



Shelter Tasmania Inc.
Constitution

Table of Contents

1	NAME	2
2	INTERPRETATION	2
3	OFFICE	2
4	OBJECTIVES	2
5	POWERS OF THE ASSOCIATION	3
6	APPLICATION FOR MEMBERSHIP	4
7	RIGHTS OF MEMBERSHIP	4
8	ACCEPTANCE OF MEMBERSHIP	5
9	MEMBERSHIP FEES	5
10	INCOME & PROPERTY	6
11	ACCOUNTS & FINANCE	6
12	AUDITOR	6
13	AUDIT OF ACCOUNTS.....	7
14	NON PROFIT.....	7
15	MANAGEMENT STRUCTURE.....	7
16	FUNCTIONS.....	9
17	ANNUAL GENERAL MEETING	10
18	SPECIAL GENERAL MEETINGS	10
19	NOTICES OF MEETINGS	11
20	QUORUMS	11
21	CHAIRING OF MEETINGS.....	11
22	DECISION MAKING	12
23	DISCLOSURE OF PECUNIARY INTERESTS	12
24	FINANCIAL YEAR	13
25	DISPUTES.....	13
26	TERMINATION OF MEMBERSHIP	13
27	WINDING UP	14
28	SEAL	14
29	AMENDMENT OF CONSTITUTION	15

SHELTER TASMANIA (INC.) CONSTITUTION

1 NAME

- 1.1 The name of the Association shall be SHELTER TASMANIA (INCORPORATED): hereinafter referred to as "the Association".

2 INTERPRETATION

- 2.1 In this Constitution the following expressions have the following meaning:

2.1.1 "Executive" means the office holders of the Association in accordance with clause 15.3.

Comment [P1]: Was 15.2

2.1.2 "Special Resolution" means a resolution passed by a three quarters majority of the members of the Association present at any Annual General Meeting, Special General Meeting or Executive Committee Meeting.

Comment [P2]: Was Shelter Management Committee

2.1.3 "Executive Committee" means the Executive Committee as referred to in Clause 15.2.

Comment [P3]: Was Management Committee

2.1.4 "Executive Officer" means the executive officer employed by the Association who is responsible for the day to day running of the Association.

2.1.5 "Policy Committee" means the Policy Committee referred to in Clause 15.10.

Comment [P4]: NEW

- 2.2 In these Rules, expressions referring to writing shall, unless the contrary intention appears, be construed as including references to printing, lithography, photography, facsimile, electronic mail and other modes of representing or reproducing words in a visible form.

3 OFFICE

- 3.1 The office of the Association will be determined by the Executive Committee.

Comment [P5]: Was Management Committee

4 OBJECTIVES

- 4.1 The Objectives of the Association are to:

4.1.1 Provide support to enable individuals to access affordable, safe and secure long-term housing that they identify as appropriate to their needs by:

4.1.1.1 The promotion of access to housing of a quality that enhances people's health, well-being, dignity and life opportunities.

4.1.1.2 The promotion and support of consumers and community participation in decision making in relation to their housing and to promote access to avenues of appeal across all housing tenures.

4.1.1.3 Promoting opportunities for members of the community to access housing provision free from discrimination as a result of age, gender, ethnicity, health status, religion, sexual orientation or disability.

- 4.1.1.4 Participation in and/or implementing programs designed to contribute to the alleviation or elimination of homelessness and related issues.
- 4.1.2 To educate the community about issues relating to housing and homelessness by:
 - 4.1.2.1 Promoting the benefits of public and community housing in the community and across all spheres of government.
 - 4.1.2.2 Creating opportunities to support and coordinate non-government organisations and agencies with similar interests and objectives to the Association.
- 4.1.3 Provide a structure that enables the members to inform policy development in a manner that is consistent with the objectives and vision of the Association and also reflects the needs of homeless people and people who live in poverty or on low incomes.

5 POWERS OF THE ASSOCIATION

- 5.1 In furtherance of the basic objectives of the Association, as stated in Clause 4, the purposes and powers of the Association shall be deemed to include:
 - 5.1.1 the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the objectives or purposes and powers of the Association;
 - 5.1.2 the buying, selling and supplying of, and dealing in goods of all kinds; the construction, maintenance and alteration of buildings or works necessary or convenient;
 - 5.1.3 the accepting of any gift, whether subject to a special trust or not, for one or more of the objectives or purposes and powers of the Association;
 - 5.1.4 the taking of such steps from time to time as the Executive Committee or the members at a General Meeting may deem expedient for the purpose of procuring contributions to the funds of the Association, whether by way of donations, subscriptions, government funding or otherwise;
 - 5.1.5 the printing and publishing of such newspapers, periodicals, books, leaflets, or other documents as the Executive Committee or the members at a General Meeting may think desirable for the promotion of the objectives and purposes of the Association;
 - 5.1.6 the borrowing and raising of money in such manner and on such terms as the Executive Committee may think fit or as may be approved or directed by resolution passed at a general meeting;
 - 5.1.7 subject to the provisions of the *Trustee Act* 1898, the investment of any monies of the Association not immediately required for any of its objectives or purposes or powers in such manner as the Executive Committee from time to time may determine;
 - 5.1.8 the making of a gift, subscription or donation to any of the funds, authorities or institutions to which section 78A of the *Income Tax Assessment Act* 1936 of the Commonwealth relates;

Comment [P6]: Was Management Committee

Comment [P7]: Was Management Committee

- 5.1.9 the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit servants or past servants of the Association and their dependants and the granting of pensions, allowances, or other benefits to servants or past servants of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- 5.1.10 the establishment and support, or aiding in the establishment or support, or any other association formed for any of the basic objectives of the Association;
- 5.1.11 the purchase or acquisition, and undertaking, of all or part of the property, assets, liabilities and engagements of any association with which the Association may at any time become amalgamated in accordance with the provisions of the Act and the rules of the Association; and
- 5.1.12 the doing of all such other lawful things as are incidental or conducive to the attainment of the objectives of the Association or of any of the purposes specified in the foregoing provisions of this sub-clause.

6 APPLICATION FOR MEMBERSHIP

- 6.1 The Association shall have the following categories of membership:
 - 6.1.1 Organisational membership – which shall be offered to organisations that support the objectives of the Association. Organisations shall, at the time of application, nominate one (1) primary representative and one (1) alternate representative to act on their behalf. Organisations shall be responsible for advising the Association in writing of any changes to nominated representatives.
 - 6.1.2 Individual membership – which shall be offered to individuals who support the objectives of the Association.
 - 6.1.3 Honorary life membership – which may be offered to any person who has rendered outstanding services consistent with the objectives of the Association.
 - 6.1.4 Associate membership – which shall be offered to government instrumentalities whose roles include the direct provision, funding or regulation of housing or housing related services, and to employees of such instrumentalities. Associate members shall not be entitled to nominate for Executive Committee or Policy Committee positions or to vote at general meetings.
 - 6.1.5 Applications shall be made in writing to the Public Officer, on the form prescribed.

Comment [P8]: Was Management Committee

7 RIGHTS OF MEMBERSHIP

- 7.1 Members of the Association other than Associate Members will be entitled to:
 - 7.1.1 Vote at all General Meetings of the Association;
 - 7.1.2 Nominate for positions in the Executive Committee or Policy Committee; and

Comment [P9]: Was Management Committee

7.1.3 All members will be entitled to receive Shelter Tasmania Newsletters and other publications as shall be determined by the Executive Committee.

Comment [P10]: Was Management Committee

7.2 Organisational Members shall be entitled to one vote only, irrespective of the number of representatives nominated by the member.

Comment [P11]: NEW

8 ACCEPTANCE OF MEMBERSHIP

8.1 The Executive Committee shall have the right to accept or refuse membership to any organisation or individual.

Comment [P12]: Was Management Committee

8.2 Upon approval by the Executive Committee the applicant's name shall be entered in the Membership Register. In the event that an application is refused, the Executive Committee shall advise the applicant in writing stating reasons for that refusal.

Comment [P13]: Was Management Committee

8.3 An applicant who is refused membership may ask for that refusal to be reconsidered in the following way:

8.3.1 By applying in writing to the Executive Committee asking for a review of the refusal; and

Comment [P14]: Was Management Committee

8.3.2 That application to the Executive Committee must state the reasons why the Application should be accepted.

Comment [P15]: Was Management Committee

8.4 The Executive Committee must reconsider the Application for membership and reply to the applicant in writing within 21 days of receipt of notice to review the application stating either:

Comment [P16]: Was Management Committee

8.4.1 That the application for membership has been accepted; or

8.4.2 That the application has been refused and stating reasons for that refusal.

8.5 Applicants whose application has been refused under this clause may not re-apply for membership within the same financial year in which their original application is refused.

Comment [P17]: NEW

9 MEMBERSHIP FEES

9.1 The membership fees of the Association shall be those determined from time to time by the Executive Committee.

Comment [P18]: Was Management Committee

9.2 If membership fees are not paid within three (3) calendar months of nomination or of the day on which advice of membership renewal is received under Rule 9.4, then such members can be deemed unfinancial and be removed from the list of members. Membership fees are due and payable prior to the commencement of the Annual General Meeting.

9.3 Any member who has been deemed unfinancial under Rule 9.2 will lose all rights of membership until such time as their membership fees are paid.

9.4 The Treasurer shall ensure that written advice of annual membership renewal is received by all members prior to their last day of financial membership.

9.5 The Executive Committee may waive part or all of membership fees to applicants identified as experiencing financial hardship.

9.6 New members can apply to join the Association at any time throughout the year.

- 9.7 New members applying after 1 January in any year shall pay 50% of the annual membership fee for that year only. Full membership fees will be payable in subsequent years.

Comment [P19]: New addition to this Clause

10 INCOME & PROPERTY

- 10.1 The income and property of the Association, however derived, shall be applied solely towards the promotion of the objectives and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus or otherwise, to any member of the Association.
- 10.2 Nothing in the provision of the foregoing rule prevents the payment in good faith to an employee or member of the Association of:
- 10.2.1 remuneration in return for services actually rendered to the Association by the employee or member, or for goods supplied to the Association by employee or member in the ordinary course of business;
 - 10.2.2 a reasonable and proper sum by way of rent for premises let to the Association by the employee or member; or
 - 10.2.3 repayment of out-of-pocket expenses by member or employee.
- 10.3 For any payment exceeding Ten Dollars (\$10.00) to be made under 10.2.3 the member or employee must produce receipt documentation.

11 ACCOUNTS & FINANCE

- 11.1 The financial records of the Association shall consist of receipt books, ledgers, journals, cheque books and other such books, including computer records, as are deemed necessary by the Executive Committee to show the current financial position of the Association.
- 11.2 The Executive Committee shall once in each year ensure that proper accounts of income and expenditure and balance sheets be kept.
- 11.3 The books of accounts shall be kept at such a place as the Executive Committee shall think fit.
- 11.4 The Executive Committee will adopt appropriate procedures for financial matters in the running of the Association.

12 AUDITOR

- 12.1 An auditor, who shall not be a member of the Association or a member of the Executive Committee, shall be appointed annually at the Annual General Meeting.
- 12.2 If a casual vacancy occurs in the office of the auditor during the course of a financial year, the Executive Committee may appoint a person as auditor and that person shall hold office until the next succeeding Annual General Meeting.
- 12.3 The auditor may only be removed by special resolution at a General Meeting.
- 12.4 If the auditor is removed under the above Clause, the General Meeting must appoint a new auditor.

Comment [P20]: Was Management Committee

Comment [P21]: Was Management Committee

13 AUDIT OF ACCOUNTS

- 13.1 Once at least in each financial year of the Association the accounts of the Association shall be examined by the auditor.
- 13.2 The auditor shall certify as to the correctness of the accounts of the Association and shall report thereon to the members present at the Annual General Meeting.
- 13.3 In this report, and certifying to the accounts, the auditor shall state:
 - 13.3.1 whether she/he has obtained the information required by her/him;
 - 13.3.2 whether, in his/her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association according to the information at his/her disposal and the explanations given to her/him and as shown by the books of the Association; and
 - 13.3.3 whether the rules relating to the administration of the Association's funds have been observed.
- 13.4 A member of the Executive Committee must cause to be delivered to the auditor a list of the accounts, books and records of the Association.
- 13.5 The auditor:
 - 13.5.1 has a right to access the accounts, books, records, vouchers and documents of the Association;
 - 13.5.2 may require from the employees or Executive Officer such information and explanation as may be necessary for the performance of his/her duties as auditor;
 - 13.5.3 may employ persons to assist her/him in investigating the accounts of the Association; and
 - 13.5.4 may in relation to the accounts of the Association, examine any member or employee of the Association.

14 NON PROFIT

- 14.1 The income and property shall be applied solely towards the promotion of the Objects of the Association. No portion of the income or property of the Association 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 or remuneration to any officer or employee of the Association or to any person or group other than a member of the Association in return for services rendered to the Association.
- 14.2 Notwithstanding Rule 14.1 of this Constitution, members of the Association incurring reasonable expense in carrying out the Association business may be reimbursed from time to time with the approval of the Executive Committee.
- 14.3 For any payment exceeding Ten Dollars (\$10.00) to be made pursuant to Rule 14.2 the member must provide receipt documentation before the Executive Committee can make a reimbursement.

Comment [P22]: Was Management Committee

Comment [P23]: Was Management Committee

15 MANAGEMENT STRUCTURE

- 15.1 The Policy Committee shall comprise up to sixteen (16) members of the Association elected at the Annual General Meeting, plus the Executive Officer,

- who shall serve in an ex officio capacity. The Association shall endeavour to ensure that at least one of the Policy Committee members is a person who has experience representing low income tenants.
- 15.2 The Executive Committee, to be elected by the Policy Committee at the end of the AGM, shall comprise six (6) members of the Association elected at the Annual General Meeting who must be a member of the Policy Committee, plus the Executive Officer, who shall serve in an ex officio capacity. The Association shall endeavour to ensure that at least one of the Executive Committee members is a person who has experience representing low income tenants.
- 15.3 Office bearers on the Executive Committee shall be elected by the Policy Committee at a meeting to be held immediately after the Annual General Meeting when required. The office bearers on the Executive Committee are:
- 15.3.1 Chair;
- 15.3.2 Deputy Chair;
- 15.3.3 Secretary;
- 15.3.4 Treasurer;
- 15.3.5 Public Officer; and
- 15.3.6 One (1) Policy Committee representative.
- 15.4 The governance functions of the Association shall be the responsibility of the Executive Committee.
- 15.5 The Executive Committee:
- 15.5.1 is to control and manage the business and affairs of the Association;
- 15.5.2 may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by this Constitution to be exercised and performed by members of the Association at a General Meeting; and
- 15.5.3 has power to do anything that appears to the Executive Committee to be necessary for the proper management of the business and affairs of the Association.
- 15.6 Executive Committee members shall be elected for two (2) year terms.
- 15.7 The quorum of the Executive Committee shall be three (3) members.
- 15.8 The Executive Committee shall meet as often as may be required to conduct the business of the Association and not less than four times each year.
- 15.9 The policy functions of the Association shall be the responsibility of the Policy Committee.
- 15.10 Policy Committee members shall be elected for two-year terms, with eight (8) Policy Committee positions being declared vacant each year. The first Policy Committee elected after the adoption of this rule shall determine which of its number shall serve only initial one-year terms. The Policy Committee may determine this by consensus or by conducting a ballot at its first meeting following the relevant Annual General Meeting.
- 15.11 The quorum of the Policy Committee meetings shall be five (5) or, in the event of temporary vacancies on the Policy Committee, no fewer than half of the
- Comment [P24]:** NEW. Formerly the Management Committee had up to 12 members.
- Comment [P25]:** NEW. Formerly Executive Committee had 5 members.
- Comment [P26]:** Was held at first Management Meeting of the next year.
- Comment [P27]:** Only required every two years, when Executive is up for election.
- Comment [P28]:** NEW
- Comment [P29]:** NEW and IMPORTANT: Governance functions move from Management Committee to Executive Committee
- Comment [P30]:** Formerly one year terms
- Comment [P31]:** NEW: Scope of the New Policy Committee.
- Comment [P32]:** Was six (6)
- Comment [P33]:** Former Management Committee quorum was six (6)

remaining members. The Policy Committee shall endeavour to hold face-to-face meetings wherever possible, but shall have the capacity to meet via teleconference or videoconference if required.

- 15.12 The Policy Committee shall meet as often as may be required to consider the policy issues of the Association and not less than five (5) times each year, one of which shall coincide with the Annual General Meeting.

Comment [P34]: Formerly six (6) meetings

- 15.13 Executive Committee and Policy Committee members upon election or nomination to the respective committee shall not, in their capacity as committee members, act as representatives of other organisations. Should there be a conflict of interest that affects their ability to do so, it is expected that committee members notify the relevant committee and stand down for that time.

- 15.14 Two members of the Executive Committee, or four members of the Policy Committee, shall have the power to call a meeting of that relevant committee. Notice of meetings shall be given at the previous committee meeting or by seven (7) days written notice distributed to all committee members or, in an emergency, by such other notice as shall be ratified by the Committee.

Comment [P35]: Formerly the Chair or two members of the Executive could call Executive

Comment [P36]: NEW

- 15.15 For the purpose of this constitution, an Executive or Policy Committee position becomes vacant if the occupant:

Comment [P37]: Was Management Committee

15.15.1 dies;

15.15.2 becomes bankrupt;

15.15.3 becomes of unsound mind;

15.15.4 resigns his/her office by writing or by email;

15.15.5 ceases to be resident in the State; or

15.15.6 fails, without leave granted by the respective committee, to attend three consecutive meetings of that committee.

Comment [P38]: Was Management Committee

- 15.16 Vacancies unfilled or arising in the Executive or Policy Committee may be filled by the respective committee by co-opting members until the next Annual General Meeting.

Comment [P39]: Was "other"

- 15.17 A committee may function validly, notwithstanding any vacancies, so long as its number is not reduced below the quorum number of that committee.

Comment [P40]: Was four

16 FUNCTIONS

- 16.1 The function of the Executive Committee and the Executive Officer shall be to govern the operation of the Association consistent with the objects of the Association and with decisions taken by members at General Meetings.

Comment [P41]: Newly added

- 16.2 The Executive Committee may appoint sub-Committees of members for specific purposes and may delegate to them such powers and duties as the Executive Committee may determine. Sub-Committees shall meet as they see fit and shall report to the Executive Committee. There must be at least one Executive Committee Member on any sub-Committee.

Comment [P42]: Newly added

Comment [P43]: Newly added

Comment [P44]: Newly added

- 16.3 The Executive Committee and the sub-Committees of the Association may co-opt members and non-members of the Association to their Committees as required.

- 16.4 Minutes shall be kept and proper entries made therein of all business attended to at every meeting of a committee of the Association, including the Executive Committee and the Policy Committee.
- 16.5 The Executive Committee may enact by-laws, including governance and other policies, as it sees fit. Employees and a member of any committee or sub-committee of the Association must act consistently with any by-laws enacted by the Executive Committee.

Comment [P45]: Was Management Committee

Comment [P46]: Newly added

Comment [P47]: Newly added

17 ANNUAL GENERAL MEETING

- 17.1 The Association shall, in each year, hold an Annual General Meeting.
- 17.2 The Annual General Meeting shall be held on such a day as determined by the Executive Committee.
- 17.3 The Annual General Meeting shall be in addition to any other general meetings held in the same year.
- 17.4 The Annual General Meeting shall be specified as such in the notice convening it.
- 17.5 The ordinary business of the Annual General Meeting shall be:
- 17.5.1 to confirm the minutes of the last Annual General Meeting;
 - 17.5.2 to receive from the Executive, auditor and employees of the Association reports upon the transactions of the Association during the last preceding financial year;
 - 17.5.3 to elect the Policy Committee of the Association; and
 - 17.5.4 to appoint an auditor.
- 17.6 The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.

Comment [P48]: Was Management Committee, with Executive as a back-up.

Comment [P49]: Was Management meetings

Comment [P50]: Newly added

18 SPECIAL GENERAL MEETINGS

- 18.1 The Executive Committee may convene a special general meeting of the Association at any time.
- 18.2 The Executive Committee shall, on requisition in writing of no fewer than ten members, convene a Special General Meeting of the Association.
- 18.3 A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists and delivered to the Chair or the Public Officer with a receipt obtained showing the date of delivery of the requisition, and may consist of several documents in the like form, each signed by one or more of the requisitionists.
- 18.4 If the Executive does not cause a Special General Meeting to be held within twenty-one days from the date on which a requisition is deposited at the office of the Association, the requisitionists may convene the meeting.
- 18.5 A Special General Meeting convened by requisitionists in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Executive Committee, and all reasonable expenses shall be refunded by the Association to the persons incurring them.

Comment [P51]: They formerly were to convene two ordinary meetings per year.

Comment [P52]: Between 18.1 and 18.2 s the following Clause was DELETED:
The general affairs of the Association shall be reported to members of the Association at Shelter Management Meetings.

18.6 The Chair may for the purposes of an Appeal by a member against expulsion from the Association convene a Special General Meeting without the need for requisitions from members.

19 NOTICES OF MEETINGS

19.1 The Chair of the Association shall give fourteen (14) clear days notice in writing of an ordinary General Meeting to members of the Association, specifying the nature of the business to be transacted thereat.

Comment [P53]: Was five (5) days

19.2 The Chair of the Association shall give fourteen (14) clear days notice in writing of an Annual General Meeting or Special General Meeting to members of the Association, specifying the nature of the business to be transacted thereat.

Comment [P54]: Was ten (10) days, as a notice in at least one daily Tasmanian newspaper

19.3 All notices of meetings must specify the place, day and date and time for the holding of the meeting.

19.4 Notices of meeting may be given by mailing printed documents or by electronic means.

Comment [P55]: NEW

20 QUORUMS

20.1 No item of business shall be transacted at a meeting of the Association unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

20.2 Five members personally present (being members entitled under the Rules to vote thereat) constitute a quorum for the transaction of the business of an ordinary or Special General Meeting.

Comment [P56]: Newly added

20.3 Ten members personally present (being members entitled under these Rules to vote thereat) constitute a quorum for the transaction of business at an Annual General Meeting.

20.4 If within 30 minutes after the appointed time for the commencement:

20.4.1 of an ordinary or Special General Meeting a quorum is not present the meeting shall be dissolved; and

20.4.2 of an Annual General Meeting a quorum is not present, the meeting will be dissolved and the Executive Committee must call another Annual General Meeting within three weeks according to the procedure laid down for ordinary General Meetings.

20.5 The quorum and procedure at any subcommittee shall be as provided by the Executive Committee which appoints such subcommittee.

Comment [P57]: Was Management Committee

20.6 For the purposes of a quorum at a Policy Committee meeting, Executive Meeting or subcommittee meeting, but not including an Annual General Meeting, a member shall be regarded as being personally present if he/she may participate in its proceedings by telephone conference call, or some similar electronic provision.

Comment [P58]: Was Management

21 CHAIRING OF MEETINGS

21.1 The Chair shall preside as Chairperson at each meeting of the Association or, in his/her absence, the Deputy Chair, otherwise the members present shall elect one of their number to so preside.

- 21.2 Minutes shall be taken of each meeting by the Secretary or a person appointed at the beginning of the meeting.
- 21.3 The Chairperson of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted thereat other than the business left unfinished at the meeting at which the adjournment took place.
- 21.4 Where a meeting is adjourned for 14 days or more, the like notice of the adjourned meeting shall be given as in the case of the original meeting.
- 21.5 Except as provided in the foregoing rule, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

22 DECISION MAKING

- 22.1 A question arising at meetings of the Association shall be determined on a show of hands and, unless before or on the declaration of the result a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority, or lost, and an entry to that effect in the minutes for the meeting is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- 22.2 Upon any question arising at a meeting of the Association, voting is confined to currently financial members, each of whom has one vote only.
- 22.3 All votes may be given personally or in writing or by proxy.
- 22.4 In the case of an equality of voting on a motion the Chairperson shall have the casting vote.
- 22.5 If at a meeting a poll on any question is demanded it shall be taken at that meeting in such manner as the Chairperson may direct, and the result of the poll shall be deemed to be the resolution of the meeting on that question.

23 DISCLOSURE OF PECUNIARY INTERESTS

- 23.1 Any member of the Association who has any direct or indirect pecuniary interest in a contract or proposed contract made by or in the contemplation of the Association shall not take part, **directly or indirectly**, in any deliberations or decision of the Association with respect to that contract.
- 23.2 Clause 23.1 does not apply in respect of a pecuniary interest that exists only by virtue of the fact:
- 23.2.1 that the member of the Executive Committee is an employee of the incorporated Association; or
- 23.2.2 that the member of the Executive Committee is a member of a class of persons for whose benefit the Association is established.
- 23.3 Where a member of the Executive Committee of an incorporated Association discloses a pecuniary interest in a contract or proposed contract in accordance with this section, or his/her interest is not such as need be disclosed under this section:

Comment [P59]: Newly added

23.3.1 the contract is not liable to be avoided by the Association on any ground arising from the fiduciary relationship between the member and the incorporated Association; and

23.3.2 the member is not liable to account for profits derived from the contract.

23.4 An Association shall cause every disclosure made under this section by a member of the Executive Committee to be recorded in the minutes of the meeting of the Executive Committee at which it is made.

23.5 A member of the Executive Committee of an incorporated Association who has any direct or indirect pecuniary interest in a contract, or proposed contract, made by, or in the contemplation of, the Executive Committee, shall not take part in any deliberations or decision of the Executive Committee with respect to that contract.

23.6 Rule 23.5 does not apply in respect of a pecuniary interest that exists only by virtue of the fact that the member of the Executive Committee is a member of a class of persons for whose benefit the Association is established.

24 FINANCIAL YEAR

24.1 The financial year is the period beginning on 1st July in each year, and ending on the 30th June next following.

25 DISPUTES

25.1 A dispute between a member of the Association in their capacity as a member, and the Association, shall be heard before and resolved by the Executive Committee.

25.2 The dispute shall not be heard before, or resolved by the Executive Committee unless notice in writing giving details of both sides of the dispute from both the member and the Association is supplied to all members at least seven (7) days prior to the date of the meeting.

25.3 At the Executive Committee meeting convened for the purpose of hearing and resolving the dispute:

25.3.1 no business other than the question of the dispute shall be transacted; and

25.3.2 the member who is in dispute with the Association shall be given ample opportunity to be heard.

25.4 Deleted

26 TERMINATION OF MEMBERSHIP

26.1 A member may resign in writing to the Association at any time.

26.2 A membership shall be terminated upon a unanimous decision of the Executive Committee that the member has:

26.2.1 brought the Association into disrepute; or

26.2.2 acted in serious contravention of the Mission or objectives of the Association

26.3 A member shall be advised in writing of termination of membership and shall have the right to ask the Executive Committee to reconsider its decision. The ultimate decision of the Executive Committee shall be final.

Comment [P60]: Was Shelter Management meeting

Comment [P61]: Was Shelter Management meeting

Comment [P62]: Was Shelter Management meeting

Comment [P63]: Was "No motion calling for the expulsion of the member in dispute with the Association shall be debated by the Executive Committee under this rule.

Comment [P64]: Was Expulsion of Members

Comment [P65]: NEW. See existing Constitution for current expulsion procedure.

27 WINDING UP

- 27.1 The Association may be wound up voluntarily whenever at least twenty one days written notice of such a resolution has been given to all members of the Association, and has been duly passed subject to the voting procedure, except that the majority shall be three quarters (75%) of those present and voting at a Special General Meeting of the Association duly convened for that purpose requiring that the Association be so wound up.
- 27.2 In the event of the Association being dissolved or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of:
- 27.2.1 gifts of money or property for the principal Objective of the Association;
 - 27.2.2 contributions made in relation to a fund-raising event held for the principal Objective of the Association; and
 - 27.2.3 money received by the Association because of such gifts and contributions must be transferred to one or more charities that meet the following requirements:
 - 27.2.4 as charitable purpose(s) similar to, or inclusive of, the purpose(s) of the Association;
 - 27.2.5 which also prohibit the distribution of any surplus assets to its members to at least the same extent as the Association; and
 - 27.2.6 that is or are deductible gift recipients within the meaning of the *Income Tax Assessment Act 1997* of the Commonwealth.
- 27.3 For the purpose of clause 27.2 'contributions' and 'fund-raising event' have the same meaning as in Division 30 of the *Income Tax Assessment Act 1997* of the Commonwealth.
- 27.4 In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts, liabilities and amounts required to be transferred in accordance with clause 27.2 shall be transferred to one or more organisations that satisfy the requirements in clauses 27.2.4 and 27.2.5 as decided by special resolution.
- 27.5 In the event that the liabilities exceed assets upon the winding up of the Association, each member will be limited in its liability to the amount of their outstanding subscriptions or \$10.00, whichever is less.

28 SEAL

- 28.1 The seal of the Association shall be in the form of a rubber stamp, inscribed with the name of the Association encircling the word 'Seal'.
- 28.2 The seal of the Association shall not be affixed to any instrument except by the authority of the Executive, and the affixing thereof shall be attested by the signatures either of two members of the Executive, or of one member of the Executive and such other person as the Association may appoint for that purpose, and that attestation is sufficient for all purposes that the seal was affixed by authority of the Association.

Comment [P66]: All of Clause 27.2 is NEW.

Comment [P67]: Newly added

Comment [P68]: Was "shall be returned to Housing Tasmania as per Shelter Tasmania Funding Agreement of if allowable under the Service Agreement to another organisation with similar purpose as decided by special resolution which is not carried on for the profit or gain of its individual members."

Comment [P69]: NEW

- 28.3 The seal shall remain in a safe place in the office of the Association, or at a place determined by the Executive Committee.

29 AMENDMENT OF CONSTITUTION

- 29.1 These Rules can only be amended by Special Resolution passed at a duly convened General Meeting; but where twenty one (21) days notice shall be given to members.
- 29.2 Upon any change to the Rules the Public Officer must give notice to the Commissioner for Corporate Affairs in the prescribed form within one (1) month of change.
- 29.3 The change to the Rules will only come into effect upon the receipt of the notice of the change by the Commissioner for Corporate Affairs.