



**DAVIS STREET KINDERGARTEN
ASSOCIATION INCORPORATED**

CONSTITUTION

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Davis Street Kindergarten Association Incorporated Constitution

Rules

NAME AND DEFINITIONS:

1. The name of the incorporated association is Davis Street Kindergarten Association Incorporated.
2. In these rules, unless the contrary intention appears;
"Association" means Davis Street Kindergarten Association Incorporated
"Committee" means the Committee of Management of the Association elected in accordance with these Rules.
"Department" means the Department of Education and Early Childhood Development or such other government department of agency as from time to time monitors the provision of appropriate and quality children's services.
"Financial year: means the year ending on the last day of June.
"General meeting" means a general meeting of Members convened in accordance with these Rules.
"Member" means a member of the Association.
"the Act" means the Associations Incorporation Act.
"the Regulations" means the regulations under the Act.
"Tuition" means the fees paid or payable by Members to the Association in exchange for the provision of early childhood education services.

STATEMENT OF PURPOSE

3. The purposes of the Association are to:
 - a. provide an approved early childhood education program or support the provision of an early childhood education program which will function in accordance with the requirements of all applicable legislations, regulations and standards; and
 - b. manage the funds and other assets and liabilities of the Association solely for the attainment of the above purposes.

MEMBERS:

4. The Members of the Association include:
 - a. the parents or legal guardians of the children attending the children's service managed by the Association, provided all relevant fees payable by such parents/legal guardians are fully paid;
 - b. the parents or legal guardians of the children who have been offered and accepted a place at Davis Street Kindergarten to attend the service in the following year, and have paid the enrolment administration fee as determined by the committee of management; and
 - c. any Member elected to the Committee until the end of their current term of office.
5. A person ceases to be a Member if:
 - a. the Tuition of a Member of the Association under Rule 4(a) is more than 6 months in arrears (unless the Committee has otherwise consented to a longer deferral);
 - b. a Member of the Association under Rule 4(a) no longer has a child/children attending the children's service or on the waiting list and who is not a Member under Rule 4(c);
 - c. the Member resigns by giving one month's notice in writing to the Secretary of their intention to resign;
 - d. on expulsion; or
 - e. death.
6. If a person ceases to be a Member of the Association, the Secretary must, as soon as practicable enter the date the person ceased to be a Member in the register of Members.



7. A Member under Rule 4(a) who has any outstanding debts (as per the fees policy of the Association) to the Association will be suspended. Such Members will not have any entitlement to vote at either General or Committee meetings.
8. The Association shall keep a register of current Members in which shall be inserted the name and address of each Member.

DISCIPLINARY ACTION

9. Grounds for taking disciplinary action
 - a. The Association may take disciplinary action against a Member in accordance with this Division if it is determined that the Member –
 - i. has failed to comply with these Rules; or
 - ii. refuses to support the purposes of the Association ; or
 - iii. has engaged in conduct prejudicial to the Association.
10. Disciplinary subcommittee
 - a. If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a Member, the Committee must appoint a disciplinary subcommittee to hear the matter and recommend to the Committee what action, if any, to take against the Member.
 - b. The members of the disciplinary subcommittee must comprise at least three members, who will conduct the proceedings in an impartial and unbiased manner.
 - c. Two of the three subcommittee members shall be members of the Committee.
11. Notice to Member
 - a. Before disciplinary action is taken against a Member, the Secretary must give written notice to the Member:
 - i. stating that the Association proposes to take disciplinary action against the Member;
 - ii. stating the grounds for the proposed disciplinary action;
 - iii. specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the disciplinary meeting); and
 - iv. advising the Member that he or she may do one or both of the following
 1. attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
 2. give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
 - v. setting out the Member's appeal rights under rule 13.
 - b. The notice must be given not earlier than 28 days, and not later than 14 days, before the disciplinary meeting is held.
12. Disciplinary procedure
 - a. At the disciplinary meeting, the disciplinary subcommittee must:
 - i. give the Member an opportunity to be heard; and
 - ii. consider any written statement submitted by the Member.
 - b. After complying with rule 12(a), the disciplinary subcommittee may recommend to the Committee to:
 - i. Take no further action; or
 - ii. Subject to rule 12(c):
 1. reprimand the Member;
 2. suspend the rights of the Member for a specified period; or
 3. expel the Member from the Association.
 - c. The disciplinary subcommittee may not fine the Member. The Committee must not take action under rule 12(b)(ii) unless an absolute majority of the Committee vote at the disciplinary meeting in favour of taking the action.
 - d. The suspension of rights or the expulsion of a Member by the Committee under this rule takes effect immediately after the vote is passed.



- e. The Member must be notified as soon as possible and not later than 24 hours, of the decision of the Committee.

13. Appeal rights

- a. A person whose rights have been suspended or who has been expelled from the Association under rule 17(b) may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- b. The notice must be in writing and given:
 - i. to the Committee immediately after the vote to suspend or expel the person is taken; or
 - ii. to the Secretary not later than 48 hours after the vote.
- c. If a person has given notice under rule 13(b), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than 21 days after the notice is received.
- d. A Member who has appealed the decision of the Committee will have their rights suspended until the disciplinary appeal meeting has been held.
- e. Notice of the disciplinary appeal meeting must be given to each Member of the Association who is entitled to vote as soon as practicable and must:
 - i. specify the date, time and place of the meeting; and
 - ii. state:
 - 1. the name of the person against whom the disciplinary action has been taken;
 - 2. the grounds for taking that action; and
 - 3. that at the disciplinary appeal meeting the Members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

14. Conduct of disciplinary appeal meeting

- a. At a disciplinary appeal meeting:
 - i. no business other than the question of the appeal shall be conducted;
 - ii. the Committee must state the grounds for suspending or expelling the Member and the reasons for taking that action; and
 - iii. the person who has been suspended or who has been expelled must be given an opportunity to be heard.
- b. The members present and entitled to vote must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- c. A member may not vote by proxy at the disciplinary appeal meeting.
- d. The decision is upheld if not less than three quarters of the members voting at the meeting vote in favour of the decision.

GRIEVANCE PROCEDURE

15. The objective of the Grievance procedure is to resolve any disputes under the Rules between:

- a. a Member and another Member;
- b. a Member and the incorporated association; or
- c. a Member and the Committee,

to allow for natural justice to be provided

16. Grievance subcommittee

- a. A Grievance subcommittee will be established to investigate and facilitate the resolution of any disputes of the nature described above.
- b. The Grievance subcommittee shall comprise three (3) persons drawn from the Committee of which one will be the President.
- c. The Committee may change the composition of the subcommittee at any time provided the Grievance subcommittee remains constituted by Committee members.
- d. A Grievance Officer will be appointed from the Grievance subcommittee.
- e. The role of the Grievance Officer is to receive any grievances submitted to the Committee and to ensure the procedure described below is carried out.



17. Grievance procedure:
- a. A Member may initiate a grievance in respect of a dispute of a type described in rules 15(a), 15(b) and 15(c) by reducing the grievance to writing and lodging it with the Grievance Officer.
 - b. Upon receipt of the grievance, the Grievance Officer must call a meeting of the Grievance subcommittee within 14 days.
 - c. The Grievance subcommittee must investigate the grievance including interviewing any persons whom may be the subject of the grievance or have some knowledge relevant to it.
 - d. The Grievance subcommittee must offer the Member who lodged the grievance and any Member who may be the subject of the grievance, an opportunity to be heard and to submit any other matters relevant to it.
 - e. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
 - f. If the parties are unable to resolve the dispute at the meeting, or if the party fails to attend that meeting, then the parties must, as soon as practical, hold a meeting in the presence of a mediator. The mediator must be a person chosen by agreement between the parties.
 - g. The Grievance subcommittee must decide whether any action under the rules or otherwise should be taken arising from the grievance and advise the Committee of such action.
 - h. The Committee at the next scheduled meeting, may confirm, modify, or reject the decision of the Grievance subcommittee. The decision of the Committee will be final.
 - i. All parties to the dispute including the Member who lodged the grievance must be advised in writing of the Committee's decision.
18. Proviso:
- a. This Procedure is not intended to alter a Member's right arising out of any other rules under the Constitution.

FINANCE

19. Finance shall be obtained from fees, grants, fund raising and other means, but no fundraising venture constituting a public appeal, as defined by the Hospitals and Charities Act, is to be undertaken without the previous consent of the Department. There shall be no joining fee or annual subscription for Members.

GENERAL MEETING:

20. The annual general meeting shall be held within five (5) months following the end of the financial year.
21. The ordinary business of the annual general meeting shall be:
- a. to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;
 - b. to receive from the Committee written reports upon the activities and operations of the Association during the last preceding financial year;
 - c. to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act. This statement contains particulars of the Association's income and expenditure; assets and liabilities; mortgages, charges and securities; and trusts. The statement must give a true and fair view of the financial position of the incorporated association during and at the end of its last financial year, and be accompanied by the auditor's report referred to in rule 61
 - d. to elect members of the Committee;
 - e. to appoint an auditor; and
 - f. to transact any business of which at least seven (7) days prior notice has been given, provided that any item of business which involves a special resolution requires twenty-one (21) days' notice to the Members.



22. Special General Meetings may be called by the President or at the request of at least three (3) Members, provided that at least seven (7) days prior notice be given to Members, unless it is proposed to consider a special resolution at the meeting, in which case not less than twenty-one (21) days' notice is required.
23. It shall not be necessary in any year to hold any General Meeting other than the Annual General Meeting unless the President or the necessary number of requisitionists so require.
24. Ten (10) Members or 20% of Members (whichever is the lesser) present in person or by proxy, being Members entitled to vote at a general meeting, constitute a quorum for the transaction of the business of a general meeting.
25. At every general meeting the President, or in his/her absence, the Vice- President, shall preside, but in their absence the Members shall choose one of their number to be Chairman at that meeting.
26. All votes shall be given personally or by proxy

MANAGEMENT

27. The committee of Management shall consist of the four (4) officers of the association, being:
 - a. a President;
 - b. a Vice President;
 - c. a Treasurer;
 - d. a Secretary;

and a minimum of four (4) ordinary members
28. All office bearers and members of the Committee shall be elected at the Annual General Meeting. They shall be elected for a period of one year and shall retire at the conclusion of the Annual General Meeting next following but shall be eligible for re-election.
29. Any person elected at the Annual General Meeting to an office of the Committee may be elected at the same meeting to a further office of the Committee, provided that no person shall be office bearer of three (3) or more positions on the Committee at any one time.
30. In the event of a casual vacancy occurring during the year, the Committee shall have the power to appoint a new member from the Members of the Association to fill the casual vacancy, or to appoint a Committee member or office bearer for the time being to fill the casual vacancy. Any person so appointed shall hold office until the conclusion of the next Annual General Meeting only, but shall be eligible for re-election.
31. Unless otherwise agreed by the Committee, a person shall cease to be a member of the Committee:
 - a. on receipt by the Secretary of a resignation in writing;
 - b. if he/she is absent from three (3) consecutive meetings without acceptable reason or leave of absence; or
 - c. an office bearer has not satisfied all pre-requisites to hold the office bearer position.
32. The Committee shall meet at least once each month except the month of January and at least seven (7) days prior notice shall be given to Committee members. Non-receipt of a notice by a member shall not invalidate the meeting.
33. The quorum necessary for the transaction of business shall be four (4) including one (1) office bearer
34. A Committee member not physically present at a meeting of the Committee may participate by



the use of technology that allows that Committee member and the Committee members present at the meeting to clearly and simultaneously communicate with each other.

- a. a committee member may participate by the use of technology, subject to a maximum of three (3) times in the year;
- b. a minimum of 3 committee members are required to be physically present at each meeting

35. The President, or in the absence of the President, the Vice-President, shall preside at all meetings of the Committee. But if the President or Vice President are absent, the members shall elect an alternative office bearer to preside. Subject to these Rules, the Committee shall have power to regulate its own procedure.
36. The Committee shall have the entire management and control of the Association and is empowered to do everything which is not by the Act, the Statement of Purposes and these Rules reserved for the Members in a General Meeting. The Association is authorised to trade in accordance with Section 51 of the Act.
37. No member of the Committee shall be appointed to or retain any paid office of the Association whilst he/she is a member of the Committee.
38. No member of the Committee shall directly or indirectly supply goods or services to the Association where such goods or services can be satisfactorily obtained elsewhere locally.
39. Any member of the Committee who has a financial interest in any contract or arrangement made or proposed to be made with the Association shall disclose his/her interest at the first meeting of the Committee at which the contract or arrangement is first taken into consideration if his/her interest then exists, or in any other case, at the first meeting of the Committee after the acquisition of his/her interest if he/she becomes interested in a contract or arrangement after it is made or entered into, he/she shall disclose his/her interest at the first meeting after he/she becomes so interested.
40. No member of the Committee shall vote as a member of the Committee in respect of any contract or arrangement in which he/she is so interested as aforesaid and if he/she does so vote his/her vote shall not be counted.

SUBCOMMITTEES

41. The Committee may appoint such Management Sub-Committees as they think fit. Members of the Association or any interested persons may be coopted in an advisory capacity, but shall have no voting rights.
42. The Committee may also appoint other sub-committees not concerned with the direct management of the Association, with membership drawn from Members of the organization or other interested persons, for fund raising, social or other similar purposes. Members of each sub-committee shall have voting rights only within the subcommittee to which they have been appointed or elected.
43. The quorum for meetings of a sub-committee shall be one-third of its members. At the first meeting of a sub-committee the members shall appoint a chairman from amongst themselves.

DELEGATION

44. The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than:



- a. this power of delegation; or
- b. a duty imposed on the Committee by the Act or any other law.

45. Any delegation must be in writing and may be subject to any conditions and limitations the Committee considers appropriate.

46. The Committee may, in writing, revoke a delegation wholly or in part.

VOTING:

47. If so required by two (2) or more Members present at the meeting at which the question arises, voting shall be by ballot, otherwise it shall be by show of hands.

48. Each Member except the President or presiding office bearer shall have one vote, and in the event of an equality of voting, the President or presiding office bearer shall have the casting vote.

49. Each Member shall be entitled to appoint another Member as his proxy by notice given to the secretary no later than twenty-four (24) hours before the time of the meeting in respect of which the proxy is appointed.

50. The notice appointing the proxy shall be in the form set out in Appendix 1.

51. A Member must not act as proxy for more than 10 Members or more than 10% of the Members (whichever is the lesser) on any one occasion

SECRETARY:

52. The Secretary shall be responsible for the keeping of accurate minutes of all meetings, for sending and responding to correspondence, for giving notification to members of Committee and General Meetings and for such duties as the Committee may direct

53. The Secretary shall be responsible for the safe custody of the records of the Association other than the financial books and records which shall be the responsibility of the Treasurer.

54. The books and documents of the Association may be inspected by a Member upon reasonable notice to the Secretary or the Treasurer as the case may be.

FINANCIAL ADMINISTRATION:

55. The Association must keep financial records that:

- a. correctly record and explain all its transactions, and the financial position and performance of the Association; and
- b. enable true and fair financial statements to be prepared as required by the Act.

56. The Association must retain the financial records for 7 years after the transactions covered by the records are completed.

57. At least one Committee member other than the treasurer must have access to the accounts and financial records of the Association

58. The accounts and books of the Association shall be available for inspection by Members of the Association



59. The funds of the Association shall be lodged in a bank or financial institution approved by the Committee.
60. Payments
- a. All payments must be made by electronic funds transfer, or periodic debit and payment shall only be made with the authority of the Committee.
 - b. All electronic funds transfers shall be authorized by two persons, one (1) of whom shall be an office bearer.
61. At least once a year the books must be examined and audited by the auditor(s) appointed at the Annual General Meeting.
62. The financial year shall run for the first day of July until the last day of June.

TREASURER:

63. The Treasurer shall be responsible for the receipt of and payment of all moneys and shall ensure that a receipt is issued for moneys received. The Treasurer shall ensure that all accounts due by the Association are paid, that a proper record of all receipts and payments is maintained and shall submit a financial report at each Committee meeting. The Treasurer shall perform such additional duties as the Committee shall direct.

AUDITOR:

64. An Auditor or Auditors shall be elected at the Annual General Meeting each year and shall hold office until the next Annual General meeting. In the event of a casual vacancy in the office of Auditor, the Committee may temporarily appoint to such office some person qualified to hold the same; and the person so appointed may continue in office until immediately before the next Annual General Meeting
65. The auditor shall be a member of the Institute of Chartered Accountants in Australia or the Australian Society of Accountants or anybody prescribed pursuant to the Corporations law.

ASSOCIATIONS INCORPORATION ACT 1981:

66. The Statement of Purpose and Rules may only be altered by a special resolution of a General Meeting of the Members. In accordance with Section 29 of the Act (as amended) a special resolution must be approved by three quarters of those Members who vote on the resolution at a General Meeting of which not less than twenty-one days' notice, including notice of the resolution, has been given to all Members. Any proposed alteration to these Rules and the Statement of Purpose of the Association shall be submitted to the Department for approval and if approved, such alteration shall be made in accordance with the Act.

SEAL:

67. The Common Seal of the Association shall be kept in the custody of the Secretary and shall only be affixed in accordance with a resolution of the Committee and in the presence of two (2) office bearers of the Committee who shall sign their names below the seal.

WINDING UP:

68. The Association will not be dissolved or wound up except by consent of three-fourths of those present at a General Meeting of Members called specially for that purpose. The Committee shall then inform the Department and after receiving the Department's approval shall thereupon proceed to realise the assets of the Association.



69. Any and all assets remaining after full settlement of all just debts and liabilities Incurred by the Association shall be disposed of (subject to the approval of the Department) for charitable purposes.
70. On completion of these actions, application shall be made to the Department for cancellation of registration.

ANNUAL RETURN

71. Within one (1) month following the Annual General Meeting each year, the Association shall give:
 - a. two (2) copies of the Annual Report and audited statement of the financial affairs received under Rule 7(b) hereof and a list of the names and addresses of the members of the Committee elected under Rule 7(d) hereof to the Department; and
 - b. a copy of the statement received under Rule 7(b) hereof to the Registrar of Incorporated Associations in accordance with the Act.



Appendix 1

DAVIS STREET KINDERGARTEN ASSOCIATION INCORPORATED FORM OF APPOINTMENT OF PROXY

I.....
Of..... . being a
Member of Davis Street Kindergarten Association Incorporated,
hereby appoint ,
Of.....
being a Member of Davis Street Kindergarten Association incorporated, as my proxy to
vote for me on my behalf at the general meeting of the Association (annual general
meeting or special general meeting as the case may be) to be held
on.....
and at any adjournment of that meeting.

My proxy is authorised to vote in favour of'/against* the
resolution.

Signed.....

Dated.....

* Delete as appropriate.