

The Country Women's Association of Australia



Constitution

Revised 2006

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CHAPTER 1: THE ASSOCIATION

1. Name

- 1.1. The name of The Association shall be “The Country Women's Association of Australia” (hereinafter referred to as “The Association”).

2. Objects

- 2.1. To represent and to speak on behalf of the Country Women of Australia and of their Member Associations with unity and strength.
- 2.2. To advocate and promote the interests of women, children, families and communities and the interests of Member Associations to the Australian Government, relevant non government organizations and other national and international bodies.
- 2.3. To provide an initial point of contact for governments and other organizations at the National level.
- 2.4. To maintain a profile for The Association at National level on National issues in support of Member Associations.
- 2.5. To do such things as are incidental to or conducive to the carrying out of these objects as are necessary, expedient, desirable or advisable by the required majority of Member Associations.

3. Structure

- 3.1. The Association is an unincorporated association constituted by such of the following Associations as are affiliated to The Association (hereinafter such Associations eligible to be affiliated shall be referred to as “Member Associations”):
 - The Country Women's Association in Tasmania Inc.
 - The Country Women's Association of Victoria Inc.
 - The Country Women's Association of New South Wales Inc.
 - The Country Women's Association of the Northern Territory Inc.
 - The Queensland Country Women's Association
 - South Australian Country Women's Association Inc.
 - The Country Women's Association of Western Australia Inc.

- 3.2. The Member Associations are the members of The Association. They form The Association to gain strength through united action particularly on national and international issues. Membership of The Association does not in any way affect the autonomy of the Member Associations and The Association shall not have any power over the control and management of the affairs of the Member Associations or over their assets, property and liabilities.
- 3.3. The Association is non-party political, is non-sectarian and is a not for profit organisation.
- 3.4. The Association shall seek to obtain and maintain Vice-Regal patronage.
- 3.5. The Association shall be affiliated with the Associated Country Women of the World (ACWW).

CHAPTER 2: GOVERNMENT

4. National Conference

- 4.1. A National Conference of Member Associations shall be held triennially. It shall be the supreme policy making body of The Association.

5. Voting

- 5.1. Voting at National Conference shall be by a show of hands, or if requested by a majority of Member Associations, by secret ballot.
- 5.2. Each Member Association shall have one vote. In the event of a secret ballot the National President, or in the absence of the National President the chairperson of the meeting, shall appoint a teller who shall collect and count the ballot papers. Subject to the provisions of Clause 5.3, resolutions shall be carried by a majority vote.
- 5.3. A vote of Seventy-Five Percent (75%) of Member Associations will be necessary to pass resolutions which amend the constitution and deal with financial matters. Matters other than these need only a majority decision.

6. Powers of National Conference

- 6.1. The National Conference shall be the supreme policy making body of The Association and shall control and direct the National Executive.

7. Meetings of National Conference

- 7.1. If practicable, the National Conference shall be held by each Member Association within their State or Territory in the following rotation: Northern Territory, Victoria, New South Wales, Tasmania, South Australia, Queensland and Western Australia. This rotation is for the guidance of Member Associations only and can be changed as agreed upon between the Member Associations. It is acknowledged that from time to time Associations may not be Member Associations within the meaning of this Constitution in which case such Associations will be deleted from the rotation.
- 7.2. The National Secretary, as instructed by the National President, shall give at least nine (9) months notice of the National Conference to each Member Association including the date, time and place of the Conference.
- 7.3. Each Member Association shall be entitled to a delegation of five (5) of its members at National Conference. The delegation from each Member Association shall appoint a leader of the delegation who will exercise the vote of their Member Association.
- 7.4. Past National Presidents shall have the privilege of attending National Conferences without the power to vote, and may speak at the discretion of the Chairman, with permission of the delegates.
- 7.5. The incoming office bearers shall be entitled to attend the National Conference at which approval of their formal endorsement is to be considered.
- 7.6. The National President shall chair the National Conference.
- 7.7. In the event of the National President being absent from the Conference, the delegates present shall appoint a Chairman from amongst the delegates.
- 7.8. Motions relating to constitutional or financial matters presented at the National Conference must be proposed for adoption by one Member Association and seconded by another Member Association. Motions relating to all other matters may be seconded by any delegate.
- 7.9. A Notice of Motion for any change in or addition to the Constitution shall be forwarded in writing to the National Secretary for circulation to all Member Associations not less than eight (8) months before the National Conference.
- 7.10. Amendments to Notices on constitutional issues are to be delivered to the National Secretary in writing not less than four (4) months prior to the National Conference and circulated to Member Associations not less than two (2) months prior to the National Conference.
- 7.11. Member Associations wishing to place non-constitutional matters on the agenda for the National Conference must give written details of such matters to the National Secretary not less than four (4) months prior to the National Conference.

- 7.12. Notice of Motion of a rescission of a resolution shall be dealt with at the forthcoming National Conference of The Association or at a Special Meeting called for that purpose, provided that in the case of the National Conference it is in the hands of the National Secretary four (4) months before the date of the next National Conference for circulation to the Member Associations.
- 7.13. Matters brought forward after the four (4) months period for inclusion on the agenda of the National Conference shall be for discussion only, except where the majority of those present and entitled to vote, vote in favour of the matter being dealt with and a decision made.
- 7.14. All notice periods and requirements may be abridged or shortened by the unanimous agreement of the Member Associations.
- 7.15. The resolutions of National Conference may be rescinded by National Conference or at a Special Meeting of The Association called for that purpose in accordance with Clause 9, provided that in the case of National Conference such Notice of Motion is in the hands of the National Secretary four (4) months before the date of the next National Conference.
- 7.16. A fare pool for voting delegates shall operate for all Conferences / Meetings of The Association. Member Associations to contribute equally whether present or not.

8. Quorum

- 8.1. Representation from fifty percent (50%) of the Member Associations plus one (1) shall be a quorum for a National Conference / Meeting.

9. Special Meetings of The Association

- 9.1. A Special Meeting of The Association shall be called by the National Secretary upon receipt of a written request from at least fifty percent (50%) plus one (1) of the Member Associations and shall be held at a time and place to be determined by a meeting of the Member Associations in accordance with these Rules.
- 9.2. The National Secretary shall give at least twenty-one (21) working days written notice to each Member Association specifying the business to be transacted and the day, place, hour and mode of any Special Meeting. The Association shall meet the costs of any Special Meeting.
- 9.3. A Special Meeting of The Association shall be conducted, with any necessary changes, “under the same Standing Orders” as a National Conference unless that Special Meeting of The Association in session determines otherwise.

- 9.4. When so determined by the National President or requested by the majority of Member Associations, a Special Meeting of The Association may be conducted face to face, telephone, radio or any other similar means by which the persons entitled to attend the meeting are able to communicate verbally with each other without being physically present.
- 9.5. Subject to Clause 9.2 a Special Meeting of The Association shall have all the powers of National Conference with the exception of changes to the Constitution and Rules.

10. National Executive

- 10.1. There shall be a National Executive comprising the National President, National Secretary and National Treasurer.

11. Meetings of National Executive

- 11.1. The National Executive shall meet at least three (3) times in each financial year at a time, place and in a manner to be determined by the National President. When so determined by the National President, meetings of the National Executive may be conducted by the telephone, radio, e-mail or by any other similar means by which Members of the National Executive are able to communicate with each other without being physically present.

12. Powers of National Executive

- 12.1. Subject to the control of the National Conference and consistent with the policies as determined by National Conference, the National Executive shall manage the affairs of The Association between meetings of the National Conference and shall exercise all of the functions required to be exercised by The Association with the exception of those reserved to the National Conference by these Rules.

13. Terms of Office

- 13.1. The term of office of the National President, National Secretary and National Treasurer shall be one (1) term of three (3) years.

14. National President

- 14.1. To be eligible for nomination as National President the nominee must be a member of a Member Association and have served as an elected State/Territorial Officer of a Member Association.
- 14.2. Nominations for National President shall be from Member Associations and must be on a form supplied by the National Office, signed by the State/Territorial President and one other elected State/Territorial Officer of the Member Association submitting the nomination, and the nominee.

- 14.3. The National President shall appoint an accredited Returning Officer, who shall appoint an independent scrutineer.
- 14.4. Nominations shall be in the hands of the National Secretary seven (7) calendar months before the National Conference and circulated to the Member Associations for postal vote five (5) months before the National Conference.
- 14.5. Sealed ballot papers shall be in the hands of the National Secretary to be handed to the Returning Officer two (2) calendar months before the National Conference.
- 14.6. The system of voting shall be preferential.
- 14.7. Results of the poll shall be circulated to Member Associations prior to the National Conference at which the poll shall be declared.
- 14.8. In the event of the National Presidency becoming vacant during the first two (2) years of the term of office, new nominations for the remainder of the term shall be called for immediately by the National Secretary.
- 14.9. In the event of the National Presidency becoming vacant during the final year of the term of office, the Member Association of which the National President was a member at the time of her election, shall appoint an acting National President, who must be a member of the said Member Association and fulfil the eligibility criteria of Clause 14.1.
- 14.10. In the event of the National President being unable to submit a formal resignation, the Member Association of which the National President was a member at the time of her election, shall appoint an acting National President who is a member of the said Association and who fulfils the eligibility criteria of Clause 14.1, (for a period up to fourteen (14) weeks), after which time the position shall be declared vacant, if the National President is unable to resume her duties.
- 14.11. In the event of the National President requiring leave of absence from her duties, approval must be obtained in writing from a simple majority (at least four (4)) of the Member Associations. During her absence an acting National President shall be appointed in accordance with Clause 5.3.
- 14.12. The incoming National President shall recommend a National Secretary and National Treasurer who shall be members of a Member Association. Such recommendations shall be submitted for formal endorsement by the National Conference.

15. Duties of National President

- 15.1. The National President is the official representative of The Association subject to the control of the National Conference and to directions from a meeting of the Member Associations.
- 15.2. The National President shall consult each Member Association in relation to matters arising, concerning which there have been no directions from National Conference or the Member Associations.
- 15.3. The National President, or her representative, may represent The Association at National and International Conferences as agreed by a seventy-five percent (75%) majority of Member Associations.
- 15.4. The National President shall ensure that relevant information is provided to Member Associations.
- 15.5. The National President shall chair all meetings of The Association.
- 15.6. The National President shall, in consultation with the relevant Member Associations, determine the time and location of the National Conference.
- 15.7. The National President may attend, speak and vote on behalf of The Association at ACWW and South Pacific Area Triennial Conferences.
- 15.8. The National President shall keep the ACWW South Pacific Area President informed on matters of interest and concern to Member Associations.

16. National Secretary

- 16.1. There shall be a National Secretary who shall be appointed by the incoming National President prior to the National Conference and who shall, subject to ratification by the National Conference of her appointment, take up office at the conclusion of the National Conference.

17. Duties of National Secretary

- 17.1. The National Secretary, subject to the direction of the National President shall:
 - (a) Conduct the correspondence of The Association;
 - (b) Have made and kept minutes as a true record of proceedings of meetings of The Association;
 - (c) Attend meetings of the National Executive; and
 - (d) Attend all meetings of The Association at which she shall be entitled to speak, with the permission of the delegates, but not to vote.

18. National Treasurer

- 18.1. There shall be a National Treasurer who shall be appointed by the incoming National President prior to the National Conference and who shall, subject to ratification by the National Conference of her appointment, take up office at the conclusion of the National Conference and carry out the following functions:
- (a) Conduct the financial affairs of The Association;
 - (b) Have made and kept a true record of financial transactions of The Association;
 - (c) Attend meetings of the National Executive; and
 - (d) Attend all meetings of The Association at which she shall be entitled to speak, with the permission of the delegates, but not to vote.

19. Casual Vacancies

- 19.1. A casual vacancy shall occur in the office if a member of the National Executive:
- (a) Dies;
 - (b) Ceases to be a member of a Member Association;
 - (c) Resigns the office; or
 - (d) Suffers from an incapacity which permanently precludes her from completing her term of office.
- 19.2. In the event of the National President requiring leave of absence from her duties, approval must be obtained from a majority of Member Associations. During her absence on leave her Member Association shall recommend to The Association for approval for another eligible member to carry out the functions of her office.
- 19.3. In the event of a casual vacancy occurring during the course of the term of office of the National President, her Member Association shall appoint another eligible member for the balance of the term of that office, to be approved by the Member Associations.
- 19.4. In the event of a casual vacancy occurring during a course of the term of office of the National Secretary or the National Treasurer, the National President shall appoint another eligible member for the balance of the term of that office with approval by Member Associations.

20. National Meetings of Member Associations

- 20.1. The National President and the President of each Member Association or their designated representative shall meet at least once annually at a time and place and in a manner to be agreed by a majority of Member Associations to discuss matters of concern to The Association between meetings of the National Conference. Such meetings shall be called by the National President when she believes it to be necessary or when instructed by a majority of Member Associations.

- 20.2. When so determined by the National President or requested by a majority of Member Associations, a meeting of Member Associations may be conducted by telephone, radio, e-mail or by any other similar means by which the Presidents of the Member Associations or their designated representatives and the National President are able to communicate verbally with each other without being physically present.
- 20.3. Each Member Association President or designated representative present who is entitled to vote at the meeting of Member Associations shall have one (1) vote and the resolution shall be resolved by majority vote.
- 20.4. The National President, when present, shall preside at all Conference/Meetings of The Association and shall have a casting vote, which shall maintain the status quo.
- 20.5. Resolutions concerning financial matters, constitutional matters and matters which require National action require a vote of seventy-five percent (75%) of Member Associations to be passed.

CHAPTER 3: FINANCE / PROPERTY

21. Funds of The Association

- 21.1. The funds of The Association shall be derived from the affiliation fees paid by Member Associations, interest derived from investments held by The Association, donations and, subject to any resolution passed by the National Conference, such other sources as a National Meeting of the Member Associations determines. The funds of The Association shall be applied solely towards the promotion of the objects of The Association and the policies of the National Conference and no member of any Member Association shall be entitled to any income or share in the funds of The Association.
- 21.2. The financial year of The Association shall be first (1) July to thirtieth (30) June.
- 21.3. Signatories to all bank accounts and investments shall be any two (2) members of the National Executive.
- 21.4. Subject to the control and direction of a majority vote of the Member Associations, the members of the National Executive shall invest funds and adopt such measures as are necessary to protect the interests of The Association.
- 21.5. To be and remain a member of the National Association each Member Association shall pay an affiliation fee, the amount of which is to be determined at the National Conference based on an amount per head for each member of the Member Association. The affiliation fee is due to be paid at the beginning of the financial year of the National Association based on the membership of each Member Association at the end of the previous financial year of each Member Association.

- 21.6. The funds of The Association shall be applied to administer The Association including day to day running expenses, expenses of conducting conferences and meetings of The Association, travel of the National President or her representative, National Executive and any other expenses approved by a majority of the Member Associations.
- 21.7. The financial accounts, records and statements of The Association shall be audited annually and a copy of the audited statement shall be sent to each Member Association prior to the thirty-first (31) August in each year.
- 21.8. An auditor shall be appointed at the National Conference who shall be a suitably qualified auditor holding a current Public Practice Certificate.
- 21.9. The audited financial statement and the auditor's opinion shall be presented to the National Conference.
- 21.10. The National Conference shall determine the amount of an allowance to be paid to the National President to be used at her discretion. Contributions to this allowance shall be on a pro-rata basis from each Member Association as determined at the National Conference.
- 21.11. A seventy-five percent (75%) majority of Member Associations at the National Conference or in a meeting of Member Associations may determine that extraordinary financial obligations are to be met, in which event each Member Association shall contribute equally at a pro-rata rate which is to be determined by such meeting.
- 21.12. The National President may apply for and/or receive monies/grants and/or seek sponsorship for specific projects where a majority of the Member Associations determine it to be appropriate.

CHAPTER 4: OTHER

22. Amendments to the Constitution and Rules

- 22.1. This Constitution and these Rules may only be amended by the National Conference of The Association with a vote of seventy-five percent (75%) of the Member Associations in favour of such resolutions.
- 22.2. Eight (8) months notice should be given to each Member Association of any resolution to amend the Constitution and Rules of The Association.

23. Dissolution

- 23.1. In the event of the dissolution of The Association which can be determined by a majority of affiliated Member Associations, the assets real and personal of The Association shall after payment of all debts and liabilities of The Association and after all charges, costs and expenses properly payable have been made, be distributed to affiliated Member Associations on equal basis pro-rata to each such Member Associations.

24. General

- 24.1. If one Member Association wishes to form a branch adjacent to the borders of their own State or Territory, but within the boundaries of another State or Territory, it is recommended that this branch should be formed by the mutual agreement of the Member Associations concerned.
- 24.2. Gifts for retiring National Officers are to be the responsibility of the host Association, with the cost to be met by Member Associations on an equal basis.
- 24.3. Affiliation of The Association with organisations other than ACWW shall be decided at the National Conference.
- 24.4. Member Associations of The Association shall not solicit donations for projects within their own State or Territory from other Members Associations.