

# **WOMEN'S ACTION ALLIANCE CANBERRA (WAAC) CONSTITUTION**

## **1. Name and objects**

- a. The name of the association shall be the Women's Action Alliance Canberra Incorporated (also referred to as Women's Action Alliance Canberra Inc.), referred to in these rules as 'WAAC.'
- b. The objects of WAAC shall be to work to promote, advance, advocate for, and defend the social equality, welfare, and human rights of women and girls on the basis of our biological sex.

## **2. Membership**

- a. Subject to these rules, the members of WAAC shall be the members immediately prior to incorporation, as well as such other women and organisations as the committee admits to membership.
- b. Women wishing to become members of WAAC shall apply to the management committee (referred to in these rules as "the committee") in writing (including by email or other electronic means) or in a form to be determined by the committee.
- c. It is the committee that will determine whether or not to accept applications for membership and that will communicate the results of successful applications.
- d. A register of members shall be kept by WAAC showing the name and contact details for each member. This register may be kept electronically but must be convertible into hard copy.
- e. Joining and/or membership fees will be determined by the committee. The committee may choose to not impose joining and/or membership fees.
- f. Membership will cease upon death, resignation, or expulsion. Membership may cease after 12 months of inactivity or through disciplinary conduct. Membership entitlements are not transferable.
- g. The members of WAAC shall have no liability to contribute towards the payment of debts and liabilities of WAAC or the costs, charges, and expenses of the winding up of WAAC.
- h. The procedures for resolving disputes and disciplining members shall be determined by the committee. Anyone who wishes to appeal a decision refusing membership, expulsion from membership, or any other disciplinary action, may do so at the next general meeting of WAAC.

## **3. The committee and committee meetings**

- a. The committee shall be known as the 'Women's Action Alliance Canberra Committee' and is to consist of the office bearers of the association and at least two (2) ordinary members. The minimum number of committee members is to be five (5). A public officer must also be appointed. The public officer may be also an office bearer.

- b. The office bearers may consist of convenor, secretary, and treasurer.
- c. The office bearers and other members of the committee shall be elected at the annual general meeting. Any casual vacancy in the committee may be filled by a member appointed by the committee and any vacancies left after the annual general meeting may also be filled by co-option.
- d. Subject to these rules, each member of the committee shall hold office from the date of their election or appointment until the next annual general meeting when they will be eligible for re-election. There is no maximum number of consecutive terms for which a committee member may hold office.
- e. The committee shall meet as often as necessary to conduct the business of WAAC, but not less than 3 times a year.
- f. Any three (3) members of the committee shall constitute a quorum for the transaction of the business of a meeting of the committee. If the committee membership is reduced below quorum the remaining members may act only to appoint new committee members.
- g. At least 7 days' notice of a committee meeting must be given to committee members, providing details of the place, date, and time of the meeting and the nature of the business proposed to be dealt with at the meeting, including notices of motions, in the form of an agenda. This notice may be given in person, by post, or by email. The procedure at the meeting will follow the agenda.
- h. A member of the committee shall cease to hold office upon resignation in writing, removal as a member of WAAC, or absence from three successive committee meetings without approval by the committee.
- i. Attempts shall be made to obtain consensus in relation to all decision-making; however, should consensus not be possible, a question may be decided by the majority of votes of those present. In the case of an equal number of votes being cast, the person appointed to chair the meeting shall have a second or casting vote.
- j. A committee meeting may be held using any technology approved by the committee that gives committee members a reasonable opportunity to participate and vote as if they were present in person.
- k. The role of convenor(s) is to convene and chair meetings or delegate this function to another.
- l. The role of secretary (which must be filled by the convenor if no secretary has been appointed or otherwise by the public officer) includes the following:
  - i. Keep the minutes of all appointments of office bearers and members of the committee;
  - ii. Keep a record of the names of members of the committee present at committee meetings and at General Meetings;

- iii. Keep minutes of all proceedings at committee meetings and general meetings;
  - iv. Ensure meeting minutes are signed by the chair of the meeting or the chair of the next meeting, either in writing or electronically;
  - v. Attend to all correspondence, both postal and email, by ensuring it is has been responded to appropriately in accordance with any directions by the committee and stored so that it may be readily accessed by committee members in future when required.
- m. The role of treasurer includes the following:
- i. Ensuring that all money due to the association is collected and received and that all payments authorised by the association are made;
  - ii. Maintaining correct books and accounts that show the financial affairs of the association, including details of all receipts and expenditure connected with the activities of the association, and are available for inspection by members;
  - iii. In the instance that any money is provided to WAAC, establish a bank account in WAAC's name and organise and maintain a method for the payment of expenses, including keeping records of the authorised signatories appointed by the committee;
  - iv. Ensuring that all major or unusual expenses have first been authorised by the committee or a general meeting and checking that the passing of these payments by the committee has been entered into the minutes.
  - v. Organising the preparation of financial statements for inclusion in the Annual Report and presentation to the AGM.
- n. The public officer is the official point of contact for WAAC and an authorised signatory. This person may be an office bearer, committee member, or any other person regarded as suitable for the position by the committee. This person must be over 18 years of age and reside in the ACT. The committee may at any time remove the public officer and appoint a new public officer. When a vacancy occurs in the position of public officer the committee must within 14 days appoint a new public officer.

#### **4. General meetings**

- a. WAAC must hold its first annual general meeting (AGM) within 18 months after its registration under the Act. Thereafter it must hold its AGM each year within 6 months after the close of its financial year on a date to be determined by the committee.
- b. In addition to any other business, the AGM must include the following:
  - i. Confirmation of the minutes of the last preceding AGM and any special general meeting held since that meeting;
  - ii. Receipt of the committee's report on the activities of the association during the last preceding financial year;
  - iii. Election of office bearers and other ordinary committee members;
  - iv. Receipt and consideration of the financial statement and annual report as required under the legislation.

- c. Nominations of candidates for election as office bearers or other committee members should be made 7 days before an Annual General Meeting or in such other way as may be determined by WAAC at a general meeting. If there are insufficient numbers nominated to fill available positions, extra nominations may be accepted at the meeting. All nominees must be active members and must be nominated by 2 other members, who must have been active members for at least 6 months prior to the Annual General Meeting, one of whom must have been an active member of more than 12 months' standing.
- d. In addition to the AGM, the committee may also, whenever it thinks fit, convene a special general meeting of WAAC.
- e. At least three (3) general meetings are to be held per year.
- f. At least 7 days' notice of a general meeting or special general meeting must be given to all members, providing details of the place, date, and time of the meeting and the nature of the business proposed to be dealt with at the meeting, including notices of motions, in the form of an agenda. This notice may be given in person, by post, or by email. The procedure at the meeting will follow the agenda. A notice convening an AGM must specify the nature of the meeting scheduled.
- g. Any three (3) members of the committee shall constitute a quorum for the transaction of the business of a general meeting. If the committee membership is reduced below quorum the remaining members may act only to appoint new committee members.
- h. Non-members may attend meetings and vote on matters raised in meetings subject to prior approval to do so by the committee.
- i. Voting at general meetings shall be by a show of hands unless a secret ballot is requested. In all cases endeavours will be made to make decisions by consensus.
- j. The rules in relation to voting are as follows:
  - i. on any question arising at a general meeting a member has one vote only;
  - ii. in the case of an equal number of votes being cast, the chair is entitled to exercise a second or casting vote;
  - iii. a member is not entitled to vote if the member is under 18 years;
  - iv. all votes shall be given personally and there shall be no voting by proxy;
  - v. postal or electronic ballots may be undertaken as the committee determines.

## 5. Miscellaneous

- a. The funds of WAAC shall be derived from donations and grants and from such other sources approved by the committee. The precise manner in which these funds shall be derived will be determined by the committee. Funds shall be managed via a bank account with joint signatories who are members. The joint signatories may draw and sign cheques on behalf of WAAC.
- b. Subject to the Associations Incorporation Regulation 2023, WAAC must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide pecuniary gain for any of its members. The income and property of WAAC shall be used only for promotion of the objects of WAAC and shall not be paid or transferred to members by way of dividend, bonus, or profit.
- c. All records, books, and other documents relating to WAAC must be kept in the custody or under the control of the relevant office bearers and all such records will be made available for inspection by a member free of charge at a place in the ACT at a reasonable time.
- d. Any proposals to these rules shall be discussed at a committee meeting and voted upon, as per regular voting rules. Any changes to these rules must be lodged with the relevant body(-ies) pursuant to the Associations Incorporation Regulation 2023.
- e. WAAC shall be dissolved in the event of membership of less than 3 persons or upon the vote of three quarters majority of members present at a Special General Meeting convened to consider such a question.
- f. Subject to relevant acts and regulations, if WAAC is wound up, any surplus property, remaining after satisfaction of the debts and liabilities of the association and expenses of winding up have been paid, is to be transferred to another organisation with similar objects and which is not carried out for the profit or gain of its individual members.
- g. Office bearers are permitted to use and maintain custody of the common seal in relation to documents and items authorised by the committee as representing WAAC.
- h. The financial year of WAAC shall commence on 1 July and end on 30 June in the following year.