
CONSTITUTION OF



DEAF COMMUNITY &
SPORTS SOUTH AUSTRALIA
(DCSSA)

22 October 2016

CONTENTS OF THE CONSTITUTION

1. NAME	04
2. DEFINITIONS	04
3. OBJECTS	06
4. POWERS	09
5. MEMBERSHIP	13
5.1 Types of Membership	13
5.2 Subscriptions	14
5.3 Termination of Membership	14
5.4 Suspension or Expulsion of Members	15
5.5 Life Membership	16
5.6 Register of Members	17
6. THE BOARD	18
6.1 Powers, Functions and Duties of the Board	18
6.2 Nominations and Elections	21
6.3 Officer Responsibilities	22
6.4 Casual Vacancies	24
6.5 Executive Committee	25
6.6 Finance Committee	25
6.6 Public Officer	25
7. THE SEAL	27
7.1 Use	27

7.2 Seal Holders	27
7.3 Removal of Seal Holders	27
7.4 Custody	27
8. MEETINGS	28
8.1 Annual General Meetings	28
8.2 Special General Meetings	29
8.3 Quorum at General Meetings	29
8.4 Reconsideration of Decisions	29
8.5 Voting at General Meetings	30
9. QUORUMS	32
10. PUBLIC GIFT FUNDS	33
10.1 Establishment of Public Gift Funds	33
10.2 Revocation of Deductible Gift Recipient Status	34
10.3 Accumulation of Income	34
10.4 Winding Up	35
10.5 Accounting Policies	35
10.6 Books of Accounts	35
10.7 Notice to the ATO	35
11. DISSOLUTION	36
12. ALTERATIONS TO THE CONSTITUTION	37
13. EASY GUIDE TO THE CONSTITUTION FOR WEBSITE	40

1. **NAME:**

The name of the Association (formerly S.A. Deaf Sports & Social Club Inc., S.A. Deaf Recreation Association Inc. and Deaf Community & Deaf Sports and Recreation of S.A. Inc) shall be "**Deaf Community & Sports S.A.** ", hereinafter called the Association.

2. **DEFINITIONS:**

"**Administrator**" means a person appointed by DCSSA to manage the office. This may refer to the Administrator, Secretary, Club Facilities Manager or equivalent

"**Advisor**" means any person, deaf or hearing, who possesses specialist knowledge or affiliations, and who advises the Board on a range of matters. Advisors may include: former Board Directors; members of affiliated groups and clubs, members of sub-committees; business, legal and finance consultants.

"**Board**" means the Board of Management of the association.

"**Board Director**" means a member of the Board of Management, including office-bearers.

"**Constitution**" means the Constitution of the association.

"**Deaf**" This is to mean any person who is deaf or hard of hearing, regardless of how old they were when they became deaf or hard of hearing, and irrespective of their: ethnicity or race; gender; additional disability; religion or belief; sexual orientation; and age.

"**Deaf Community**" The first letter in the word "Deaf" is capitalised when referring to the Deaf Community as a whole. It is not capitalised when referring to physical deafness.

"**General Meeting**" means a meeting where members of the association put in a vote such as an Annual General Meeting, Emergency General Meeting or a Special General Meeting.

"**Member**" means a member of the association and "**membership**"

has a corresponding meaning.

"Office" means the principal place of administration.

"Office bearers" means members of the Executive Committee, as described in rule 6.5.

"Ordinary Board Director" means a Board Director who is not an Office Bearer.

"Public officer" means the public officer for the time being of the association.

"Resolution" means a resolution other than change to the constitution requiring not more than a 51 per cent majority to be passed.

"Secretary" means the secretary for the time being of the association.

"Special resolution" means a resolution of a general meeting which is: passed by at least 75 per cent of members who are entitled to vote and who vote in person, voted by post and by proxy at a general meeting of which not less than 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules; or (b) passed in the manner directed by the Commission.

"Special General Meeting" means a general meeting other than an annual general meeting.

"Treasurer" means the treasurer of the association.

"The Act" means the *Associations Incorporation Act 1985*.

"The Regulation" means the *Associations Incorporation Regulation 1985*.

OBJECTIVES OF THE ASSOCIATION

3. OBJECTS:

The Objects of the Association shall be:-

- 3.1 To promote the welfare of people who are deaf or have a hearing loss including provision for support and for hardship;
- 3.2 To undertake activities focused on relieving distress and misfortune suffered by the Deaf and hard of hearing as result of their sensory disability;
- 3.3 To enable people who are deaf or have a hearing loss to gain access to information, community facilities, support systems and services which are generally available in the community;
- 3.4 To ensure as far as possible that services provided by government and non-government agencies to the community become and remain accessible to people who are deaf or have a hearing loss;
- 3.5 To ensure so far as possible that information available to the general community is in a form which is accessible to people who are deaf or have a hearing loss;
- 3.6 To prepare and disseminate information to the general community as to the values, beliefs and activities of people who are deaf or have a hearing loss including promoting public interest in awareness of deafness;
- 3.7 To enhance and preserve the common communication language for the Community – Australian Sign Language (Auslan) – the main language of the Deaf community;
- 3.8 To ensure that communication, support and an effective interpreting service is available to the deaf community;
- 3.9 To assist people who are deaf or have a hearing loss to develop skills necessary to enable them to have access to community services and to undertake leadership roles within the deaf

community and the Association;

3. 10 To provide training programs for service providing agencies to enable services provided by those agencies to become and remain accessible to people who are deaf or have a hearing loss;
3. 11 To undertake specific projects with a view to improving the quality of life of people who are deaf or have a hearing loss and who may have additional disabilities or are from a variety of ethnic cultures and backgrounds;
3. 12 To plan and conduct educational programs and provide other learning activities to meet the educational needs and interests of people who are deaf or have a hearing loss;
3. 13 To assist people who are deaf or have a hearing loss to access employment and vocational training opportunities;
3. 14 To provide the Deaf and hard of hearing community with relief from distress via the opportunity to participate in quality sports competitions and activities which would not ordinarily be available to them;
3. 15 To operate a non-profit independent association to provide social, recreational and sporting amenities for the members of the Association and Deaf community;
3. 16 To provide non-denominational Christian worship, community gatherings and the care and welfare and the community gathering for the Deaf and Hard of Hearing and their associates;
3. 17 To assist in the educational and physical advancement of Association members and their deaf/hard of hearing children, both individually and collectively by means of the development of sense of fair play and a love of recreation and sport;
3. 18 To promote and hold either alone, or jointly with others, matches, competitions and entertainment for the enjoyment of members and members of affiliated clubs;

3. 19 To establish, promote and assist in establishing or promoting and to subscribe to or become a member of or associate or amalgamate with any other body whose objects are similar or in part similar to the objects of the Association or the establishment or promotion of which may be beneficial to the Association in consultation with the Deaf community;
3. 20 To do such things and acts as conducive to the furtherance of the objects and interests of the Deaf Community.

POWERS OF THE ASSOCIATION

4. POWERS:

The powers of the Association shall be as follows:-

- 4.1 The Association has all the powers of an individual and a body corporate but does not have the power to issue shares.
- 4.2 Despite Rule 4.1, the powers of the Association are ancillary to and exercisable only to pursue the objects of the Association set out in Rule 3, "OBJECTS".
- 4.3 The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in rule 4.2 and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus, or otherwise, howsoever by way of profit to the persons who are or have been members of the Association or to any one of them or to any persons claiming through any of them. Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Association in return for any services actually rendered to the Association or for the reimbursement of expenses incurred by any Member on behalf of the Association, nor prevent the payment of interest on money borrowed from any member of the Association for the purpose of the Association.
- 4.4 The liability of the Members is limited.
- 4.5 Every Member undertakes to contribute to the assets of the Association in the event of the same being wound up during the time that he is a Member or within one year afterwards for payment of the debts and liabilities of the Association contracted before the time at which he ceases to be a Member and of the costs, charges, and expenses of winding up the same and for the adjustment of the rights of the contributors amongst themselves such as may be required not exceeding two dollars.

- 4.6 If upon winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever same shall not be paid to or distributed among the Members but the Members at or before the time of the dissolution thereof shall determine that such property shall be given or transferred to one or more other institution or institutions having objects similar to those of this Society (as set out in rule 3.2 to be determined by the Members at or before the time of dissolution and in default thereof by the Supreme Court or by such other judge as may have or acquire jurisdiction in the matter.
- 4.7 To negotiate for and enter a Memorandum of understanding, agreement, contract or other instrument or instruments with and from the Deaf Sport Australia; Deaf Australia (SA) or any other person, body, company, association, Local Government or Government Instrumentality.
- 4.8 To observe, perform, fulfil and carry out any covenant or covenants, agreements, stipulations on its part contained in any such lease or other instrument of tenure and matters incidental thereto and to negotiate for and enter into extensions and renewals of the same.
- 4.9 To grant sub-leases, tenancies and licences and to let out on hire all or any portion of the real or personal property belonging to or in possession, custody or control of the Association to such other body, person, corporation and upon such terms and conditions as may be thought fit.
- 4.10 To buy, lease, hire or otherwise acquire any other real or personal property for the purpose of the foregoing objects and to sell, demise, mortgage, give in exchange or dispose of the same or part or parts of thereof from time to time provided however that none of the Association's properties shall be given away, sold or disposed of for other than full and fair consideration unless such gift or other disposal is deemed necessary to attain or further the foregoing objects.

- 4.11 To borrow or raise money with or without giving security and particularly by the issue of or upon bonds, debentures (redeemable on date to be determined by yearly ballot or otherwise at the discretion of the Association), bills of exchange, promissory notes or other obligations or securities of the Association or by mortgage or charge upon all or part of the property of the Association.
- 4.12 To invest and deal with the moneys of the Association not immediately required on such securities in such manner as from time to time may be determined by the Association and for such purpose to establish and administer charitable and non-charitable funds and trusts.
- 4.13 To affiliate with or grant affiliation to or collaborate with any association or body (not being an association or body formed for or entitled to make private profit) the objects of which are consistent with those of the Association.
- 4.14 To hire and employ clerks, managers, servants and workmen and to pay them and other persons in return for services rendered to the Association salaries, wages, gratuities and pensions.
- 4.15 To promulgate, amend and repeal such 'by-laws, regulations and other conditions as necessary for the furtherance of the objects and interests of the Association.
- 4.16 To apply for, obtain and renew from time to time licences and permits under the Licensing Act, or any other Act.
- 4.17 Such powers as are contained in Association Incorporation Act 1985 (as amended) except insofar as the same are inconsistent with the Constitution.
- 4.18 In the event of any decisions to be made in relation to rule 4.10 regarding purchase or sale of any real property or an asset with a valuation greater than \$50,000 must be made in consultation with the members of the Association and the Deaf community. A vote must be made by the members of the Association. A Special

General Meeting must be convened to address this. If a real property is involved, then a three quarters of members registered on roll must approve.

MEMBERSHIP OF THE ASSOCIATION

5. MEMBERSHIP:

Foundation Members

Any deaf or hard of hearing person who donated an amount of fifty dollars before the adoption of the Constitution and the Rules of **S.A. Deaf Sports & Social Club** shall be recognised as a Foundation Member of the Association.

5.1 Type of Membership

The types of members are as follows:

5.1.1 Members with full voting rights:

- (i) Full Individual Members
- (ii) Senior Citizen Full individual Members
- (iii) Honorary Life Members

5.1.2 Members without voting rights:

- (i) Associate Individual Members
- (ii) Corporate Members

EXPLANATION OF CLASSES OF MEMBERS

Full Individual Memberships are available to any Deaf person of any age, who is an Australian citizen or permanent resident and satisfies the Board that he or she is Deaf or Hard of Hearing and uses Auslan or another signed language to communicate.

Senior Citizen Full Individual Memberships are available to any Deaf person aged 60 years and over and who is in receipt of the South Australian Government's Seniors Card, who is an Australian citizen or permanent resident, and satisfies the Board that he or she

is Deaf or Hard of Hearing and uses Auslan or another signed language to communicate.

An **Associate Individual Member** shall be an individual of any age who may or may not be deaf, who is an Australian citizen or permanent resident, who is not a full member or honorary life member and who has an interest in being affiliated with DCSSA and its activities.

Please refer to Section 5.5 for a definition of the Life Membership category.

A **Corporate Member** is any organisation operating throughout Australia which promotes the interests of people who are deaf.

5.2 **Subscriptions**

- 5.2.1 The annual subscription fees shall be payable as determined by the Board.
- 5.2.2 Each member must pay annual subscription fees to the Treasurer or the Administrator, annually on or before 1 July or such other date as the Board from time to time determines, the amount of the subscription determined under rule 5.2.1.
- 5.2.3 Subject to rule 5.2.4, a member whose subscription is not paid within 3 months after the relevant date fixed by or under rule 5.2.2 ceases on the expiry of that period to be a member, unless the Board decides otherwise.
- 5.2.4 A person exercises all the rights and obligations of a member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under rule 5.2.2 or within 3 months thereafter, or such other time as the Board allows.

5.3 **Termination of membership**

Membership of the Association may be terminated upon:-

- 5.3.1 Receipt by the Administrator or another Board Director of a notice in writing from a member of his or her resignation from the Association.
- 5.3.2 Such person remains liable to pay to the Association the amount of any subscription due and payable by that person to the Association but unpaid at the date of termination; or
- 5.3.3 Non-payment by a member of his or her subscription within three months of the date fixed by the Board for subscriptions to be paid, unless the Board decides otherwise in accordance with rule 5.2.3; or
- 5.3.4 Expulsion of a member in accordance with rule 5.4.

5.4 Suspension of Expulsion of Members

If the Board considers that a member should be suspended or expelled from membership of the Association because his or her conduct is detrimental to the interests of the Association, the Board must communicate, either orally or in writing, to the member:-

- 5.4.1 Notice of the proposed suspension or expulsion and of the time, date and place of the Board meeting at which the question of that suspension or expulsion will be decided; and
- 5.4.2 Particulars of that conduct, not less than 30 days before the date of the Board meeting referred to in rule 5.4.1.
- 5.4.3 At the Board meeting referred to in a notice communicated under rule 5.4.1, the Board may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Board, suspend or expel or decline to suspend or expel that member from membership of the Association and must, forthwith after deciding whether or not to suspend or expel that member, communicate that decision in writing to that member.
- 5.4.4 Subject to sub-rule rule 5.4.5, a member has his or her membership suspended or ceases to be a member 14 days after the day on which the decision to suspend or expel a member is communicated to him or her under rule 5.4.2.

5.4.5 A member who is suspended or expelled under rule 5.4.2 must, if he or she wishes to appeal against that suspension or expulsion, give notice to the Administrator of his or her intention to do so within the period of 14 days referred to in rule 5.4.3.

5.4.6 When notice is given under rule 5.4.1:-

5.4.6.1 the Association in a general meeting, must either confirm or set aside the decision of the Board to suspend or expel the member, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting; and

5.4.6.2 The member who gave that notice is not suspended or does not cease to be a member unless and until the decision of the Board to suspend or expel him or her is confirmed under this sub-rule.

5.5 **Life Membership**

5.5.1 **DEFINITION**

A Life Membership is an award that may be conferred on a member or an ex-member whose contribution to Deaf Community Sports South Australia (DCSSA) is deemed as outstanding and of lasting importance to the advancement of DCSSA and its members.

5.5.2 **BENEFITS**

5.5.2.1 Life Membership plaque

5.5.2.2 Life Membership to DCSSA

5.5.2.3 Subscription to DCSSA magazines

5.5.2.4 Invitation and offer free entry to DCSSA's special events

5.5.2.5 Name printed on the Life Membership board

5.5.2.6 Voting rights at all General Meetings of the Association

5.5.3 **CRITERIA**

Nominating a particular candidate for a Life Membership should ensure the candidate fits all the following criteria for Life Membership;

- 5.5.3. 1 Membership of DCSSA (current or past)
- 5.5.3. 2 Membership with DCSSA cumulative 10 years
- 5.5.3. 3 Made an outstanding contribution which is of lasting importance to the advancement of DCSSA and its members

5.5.4 **PROCEDURE**

- 5.5.4. 1 Nominations from current members are welcome
- 5.5.4. 2 Nominations can be made by Board Directors
- 5.5.4. 3 The Board shall decide by a majority vote on a secret ballot who will be awarded Life Membership
- 5.5.4. 4 Only one (1) Life Membership may be awarded per year
- 5.5.4. 5 Life Membership and plaque will be announced and awarded at DCSSA's special events such as Annual General Meeting, Christmas & Sports Awards night etc.
- 5.5.4. 6 Only 5 Life Memberships may exist at any one time

5.6 **Register of Members**

The Administrator, on behalf of the Association, must compile and keep and maintain:-

- 5.6.1 An up to date register of the members of the Association and their postal or residential addresses and, upon the request of a member of the Association, shall make the register available for the inspection of the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.
- 5.6.2 The register must be kept and maintained at the Administrator's office.
- 5.6.3 Administrator must cause the name of a person who dies or who ceases to be a member under rule 5.3 to be deleted from the register of members referred to in rule 5.5.1.

THE BOARD OF THE ASSOCIATION

6 BOARD

The affairs of the Association shall be managed exclusively by a Board of at least 4 and no more than 8 Directors consisting of:-

- (i) a President
- (ii) a Vice-President
- (iii) a Treasurer
- (iv) and not more than 5 Ordinary Board Directors

In addition, the Board may include, but not limited to the following non-voting roles:

- (v) an Administrator (non-voting)
- (vi) and ad-hoc Advisors (non-voting, whether deaf or not)

Board Directors shall be elected for 2-year terms, with up to 4 Directors elected in odd-numbered years and up to a further 4 Directors elected in even-numbered years.

All of whom must be members of the Association except for (vi).

Board directors must be Deaf or Hard of hearing except for (vi).

6.1 Powers, Functions and Duties of the Board

6.1.1 POWERS:

6.1.1.1 The Board shall, subject to any direction from voting Members at a General Meeting, shall have power to carry into effect the objects of the Association and to do all such acts, matters or things as may in the opinion of the Board seem to be incidental or conducive to the attainment of the foregoing and merely by way of example shall have full authority:

6.1.1.2 To control the funds and finance of the Association

6.1.1.3 To call special meetings of the Association

6.1.1.4 To make By-laws, Regulations and Conditions for the general management of the Association provided that such are not inconsistent with the Constitution

6.1.1.5 To appoint Bar Manager for attending to all matters relating to the Bar under the Liquor Licensing Act

6.1.2 **FREQUENCY OF MEETINGS:**

The Board shall meet at least six times from one Annual General Meeting to the next and at such other times as the President directs.

6.1.3 **ABSENCE WITHOUT LEAVE:**

Any Director who absents himself from three consecutive Board meetings without sending an explanation satisfactory to the Board shall cease forthwith to be a Director.

6.1.4 **CHAIRMANSHIP:**

In the event that the President is absent from the Chair at any meeting of the Board, the Vice-President shall take the Chair and in the absence of both the President and the Vice-President the members present shall elect an acting chair from their number for that meeting only.

6.1.5 **CASTING VOTE:**

The chair of any meeting of the Board shall be entitled to a casting vote in addition to any deliberative vote which he may have made on any matter.

6.1.6 **DUTIES:**

The Board may from time to time make, alter and repeal such bylaws, regulations and conditions relating to the various functions, business and internal management of the Association as it may deem necessary. Such by-laws, regulations and conditions shall,

provided that they are not inconsistent with this Constitution for the time being, be binding on all members and construed as part of these Constitution until they are rescinded or varied at a General Meeting.

6.1.7 DELEGATION OF DUTIES:

The Board may by By-law or resolution duly entered in its Minutes delegate all or any of its powers to such committee or such sub-committee consisting of one or more persons as it shall think fit to appoint and may revoke or recall at its pleasure any delegation or appointment.

6.1.8 DECISIONS BINDING:

6.1.8.1 The Board may at any properly convened Board meeting deal with any matters affecting the Association. In the event of any question arising which is not provided for in these Constitution or By-laws, Regulations and Conditions, any interpretation of this Constitution, By-laws, Regulations and Conditions or any decision of the Board thereon shall be final and binding on all Members.

6.1.8.2 Any addition, alteration or deletion of any By-law shall not become into effect unless a notice to the effect is exhibited on a notice board in the Association rooms for two calendar months and such addition, alteration or deletion shall come into effect on the day after such period of exhibition unless disallowed by the Board within such period of exhibition.

6.1.8.3 In the event of any addition, alteration or deletion is amended after the notice has been exhibited, such amendment shall be exhibited subject to the preceding clause.

6.1.8.4 In the event of an instruction, recommendation on or disallowance of a By-law at a General Meeting any such action if and when approved by the Board without amendment shall become effective immediately.

6.2 Nominations and Elections

6.2.1 ELIGIBILITY

- 6.2.1.1 Eligibility for election and appointment to the Board shall be restricted to Full Members.
- 6.2.1.2 Eligibility for election to the position of President shall be restricted to voting Full Members who shall have been on the Board for at least two years unless such are unavailable or such shall have been deemed by the Board to have proved their capabilities in such position in another place.

6.2.2 RETIRING DIRECTORS

- 6.2.2.1 At the Annual General Meeting occurring in an even-numbered year the Vice-President and up to 3 Ordinary Board Directors shall retire.
- 6.2.2.2 At the Annual General Meeting occurring in an odd-numbered year the President and Treasurer and up to 2 Ordinary Board Directors shall retire.
- 6.2.2.3 Retiring Directors including the office-bearers shall be eligible to be nominated for re-election to any position on the Board.

6.2.3 NOMINATIONS

- 6.2.3.1 Each nomination for election to the Board shall be signed by the candidate, his proposer and seconder.
- 6.2.3.2 Only voting Members may nominate, propose or second a nomination for the purpose of the preceding paragraph.
- 6.2.3.3 All nominations shall at least fourteen days before the Annual General Meeting be in the hands of such Returning Officer as a Member who shall be appointed by the Board and who shall be neither a Director nor a nominee for such election.

6.2.3.4 The Administrator shall examine all nominations and shall have the power to reject any not meeting the provisions of these Rules.

6.2.3.5 In the event of that there is a greater number of nominations than required a ballot for election shall be conducted at the Annual General Meeting in the manner prescribed by the Board.

6.3 Officer Responsibilities

6.3.1 TREASURER:

6.3.1.1 DUTIES:

The Treasurer referred to elsewhere in these Rules as Treasurer shall cause to be paid into such bank account as the Board may from time to time direct for the credit of the Association all monies received on behalf of the Association and shall cause payments in accordance with these Rules.

6.3.1.2 BOOKS OF ACCOUNTS:

Treasurer shall keep or cause to be kept correct books or computer records of accounts showing the financial affairs of the Association.

6.3.1.3 MONTHLY REPORTS:

A full monthly financial statement including income and expenditure account and balance sheet relating to the previous month shall be presented to the Board Directors within 30 days of the end of the relevant month.

6.3.1.4 ANNUAL REPORT:

Treasurer shall submit an audited statement of financial affairs of the Association for the preceding financial year to the Annual General Meeting, a copy of which shall be attached to such annual report as presented to such Annual

General Meeting.

6.3.1.5 **EXPENDITURES:**

Payments shall be by one of the following:

- Cheque signed by any two members of the executive committee being President, Vice-President and Treasurer.
- Internet banking as approved and submitted by any members of the executive committee.
- Credit / Debit Card authorised by the executive committee with endorsement by Board, provided that a spending limit is imposed by the Treasurer or executive committee.
- Petty Cash.

AUTHORITY FOR SMALL:

Any payment not exceeding an amount of one thousand dollars (\$1,000.00) may be authorised by Treasurer with concurrence of anyone of the Directors and shall be subject to ratification at the Board meeting.

OVER-LIMIT EXPENDITURE:

Every payment exceeding an amount of one thousand dollars (\$1,000.00) but not exceeding an amount of five thousand and one dollars (\$5,001.00) on the account of the Association shall be made by order of the Executive Committee.

LIMIT ON EXPENDITURE:

Expenditure of more than five thousand dollars (\$5,000) shall not be authorized unless it is one of the following categories:-

- (i) Expenditure to keep plant, equipment and furniture in good repair,
- (ii) Expenditure for which the Board shall have reaffirmed a prior resolution which shall have been made at least two months prior to reaffirmation and notice of which resolution shall have been exhibited on a notice board on

the Association premises for at least one month.

- (iii) Recurrent expenditure either previously authorised or under legal obligations.
- (iv) Return of any savings or thrift account amount to any savings or thrift club depositor.

6.4 Casual Vacancies

6.4.1 DECLARATION OF VACANCY:

The Board may at any time declare any position in the Association vacant for any such reason as deemed by the Board to be detrimental to the objects of the Association.

6.4.2 FILLING OF VACANCIES OF ORDINARY BOARD DIRECTORS:

Any casual vacancy in the Association caused by death, injury or ill-health, resignation or any other cause shall be filled in such manner as determined by the Board provided that the unsuccessful candidates for the similar category of the position on the Board at the election at the last annual General Meeting shall first be asked in the order of the number of votes each obtained at the election. Casual appointments are only valid until the next scheduled AGM where the appointed person shall step down and be available for re-election to the Board should they so wish.

6.4.3 FILLING OF VACANCIES OF OFFICE BEARERS:

If any of the positions of: President; Vice President; or Treasurer fall vacant due to death, injury or ill-health, resignation or any other cause, the Board shall elect from amongst themselves to fill these vacancies and failing this, unsuccessful candidates at AGM for these positions shall be approached in the order of the number of votes each obtained at the election, and invited to fill this vacancy. Failing this, the Board shall advertise this vacancy amongst the general membership. Casual appointments are only valid until the next scheduled AGM where the appointed person shall step down and be available for re-election to the Board should they so wish.

6.5 Executive Committee

6.5.1 MEMBERSHIP:

Any three of President, Vice-President and Treasurer may from time to time comprise an Executive Committee.

6.5.2 POWERS:

The Executive Committee shall determine any issue requiring immediate action. Such determination shall be confirmed at the next Board meeting following such determination. In the event of the Board refusing to confirm such determination such determination shall cease forthwith to have effect.

6.6 Finance Committee

6.6.1 MEMBERSHIP:

Any four of President, Vice-President, Administrator, Professional Advisors, other elected committee members and Treasurer may from time to time comprise a Finance Committee.

6.6.2 POWERS:

The Finance Committee with support of the Executive Committee shall determine any issue requiring immediate action. Determination must be in the best interest of DCSSA. Such determination shall be confirmed at the next Board meeting following such determination. In the event of the Board refusing to confirm such determination such determination shall cease forthwith to have effect.

Except for the above provision, the Finance Committee shall not have power but to oversee operations of DCSSA with a focus of finance and to advise the Board of DCSSA.

6.7 Public Officer

The Association shall have a Public Officer who in absence of any alternative appointment by the Board shall be the person for the time

being discharging the duties of Administrator. Such Officer shall make himself familiar with the provisions of the *Associations Incorporation Act* and the *Regulations*

THE SEAL OF THE ASSOCIATION

7. SEAL

7.1 USE:

The common seal of the Association shall be under the control of the Board and shall not be affixed to any document except by resolution of either the Association or the Board and also in the presence of at least two seal holders who shall both countersign any document to which the seal may be affixed.

7.2 SEALHOLDERS:

The Board shall from time to time appoint three of its Directors to be seal holders on behalf of the Association.

7.3 REMOVAL OF SEALHOLDER:

The Board may remove any seal-holder and appoint another seal holder in his stead.

7.4 CUSTODY:

The seal shall remain in the locked custody of Administrator and shall not be removed from the Association premises without authority from the Board.

MEETINGS OF THE ASSOCIATION

8. MEETINGS

8.1 Annual General Meeting

8.1.1 The Annual General Meeting of Members shall be held not later than the 31st day of October in each year for the purpose of receiving the report of the Board, the duly audited Final Accounts, the election of office-bearers and officials and any general business submitted to the meeting.

8.1.2 Notice of such Annual General Meeting shall at least twenty eight days prior to such meeting be mailed to every member and a copy of such notice shall be exhibited on a notice board in the Association rooms. Email address may be used in lieu of mail address.

8.1.3 Any notice of general business to be discussed at such meeting shall be given to State Administrator by nine pm not less than seven days prior to such meeting.

8.1.4 Any notice of alteration to the Constitution shall be given to Administrator not less than twenty one days prior to such meeting.

8.1.5 An agenda for such meeting together with any notice of any business including motions to alter the Constitution, if any, shall be made available upon request to Members at least fourteen days before such meeting.

8.1.6 At AGMs, members shall elect and approve the following to represent DCSSA in their professional duties:

- **Lawyer**
- **Auditor**
- **Professional advisor / Project Manager**

In the events, if any of the professional resigns their representation or Executive committee terminate appointment of professional prior

to AGM. Executive committee shall appoint replacement to represent DCSSA until the AGM.

8.2 **Special General Meetings**

A special General Meeting of Members shall be convened by the Administrator either at any time at the direction of the Board or within fourteen days after receipt of the requisition in writing signed by not less than twenty voting Members who in their application shall clearly state the object of such requisition to be dealt with at such meeting. No other business shall be brought forward or discussed except that for which purpose such meeting shall be called. Such meeting shall be called either by advertisement in the daily press or by circular addressed to each Member and notice placed on the notice board on the Association premises at least fourteen clear days prior to such meeting.

8.3 **Quorum at General Meetings**

Should a quorum not be present at any Special or Annual General Meeting properly convened said meeting shall be adjourned for an hour. Should a quorum not be present after this hour at the Special General Meeting, the meeting shall be cancelled. Should a quorum not be present after this hour at the Annual General Meeting those present shall be considered to constitute a quorum for that meeting only. All matters duly noticed at said meeting shall be proceeded with and shall be binding and conclusive on all Members of the Association.

8.4 **Reconsideration of Decisions**

No notice of motion to reconsider any such resolution as made by a General Meeting shall be received by the Board for a period of twelve calendar months following the date of said meeting unless such resolution is clearly contrary to law or the Constitution pre-existing or the Rules pre-existing.

8.5 Voting at General Meetings

8.5.1 VOTING FULL MEMBERS:

Only Full Individual, Senior Citizen and Honorary Life Members who are on the register at the time of voting shall have the power to vote at any General Meeting. Only such Members shall be referred to as voting Full Members in the Constitution.

8.5.2 METHOD OF VOTING:

8.5.2.1 All propositions, questions, matters submitted in accordance with this Constitution to any General Meeting shall be decided by a majority of voting Full Members present and voting.

8.5.2.2 There shall be three forms of voting;

- (i) Secret ballot or show of hands
- (ii) Proxy vote as explained in clause
- (iii) Postal Vote

8.5.2.3 Voting shall be counted at the general meeting and the result be announced. The result shall be final and conclusive.

8.5.3 PROXIES:

8.5.3.1 The instrument appointing a proxy shall be in writing signed by the appointer or his or her attorney. The instrument appointing the proxy shall be deemed to confer authority to demand or join in demanding a poll.

8.5.3.2 Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:

“I _____ of _____ being a member of the association hereby appoint of as my proxy to vote for me and on my behalf at the Annual/Special General Meeting of the Association to be held on the day of 20XX, and at any adjournment hereof.

Signed this day of 20XX.

This form shall be used in favour / against* the resolution.

****Strike out whichever is not desired.***

(unless otherwise instructed the proxy may vote as he or she thinks fit.)”

8.5.3.3 The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed shall be deposited with the Secretary not less than 24 hours before the time for holding the general meeting or adjourned general meeting at which the person named in the instrument proposes to vote or in the case of a poll not less than 24 hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid unless the meeting otherwise decides.

8.5.3.4 A vote given in accordance with the terms of an instrument of proxy or attorney shall be valid notwithstanding the previous death or unsoundness of mind of the principal or revocation of the instrument or of the authority under which the instrument was executed if no intimation in writing of such death unsoundness of mind or revocation has been received by the Administrator before the commencement of the general meeting or adjourned general meeting at which the instrument is used.

ASSOCIATION MEETING QUORUMS

9. QUORUMS

The number of voting Members required to be present to form a quorum shall be as follows:-

- 9.1 Four (4) at all meetings of the Board,
- 9.2 One tenth of Full Members on the current membership roll at all General Meetings, subject to these Rules,
- 9.3 Three (3) at all meetings of the Executive Committee,
- 9.4 One tenth of the full committee membership with a minimum of three (3).

PUBLIC GIFT FUNDS OF THE ASSOCIATION

10. PUBLIC GIFT FUNDS

10.1 Establishment of Public Gift Funds

The Association may establish and maintain one or more gift funds (each a ***Public Gift Fund***) to which Gifts to the Association are to be made subject to the following:

- 10.1.1 The objects of a Public Gift Fund will comprise some or all of the objects of the Association set out in rule 3:
- 10.1.2 The Association will invite members of the public to make Gifts to each Public Gift Fund;
- 10.1.3 Any Gifts received by the Association will be accepted by the Association in the manner described in rule 10.1.4.
- 10.1.4 Receipts under the name of the Association will be issued to the person who made the Gift to the Association and will state:
 - (i) The Australian Business Number of the Association;
 - (ii) The name of the Public Gift Fund to which the Gift has been credited; and
 - (iii) Any other information which is required under the Tax Act;
- 10.1.5 All Gifts made to a Public Gift Fund must be separately identified from any other funds of the Association;
- 10.1.6 The Public Gift Fund must be managed by a committee appointed under clause 11.
- 10.1.7 The Public Gift Fund must operate on a non-profit basis and money must not be distributed to members of the committee appointed under paragraph (e) or the Association, except as reimbursement for out-of-pocket expenses incurred on behalf of the Public Gift Fund, or

as proper remuneration for administrative services performed in satisfaction of the objects of the Public Gift Fund; and

10.1.8 The Public Gift Fund must operate otherwise in accordance with any applicable requirements of the Tax Act.

10.2 **Revocation of Deductible Gift Recipient Status**

If the association is endorsed as an organisation to which income tax deductible gifts can be made and that endorsement is revoked prior to the winding up of the association, the association must transfer all surplus:

- (i) donations, gifts, devises and bequests of property, subscriptions,
- (ii) subsidies and other dispositions in money or anything convertible into
- (iii) money to the association made:
 - (a) in support of its Objects or any of them; or
 - (b) in relation to an eligible fundraising event held in support of its Objects or any of them; and
- (iv) money or anything convertible into money received by the association because of such donations, gifts, devises and bequests of property, subscriptions, subsidies or dispositions, to any one or more body or bodies that each:
- (v) has objects similar to the Objects; and
- (vi) is a deductible gift recipient pursuant to the *Income Tax Assessment Act 1997* (Cth).

10.3 **Accumulation of Income**

If the Association considers it necessary, desirable, appropriate or prudent to do so in furtherance of the objects of a Public Gift Fund at any time, the income of the whole or any part of the Public Gift Fund may be accumulated and any income so accumulated must be added to and will form part of the Public Gift Fund.

10.4 **Winding Up**

For the Public Gift Fund, upon whichever is the first to occur:

- (i) the winding up of the Public Gift Fund;
- (ii) the revocation of the endorsement of the Public Gift Fund, or institution for which the Public Gift Fund has been established, as a Deductible Gift Recipient; and
- (iii) the winding up of the Association in accordance with rule 10.3, any surplus assets of the Public Gift Fund must be transferred to such other funds, authorities or institutions having objects as similar as reasonably practicable (in the opinion of the Executive Committee) to the purpose of the Public Gift Fund, or institution for which the Public Gift Fund was established, and which are Deductible Gift Recipients, and if more than one, in such amounts as the Executive Committee determines.

10.5 **Accounting Policies**

The Association must establish and maintain internal accounting policies exclusively for money, property and benefits received for the Public Gift Fund.

10.6 **Book of Account**

The Association must ensure that proper books of account and other records are kept in respect of all receipts and payments and otherwise in relation to the Public Gift Fund.

10.7 **Notice to the ATO**

The Association must notify the ATO of any changes to the rules governing the Public Gift Fund.

DISSOLUTION OF THE ASSOCIATION

11. DISSOLUTION:

The Association may be dissolved or wound up by a resolution at any General Meeting or Special Meeting called for such purpose. If upon the winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Association but shall be distributed to a body, association or institution whose objects are similar to the objects of the Association provided always such body, association or institution is entitled to tax exemption under the provisions of *Section 78 (1) (a) of the Income Tax Assessment Act 1936* (as amended).

ALTERATION OF THE CONSTITUTION OF THE ASSOCIATION

12. ALTERATIONS TO THE CONSTITUTION:

- 12.1 This Constitution shall not be altered except at a Special General Meeting or at an Annual General Meeting of the Association called for the purpose at which not less than one tenth plus one voting members of the Association shall be present. Neither motion nor such alteration shall be deemed to be carried unless voted on by a majority of those voting members present and supported by at least three quarters of those present.
- 12.2 Any changes to the Constitution shall not be carried without appropriate consultation with members of the Association and the Deaf community within a reasonable time.
- 12.3 A member of the Association may initiate change to the Constitution and any alteration must be supported by both the Board and voting members.
- 12.4 Subject to rule 5.1 – Memberships cannot be altered unless supported by at least three quarters of registered members on a register. Any change to memberships clause which may cause detriment to the Deaf community shall not be carried.
- 12.5 Subject to sub-clause (1) and (4), if a proposed change to a particular clause did not carry through, there shall be no vote for the proposed change for a clear 12 months.
- 12.6 Public Officer shall appropriately report any alteration and amendment to the Constitution and the Rules as required by law to be reported to Office of Consumer and Business Affairs within twenty one days after the general meeting approving such alteration and amendment together with the confirmed minutes of the General Meeting approving such alteration and any applicable fee. This requirement shall not apply to the By-Laws, the Regulations and the other conditions.

AMENDMENT HISTORY

ESTABLISHED JUNE 1984

- AMENDED 26 SEPTEMBER 2008
- AMENDED 27 OCTOBER 2011
- AMENDED 30 JUNE 2013 – Rewritten Constitution to meet legal requirement and to obtain DGR
- AMENDED NOVEMBER 2014 – Inclusion of provision of balance of Board Directors being elected at AGM
- AMENDED MARCH 2015 – Introduction of options of one or four years membership
- AMENDED 1 NOVEMBER 2015
- Deletion of administrator from board section
 - Insertion of finance committee
 - Insertion of method of payments by DCSSA board
 - Increase of spending limit by DCSSA board
 - Insertion of professional advisors
- AMENDED 22 OCTOBER 2016:
- Page 3: Clarification of definitions
 - Page 7: Changes to and clarification of membership categories
 - Page 8: Clarification and expansion of the definitions of the Life Member category
 - Page 9: Clarification of the composition of the Board of Directors
 - Page 11: Clarification of voting procedures
 - Page 12: Dealing with casual vacancies on the Board

Easy guide to the Constitution for this website

DCSSA wants to make our website fully accessible, so we have included extracts from the Constitution for ease of reference.

The aim is to have Auslan translations of these extracts, providing everyone with bilingual access. Not all pages in the website will have this, only where it is applicable.

Go to this website address:

www.dcssa.com.au

And look for this symbol:



Constitution
Auslan Guide