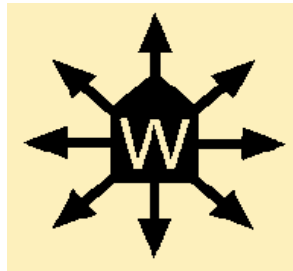


WESTERN SYDNEY DRUG & ALCOHOL RESOURCE CENTRE INCORPORATED

(WESDARC)



CONSTITUTION

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SEPTEMBER 2008

CONSTITUTION

WESTERN SYDNEY DRUG & ALCOHOL RESOURCE CENTRE INCORPORATED (WESDARC)

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1. **NAME**

The name of the Association shall be:

Western Sydney Drug & Alcohol Resource Centre Incorporated (WESDARC).

WESDARC is a not-for-profit, Incorporated, Non-Government Organization (NGO) with Authority to fundraise under the Charitable Fundraising Act 1991, operating for the benefit of the community both independently and in partnership with a broad range of Government and Non-government agencies.

2. **PHILOSOPHY & VISION**

PHILOSOPHY

Education and community development can minimise the harm associated with alcohol and other drug use as well as change the belief and value systems that support this.

VISION

WESDARC operates from within the community to promote the principles of harm minimisation in a creative and responsive way that reflects an understanding of the diversity of social, cultural and environmental needs of people living in Penrith, Blue Mountains and the Hawkesbury.

Through the provision of education resources, skills development, community development, training and support; WESDARC strives to promote health, increase alternatives and bring about change.

WESDARC promotes social justice and access and equity in collaboration with the communities of Sydney West Area Health Service.

WESDARC has adopted the slogan:

**' Reducing harm through education and
community development'**

3. OBJECTS

The Objects of the Association:

1. To provide an alcohol and other drug resource service responsive to the needs of the people of outer Western Sydney that aims to:
 - a) improve community access to accurate AOD information, services and resources
 - b) deliver information on AOD skills and knowledge based on harm minimisation principles
 - c) advocate on behalf of the community for more appropriate AOD services
 - d) maintain the capacity of the Western Sydney Drug & Alcohol Resource Centre Inc to provide a high quality service
2. To develop an awareness of the issues and problems related to drug use and or misuse.
3. To promote and develop harm minimisation strategies associated with alcohol and other drug use.
4. To operate as a resource organisation with community groups in developing community based services and activities in accordance with the philosophy of the service.
5. To provide an accessible resource on alcohol and other drug related issues at both simple and research levels to the public.
6. To respond at a local community level to State and Federal Government initiatives.

4. MEMBERSHIP

- 4.1 Members of the Association shall be comprised of the members of the Association immediately prior to incorporation together with such other people as the committee admits to membership.
- 4.2 Membership is open to all interested individuals.
- 4.3 Individuals wishing to become members of the Association shall apply to the Committee for membership on the prescribed form.

- 4.4 The Committee shall determine whether or not to accept an application for membership. The Committee is not required to supply reasons for accepting or rejecting an application for membership.
- 4.5 Members shall pay such fees as are determined by the Association at a general meeting.
- 4.6 A register of members shall be kept by the Association showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- 4.7 Membership shall cease upon death, resignation, expulsion, or failure to pay out-standing membership fees within three months of the due date.
- 4.8 Membership fees shall fall due on or by a date to be determined by the Management Committee.

The rules of the Western Sydney Drug & Alcohol Resource Centre Inc. contained herein are in accordance with Section 11 and contain those matters specified in Schedule 1 of the Associations Incorporation Act 1984.

Signed
 Applicant

This is the annexure of twelve (12) pages marked "A" referred to in the
 Application for Incorporation signed by me and dated

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Signed

5. MEMBERS LIABILITY

The members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association except to the amount of any unpaid membership fees.

6. DISCIPLINING OF MEMBERS

- 6.1 The procedure for disciplining members shall be determined by the Committee.
- 6.2 Anyone who wishes to appeal against a decision refusing membership, expelling them from membership or otherwise disciplining them may do so at the next general meeting of the Association.

- 6.3 A member may be expelled from membership of the Association after affording such member an opportunity of offering the Committee an explanation of his/her conduct either verbally or in writing as the Committee may decide, the conduct of the member is such as to be detrimental to the best interests of the Association provided that:
- a) Such expulsion shall not be effective unless it is confirmed by a majority of members at a Special General Meeting of members convened to consider the expulsion.
 - b) Such Special General Meeting is held within a period of one (1) month from the date of the decision of the Management Committee to expel the member.
 - c) At such Special General Meeting the member whose expulsion is under consideration shall be afforded the opportunity to offer an explanation of his conduct verbally or in writing at the option of such member.
 - d) The voting of such Special General Meeting shall be by ballot if not less than five (5) members present thereat shall so demand.
 - e) It shall be in the powers of the Committee to exclude such member from participation in the affairs of the Association until such Special General Meeting shall be held.

7. MANAGEMENT – BY COMMITTEE

- 7.1 The Association shall have its affairs controlled and managed by the office bearers and other members known as the Committee.
- 7.2 The office bearers shall consist of a Chairperson, Vice-Chairperson, Secretary and Treasurer. There shall be up to six (6) other members of the Committee.
- 7.3 All positions shall be held for two (2) years. The office bearers and other members of the Committee shall be elected at the Annual General Meeting. Any casual vacancy occurring in the Committee may be filled by a member appointed by the Committee.
- 7.4 Each elected member of the Committee shall hold office for two (2) years from the date of their election.
- 7.5 Any casual appointments to the Committee shall stand for election at the next scheduled biennial election at an Annual General Meeting.
- 7.6 Retiring Committee members are eligible for re-election.
- 7.7 The Committee shall meet as often as necessary to conduct the business of the Association and not less than eight (8) times in each year.
- 7.8 The quorum for meetings of the committee shall not be less than four (4) of the Committee members elected at the previous Annual General Meeting. No business shall be transacted unless a quorum is present. If within half an hour

of the time appointed for the meeting a quorum is not present the meeting shall be adjourned until a date set by those present.

7.9 Notice of Committee meetings shall be given at the previous Committee meeting or by such other means as the Committee may decide upon.

7.10 The office of a member of the Committee shall become vacant if:

- a) The member holds office of profit in the Association.
- b) The member is directly or indirectly interested in any contract or proposed contract with the Association.
- c) The member gives resignation in writing.
- d) The member is removed as a member by the Association.
- e) The member is absent from three (3) successive Committee meetings without a prior apology or approval by the Committee.

7.11 The Committee may function validly provided its number is not reduced below the quorum. Should Committee numbers fall below the quorum the remaining Committee members may act only to appoint new Committee members.

7.12 Questions arising at any meeting of the Committee shall be decided by the majority of votes of those present. In the case of an equality of votes, the vote shall be lost.

7.13

- a) Full details of all payments shall be recorded on a Cheque Requisition and signed by two (2) authorised signatories.
- b) A report of all accounts paid shall be presented to each Committee meeting.
- c) All payments in excess of \$100.00 made by the Association shall be paid by cheque, electronic funds transfer (EFT) or an Association credit card.

7.14 A member of the Committee shall not be appointed to any salaried office of the Association or any office paid by fees and no remuneration or other benefit in money or money's worth shall be given by the Association to any member of the Committee except:

- a) Repayment of out-of-pocket expenses, where documentation is provided.

7.15 Sub-Committees:

- a) The Committee may, by instrument in writing, delegate to one or more sub-committee (consisting of such member or members of the Association as the Committee deems fit) the exercise of the functions of the Committee as are specified in the instrument, other than:
 1. this power of delegation; and
 2. a function which is a duty imposed on the Committee by the act or by any other law.
- b) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains un-revoked, be

exercised from time to time by the sub-committee in accordance with the terms of the delegation.

- c) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- d) Notwithstanding any delegation under this rule, the committee may continue to exercise any function delegated.
- e) 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 Committee.
- f) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- g) A sub-committee may meet and adjourn as it thinks proper.

8. GENERAL MEETINGS

- 8.1 An Annual General Meeting of the Association shall be held each year within six (6) months from the end of the financial year of the Association (except the first Annual General Meeting which shall be held within two (2) months from the end of the first financial year and within eighteen (18) months of incorporation.
- 8.2 The Committee may, whenever it deems fit, convene a Special General Meeting of the Association. A Special General Meeting must be convened by the Committee within three (3) months of receiving a written request to do so from at least five (5) percent of the membership of the Association.
- 8.3 At least fourteen (14) days written notice of all general meetings shall be given to members. In the case of general meetings where a special resolution is to be proposed, notice of the meeting shall be given to members at least twenty-one (21) days before the meeting.
- 8.4 In the case of the Annual General Meeting the following business shall be transacted:
 - a) Confirmation of the minutes of the last Annual General Meeting.
 - b) Receipt of the Committee's report upon the activities of the Association in the last financial year.
 - c) Biennial (recurring every two years) election of office bearers and other members of the Committee.
 - d) Receipt and consideration of a statement from the Committee which is not misleading and gives a true and fair view for the last financial year of the Association's:
 - 1. income and expenditure
 - 2. assets and liabilities
 - 3. mortgages, charges and other securities
 - 4. trust properties

This report must be audited by a qualified, independent person.

- 8.5 The quorum for a general meeting shall be ten (10) members present in person. No business shall be transacted unless a quorum is present and within half-an-hour of the time appointed for the meeting a quorum is not present the meeting shall be adjourned to a date set by those present.
- 8.6 Voting at general meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters that must be decided by a special resolution where a three quarter majority is required.
- 8.7 All votes shall be given personally. No proxy voting shall be allowed.
- 8.8 A member is not entitled to vote at any general meeting of the Association unless all money due for payment by the member to the Association has been paid, other than the amount of the annual subscription payable in respect of the then current year.
- 8.9 In case of an equality of votes, the vote shall be lost.
- 8.10 Nomination of candidates for election as office bearers or other Committee members may be made at the Annual General Meeting or any such other ways as may be determined by the Association at a general meeting.

9. OFFICE BEARERS

- 9.1 The Chairperson or in the Chairperson's absence, the Vice-Chairperson shall act as Chairperson at each general meeting and Committee meeting of the Association.
- 9.2 If the Chairperson and Vice-Chairperson are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as chairperson.
- 9.3 The Secretary shall have cause to keep records of the business of the Association including the rules, register of members, minutes of all General and Committee meetings and a file of correspondence. The records shall be available for inspection by any member and shall be held in the custody of the Association Coordinator on behalf of the Secretary.
- 9.4 The Treasurer shall ensure that all money received by the Association is paid into accounts in the Association name. Payments shall be made through a petty cash system or by cheque, electronic funds transfer or an Association credit card and a Cheque Requisition must be signed by two (2) signatories authorised by the Committee or a general meeting. A receipt shall be issued promptly for all money received.

- 9.5 The Treasurer shall ensure that correct records and accounts are kept showing the financial affairs of the Association. These records shall be available for inspection by any member and shall be held in the custody of the Association Coordinator on behalf of the Treasurer.
- 9.6 The Association Coordinator shall maintain all records in safe custody for all members.

10. SPECIAL RESOLUTIONS

- 10.1 A special resolution must be passed by a general meeting of the Association to effect the following change:
- a) A change in the Association's name.
 - b) A change in the Association's rules.
 - c) A change in the Association's objects.
 - d) Any association with which it is proposed to amalgamate must be a registered or exempted charity in New South Wales.
 - e) To voluntarily wind up the Association and distribute its property.
 - f) To apply for registration as a Company or Co-operative.
- 10.2 A special resolution shall be passed in the following manner:
- a) A notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
 - b) The notice must give details of the proposed special resolution and give at least twenty-one (21) days notice of the meeting.
 - c) A quorum must be present at the meeting.
 - d) At least three quarters of those present must vote in favour of the resolution.
 - e) In a situation where it is not possible or practical for a resolution to be passed as described above, a request may be made to the Corporate Affairs Commission for permission to pass the resolution in some other way.

11. PUBLIC OFFICER

- 11.1 The Committee shall ensure that a person is appointed as Public Officer.
- 11.2 The Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is eighteen (18) years of age or older and a resident of NSW.
- 11.3 The Public Officer shall be deemed to have vacated his/her position in the following circumstances:
- a) Death

- b) Resignation
- c) Removal by the Committee or at a general meeting
- d) Bankruptcy or financial insolvency
- e) Mental illness
- f) Residency outside NSW

11.4 When a vacancy occurs in the position of Public Officer the Committee shall within fourteen (14) days notify the Corporate Affairs Commission by the prescribed form in the following circumstances:

- a) Appointment (within fourteen (14) days)
- b) A change of residential address (within fourteen (14) days)
- c) A change in the Association's object or rules (within one (1) month)
- d) A change in membership of the Committee (within fourteen (14) days)
- e) A change in the Association's financial affairs (within one (1) month after the Annual General Meeting)
- f) A change in the Association's name (within one (1) month)

11.5 The Public Officer may be an office bearer, committee member, or any other person regarded as suitable for the position by the Committee.

12. WESDARC GIFT FUND

12.1 A gift fund shall be set up, maintained and operated in accordance with the guidelines set down in Australian taxation ruling TR 2000/12 Income Tax: deductible gift recipients (DGR) – the gift fund requirements document.

12.2 All gifts of money or property held in the gift fund shall be used by the Association for the purposes of:

- a) Achieving the Objects of the Association.
- b) Maintaining the premises of the Association.

12.3 The gift fund must be wound up in accordance with the Australian taxation ruling TR 2000/12 Income Tax: deductible gift recipients (DGR) – the gift fund requirements document.

13. AUDIT

The Association shall appoint an auditor or auditors:

13.1 The auditor or auditors shall be elected at the Annual General Meeting. They shall examine all accounts, vouchers, receipts, books, etc, and furnish a report thereon to the members at the Annual General Meeting. Audits shall be conducted at regular intervals of not more than twelve (12) months.

- 13.2 An auditor shall not be a member or closely related to a member of the Committee.
- 13.3 Subject to paragraph (13.4) hereof notice of intention to nominate an auditor shall be given to the Secretary at least twenty-one (21) days before the Annual General Meeting and if he or she so wishes be heard at such Annual General Meeting.
- 13.4 Where the current auditor submits his or her resignation, or notifies the Secretary of his or her intention not to seek re-election as auditor, paragraph (13.3) hereof shall not apply.

14. MISCELLANEOUS

- 14.1 The Association shall effect and maintain insurance as required under the Association's Incorporation Act together with any other insurance which may be required by law or regarded as necessary by the Association.
- 14.2 The funds of the Association shall be derived from the fees of members, donations, grants and such other sources approved by the Association.
- 14.3 The Common Seal of the Association shall be kept in the custody of the Secretary and shall be affixed to a document with the approval of the Committee. The stamping of the Common Seal shall be witnessed by the signatures of two members of the Committee.
- 14.4 The Association shall be dissolved in the event of membership being less than five (5) persons, or upon the vote of a three fourths majority of members present at a Special General Meeting convened to consider such questions.
- 14.5 In the event that the Association should be dissolved, all surplus funds shall be transferred to the Australian Drug Foundation, which is a public benevolent institution.
- 14.6 Service of documents on the Association is affected by serving them on the Public Officer or by serving them personally on two (2) members of the Committee.
- 14.7 The approval of the Minister administering the Charitable Collections Act, 1934 must be obtained before any alteration to the constitution shall take effect.