



YOUTH NETWORK OF TASMANIA

CONSTITUTION

AMENDED
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YOUTH NETWORK OF TASMANIA
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1 NAME

The name of the Association is the Youth Network of Tasmania.

2 DEFINITIONS

Annual General Meeting	means the annual general meeting of the Association.
Annual Report	means the annual report prepared for and on behalf of the Association.
Association	means the Association referred to in rule 1.
Auditor	means the person appointed under rule 10.
AYAC	means Australian Youth Affairs Coalition
Board	means the Board of management of the Association.
CEO	the Chief Executive Officer, who is the person employed by the Board to carry out the day to day activities of the Association.
Chairperson	means a person elected as Chairperson at an Annual General Meeting.
Commonwealth	means the Commonwealth of Australia.
Community Groups	Non-Government organisations or groups of people who are unfunded.
General Meeting	means any general meeting of the Association and includes the Annual General Meeting and any special general meeting.
Guiding Principles	are the statements contained in rule 3 of this Constitution, that the Association will use to guide their activities and strive to achieve.
Local Government	means town, city and municipal councils, which, for the purposes of this constitution are considered non-government.
Members	people who have registered with the Association in accordance with rule 5.
Membership	means Membership of the Association.
Non-funded Groups	voluntary groups who are not given funds to operate.
Non-Government	groups, organisations and individuals who are not representing State and Federal government departments and authorities.
Public Officer	a person appointed by the Board to hold the role of public officer pursuant to s14 of the <i>Associations Incorporation Act 1964</i> (Tas). That person must be at least 18 years old and a resident of Tasmania.
Quorum	the number of Members necessary for the legal transaction of business at any meeting held pursuant to

	these rules.
Region	means three Regions of the State, south, north and north west - as defined by the telephone prefixes 62, 63 and 64 respectively.
Secretary	means a person elected by the Board to hold the role of Secretary.
Special Purpose Committees	committees established for a limited time by the Board for a special purpose.
Special Resolution	means a resolution passed by a majority of not less than three quarters of Members entitled to vote and as may be present in person at a general meeting of which notice specifying the intention to propose a resolution as a special resolution was given in accordance with rule 7.4.
State	means the State of Tasmania.
Treasurer	means a person elected by the Board to hold the role of Treasurer.
YNOT	means the Association referred to in rule 1.
Young People	all people between and including the ages of 12 and 25.

3 GUIDING PRINCIPLES

The Association will seek to:

- (a) Ensure that all young Tasmanians have the support and resources needed to reach their full potential and participate meaningfully in community life;
- (b) Ensure that Young People have access to mechanisms, which encourage participation in social issues and empower them to bring about change; and
- (c) Implement, the key principles recognised by the Australian Human Rights Commission, and in particular the rights and responsibilities of Young People contained in the Convention on the Rights of the Child.

4 OBJECTS

The objects of the Association are to:

- (a) Foster the development of structures that facilitate effective consultations with Young People and service providers;
- (b) Encourage the development, implementation and coordination of youth sector services across the State;
- (c) Advise all levels of government, community and other peak bodies about policy, priorities, issues and resources required to meet the needs of Young People;
- (d) Encourage a consistent approach between the Commonwealth, State, and non-government youth sectors;
- (e) Establish links at a local, State and Commonwealth level;

- (f) Create opportunities for geographically, culturally and socially isolated Young People to access youth services;
- (g) Provide support to Young People, workers and organisations in the youth sector;
- (h) Gather, maintain and disseminate information relevant to the needs of Young People and workers; and
- (i) Raise awareness about issues affecting Young People through the media and other means.

5 MEMBERSHIP

YNOT Membership categories will encourage as wide an involvement as possible from individuals, organisations and community groups while protecting its identity as the peak body for the groups, organisations and individuals who are not representing State and Commonwealth government departments and authorities in the youth sector. Members will be persons who have agreed to accept the above guiding principles and objectives, and paid the prescribed Membership fee.

There are to be the following category of Membership of the Association:

5.1 Full Membership

- (a) Full Membership will be granted to:
 - (i) non-government youth organisations and groups working with, or representing the interests of, Young People. They will appoint a representative who may speak and vote on their behalf;
 - (ii) Young People;
 - (iii) individuals who work with or to the benefit of Young People;
 - (iv) Local Government;
- (b) A person who is not a member of the Association at the time of the first General Meeting will not be admitted to Membership:
 - (i) unless they have made a request in writing as provided in sub rule (5.1(c)) of this rule; and
 - (ii) their admission as a member is approved by the Board.
- (c) A request for Membership of the Association:
 - (i) is to be made in writing; and
 - (ii) is to be lodged with the CEO of the Association.

5.2 Associate (non voting) Membership

- (a) Association Membership will be open to Government agencies in the youth sector (including schools), and groups and organisations not eligible for full Membership, who have expressed support for the above guiding principles and objectives, and paid the prescribed Membership fee. Associate Members may speak but not have a vote at Annual General Meetings;
- (b) Applicants for organisational Membership or affiliation may be required to produce written documentation that demonstrates their role and function for

consideration of the Board.

5.3 **Granting Membership**

Membership will be granted:

- (a) To all eligible applicants who make application before incorporation of the Association;
- (b) Upon receipt of an application and the annual subscription fee and;
- (c) Upon approval by the Board.

5.4 **Membership Rights and Responsibilities**

Membership may be suspended by no less than two thirds majority vote at a Board or General meeting. The Board may expel or suspend from the Association any member, the conduct of whom, in the opinion of the Board, is discreditable or injurious to the character of the Association.

- (a) Any suspended Member may, on not less than 2 weeks written notice, require the suspension to be considered at a subsequent meeting of the Board, when a quorum is present, or at a General Meeting;
- (b) The Association is not required to accept a renewal of Membership of a suspended Member when the renewal next falls due; and
- (c) Membership of the Association is not transferable or able to be transmitted to another person or organisation.

5.5 **Termination of Membership**

Membership will cease on:

- (a) Resignation by the Member in writing received by the Association;
- (b) Non-renewal of Membership by the Member within two months of date of renewal; and
- (c) Expulsion of the Member.

5.6 **Appeals**

Any person affected by a decision relating to Membership made by the Board may appeal that decision in a form and manner approved by the Board.

5.7 **Membership Fees**

- (a) Membership fees, if any, will be set by no less than two thirds majority vote by the Board;
- (b) Any organisation, group or individual who is experiencing financial difficulties may request Membership fees be waived or varied;
- (c) The decision to waive or vary Membership fees will be made by the Board on advice of the Chief Executive Officer; and
- (d) Membership payments are due at a time set by the Board.

5.8 **Winding up**

If the Association is wound up, any liability of a present or former member to contribute to the payment of debts and liabilities of the Association, or for the costs, charges and

expenses of the winding up, or for any other liability in respect of the winding up, is not to exceed 1 dollar.

6 GOVERNANCE

6.1 Role of the Board

The affairs of the Association are to be managed by a Board constituted as provided in rule 6.2, the role of which is to:

- (a) Control and manage the business and affairs of the Association; and
- (b) Exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised by general meetings of Members of the Association; and
- (c) Do anything that appears to the Board to be essential for the proper management of the business and affairs of the Association.

6.2 Constitution of the Board

The Board consists of 10 Members and a Chairperson elected at the Annual General Meeting.

- (a) The Chairperson is to be elected by a separate ballot.
- (b) At least one Member must be elected from each of the three regions of the State.
- (c) At least two members of the Board must be young people aged between the ages of 18 and 25.
- (d) In electing each member of the Board, attention must be given to the necessary and desirable set of skills and experience that the Board determines from time to time is necessary for the proper governance and good management of the Association.
- (e) Board Members will be appointed for three year terms.
- (f) Board Members are able to stand for re-election for a maximum of two consecutive terms (six years).

6.3 Rules for the Election of the Board

- (a) Members must be committed to the objects, purposes and guiding principles of the Association;
- (b) New Board appointments must address any demographic of skills gap identified by the Board in reference to clause 6.2;
- (c) A limit of one member can be drawn from any organisation, representing a particular issue or service delivery area at any one time;
- (d) A maximum of four individual members can be elected to the Board at any time;
- (e) Organisational Members may have a maximum of two representatives on the Board at any time;
- (f) The CEO of the Association is an ex-officio member of the Board;

- (g) The CEO will attend Board and General Meetings for the purpose of keeping the Members fully informed of their activities and to provide information;
- (h) The Board may co-opt Members for specific periods and purposes. Co-opted Members will not have voting rights; and
- (i) Any member of the Board must abstain from voting or representing the Association on issues where there is a conflict of interest between their role as a Board member and any other roles they might have.

6.4 Election of the Board

- (a) Nominations are to be in writing by the candidate and seconded by another member of the Association, and must be received at least 14 days prior to the Annual General Meeting;
- (b) Nominations will be taken at an Annual General Meeting where positions on the Board remain unfilled;
- (c) Full Members are each entitled to 1 vote at any General Meeting at which they are present, or in any postal ballot conducted by the Association;
- (d) A returning officer is to be appointed by the Board to conduct a ballot at the Annual General Meeting if the number of nominations exceeds the number of vacancies to be filled or if such ballot is required after applying the Membership criteria contained in the constitution;
- (e) If the number of nominations received is equal to the number of vacancies filled and those nominees comply with the Membership criteria contained in this constitution, the persons nominated is deemed elected;
- (f) Should insufficient nominations be received from each Region, by the returning officer, nominations will be taken at the Annual General Meeting and such nominations are to be in a form approved by the Board;
- (g) If required, the Chairperson will be elected by a ballot of Members at the Annual General Meeting;
- (h) The candidate with the most votes will be elected; and
- (i) Where 2 or more candidates receive an equal number of votes then a further election will take place between those candidates only.

6.5 Meetings of the Board

- (a) The Board is to meet as often as required to conduct the business of the Association and not less than 6 times each financial year;
- (b) Board meetings will be face to face at a location determined by the Board or via teleconference or by any other method the Board determines is appropriate;
- (c) A quorum at any Board meeting is 5 or half of the number of elected Board Members, whichever is the lesser;
- (d) The Chairperson or 3 other Members of the Board have the power to call a meeting of the Board; and
- (e) Notice of meetings is to be given at the previous meeting and/or by written notice with an agenda to all Board Members at least 5 days prior to the

meeting.

6.6 Board Vacancy

- (a) Vacancies arising in Board Members may be filled by the Board for the remainder of the term; and
- (b) The Board will function validly notwithstanding any vacancies so long as the number is not less than a quorum.

6.7 Resignation from Board

An office bearer or Member of the Board ceases to hold office upon:

- (a) Resignation in writing;
- (b) Suspension as a Member;
- (c) Revocation of nomination by the nominator;
- (d) Absence for two Board meetings in a calendar year without explanation acceptable to the Board; and
- (e) Cessation of the employment with the Member organisation of a member of the Board.

6.8 Role of the CEO

The Board will employ a CEO responsible for the running of the day to day affairs of the Association, who will report to the Board and will be responsible for conducting business of the Association between Board meetings.

6.9 Sub-Committees

- (a) The Board may appoint sub-committees of Members and/or non-Members for specific purposes as directed by the Board. Such sub-committees will report to the Board;
- (b) Sub-committees can be convened by the Board to address specified issues, and operate to specific objectives;
- (c) The Board must endorse "terms of reference", reporting deadlines and reporting formats for sub-committees, to validate them as sub-committees of the Board;
- (d) The CEO will be an ex-officio member of any sub-committee established under this rule, unless specifically determined by the Board not to be.

7 GENERAL MEETINGS

7.1 Conduct of General Meetings

- (a) The Association is to hold an Annual General Meeting each year;
- (b) The Annual General Meeting is to be held on any day (being not later than 6 months after the close of the financial year of the Association) the Board determines;
- (c) The Public Officer of the Association, at least 14 days before the date fixed for holding a general meeting of the Association, is to cause to be inserted in at least one newspaper published in this State an advertisement specifying the

place, day and time for the holding of the meeting, and the nature of the business to be transacted at the meeting;

- (d) A quorum at any General meeting will be 15 voting Members or half of the Membership of the Association, whichever is the lesser;
- (e) If at any General Meeting there is no quorum within 30 minutes of the time appointed for the meeting then a majority of Members may decide to adjourn the meeting for a period not exceeding 14 days. The quorum for such adjourned meetings will be reduced to 5, failing which the meeting will lapse altogether;
- (f) A Member may exercise voting rights at general meetings by proxy in writing in a form approved by the Board;
- (g) No person can exercise voting rights for more than one person at Board meetings.

7.2 Business of the Annual General Meeting

- (a) To confirm the minutes of the preceding Annual General Meeting and of any general meeting held since that meeting;
- (b) To receive from the Board, Auditor and servants of the Association reports for the previous financial year;
- (c) To receive the audited financial statements for the previous financial year, together with the budget for the current financial year;
- (d) To receive reports from any committee or sub-committee of the Board;
- (e) To elect the Board Members who must consent in person or in writing;
- (f) To appoint the Auditor; and
- (g) To conduct any other business placed on the agenda before the commencement of the meeting.

7.3 Special General Meetings

- (a) A Special General Meeting is to be called by the Chairperson within 28 days of receipt of a directive from the Board, or one tenth of Members entitled to vote under the rules of the Association;
- (b) This constitution may only be amended by Special Resolution; and
- (c) Rules for the proper administration of meetings or business may be made, repealed or amended by a Board Meeting, subject to subsequent disallowance at a General Meeting, provided that not less than 7 days written notice of the proposed new rule, repeal or amendment has been distributed to all Members.

7.4 Notice of Special Resolution

- (a) Members must be given at least 14 days written notice of a Special Resolution.
- (b) A notice in respect of a proposal to amend or repeal the constitution must specify the proposed change to the constitution.

8 OFFICERS OF THE ASSOCIATION

The officers of the Association are a Chairperson, a Treasurer and a Secretary.

The duties of each officer are as follows:

8.1 **Chairperson**

- (a) The Chairperson at any meeting will have a casting vote if votes are equal;
- (b) The Chairperson will cause notice of meetings to be given in accordance with the rules of the Association and will chair Board and General Meetings, except that in the absence of the Chairperson, or at the request of the Chairperson, or of a majority of the meeting, any other member may be elected as a meeting's chairperson;
- (c) The Chairperson together with the Secretary, and with the support of the CEO and other YNOT staff, will prepare the agenda for Board and General Meetings;
- (d) The Chairperson will encourage balanced participation in meetings by Members and will decide on matters of order;
- (e) The Chairperson presents the Annual Report to the Annual General Meeting.

8.2 **Secretary**

The Secretary, in conjunction with the CEO and other YNOT staff is to keep records of the Association and deal with correspondence. The duties include:

- (a) Keeping accurate records of Members and Board Members to show who is entitled to vote and to receive notices;
- (b) Calling meetings and giving notices as required by this constitution;
- (c) In collaboration with the Chairperson to prepare the agendas for meetings;
- (d) Prepare a list of visitors and apologies for the Chairperson;
- (e) Ensure minutes of meetings and decisions made are taken, and distribute them to other Board Members prior to the next meeting, within a time frame nominated by the Board;
- (f) Assume responsibility for the receipt of, and response to correspondence; and
- (g) To ensure correspondence is open for inspection and directed to the appropriate level of the Association.

8.3 **Treasurer**

The Treasurer, in conjunction with the CEO and other YNOT staff, is responsible for the financial management of the organisation. The Treasurer will:

- (a) Ensure monies received are deposited and accounted for in accounts authorised by the Board in the name of YNOT;
- (b) Ensure all sums of money received and expended by the Association are processed and recorded in compliance with the law and accepted accounting standards and practices;
- (c) Cause to prepare financial budgets or statements as required and will submit a report on the finances at each Board meeting; and
- (d) Present audited accounts to the Annual General Meeting.

9 BANKING AND FINANCE

- (a) The Treasurer, or an agent appointed by the Board, will, on behalf of the Association, issue official receipts if required.
- (b) The Board will cause to be opened with such bank as the Board selects, a banking account, or accounts, in the name of the Association, into which all monies received will be paid by the Treasurer, or representative of the Treasurer as determined by the Board, as soon as possible after the receiving thereof.
- (c) No cheques, Electronic Fund Transfers or cash may be drawn from the Association's bank accounts except for payment of expenditure authorised by the Board.
- (d) All cheques, drafts, bills of exchange, promissory notes, and other negotiable instruments are to be signed by the Treasurer and at least one other signatory authorised by the Board to do so.
- (e) The Board will issue a delegation document issuing the staff of the Association authority to make payments from the funds of the Association.
- (f) The financial year of the Association is the period beginning on the 1st day of July in each year and ending on the 30th June following.

10 APPOINTMENT OF AUDITOR

- (a) Once in each year the Board will appoint a person as the Auditor of the Association, and the person so appointed will hold office for twelve months, and be eligible for re-appointment.
- (b) The Auditor may only be removed from office by Special Resolution.
- (c) If a casual vacancy occurs in the office of Auditor during the course of any financial year of the Association, the Board may appoint another person as the Auditor, and the person so appointed will hold office for the remainder of the current financial year.
- (d) The Auditor must be approved by the Commissioner for Corporate Affairs.

11 AUDIT OF ACCOUNTS

- (a) The Auditor is to examine the accounts of the Association at least once in each financial year of the Association.
- (b) The Auditor is to:
 - (i) be a registered company auditor within the meaning of the *Corporations Act 2001*;
 - (ii) certify as to the correctness of the accounts of the Association; and
 - (iii) report to the Members present at the Annual General Meeting.
- (c) In the report, and in certifying to the accounts, the Auditor is to state if:
 - (i) he or she has obtained the required information; and
 - (ii) in his or her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association,

according to the information at his or her disposal; and the explanations given and as shown by the books of the Association; and

- (iii) the rules relating to the administration of the funds of the Association have been observed.
- (d) The Public Officer is to cause to be delivered to the Auditor a list of all the accounts, books, and records of the Association.
- (e) The Auditor may:
 - (i) have access to the accounts, books, records, vouchers and documents of the Association; and
 - (ii) require from the servants of the Association any information and explanations he or she considers necessary for the performance of the duties as Auditor ; and
 - (iii) employ persons to assist in investigating the accounts of the Association; and
- (f) In relation to the accounts of the Association, examine any member of the Board, or any servant of the Association.

12 EMPLOYEES

- (a) An employee of the Association may be present at the Board or any sub committee meetings.
- (b) An employee will not take part in decisions relating to employment. The Board may request staff to absent themselves from deliberations relating to any employee.
- (c) An employee is to carry out tasks as required to fulfil the objectives, of the Association and to support the Board.

13 FINANCES AND PROPERTY

- (a) Persons who by authority accept or incur any pecuniary liability on behalf of the Association are indemnified against any personal loss in respect of such liability.
- (b) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.
- (c) The Association may only be wound up by approval of not less than two thirds Members present and voting at a meeting called for that purpose.

14 ASSOCIATION SEAL

- (a) The seal of the Association is to be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".
- (b) The seal of the Association is not to be affixed to any instrument except by the authority of the Board.
- (c) The affixing of the seal is to be attested by the signatures either of 2 Members of the Board; or of 1 member of the Board and the Public Officer of the Association, or such other person as the Board may appoint for that purpose.

- (d) If a sealed instrument has been attested under rule 14(c), that attestation is sufficient for all purposes that the seal was affixed by authority of the Board.
- (e) The seal is to remain in the custody of the Public Officer.

15 MISCELLANEOUS

In relation to matters not already covered by this constitution the Model Rules as set down under the *Associations Incorporation Act* will be adopted.