposed at an Annual General Meeting or at a Special General Meeting convened for the purpose, and carried by a two—thirds majority of the members of the Association present and voting. Notice of the proposed resolution shall be given in writing to the Secretary 21 days before the meeting at which it is to be brought forward and notice thereof shall be sent to all members at least fourteen days before such meeting.

(2) An amendment to the objects and purposes of the Association shall not be effective until approved by the Registrar of Companies.

40. COMMON SEAL

(1) The common seal of the Association shall be kept in the custody of the Secretary.

(2) The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of 2 members of the National Committee or of 1 member of the National Committee and of the National Secretary.

41. CUSTODY OF BOOKS

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

42. INSPECTION OF BOOKS

(1) The records, books and other documents of the Association shall be open to inspection at a place nominated by the National Secretary, free of charge, by a member of the Association at any reasonable hour.

43. 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 to the member at the member's address shown in the register of members.

(2) Where a document is sent to a person by properly addressing, prepaying and posting or transmitting to the person a letter containing the document, the document shall, unless 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.

44. WINDING-UP

(1) The Association shall be wound-up only in accordance with the Act.

(2) Upon the winding-up of the Association, the assets of the Association remaining after payment of the debts and liabilities of the Association and the costs, charges and expenses of the winding-up, shall become the property of Defence for Children International, and shall be distributed by the decision of the International General Assembly to other DCI Sections or to such Associations or Organisations within Australia having objects and purposes similar to the Association.