



**Barry Beckett children's centre**

**12 Connolly Ave**

**Coburg**

**3058**

# **ASSOCIATION RULES**

**Revised and Updated: May 2013**

## ASSOCIATION RULES

Incorporated under the *Associations Incorporation Reform Act 2012 (Vic)* (**the Act**)

### The association

1. The association is named: Barry Becket Children's Centre Incorporated (**the Association**)
2. The purposes of the Association are:
  - a) To establish and operate a community based children's centre (the **Centre**) which will provide quality care and educational experiences for children in the birth to five year age range.
  - b) To increase child care alternatives within Moreland giving consideration to:
    - children whose single parent or both parents are working, seeking work or undergoing training
    - children at risk of serious abuse or neglect
    - children whose parent(s) need respite because of continuing disability or incapacity of parent or child, and
    - residents of Moreland.
  - c) To provide a flexible child care service offering full-time, part-time and casual care for existing and ongoing users of the service.
  - d) To plan and provide a children's program which takes into account the individual needs of children at the Centre.
  - e) To ensure parent involvement in the management of the Centre.
  - f) To encourage parent/family involvement in the Centre.
  - g) To provide opportunities for parents to gain support from and contacts with other parents.
  - h) To promote community involvement by making the Centre available for out of hours use to community groups whenever practicable and by way of vote by the Committee.
  - i) To develop and maintain and encourage links between the Centre and local neighbourhoods.
  - j) To provide opportunities for staff support and training to enhance their child care skills and working environment.
  - k) To promote ongoing and open communication between staff, parents and the community.
  - l) To develop and maintain optimum staff working conditions.  
**(the Purposes)**
3. The Association has power to do all things that help it to achieve these Purposes.
4. The Association and its Committee may only exercise their powers and use the income and assets of the Association for the Purposes of the Association. No income or assets of the Association are to be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

### Financial year

5. The financial year of the Association starts on 1 January each year.

## Members

6. A maximum of two parents or legally appointed guardians of a child/children who is/are cared for at the Centre, can join the Association and become members.
  7. A person becomes a member when:
    - a) they have lodged their application form, and
    - b) the Association has received the person's fees for their child's/children's care, and
    - c) the Secretary has entered the person's name on the members register.
  8. Members can leave the Association at any time, by writing to the Secretary.
  9. A person ceases to be a member when they no longer have a child/children that are enrolled or on the waiting list for the Centre.
  10. Members have rights and liabilities. A member can:
    - a) inspect the Association's rules, minutes of general meetings, relevant documents (as defined in the Act) and the register of members (subject to rules 11 to 14 below) and request copies of these documents (except for the register of members), and
    - b) attend and vote at general meetings (including the AGM).

Each member's liability is limited to paying the fees for the care of the child/children of which they are a parents or legally appointed guardian.

*Note: "relevant documents" includes documents such as financial records, contracts and asset records of the Association.*
  11. The Secretary must permit a member to inspect the rules of the Association, general meeting minutes, relevant documents or the members register at a reasonable time.
  12. A member can write to the Secretary asking for copies of these documents (except for the register of members). The Secretary can charge reasonable fees for providing copies.
  13. The Secretary can refuse a request to inspect or get copies of relevant documents or general meeting minutes, if the documents contains confidential, personal, employment, commercial or legal matters, or if granting the request would breach a law or may cause damage or harm to the Association.
  14. Members cannot inspect or get copies of Committee meeting minutes, unless the Committee specifically allows it.
  15. Members can write to the Secretary to request that the Secretary restrict access to their details on the members register if they have special circumstances. The secretary will decide if there are special circumstances.
- Note: "relevant documents" includes documents such as financial records, contracts and asset records of the Association.*

## The Committee

16. The Association is governed by a management committee (the **Committee**).
17. The Committee has the power to exercise all powers and functions of the Association (consistently with the Act) except for powers and functions that are required to be exercised by meetings of members (under these rules or the Act).

18. The Committee may delegate any of its powers to a subcommittee or a member of the Association, or revoke or withdraw the delegation. A delegation must be documented in the minutes of the Committee meeting at which it was made.
19. The Committee is composed of the following:
  - a) a minimum of five and a maximum of 20 members of the Association elected by the members, and
  - b) The Centre Coordinator and Staff Representative (non-voting).  
(together, **Committee Members**)
20. The Committee has 5 offices: President, Vice-President, Secretary, Assistant Secretary and Treasurer. The rest of the members of the Association on the Committee are ordinary members.
21. The Committee shall determine the roles and responsibilities of each Committee offices (consistently with the Act).
22. Each Committee Member finishes their time on the Committee (**term**) at the next AGM after they were elected or appointed, but they can be elected or appointed again.
23. A member can nominate to be on the Committee by writing to the Secretary and another member must second their nomination. The seconded nomination must be received at least 1 hour before the AGM
24. Committee Members are elected at the AGM by vote.
25. If the number of applicants for a position is equal to the number of positions, the AGM Chair may declare the positions filled without holding a vote.
26. If the number of applicants for a position is less than the number of positions, other members of the Association can nominate themselves at the AGM.
27. A President, Vice-President, Secretary, Assistant Secretary and Treasurer will be appointed by the Committee from the elected members. The Secretary must be over 18 years of age, and live in Australia.
28. If the Secretary stops being the Secretary, the Committee must appoint a new Secretary within 14 days from the elected members of the Committee.  
*Note: You must inform CAV of a change of Secretary within 14 days.*
29. If a Committee Member stops being on the Committee before the end of their term, or there is otherwise a vacancy on the Committee, the Committee can temporarily appoint a member of the Association to fill the vacancy on the Committee until the next AGM.
30. A Committee Member stops being on the Committee if they:
  - a) resign, by writing to the Committee
  - b) are removed by a special resolution of members of the Association
  - c) become insolvent (as the term is used in Corporations Law)
  - d) become a represented person (under the *Guardianship and Administration Act 1986*), or
  - e) die.
31. As well as the above, the Secretary stops being the Secretary if they are no longer resident in Australia.  
*Note: to reside in Australia does not mean the Secretary must always be in Australia, but they must mainly live in Australia.*
32. Among its other responsibilities, the Committee is responsible for making sure that:
  - a) accurate minutes of general meetings and Committee meetings of the Association are made and kept

- b) all records, securities and relevant documents of the Association are kept properly, and
  - c) notices of general meetings and motions are prepared and distributed to members.
33. The Secretary is responsible for keeping a register of members (in accordance with the Act) and dealing with applications to restrict access to member details on the register.

## **Committee Meetings**

34. The Secretary must give 7 days' notice of a Committee Meeting to Committee Members, unless the meeting is an urgent meeting.  
*Note: At an urgent meeting, only the issues for which the meeting was called can be considered.*
35. The Committee can decide how often it meets.
36. Committee Members may attend meetings through technology (such as phone or video conferencing) so long as everyone can hear and be heard.
37. The Chair of Committee Meetings is the President, or if the President cannot attend, the Deputy President, and if the President and Deputy President cannot attend, the Committee Members can choose who will be Chair.
38. If a vote of the Committee is tied, the Chair of the meeting has the deciding vote.
39. At least four of the voting Committee Members must be present (either in person or through the use of technology) for the meeting to be official.

## **General Meetings**

40. The Association must hold an AGM within five months of the end of the Association's financial year.
41. The ordinary business of the AGM is to confirm the minutes of the previous AGM, receive reports and statements on the previous financial year, and elect Committee Members. The notice of AGM must include any special business or motions to be considered.
42. The Committee or a group of at least 10% of all members may call a Special General Meeting.
43. At least 7 of the members must be present at a general meeting (either in person or through the use of technology, for the meeting to be official).
44. Members may not vote by proxy at general meetings.
45. Notice of general meetings must be provided to members at least 21 days before the meeting in writing to each member's postal or email address listed on the members register(in the case of email addresses, so long as the email address was provided for receiving notices).
46. Notices of general meetings must include proposed motions to be dealt with at that meeting.
47. The Chair of a general meeting will be the President, or if the President is not in attendance, the Deputy President, or if the President and Deputy President are not in attendance, the members at the meeting can choose who will be Chair.

48. Votes may be held by a show of hands or poll (writing), or another method determined by the Chair that is fair and reasonable in the circumstances. If a vote is held initially by show of hands, any member may request a vote be held again by poll.
49. If a vote of the members is tied, the Chair of the meeting has the deciding vote.
50. The Chair may adjourn the meeting if there are not enough members at the meeting (see rule 42) within 30 minutes of the meeting time, or if there is not enough time at a meeting to address all business. A new notice must be sent to members before the adjourned meeting (but does not have to comply with time for notice requirements, unless the adjourned meeting is more than 21 days after the original meeting date).

## **Grievance disputes**

51. If there is a dispute between a member and another member, a member and the Association, or a member and the Committee, the parties involved must first attempt to resolve the dispute between themselves.
52. If the dispute cannot be resolved between the people involved, the following grievance procedure must be followed:
  - a) The party with a grievance must write to the Association and any other people affected, and explain what they are unhappy about
  - b) The Committee must appoint an unbiased mediator to hear from all the parties involved and try to find a solution. The Committee must let the people involved know the time and place where the mediation will happen, and
  - c) At the mediation, each party must have an opportunity to be heard and agrees to do their best to resolve the dispute.

## **Disciplining members**

53. The Committee can discipline a member of the Association if it considers the member has breached these Rules or if the member's behaviour is causing (or has caused) damage or harm to the Association.
54. The Committee must write to the member to tell them why disciplinary action is proposed to be taken.
55. The Committee must arrange a disciplinary procedure that meets these requirements:
  - a) the outcome must be determined by a unbiased decision-maker
  - b) the member must have opportunity to be heard, and
  - c) the disciplinary procedure must be completed as soon as reasonably practicable.
56. The outcome of a disciplinary procedure can be that the member must leave the Association, for a period of time or indefinitely. The Association cannot fine a member.

## **Funds**

57. The Association must not generate profits for members, or distribute funds, income or assets to members for except as genuine compensation for services provided or expenses incurred on behalf of the organisation.

58. The Association may derive or generate funds from joining and annual subscription fees, donations, grants, fundraising, interests, and any other sources approved by the Committee that are consistent with furthering the Association's Purposes.
59. Cheques, EFT transfers or cash payments made from the Association's funds must be authorised (signed) by two members of the Committee or a Committee member and the Centre Coordinator.
60. Financial records must be kept and stored for 7 years, and in accordance with any other applicable laws.

## **Alteration of rules**

61. These rules may be changed, added to, or replaced by special resolution of the Association's members at a general meeting.

*Note: to pass a special resolution, 75% of members voting at a meeting and eligible to vote must vote in favour of the resolution. There are extra notice requirements when a special resolution is proposed.*

## **Winding Up**

62. The members may vote by special resolution at a general meeting to wind up the Association.
63. If the Association is wound up, any surplus assets must not be distributed to the members or former members of the Associations, and (subject to the Act and any Court order) must be distributed to another organisation or beneficiaries with similar purposes to the Association, so long as that other organisation or beneficiary is not carried on for the profit or gain of its members.

## **Indemnity**

64. The Association indemnifies each office holder against any liability incurred in good faith by the office holder in the course of performing his or her duties as an office holder.