



**AUSTRALIAN WOMEN'S COALITION**

**AUSTRALIAN WOMEN'S COALITION  
CONSTITUTION**

**AS APPROVED AT THE  
ANNUAL GENERAL MEETING ON  
24 SEPTEMBER 2010**

**Lodged with the Office of Regulatory Services  
ACT**

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# AUSTRALIAN WOMEN'S COALITION

## PREAMBLE

The Australian Women's Coalition (AWC) is an entity comprising a number of national women's non-government organisations.

AWC is a coalition whose ethos is non-party political, non-sectarian, and non-racist. It was formed to further develop networking between women's organisations, to develop policies of benefit to women and to enable a stronger voice for women in the community.

## RULES

### PART 1 PRELIMINARY

#### 1 NAME

- 1.1 The name of the Incorporated Association is "Australian Women's Coalition Incorporated".
- 1.2 The name of the Incorporated Association may be abbreviated to "Australian Women's Coalition Inc".

#### 2 DEFINITIONS

- 2.1 In these rules:

**Alternate** means a natural person who is named by a Member as the alternate representative in the event that the Nominated Representative is unable to participate in a meeting. The Alternate may attend meetings with the Nominated Representative but does not have any voting rights.

**Affiliate** means a person or organisation affiliated with AWC as referred to in Rule 4.2.

**AWC** means Australian Women's Coalition Incorporated.

**Executive** means the committee responsible for the management of the Association pursuant to the Act and shall include the office bearers of the Association and other Nominated Representatives of a member elected in accordance with these rules.

**Public Officer** means the person who is the Public Officer of AWC under the Act for the time being.

**Financial year** means the year ending on 30 June.

**Member** means a member organisation of AWC as referred to in Rule 4.1.

**A Nominated Representative of a Member** means a natural person who is named by a Member as representing that Member and exercising that Member's voting rights.

**Ordinary Executive member** means a member of the Executive who is not an office-bearer of AWC as referred to in Rule 15.1.

**Secretary** means the person holding office under these rules as Secretary of AWC.

**Secretariat** means the provider of administrative and other support services to AWC.

**Special resolution** means a resolution held at a general meeting for which no less than 21 days notice has been given and which is passed by at least  $\frac{3}{4}$  of those Members who being entitled vote, vote in person.

the **Act** means the Associations Incorporation Act 1991(ACT).

the **regulations** means the Associations Incorporation Regulations 1991(ACT).

2.2 In these rules:

- (a) a reference to a function includes a reference to a power authority and duty; and
- (b) a reference to an exercise of a function, if it is a duty, includes performance of that duty.

2.3 The *Legislation Act 2001 (ACT)* applies to these rules in the same way as it would if there were an instrument made under the Act.

### **3 OBJECTS**

3.1 The Mission Statement of AWC is "to work collaboratively to advance the status of women".

3.2 The key objectives of the Australian Women's Coalition are to:

- (a) increase communication within the women's sector;
- (b) clearly identify the needs of women represented by AWC members; and
- (c) initiate policies, programs and partnerships to address these needs.

3.3 These objects shall be achieved by methods consistent with the AWC Strategic Plan as applicable from time to time, and as further set out in the AWC Guidelines.

## **PART 2 MEMBERSHIP**

### **4 MEMBERSHIP QUALIFICATIONS**

#### 4.1 Members:

4.1.1 Members shall be organisations that are non-government organisations which are national in scope, or a regional or state-based organisation which forms part of a national or international organisation which is not otherwise a Member of AWC.

4.1.2 An organisation is qualified to be a Member if:

(a) the organisation has not ceased to be a member of AWC by reason of expulsion at any time after the incorporation of AWC under the Act; or

(b) the organisation:

i) has been nominated for membership in accordance with rule 6.1, and

ii) has been approved for membership in accordance with rule 6.2; and

iii) has agreed to meet its own costs of participation in AWC (including, but not limited to, payment for all costs for travel, accommodation and meals attendance at AWC meetings).

#### 4.2 Affiliates:

4.2.1 If a person or an organisation is not qualified to be a member pursuant to rule 4.1 but wishes to participate in AWC, they may apply to become an Affiliate.

4.2.2 Affiliates may attend meetings at the absolute discretion of the Executive, and they may be invited to participate in discussions by the presiding officer but do not have any right to vote on this or any other business of AWC.

4.2.3 A person or organisation is qualified to be an Affiliate if nominated and approved pursuant to Rule 6, and agrees to pay their own participation costs in the same way as if the Affiliate were applying for membership pursuant to Rule 6.

### **5 REGISTERS**

#### 5.1 Register of Members and Affiliates:

5.1.1 The Secretary will keep a Register of Members and Affiliates, including the names and addresses of the Members and Affiliates of AWC, as changed by notice from time to time, and tender that register to each meeting of AWC.

- 5.1.2 Members and Affiliates shall give notice of changes to their name or address as soon as practical after a change is made.
- 5.1.3 Where an Affiliate is an organisation, as soon as practical after a change is made the Affiliate shall give notice of changes to the name or address of the person to whom correspondence is directed pursuant to Rule 6.8.
- 5.2 Register of Nominated Representatives and Alternates:
- 5.2.1 The Secretary shall also keep a Register of Nominated Representatives and Alternates, including the names and addresses of the Nominated Representative of each Member and the name and address of an Alternate of whom notice is given by a Member.
- 5.2.2 Members shall give notice to the Secretary of changes to the Nominated Representative for that Member as soon as is reasonably practical after the change is made.
- 5.2.3 The Secretary shall update the Register of Nominated Representatives and Alternates upon notice of change of Nominated Representative as soon as is reasonably practicable thereafter.
- 5.2.4 Members may give notice to the Secretary of the name and address of an Alternate pursuant to Rule 2 and Rule 36, and where such notice is given the Secretary shall update the Register of Nominated Representatives and Alternates as soon as is reasonably practical thereafter.

## **6 NOMINATION FOR MEMBERSHIP OR AFFILIATION**

- 6.1 A nomination of an organisation for membership of AWC, or of a person or an organisation for affiliation with AWC, shall be made by 2 Members of AWC in writing in the form set out on Appendix 1 and shall be lodged with the Secretariat of AWC.
- 6.2 As soon as practicable after receiving a nomination for membership or affiliation, the Executive shall refer the nomination for membership or affiliation to the Members of AWC who shall determine whether to approve or reject the nomination by majority vote in a general meeting, or by mail or email ballot.
- 6.3 If a nominated organisation is approved for membership of AWC, the Secretariat shall as soon as possible after the decision notify the nominee of their approval and request the nominee to pay within 28 days after receipt of the notification the sum payable by a Member under these rules as the entrance fee and the first year's annual subscription fee.
- 6.4 On payment of fees in accordance with rule 6.3, the Secretary shall enter the nominee's name in the Register of Members and Affiliates

with membership having effect from the date of approval by the Members.

- 6.5 The Member must as soon as practicable after becoming a Member and advise the Secretary of the name and address of the Nominated Representative of the Member.
- 6.6 If a person or organisation nominated for affiliation with AWC is approved by the Members, the Secretariat shall as soon as possible after the decision notify the nominee of their approval and request the nominee to pay within 28 days after receipt of the notification the sum payable by an Affiliate under these rules as the entrance fee and the first year's annual subscription fee.
- 6.7 On payment of fees in accordance with rule 6.6, the nominee for affiliation will be an Affiliate and the Secretary shall enter the nominee's name in the Register of Members and Affiliates with effect from the date of approval by the Members.
- 6.8 Where the Affiliate is an organisation, the organisation must as soon as practicable after becoming an Affiliate, advise the Secretary of the name and address of the person to whom correspondence should be directed.

## **7 MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- 7.1 A right, privilege or obligation which an organisation has by reason of being a Member of AWC:
  - (a) is not capable of being transferred or transmitted to another organisation; and
  - (b) terminates on cessation of the organisation's membership.

## **8 CESSATION OF MEMBERSHIP**

- 8.1 An organisation ceases to be a Member of AWC if the organisation —
  - (a) is wound up; or
  - (b) resigns from membership of AWC; or
  - (c) is expelled from the AWC in accordance with Rule 12.
- 8.2 An Affiliate ceases to be an Affiliate of AWC if:
  - (a) In the case of a person:
    - (i) the person dies, or
    - (ii) resigns as an Affiliate of AWC, or
    - (iii) is expelled from AWC in accordance with Rule 12.
  - (b) In the case of an organisation:
    - (i) is wound up, or
    - (ii) resigns as an Affiliate of AWC, or

- (iii) is expelled from AWC in accordance with Rule 12; or
- (iv) otherwise qualifies, is nominated and approved as a Member of AWC.

## **9 RESIGNATION OF MEMBERSHIP**

- 9.1 An organisation is not entitled to resign from membership of AWC except in accordance with this rule.
- 9.2 A Member who has paid all amounts payable to AWC may resign from membership of AWC by first giving notice (of not less than 1 month, or if the Executive has determined a shorter period) in writing to the Secretary advising of their intention to resign, and at the end of that period of notice, the Member ceases to be a Member.
- 9.3 An Affiliate who has paid all amounts payable to AWC may resign from AWC by first giving notice (of not less than 1 month, or if the Executive has determined a shorter period, that shorter period) in writing to the Secretary advising of their intention to resign, and at the end of that period of notice, the Affiliate ceases to be an Affiliate.
- 9.4 The Secretary must amend the Register of Members and Affiliates to note the date the Member or Affiliate ceased to be a Member or an Affiliate of AWC.

## **10 FEES, SUBSCRIPTIONS ETC**

- 10.1 The entrance fees for Members and Affiliates shall be set by resolution of the Members of AWC at the annual general meeting, for the financial year commencing on the following 1 July.
- 10.2 The annual subscription fee for Members shall be set by resolution of the Members of AWC at the annual general meeting, for the financial year commencing on the following 1 July.
- 10.3 The annual subscription fee for Affiliates shall be set by resolution of the Members of AWC at the annual general meeting, for the financial year commencing on the following 1 July.
- 10.4 In the amounts set at the preceding annual general meeting, annual subscription fees for members and Affiliates for the financial year are payable on or before 1 July at the beginning of the financial year.

## **11 MEMBERS' LIABILITIES**

- 11.1 The liability of a member to contribute towards the payment of the debts and liabilities of AWC or the costs, charges and expenses of the winding up of AWC is limited to \$10 per member.

## **12 DISCIPLINING OF MEMBERS**

12.1 Where the Executive 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 AWC;

the Executive may, by resolution-

- (c) expel the member from AWC; or
- (d) suspend the member from such rights and privileges of membership of AWC as the Executive may determine for a specified period.

12.2 A resolution of the Executive under subrule (1) is of no effect unless the Executive, 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.

12.3 Where the Executive passes a resolution under sub rule (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 Executive and the grounds on which it is based; and
- (b) stating that a representative of the member organisation may address the Executive at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that a representative of the member may do either or both of the following:
  - (i) attend and speak at that meeting;
  - (ii) submit to the Executive at or prior to the date of that meeting written representations relating to the resolution.

12.4 Subject to the Act, section 50, at a meeting of the Executive mentioned in subrule (2), the Executive shall:

- (a) give to the member mentioned in subrule (1) an opportunity to make oral representations; and
- (b) give due consideration to any written representations submitted to the Executive by that member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or to revoke the resolution of the Executive made under subrule (1).

12.5 Where the Executive confirms a resolution under subrule (4), the secretariat 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 13.

- 12.6 A resolution confirmed by the Executive 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 AWC confirms the resolution in accordance with rule 13.4.

### **13 RIGHT OF APPEAL OF DISCIPLINED MEMBER**

- 13.1 A member may appeal to AWC in general meeting against a resolution of the Executive which is confirmed under rule 12.4, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 13.2 On receipt of a notice under subrule (1), the Secretariat shall notify the Executive which shall convene a general meeting of AWC to be held within 21 days after the date on which the secretary received the notice or as soon as possible after that date.
- 13.3 Subject to the Act, section 50, at a general meeting of AWC convened under subrule (2):
- (a) no business other than the question of the appeal shall be transacted; and
  - (b) the Executive 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 12.4 should be confirmed or revoked.
  - (d) if the meeting passes a special resolution in favour of the confirmation of the resolution made under rule 12 (4), that resolution is confirmed.

## **PART 3 EXECUTIVE**

### **14 POWERS OF EXECUTIVE**

- 14.1 The Executive subject to the Act, the regulations, these rules, and to any resolution passed by AWC in a general meeting:
- (a) shall control and manage the affairs of AWC; and
  - (b) may exercise all such functions as may be exercised by AWC other than those functions which are required by these rules to be exercised by AWC in a general meeting; and

- (c) has the power to perform all such acts and do all such things as appear to the Executive to be necessary or desirable for the proper management of the affairs of AWC, including but not limited to:
  - (i) recommending to the Members for approval at a general meeting the appointment of staff;
  - (ii) amending the AWC Guidelines in the period between general meetings of AWC; and
  - (iii) any other act as contained in the AWC Guidelines.

## **15 CONSTITUTION AND MEMBERSHIP**

- 15.1 The Executive shall consist of:
  - (a) the office bearers of AWC; and
  - (b) 2 ordinary Executive members;all of whom must be elected under rule 16, or appointed under sub-rule (6) in the event of a vacancy.
- 15.2 The Office Bearers of AWC are the President, two Vice-Presidents, the Treasurer and the Secretary.
- 15.3 The Executive once elected may appoint 2 members as non-voting members.
- 15.4 The Executive may appoint the immediate past president as a non-voting member.
- 15.5 Each member of the Executive 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.
- 15.6 In the event of a vacancy in the membership of the Executive, the Executive may appoint a person eligible for nomination under rule 15.1 to fill the vacancy and the person so appointed shall hold office, subject to these rules, until the conclusion of the next Annual General Meeting of AWC.

## **16 ELECTION OF EXECUTIVE MEMBERS**

- 16.1 Nominated representatives of any Member of AWC are eligible for nomination to the Executive.
- 16.2 Nominations of candidates for election to the Executive:
  - (a) shall be made in writing, signed by the nominated representatives of two members of AWC and accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(b) shall be delivered to the secretariat of AWC not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

16.3 Nominations will lapse if the Member is not entitled to vote under rule 36.

16.4 If insufficient nominations are received to fill all vacancies on the Executive, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

16.5 If insufficient further nominations are received, any vacant positions remaining on the Executive shall be deemed to be vacancies.

16.6 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.

16.7 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.

16.8 The ballot for the election of the Executive shall be conducted at the annual general meeting in such manner as the Executive may direct.

16.9 A person is not eligible to simultaneously hold more than one position on the Executive.

16.10 The Executive office-bearers of AWC shall hold office for a one year term and be eligible for re-election in the following year. The Executive office-bearers will not hold the same office for more than two consecutive terms with the exception of the Treasurer who may hold office for four consecutive terms.

16.11 Eligibility of nominated representatives of Members to nominate for positions on the Executive will be in accordance with the AWC Guidelines.

## **17 SECRETARY**

17.1 The Secretary of AWC shall, as soon as practicable after being elected or appointed as Secretary, notify the Secretariat of his or her address.

17.2 The Secretary shall ensure that the Secretariat keeps:

- (a) minutes of all elections and appointments of office-bearers and ordinary Executive members; and
- (b) the names of members of the Executive present at an Executive meeting or a general meeting; and
- (c) minutes of all proceedings at Executive meetings and general meetings;
- (d) the Register of Members and Affiliates; and

(e) the Register of Nominated Representatives and Alternates.

17.3 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 TREASURER**

18.1 The Treasurer of AWC shall ensure that:

- (a) all moneys due to AWC are collected and received and that all payments authorised by AWC are paid; and
- (b) the correct accounts and books are kept showing the financial affairs of AWC with full details of all receipts and expenditure connected with the activities of AWC.

## **19 VACANCIES**

19.1 For these rules, a vacancy in the office of a member of the Executive occurs if the person:

- (a) dies; or
- (b) her or his organisation ceases to be a member of AWC; or
- (c) resigns the office; or
- (d) is removed from office under rule 16; or
- (e) becomes an insolvent under administration within the meaning of the Corporations Act; or
- (f) suffers from mental or physical incapacity; or
- (g) is disqualified from office under the Act, section 63 (1); or
- (h) is absent without reasonable excuse from all meetings of the Executive held during a period of 6 months.

## **20 REMOVAL OF EXECUTIVE MEMBERS**

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

## **21 EXECUTIVE MEETINGS AND QUORUM**

21.1 The Executive shall meet at least 3 times in each calendar year at such place and time as the Executive may determine.

21.2 Additional meetings of the Executive may be convened by any member of the Executive.

21.3 Meetings of the Executive can be attended by means of face-to-face meetings, teleconferences or video conference or any combination of the above.

## **22 NOTICE**

22.1 Oral or written notice of a meeting of the Executive shall be given by the Secretariat to each member of the Executive at least 48 hours (or such other period as may be unanimously agreed on by the members of the Executive) before the time appointed for the holding of the meeting.

## **23 CHAIR OF EXECUTIVE MEETING**

23.1 At any meeting of the Executive:

- (a) the chairperson shall be the President or one of the Vice-presidents; or
- (b) if the President and Vice-presidents are absent, one of the remaining members of the Executive may be chosen by the members present to preside.

## **24 QUORUM**

24.1 A simple majority of the elected members of the Executive constitute a quorum for the transaction of business of a meeting of the Executive.

24.2 No business shall be transacted by the Executive 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.

24.3 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.

## **25 VOTING AND DECISION MAKING**

25.1 A majority vote of the elected members present at any meeting of the Executive will be required to pass a resolution.

25.2 Each member present at a meeting of the Executive or of any sub committee appointed by the Executive (including the person presiding at the meeting) is entitled to 1 vote but if the votes on any question are equal, the person presiding may exercise a second or casting vote.

25.3 The Executive may act notwithstanding a vacancy on the Executive.

## **26 DELEGATION BY EXECUTIVE TO SUB COMMITTEE**

- 26.1 The Executive may appoint one or more subcommittees from among current members of the organisations forming membership of AWC and, by instrument in writing, delegate to such subcommittees such of the functions of the Executive as are specified in the instrument, other than:
- (a) this power of delegation; and
  - (b) a function which is a function imposed on the Executive by the Act, by any other Territory law, or by resolution of AWC in general meeting.
- 26.2 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.
- 26.3 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.
- 26.4 Notwithstanding any delegation under this rule, the Executive may continue to exercise any function delegated.
- 26.5 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 Executive.
- 26.6 The Executive may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- 26.7 A sub committee may meet and adjourn as it thinks proper.
- 26.8 A majority vote of the members of the sub-committee present at any sub-committee meeting of the Executive will be required to pass a resolution
- 26.9 Each member of the sub-committee present is entitled to 1 vote, but if the votes on any question are equal, the person presiding may exercise a second or casting vote.

## **PART 4 GENERAL MEETINGS**

### **27 ANNUAL GENERAL MEETINGS - HOLDING OF**

- 27.1 With the exception of the first annual general meeting of AWC, AWC shall, at least once in each calendar year and within the period of 5 months after the expiration of each financial year of AWC, convene an annual general meeting of nominated representatives of the member organisations.

- 27.2 AWC 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 AWC.
- 27.3 Sub-rules (1) and (2) have effect subject to the powers of the Registrar-General under the Act, section 120 in relation to extensions of time.

## **28 ANNUAL GENERAL MEETINGS - CALLING OF AND BUSINESS AT**

- 28.1 The annual general meeting of the Members shall, subject to the Act, be convened on such date and at such place and time as the Executive thinks fit.
- 28.2 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
  - (b) to receive from the Executive reports on the activities of AWC during the last preceding financial year; and
  - (c) to elect members of the Executive, including office-bearers; and
  - (d) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1); and
  - (e) to confirm the appointment of the Auditor for the following year; and
  - (f) to confirm the appointment of the Public Officer; and
  - (g) to ratify the AWC Guidelines and any amendments made in the preceding year; and
  - (h) to confirm the appointment of any staff, including any recommendations regarding their remuneration or other conditions of employment.
- 28.3 An annual general meeting shall be specified as such in the notice convening it in accordance with rule 30.
- 28.4 An annual general meeting shall be conducted in accordance with the provisions of this part.

## **29 GENERAL MEETINGS - CALLING OF**

- 29.1 The Executive may, whenever it thinks fit, convene a general meeting of AWC.

- 29.2 The Executive shall, on the requisition in writing of not less than three Members convene a general meeting of AWC.
- 29.3 A requisition of Members for a general meeting:
- (a) shall state the purpose or purposes of the meeting; and
  - (b) shall be signed by the Member making the requisition; and
  - (c) shall be lodged with the Secretariat; and
  - (d) may consist of several documents in a similar form, each signed by two or more of the Members making the requisition.
- 29.4 If the Executive fails to convene a general meeting within one month after the date on which a requisition of Members for the meeting is lodged with the secretariat, any two 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.
- 29.5 A general meeting convened by 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 Executive and any Member who thereby incurs expense in convening that meeting is entitled to be reimbursed by AWC for any reasonable expense so incurred.

### **30 NOTICE**

- 30.1 Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of AWC, the Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent to each member at the member's address or email address appearing in the Register of Members and Affiliates, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 30.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of AWC, 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.
- 30.3 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.

### **31 GENERAL MEETING - PROCEDURE**

- 31.1 No item of business shall be transacted at a general meeting unless a quorum of Nominated Representatives of Members entitled under

these rules to vote is present during the time the meeting is considering that item.

- 31.2 Meetings may be attended by Nominated Representatives of Members by means of face to face meetings, teleconferences or video conference or any combination of the above.

### **32 QUORUM AT GENERAL MEETINGS**

- 32.1 If within 30 minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened on 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.
- 32.2 If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the commencement of the meeting, the Nominated Representatives of Members present (being not less than 5) shall constitute a quorum.

### **33 PRESIDING MEMBER**

- 33.1 The President or one of the Vice-Presidents shall preside at each general meeting of AWC.
- 33.2 If the President and both Vice-Presidents are absent from a general meeting, the members present shall elect one of their number to preside at the meeting.

### **34 ADJOURNMENT**

- 34.1 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.
- 34.2 Where a general meeting is adjourned for 14 days or more, the Secretariat shall give written or oral notice of the adjourned meeting to each Member of AWC stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- 34.3 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.

## **35 MAKING OF DECISIONS**

- 35.1 A question arising at a general meeting of AWC 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 AWC, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- 35.2 At a general meeting of AWC, a poll may be demanded by the person presiding or by not less than 3 Nominated Representatives of the Members present.
- 35.3 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.
- 35.4 The Nominated Representative of a Member may with the approval of the majority of the Members present at the meeting be granted a reasonable request for a vote on a particular matter to be deferred to allow her or him to consult with her his organisation.

## **36 VOTING AT GENERAL MEETINGS**

- 36.1 Subject to subrule (3), on any question arising at a general meeting a Member has 1 vote only which may be exercised by the Nominated Representative of the Member or if that person is not available to attend, by any Alternate appointed by the Member to vote on their behalf.
- 36.2 All votes shall be given personally.
- 36.3 If votes on a resolution at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- 36.4 A Member is not entitled to vote at any general meeting of AWC unless all money due and payable has been paid to AWC, including membership fees due on the previous 1 July.

## **PART 5 MISCELLANEOUS**

### **37 FUNDS - SOURCES**

- 37.1 The funds of AWC shall be derived from any such entrance fee or annual subscription fee of Members and Affiliates, grants, donations and, subject to any resolution passed by AWC in general meeting and subject to the Act, section 114, such other sources as the Executive determines.
- 37.2 All money received by AWC shall be deposited as soon as practicable and without deduction to the credit of AWC's bank account.
- 37.3 AWC shall, as soon as practicable after receiving any money, issue an appropriate receipt.

### **38 FUNDS - MANAGEMENT**

- 38.1 Subject to any resolution passed by AWC in general meeting, the funds of AWC shall be used for the objects of AWC in such manner as the Executive determines.
- 38.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the Executive, or one Executive member and one employee so authorised by AWC.

### **39 ALTERATION OF OBJECTS AND RULES**

- 39.1 The aims and objects of AWC and these rules may be altered only by special resolution in accordance with the *Associations Incorporation Act 1991* (ACT).

### **40 COMMON SEAL**

- 40.1 The common seal of AWC shall be kept in the custody of the Secretary.
- 40.2 The common seal shall not be affixed to any instrument except by the authority of the Executive and the affixing of the common seal shall be attested by the signatures of two members of the Executive.

### **41 CUSTODY OF BOOKS**

- 41.1 Subject to the Act, the regulations and these rules, the Secretary shall cause to be kept in the custody of the Secretariat all records, books, and other documents relating to AWC.

## **42 INSPECTION OF BOOKS**

- 42.1 your record books and other documents of the AWC shall be open to inspection by a member of the AWC at the secretariat, free of charge, at any reasonable hour"

## **43 SERVICE OF NOTICE**

- 43.1 For these rules, a notice may be served by or on behalf of AWC on any Member either personally or by sending it by email, electronic means or by post to the address of the Nominated Representative of the Member shown in the Register of Members and Affiliates.
- 43.2 Where a document is sent to a Member by properly addressing, prepaying and posting or emailing it to the member, the document shall, unless the contrary is proved, be deemed for these rules to have been served on the person at the time at which the document would have been delivered in the ordinary course of post.

## **44 SURPLUS PROPERTY**

- 44.1 At the first general meeting of AWC, AWC shall pass a special resolution nominating:
- (a) another association for the Act, section 92 (1) (a); or
  - (b) a fund, authority or institution for the Act, section 92 (1) (b);
- in which it is to vest its surplus property in the event of the dissolution or winding up of AWC.
- 44.2 An association nominated under subrule (1) (a) must fulfil the requirements specified in the Act, section 92 (2).

## **45 PROXY**

- 45.1 Voting by proxy will not be allowed.

## **46 AWC GUIDELINES**

- 46.1 The content of AWC Guidelines will as required from time to time to assist in the conduct of the business of AWC.
- 46.2 In the period between general meetings, the Executive may amend AWC Guidelines as previously adopted to assist in the conduct of the business of AWC.
- 46.3 At each general meeting of AWC, the AWC Guidelines shall be presented to the meeting for adoption, whether amended or not by the Executive since the previous general meeting.
- 46.4 At each general meeting of AWC amendments to AWC Guidelines by the Executive will be presented for ratification by the Members, and

those amendments not ratified the Members will be removed from the AWC Guidelines.

## **47 SPONSORS**

- 47.1 Sponsorship in funds or in kind may be accepted by AWC from organisations not eligible for membership of AWC.
- 47.2 Acceptance of sponsorship shall be subject to a resolution of Members at a general meeting, or by mail or email ballot, and requires a three quarters majority of Members.
- 47.3 Administration of sponsorships or in relation to sponsors must conform to AWC Guidelines.”



## APPENDIX 1 - APPLICATION FOR MEMBERSHIP OR AFFILIATION

### APPLICANT:

.....(name of applicant organisation or person)

whose postal address is .....

hereby applies to become a **Member of OR Affiliated with** (strike out one) Australian Women's Coalition Inc; and

in the event of admission as a **Member OR Affiliate** (strike out one)

agrees to be bound by the Constitution of the Australian Women's Coalition Inc.

### ORGANISATION:

**Dated:** ..... **Signed:**.....(President or equivalent)

**Dated:** ..... **Signed:**.....(Secretary or equivalent)

### OR PERSON:

**Dated:** ..... **Signed:**.....(person to be Affiliated)

### NOMINATION OF APPLICANT:

Being a member of the Australian Women's Coalition Inc,

.....(name of nominating organisation)

hereby nominates

..... (name of applicant)

to be a Member of AWC OR Affiliated with AWC (strike out one).

**Dated:** ..... **Signed:**.....(President or equivalent)

## **APPENDIX 2**

As at 1 September 2010, the names of the AWC Members are:

Aboriginal Legal Rights Movement  
Australian Bosnian Women's Cultural Association  
Australian Church Women Inc  
Australian Federation of Medical Women Incorporated  
Catholic Women's League Australia Incorporated  
Conflict Resolving Women's Network Australia Incorporated  
COTA National Seniors Partnership Limited  
Girl Guides Australia Incorporated  
Hindu Women's Council of Australia  
Mothers' Union Australia  
Muslim Women's National Network of Australia Inc  
National Council of Jewish Women of Australia Ltd  
Pan Pacific and Southeast Asia Women's Association of Australia Incorporated  
The Salvation Army  
Soroptimist International of Australia  
View Clubs of Australia  
Zonta International District 24 Incorporated  
Zonta District 23 Incorporated

As at the time of incorporation, the names of the AWC Members were:

Australian Church Women Inc  
Australian Federation of Medical Women Incorporated  
Catholic Women's League Australia Incorporated  
COTA National Seniors Partnership Limited  
Guides Australia Incorporated  
National Council of Women Australia Incorporated Limited  
Pan Pacific and Southeast Asia Women's Association of Australia Incorporated  
Soroptimist International of Australia  
UNIFEM AUSTRALIA INCORPORATED  
Zonta International District 24 International  
Zonta District 23 International