

Cancer Support Association of Western Australia Inc.

CONSTITUTION

As amended at the Annual General Meeting
4 February 2004

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80 Railway Street
Cottesloe, WA, 6011

The Association shall be constituted as follows:

NAME

1. The name shall be the “Cancer Support Association of Western Australia Incorporated” (hereafter called “the Association”).

ADDRESS

2. The address of the Association shall be determined from time to time by the Executive Committee.

OBJECTS

3. The objects of the Association are to assist – unallied with any sect, denomination, political party, group, organisation or institution – cancer patients and their families and in so doing the Association shall:
 - a) Engage in public education programmes for cancer patients and their families directed towards the improvement of the quality and quantity of life of the cancer patient in a manner complementary, supplementary, and/or alternative to existing prescribed medical treatments.
 - b) Assist where required in establishing regional branches.
 - c) Provide active support for cancer patients and their families with the object of helping them recognise the importance of their personal contribution to the outcome of the patient’s treatment.
 - d) Encourage patients to accept responsibility for the quality of their lives by paying particular attention to the holistic approach to self-care, including meditation, positive thinking, nutrition and related subjects.

POWERS

4. The Association shall have the power to do all such things as are necessary, incidental or conducive to the attainment of the objects of the Association.

PATRON

5. A patron may be appointed at each Annual General Meeting and shall hold office until the next AGM or by resigning from office or being removed by resolution of a General Meeting.

NON-PROFIT

6. The income and property of the Association shall be applied solely towards the promotion of the objects of the Association and no portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association, provided that nothing shall prevent the payment in good faith of a remuneration to any officer, member, or employee of the Association in return for goods or services rendered in the promotion of the objects of the Association.

MEMBERSHIP

7. Membership is open to cancer patients, their families and friends and to any individual or organisation interested in furthering the objects of the Association.

Membership categories will be as determined by the Executive Committee from time to time, to ensure continued relevance in a changing and dynamic health care-community services environment.

MEMBERSHIP FEES

8.
 - a) The membership fees for the following year shall be determined by the Executive Committee and ratified at the Annual General Meeting.
 - b) In cases of hardship the Executive Committee may waive the fee.

EXPULSION

9. The Executive Committee at its discretion may resolve to remove the name of any person from the list of members if such member, in the opinion of the Committee, is guilty of conduct prejudicial to the interests and good name of the Association provided always that the member is given due notice and the opportunity to explain such conduct prior to any decision. Such a person shall cease to be a member of the Association upon ratification of the Executive Committee's decision by a three fourths majority of members present and voting at a special meeting which the Committee must instigate within 7 days of its decision to expel or at an AGM if such a decision to expel a member occurs within 8 weeks prior to an Annual General Meeting.

HONORARY LIFE MEMBERS

10.
 - 1) The Executive Committee may nominate for election as an Honorary Life Member any member past or current who in its opinion has given length and outstanding quality of service to the Association.
 - 2) When a person has been duly nominated as an Honorary Life Member the Executive Committee shall:
 - a) Give notice of such nomination in the notice calling the next Annual General Meeting.
 - b) Cause a motion to elect the nominee to Honorary Life Membership to be placed before that meeting and, provided that the motion is carried by a three fourths majority of members present and voting, the person elected shall forthwith become and continue for the remainder of his or her life to be an Honorary Life member of the Association.
 - c) An Honorary Life Member shall not be required to pay any subscription and shall have the same rights and privileges as an Ordinary Member.

EXECUTIVE COMMITTEE

11.

- 1) The business and affairs of the Association shall be under the management and control of the Executive Committee, provided however, that except in the case of extreme urgency the Committee shall not take any action contrary to decisions made at a General Meeting.
- 2) The Executive Committee shall comprise:
Four Office Bearers:
 - a) President
 - b) Vice President
 - c) Secretary
 - d) TreasurerAnd six Committee Members

Officer Bearers shall be elected at each Annual General Meeting and shall hold office until the end of the next AGM or on ceasing to be a Member or resigning or removal by resolution at a General Meeting.

At each AGM, at least three Committee Members shall be elected for two years expiring at the end of the second AGM after their election.

- 3) A retiring Committee Member shall be eligible for re-election providing that if a President, Vice President, Secretary or Treasurer held that particular Office for three consecutive years such re-election shall be by Special Resolution of which due notice has been given to the Members.

In the event of a casual vacancy the Committee may appoint a person to the Committee for the period expiring at the end of the next AGM. A person so appointed shall be eligible for re-election.

- 4) Nominations must be in the hands of the Secretary fourteen days prior to the date of the Annual General Meeting. Nominations are to be submitted in writing, signed by the mover and seconder and by the nominee to indicate his or her consent to the position nominated.

If the full number of Members of the Committee is not nominated, the additional number required may be proposed and seconded at the AGM provided the nominee is present and accepts nomination.

If the number of candidates nominated for election does not exceed the number required to be elected the candidates nominated shall be declared duly elected.

If the number of candidates nominated exceeds the number required to be elected a ballot for election shall be taken.

- 5) No member shall be nominated, elected or appointed to any position on the Executive Committee unless he or she have been a registered financial Member of the Association for at least six weeks prior to nomination or appointment.

VACANCIES

12. Vacancies on the Executive Committee occurring between Annual General Meetings caused by death, resignation, absence without due cause from three consecutive Executive Committee Meetings, or any other reason, shall be filled by the Executive Committee at its following meeting.

QUORUM – EXECUTIVE COMMITTEE

13. The quorum for an Executive Committee meeting shall be one more than half the current number of members of the Executive Committee.

EXECUTIVE COMMITTEE MEETINGS

14. The Executive Committee shall meet once in each month, with the month of January being optional. The President or Vice-President may call a special meeting of the Executive Committee. Committee members must receive a minimum of 72 hours notice of such a meeting.

DUTIES

15.
 - 1) President
The President shall preside at all Meetings of the Association and in his or her absence the Vice-President, or failing him or her, one of the other members of the Committee shall be elected by those present. In special circumstances an independent chairman may be appointed with the approval of the majority of members at that meeting. The President shall be an ex-officio member of all sub-committees.
 - 2) Honorary Secretary
The Honorary Secretary shall carry out his or her duties under the direction of the Executive Committee and keep a true record of all minutes of all meetings, issue notices of meetings, keep records and carry out such duties as the Executive Committee may from time to time direct.
 - 3) Honorary Treasurer
The Honorary Treasurer shall ensure that adequate accounting procedures and records are maintained to protect the financial interests of the Association and in particular shall oversee:
 - (a) The receipt and banking of, and issue of receipts for, all monies received.
 - (b) The authorization of expenditure and the payment of monies in accordance with the Association's written procedures.
 - (c) The payment of wages and salaries.
 - (d) Compliance with statutory requirements in relation to insurances and payroll.
 - (e) The preparation and audit of the Annual Financial Statements for presentation to the Annual General Meeting and any other General Meeting (if required).
 - 4) Vice-President

The Vice-President shall assist the President, Secretary and Treasurer and carry out their duties as and when required.

SUB-COMMITTEES

16. The Executive Committee may form, from the membership, Sub-Committees for any special work or duties and may also appoint advisers to the Sub-Committees when deemed necessary. Any Sub-Committee shall include at least one member of the Executive Committee who shall act as Chairman of such Sub-Committee. Any Sub-Committee established by the Executive is only for the purpose of affording assistance to that body. Such Sub-Committee cannot act in any way repugnant to the Executive, or initiate or transact any business beyond that entrusted to such Sub-Committee.

PAID OFFICERS

17.

1) It shall be the duty of the Executive Committee to conduct the Central Office and any other offices the Association may establish, and for that purpose the Executive Committee may appoint paid officers, and shall define their duties and fix their maximum salaries, (such salaries to be fixed in accordance with the Clerks Commercial, Social and Professional Service Award Guidelines) and to suspend or remove such officers.

2) No paid officer nor employee shall engage in the use of any property, information or contacts of the Association for their own financial gain nor shall they engage in, conduct or promote any profit making business or activity which runs parallel to, or conflicts with, the aims and objectives of the Association without the express approval of the Executive Committee.

3) Paid Officers or employees are not eligible for membership of the Association.

4) No Relative of any paid officer or employee shall hold any office on the Executive Committee unless approved by the Executive Committee.

GENERAL MEETINGS

18.

1) The Annual General Meeting of the Association shall be held in December of each year of which members shall be given at least 21 clear days written notice.

2) Special General Meetings shall be called within 28 days of the Secretary receiving a written requisition signed by seven financial members and stating the specific purpose of the Special General Meeting.

QUORUM AT GENERAL MEETINGS

19. A quorum at General Meetings or Special General Meetings shall be fifteen (15) financial members.

PROCEDURE AT MEETINGS

20.

- 1) Business to be conducted at the Annual General Meeting shall include:
 - a) Confirmation of Minutes of the previous Annual General Meeting.
 - b) Correspondence.
 - c) Receipt of reports of the outgoing Executive Committee.
 - d) An audited Treasurer's report.
 - e) Election of the Executive Committee.
 - f) Appointment of Auditor for the ensuing year.
 - g) Any Special Business as required by this Constitution of which due notice shall have been given.

- 2) The business to be conducted at a Special General Meeting shall be restricted to the matter or matters set out in the requisition seeking the meeting and the notice calling the meeting.

NOTICE OF MOTION

21. Where a member desires particular business to be included on the Agenda for any General Meeting, notice of motion must be in the hands of the Secretary 28 days prior to the date of such meeting.

FINANCE

22.

- 1) The financial year shall be July 1 to June 30.

- 2) Receipts
All monies received by the Association shall be paid into the respective accounts provided for the purpose with a duly approved bank or society in the Association's name.

- 3) Expenditure
The accounts of the Association so far approved and passed for payment shall (other than proper petty expenses of which due record shall be kept) be paid by cheque signed by any two of the following officers: President, Vice-President, Secretary, Treasurer or Chief Executive Officer.

- 4) Special Funds
Any monies raised or set aside for special purposes shall be paid into separate banking accounts. These special funds shall not be used for any other purpose except by resolution of the Executive Committee. The proposed resolution must be carried by a three fourths majority of the Executive Committee then present and voting. If so carried the resolution shall be presented to a General Meeting for ratification by a simple majority of members present and voting.

- 5) CSA Foundation
The CSA Foundation is to be managed as an accumulation fund.

Funds held in the CSA Foundation may only be invested in relatively low or medium risk financial products. Only capital protected products, such as government bonds and fixed interest bearing deposits, will be used in the

absence of professional funds management advice towards other products. The appointment of a professional fund manager and approval of their recommended investment strategy will require Executive Management Committee approval.

Yearly *investment returns* generated by the CSA Foundation will be allocated to the maintenance of CSA operations & activities at the sole discretion of the CSA Executive Management Committee. Investment returns may also be re-invested if not required for operational expenditure.

Should the CSA Executive Management Committee at any one time wish to allocate part or all of the *capital* contained in the CSA Foundation, a corresponding minuted resolution must be endorsed by at least a two-third majority of committee members *and* by a simple majority of all CSA members who responded to a postal vote on the issue within a four-week time period of the postal vote having been sent out by the CSA Secretary to all financial members of the CSA.

6) Audit

All accounts of the Association shall be audited annually and submitted by the Treasurer to the Annual General meeting. The Meeting shall appoint an auditor to audit the accounts for the ensuing year.

ALTERATION OF THE CONTITUTION

23.

- 1) Any member desiring to propose any amendment or alteration to this constitution shall give notice in writing to the Secretary of the Association at least two clear months before the date of the Annual General Meeting. The Secretary shall give the members at least twenty-one clear days notice of such proposed amendment alteration or addition.
- 2) Any proposal may be adopted by the Association either in whole or part thereof, but a three quarters majority of members present and voting, shall be necessary to carry a resolution to add to, alter or amend the constitution.
- 3) The Secretary shall, within twenty-one days of the passing of a resolution altering the constitution, notify the Commissioner for Corporate Affairs of the proposed alteration, in accordance with clause 17 of the Associations Incorporation Act 1987.

BYE-LAWS

24. The Association may make such Bye-Laws as it thinks fit. Any amendment or addition to the Bye-Laws shall require the approval of two thirds of the members present and voting at a General or Special Meeting convened for that purpose.

COMMON SEAL

25. The Common Seal of the Association engraved with the name of the Association shall be kept in the care of the President. The Seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the Executive Committee and in the presence of the President and two members of the Executive Committee both of whom shall subscribe their names as witnesses.

DISSOLUTION

26. The association may be dissolved or wound up by resolution at any General Meeting or Special General Meeting called for such purpose. Upon dissolution or winding up of the Association and after satisfaction of all its debts and liabilities, any property remaining shall not be paid to, transferred or distributed amongst the members of the Association. It shall be given to some other association, institution or body having objects similar to the objects of the Association, provided that association, institution or body shall prohibit the distribution of its income and property amongst its members. Otherwise it shall be paid to or transferred to a charitable association, institution or body as determined by the members of the Association and provided always that any transfer of property to any body or association shall only be made to such body or association which has been approved pursuant to Section 78(1) (a) (ii) of the Income Tax Assessment Act 1936 (as amended).
