



mental health
community coalition ACT

RULES OF ASSOCIATION

Mental Health Community Coalition of the ACT Incorporated

Registered No [A04018]

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RULES OF MENTAL HEALTH COMMUNITY COALITION OF THE ACT INC

PART I - PRELIMINARY

1. INTERPRETATION

- (1) In these rules, unless the contrary intention appears:

"**financial year**" means the year ending on 30 June.

"**member**" means a member, however described, of the association.

"**ordinary board member**" means a member of the board 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 Act**" means the *Associations Incorporation Act 1991*.

"**the 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; 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 duty.

- (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. AIMS AND PURPOSES OF ASSOCIATION

- (1) The aims and purposes of association are to -

- (a) represent mental health community sector organisations who share a common goal of enhancing the wellbeing of people affected by mental illness, in particular consumers and carers, and promoting the mental health interests of the ACT community and surrounding region;
- (b) advocate in the interests of mental health consumers and carers to improve their wellbeing;
- (c) advance and promote adequate and high quality mental health services in the ACT; and

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- (d) enhance cooperation and information sharing among all stakeholders including consumers, carers, community organisations, service providers, health professionals, government agencies and other interested parties.
 - (2) The association will employ a range of strategies to achieve these aims and purposes, including coordination, networking, research, information dissemination, community education, advocacy and representation, both local and national.
 - (3) The association is not for profit.

PART II - MEMBERSHIP

3. CLASSES OF MEMBERSHIP

Subject to the qualifications set out in rules 5 and 6, membership of the association shall consist of the following two classes:

- (a) full members which are non-government community, or consumer or carer organisations; and
- (b) associate members.

4. FULL MEMBERSHIP QUALIFICATIONS

- (1) Subject to rule 5(2), an organisation is qualified to be a full member of the association only if it is a non-government community or consumer or carer organisation and -
 - (a) the organisation is an organisation referred to in paragraph 21(2)(a) or (b) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) the organisation -
 - (i) has been nominated for full membership in accordance with rule 7(1); and
 - (ii) has been approved for full membership of the association by the board of the association.
- (2) A full member may nominate separate programs operating within that member organisation for separate membership of the association. Subject to these rules (including rule 20(2)), the separate program will have all of the rights and entitlements of full membership. The board will determine in accordance with rule 7(2), as it thinks fit, whether to accept or reject a separate program nomination for full membership.
- (3) A full member must be able to demonstrate its interest or involvement in mental health issues, and its charter must be compatible with the aims, purposes and objects of the association.
- (4) A full member may, in accordance with these rules, attend and vote at general meetings of the association and may nominate candidates for election to the board.

5. ASSOCIATE MEMBERSHIP QUALIFICATIONS

- (1) A person or organisation is qualified to be an associate member if it is an organisation, institution, company, government agency or individual with an interest in mental health issues.
- (2) An associate member must be able to demonstrate its interest or involvement in mental health issues, and its charter must be compatible with the aims, purposes and objects of the association.
- (3) An associate member may, in accordance with these rules, attend but is not eligible to vote at general meetings of the association. Subject to rule 20(8), an associate member is not eligible for membership of the board of the association other than by appointment as a non-voting advisory board member in accordance with rule 20(7).

6. NOMINATION FOR MEMBERSHIP OR ASSOCIATE MEMBERSHIP

- (1) A nomination of a person for membership of the association -
 - (a) shall be made by a member of the association in writing in the form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the association.
- (2) As soon as is practicable after receiving a nomination, the secretary shall refer the nomination to the board which shall determine whether to approve or to reject the nomination.
- (3) Where the board determines to approve a nomination, the secretary shall 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 full member or associate member as the entrance fee and the first year's annual subscription.
- (4) The secretary shall, on payment by the nominee of the amounts referred to in rule 7(3) within the period referred to in that rule, enter the nominee's name in the register of members and associate members and, upon the name being so entered, the nominee shall become a member or associate members of the association, as the case may be.

7. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

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

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

8. **CONTRIBUTION**

Members will be asked to provide to the secretary a list of their specific relevant skills and resources and will be encouraged to actively contribute to the on-going work of the association.

9. **CESSATION OF MEMBERSHIP**

An organisation or person ceases to be a member, or associate member of the association if the organisation or person-

- (a) dies or, in the case of an incorporated bod, is wound up;
 - (b) resigns from membership of the association; or
 - (c) is expelled from the association.
- (d) fails to renew membership of the association

10. **RESIGNATION OF MEMBERSHIP OR ASSOCIATE 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 duly payable under these rules to the association may resign by first giving notice (being not less than 1 month or, if the board 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 or associate member, as the case may be.
- (3) Where a person ceases to be a member or associate 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 or associate member.

11. **FEES**

- (1) The entrance and annual membership fee for full members and associate members of the association is determined by resolution of the board, as it thinks fit, on separate sliding scales having regard to the size and funding level of the full member organisation or associate member.
- (2) The annual membership fee for full members and associate members is payable -
 - (a) except as provided by paragraph (b), before 1 July in each calendar year; or
 - (b) where an organisation or person becomes a member on or after 1 July in any calendar year, before 1 July in each succeeding calendar year.

12. **MEMBERS' LIABILITIES**

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 12.

13. DISCIPLINING OF MEMBERS

- (1) Where the board is of the opinion that a member-
- (a) has persistently refused or neglected to comply with a provision of these rules; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association:
- the board may, by resolution-
- (c) expel the member from the association; or
 - (d) suspend the member from such rights and privileges of membership of the association as the board may determine for a specified period.
- (2) A resolution of the board under rule 14(1) is of no effect unless the board, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under rule 14(3), confirms the resolution in accordance with this rule.
- (3) Where the board passes a resolution under rule 14(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 board and the grounds on which it is based;
 - (b) stating that the member may address the board 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 board 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 board mentioned in rule 14(2), the board shall-
- (a) give to the member mentioned in rule 14(1) an opportunity to make oral representations;
 - (b) give due consideration to any written representations submitted to the board by that member at or prior to the meeting; and
 - (c) by resolution determine whether to confirm or to revoke the resolution of the board made under rule 14(1).

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- (5) Where the board confirms a resolution under rule 14(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 15.
 - (6) A resolution confirmed by the board under rule 14(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 rule 14(4).

14. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (1) A member may appeal to the association in general meeting against a resolution of the board which is confirmed under rule 14(4), 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 rule 15(1), the secretary shall notify the board which shall 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 date.
- (3) Subject to section 50 of the Act, at a general meeting of the association convened under rule 15(2)-
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the board 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 rule 14(4) should be confirmed or revoked.
- (4) If the meeting passes a special resolution in favour of the confirmation of the resolution made under rule 14(4), that resolution is confirmed.

PART III - THE CONSUMER AND CARER CAUCUS

15. PURPOSE OF THE CONSUMER AND CARER CAUCUS

The Consumer and Carer Caucus (the "**Caucus**") is established by the association to provide a supportive forum for consumers and carers to work together and to ensure that the work of the association is informed by, and is supportive of, the interests of consumers and carers.

16. MEMBERSHIP OF THE CAUCUS

- (1) The membership of the Caucus consists of:
 - (a) representatives from consumer and carer organisations in the ACT and surrounding regions, and

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- (b) non-affiliated individual consumers and carers.
 - (2) Non-government community consumer and carer organisations that have representative members on the Caucus must also hold full membership of the association.
 - (3) Non-affiliated individual members of the Caucus must hold associate membership of the association. Non-affiliated individual members of the Caucus are entitled to vote on any matter arising for business at meetings of the Caucus.

17. MEETINGS OF THE CAUCUS

- (1) Meetings of the Caucus shall be convened on such date and at such place and time as the Caucus thinks fit. Members of the Caucus shall be given at least 14 days notice of any meeting of the Caucus, setting out the time and place for the meeting.
- (2) An annual meeting of the Caucus shall be convened once each year, which may or may not be held in conjunction with the annual general meeting of members under rule 32 for the purpose of holding elections for Caucus representative board members and to conduct and vote on any other business that the Caucus sees fit.
- (3) The Caucus shall appoint an independent facilitator to preside over and facilitate meetings of the Caucus. The independent facilitator must not be a member of the association and is not entitled to vote at any meeting of the Caucus or general meeting of the association.
- (4) No item of business shall be transacted at a meeting of the Caucus unless a quorum of 5 or more members of Caucus entitled under these rules to vote is present in person during the time the Caucus is considering that item.
- (5) Upon any question arising at a meeting of the Caucus, each consumer and carer organisational member, and each non-affiliated individual associate member, has 1 vote only.
- (6) A question arising at a meeting of the Caucus shall be determined on a show of hands and, unless a declaration is made by the independent facilitator that a resolution on the question has been carried or lost on the show of hands, a poll. In the case of an equality of votes on a question at a meeting of the Caucus, the resolution will be declared by the independent facilitator to be lost.
- (7) Secretariat support for the Caucus will be provided by the members and staff of the association.
- (8) The Caucus shall appoint one of its members present at each meeting to take minutes of the proceedings of the meeting.

PART IV - THE BOARD

18. POWERS OF THE BOARD

The board, subject to the Act, the Regulations, these rules, and to any resolution passed by the association in general meeting-

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- (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; and
 - (c) has power to perform all such acts and do all such things as appear to the board to be necessary or desirable for the proper management of the affairs of the association.

19. **CONSTITUTION AND MEMBERSHIP**

- (1) The board shall consist of -
 - (a) 7 ordinary board members, elected by the members of the association;
 - (b) 2 representative board members elected by the Consumer and Carer Caucus (the "Caucus") to represent mental health carers; and
 - (c) 2 representative board members elected by the Caucus to represent mental health services consumers.
- (2) The board shall not consist of more than two representatives from any one full member organisation at any time, notwithstanding that separate programs of that full member may hold separate membership.
- (3) Each member of the board shall, subject to these rules, hold office for a term of two years at which time the member must retire at the conclusion of the annual general meeting held in the year of the of that term, except that the board shall nominate one half of the members of the board (or if that is not a whole number, the whole number nearest to one half) to retire at the annual general meeting held at the end of the first year of the association. Each retiring board member may nominate for re-election by the association or the Caucus (as the case may be) at the general meeting at which it is required to retire, provided that no board member holds office for more than 2 consecutive terms.
- (4) At each annual general meeting after the first year of the association, one half (or if that is not a whole number, the whole number nearest to one half) of the members of the board, being those members who are required to retire under rule 20(3) must retire from office and, subject to any limit on the term of office of members determined under rule 20(3), are eligible for re-election by the full members of the association or the Caucus, as the case may be.
- (5) In the event of a vacancy in the membership of the board, the board may, subject to these rules, appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
- (6) Caucus representative board members may be voluntarily rotated or replaced by other Caucus members from time to time during the representative board member's term of office, provided that such caucus representative board members are not office bearers of the association.

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- (7) The board may from time to time appoint to the board persons possessing specific skills or expertise that may assist the board in an advisory capacity. An advisory board member does not have voting rights in respect of board decisions and retains membership of the board until such time as the board revokes the advisory board membership.
 - (8) Notwithstanding rule 6(3), associate members of the association who are members of the Caucus may be elected as representative board members by the Caucus.
 - (9) Board members are not entitled to any payment or remuneration for acting as officers of the association, or to hold any other office of profit under the association.

20. **ELECTION OF BOARD MEMBERS**

- (1) Nominations of candidates for election or re-election as board members-
 - (a) shall be made in writing, signed by 2 members of the association or the Caucus, as the case may be, 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 association not less than 7 days before the date fixed for the annual general meeting and/or meeting of the Caucus at which the election is to take place.
- (2) If insufficient nominations are received to fill all available vacancies on the board, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting or meeting of the Caucus, as the case may be.
- (3) If insufficient further nominations are received, any vacant positions remaining on the board 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 taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held by the association or the Caucus, as the case may be.
- (6) The ballot for the election of ordinary board members shall be conducted at the annual general meeting in such manner as the board may direct. The ballot for election of Caucus representative directors shall be conducted in a meeting of the Caucus to be held in conjunction with the annual general meeting in such manner as the Caucus thinks fit.

21. **OFFICE BEARERS**

- (1) Members of the board shall be nominated and appointed as office-bearers of the association by resolution of the board from time to time. The office-bearers of the association shall be -
 - (a) the president;
 - (b) the vice-president;

(c) the treasurer; and

(d) the secretary.

(2) A person is not eligible to simultaneously hold more than 1 position on the board.

22. **SECRETARY**

(1) The secretary of the association shall, as soon as practicable after being appointed as 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 board members;

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

(c) all proceedings at board 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.

23. **TREASURER**

(1) The 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.

24. **REFERRAL TO CONSUMER AND CARER CAUCUS**

(1) If requested by a Caucus board representative, a proposed decision of the board must be deferred until the proposed decision, and any issues in relation to the proposed decision, have been reviewed and considered by the Consumer and Carer Caucus.

(2) The Caucus may make submissions to the board within 30 days of written notice of the proposed decision deferred by the board under rule 25(1) being given to the Caucus (or such other shorter time as may be reasonably determined by the board having regard to the urgency of the decision or question under consideration) and the board will have regard to such submissions when voting in respect of the proposed decision.

(3) Nothing in this rule 25 gives the Caucus any power to exercise any function of the board.

25. **VACANCIES**

(1) For the purposes of these rules, a vacancy in the office of a member of the board occurs if the member-

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- (a) dies;
 - (b) ceases to be a member of the association;
 - (c) resigns the office;
 - (d) is removed from office pursuant to rule 27;
 - (e) becomes an insolvent under administration within the meaning of the Corporations Act;
 - (f) becomes permanently incapable of performing the duties of office;
 - (g) is disqualified from office under subsection 63(1) of the Act; or
 - (h) is absent without the consent of the board from all meetings of the board held during a period of 6 months.

26. REMOVAL OF BOARD MEMBERS

The association in general meeting may by resolution, subject to section 50 of the Act, remove any member of the board from the office of member of the board before the expiration of the member's term of office.

27. BOARD MEETINGS AND QUORUM

- (1) The board shall meet at least 3 times in each calendar year at such place and time as the board may determine.
- (2) Additional meetings of the board may be convened by any member of the board.
- (3) Oral or written notice of a meeting of the board shall be given by the secretary to each member of the board at least 7 days (or such other period as may be unanimously agreed upon by the members of the board) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under rule 28(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 board members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 5 members of the board, at least one of which must be a Caucus representative board member, are required to be present to constitute a quorum for the transaction of the business of a meeting of the board.
- (6) No business shall be transacted by the board 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.

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- (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 board-
- (a) the president or in the absence of the president, the vice-president shall preside; or
 - (b) if the president and the vice-president are absent, 1 of the remaining members of the board may be chosen by the members present to preside.

28. DELEGATION BY BOARD TO SUB-COMMITTEE

- (1) The board may, by instrument in writing, delegate to 1 or more sub-committees (consisting of at least 1 board member and such other members of the association as the board thinks fit) the exercise of such of the functions of the board as are specified in the instrument, other than-
- (a) this power of delegation; and
 - (b) a function which is a function imposed on the board 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 board 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 board.
- (6) The board 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.

29. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the board or of any sub-committee appointed by the board shall be determined by a majority of the votes of members of the board or sub-committee present at the meeting.
- (2) Each member present at a meeting of the board or of any sub-committee appointed by the board (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 rule 28(5), the board may act notwithstanding any vacancy on the board.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the board or by a sub-committee appointed by the board, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the board or sub-committee.

30. **ADVISORY GROUPS**

- (1) The board may establish advisory or expert reference groups (consisting of members, associate members or any other persons) to inform and support the work of the association. Advisory and expert reference groups may act as mechanisms for creating linkages and information flows with stakeholders in the mental health sector, including mental health service providers, researchers and government officials and agencies.
- (2) Advisory and expert reference groups are to be supported and co-ordinated by the staff and members of the association.
- (3) Advisory and expert reference groups have no formal role in the decision-making processes of the board and the board must not delegate any of its powers to any such group.

PART V - GENERAL MEETINGS

31. **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) Rules 32(1) and 32(2) have effect subject to the powers of the Registrar-General under section 120 of the Act in relation to extensions of time.

32. **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 board 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-

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- (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 board reports on the activities of the association during the last preceding financial year;
 - (c) to elect members of the board; and
 - (d) to receive and consider 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 shall be specified as such in the notice convening it in accordance with rule 33(1).
- (4) An annual general meeting shall be conducted in accordance with the provisions of this Part.

33. **GENERAL MEETINGS - CALLING OF**

- (1) The board may, whenever it thinks fit, convene a general meeting of the association.
- (2) The board 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 board 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 rule 34(4) shall be convened as nearly as is practicable in the same manner as general meetings are convened by the board and any member who thereby incurs expense is entitled to be reimbursed by the association for any reasonable expense so incurred.

34. **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 rule 35(1) specifying, in addition to the matter required under that rule, 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 rule 33(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.

35. **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 full 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.

36. **PRESIDING MEMBER**

- (1) The president, or in the absence of the president, the vice-president, shall preside at each general meeting of the association.
- (2) If the president and the vice-president are absent from a general meeting, the full members present shall elect 1 of their number to preside at the meeting.

37. **ADJOURNMENT**

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of full 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 rules 38(1) and 38(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.

38. MAKING OF DECISIONS

- (1) A question arising at a general meeting of the association shall be determined on a show of hands of full members and, unless before or on the declaration of the show of hands a poll of full members 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 of full members may be demanded by the person presiding or by not less than 3 full 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.

39. VOTING

- (1) Subject to rule 40(3), upon any question arising at a general meeting of the association a full member has 1 vote only.
- (2) All votes shall be given personally or by proxy but no full 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 full member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the full 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.

40. **APPOINTMENT OF PROXIES**

- (1) Each full member shall be entitled to appoint another full 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.

PART VI - MISCELLANEOUS

41. **FUNDS - SOURCE**

- (1) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations, government and non-government funding 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 board 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.

42. **FUNDS - MANAGEMENT**

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used solely in pursuance of the objects of the association in such manner as the board determines and no portion shall be distributed directly or indirectly to the members of the association whether by way of distribution of surplus funds or otherwise during the lifetime of the association, except as bona fide compensation for services rendered or expenses incurred on behalf of the association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the board or employees of the association, being members of the board or employees authorised to do so by the board.

44. **MAINTAINING A GIFT FUND**

- (1) The organisation must maintain for its principal purpose a fund (Gift Fund):
 - to which gifts of money or property for that purpose are to be made;
 - to which any money received by the organisation because of those gifts is to be credited; and
 - that does not receive any other money or property.
- (2) Limits on use: The organisation must use the following only for its principal purpose:
 - gifts made to the Gift Fund;
 - any money received because of those gifts.

(3) At the first occurrence of:

- the winding up of the Gift Fund; or
- the organisation ceasing to be endorsed as a deductible gift recipient under one or more of the items of Subdivision 30 of the ITAA97
- any surplus assets of the Gift Fund must be transferred to one or more funds or institutions which are charitable at law, and gifts to which are deductible under Subdivision 30B of the ITAA97.

45. **ALTERATION OF OBJECTS AND RULES**

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.

46. **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 board and the affixing of the common seal shall be attested by the signatures either of 2 members of the board or of 1 member of the board and of the secretary.

47. **CUSTODY OF BOOKS**

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.

48. **INSPECTION OF BOOKS**

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

49. **ANNUAL REPORTS AND OTHER INFORMATION**

Members will be entitled to receive an annual report prepared by the board, a regular newsletter or bulletin, and certain other materials published by the association from time to time, as determined by the board.

50. **SERVICE OF NOTICE**

- (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 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.

51. **DISSOLUTION AND SURPLUS PROPERTY**

- (1) At the first general meeting of the association, the association shall pass a special resolution nominating another association fund, authority or institution not carried on for the profit or gain of its individual members and with similar purposes to the association for the purpose of paragraph 92(1)(a) or 92(1)(b) of the Act, in which it is to vest its surplus property in the event of the dissolution or winding up of the association.
- (2) An association nominated under paragraph (1)(a) must fulfil the requirements specified in subsection 92(2) of the Act.

APPENDIX 1

Rule 7(1)

APPLICATION FOR MEMBERSHIP OF MENTAL HEALTH COMMUNITY COALITION OF THE ACT INC

Mental Health Community Coalition of the ACT Incorporated (incorporated under the Associations Incorporation Act 1991) (the "Association")

I, [full name of applicant] of [address], hereby apply as authorised representative on behalf of [insert name of applicant organisation] for that organisation to become a [full / associate*] member of the abovenamed Association. In the event of admission as a [full / associate*] member, the applicant and its authorised representatives agree to be bound by the rules of the Association for the time being in force.

Signature of Applicant

Date

I [full name], an authorised representative of [insert name of member organisation], being a [full / associate*] member of the Association, nominate the [applicant organisation, the authorised representative of which / applicant who*] is personally known to me, for [full / associate*] membership of the Association.

Signature of Proposer

Date

I, [full name], an authorised representative of [insert name of member organisation], being a [full / associate*] member of the Association, second the nomination of the [applicant organisation, the authorised representative of which / applicant who*] is personally known to me, for [full / associate*] membership of the Association.

Signature of Seconder

Date

*delete as applicable.

APPENDIX 2

Rule 41(2)

FORM OF APPOINTMENT OF PROXY

I [full name] of [address]

being a voting representative of [name of member association], a full member of Mental Health Community Coalition of the ACT Inc appoint [full name of proxy] of [address]

also being a representative of a full member of that Incorporated Association, as my proxy to vote for me on my behalf at the annual/special* general meeting of the Association to be held on [date of meeting] and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against the following resolution [insert details].

Signed

Date

*delete if not applicable.

NOTE: A proxy vote may not be given to a person who is not a representative of a full member of the Association.