

Cancer Voices Australia

***RULES
OF ASSOCIATION
OF
CANCER VOICES AUSTRALIA***

**Level 5 Medical Foundation Building
92 Parramatta Road
Camperdown Sydney, NSW, 2050
Tel: (02) 9036 3100
Fax: (02) 9036 3101**

STATEMENT OF OBJECTS OF THE ASSOCIATION

Cancer Voices Australia is the national consumer organisation representing Australians affected by cancer. It aims to ensure those people are heard at a national level.

The objects of the Association shall be:

- To promote the fundamental rights of Australians affected by cancer.
- To effect improvements in cancer treatment, care and support by contributing to national cancer policy and program development, management and evaluation.
- To promote the value and benefits of consumer participation in the development of national cancer policy and programs.
- To provide a forum for member organisations to network and contribute to national activities.

RULES OF ASSOCIATION OF CANCER VOICES INCORPORATED

This is the Annexure of (X) pages referred to in the Statutory Declaration signed by me and dated _____ day of _____ 2006

(Chair)

STATEMENT OF COMPLIANCE

The Rules of Cancer Voices Australia Incorporated herein are in accordance with Section 11 and contain those matters specified in Schedule 1, of the Association's Incorporation Act, 1984.

**RULES OF ASSOCIATION OF CANCER VOICES AUSTRALIA INCORPORATED
PURSUANT TO SECTION 11 OF THE ASSOCIATIONS INCORPORATION ACT 1984**

1. INTERPRETATION

(a) In these Rules:

“Act” - means the *Associations Incorporation Act 1984*.

“Association” – means Cancer Voices Australia formed pursuant to these Rules.

“Committee” – means the Committee as constituted from time to time pursuant to Rule 12 of these Rules.

“Seal” – means the Common Seal of the Association and includes any official seal of the Association.

“Secretary” - means any person appointed to perform the duties of a Secretary of the Association. If no such person holds that office – the public officer of the Association

These Rules adopt the definitions of the Act for the words and phrases appearing herein which are defined in the Act.

A reference to one gender shall include the other genders; words importing the singular shall include the plural.

2. MEMBERSHIP

There shall be eight (8) Voting Members each representing a State or Territory Cancer Voices, or in the absence of such a body, a cancer consumer organisation acceptable to the committee of Cancer Voices Australia

3. NOMINATION FOR MEMBERSHIP

The State and Territory Cancer Voices organisations will nominate one (1) person each to be Voting Members. A nomination should include the written consent of the nominee and the support of the executive of the relevant State or Territory Cancer Voices organisation, or a substitute organisation as referred to in Rule 2.

4. REFERENCE GROUPS

There shall be two (2) categories of Reference groups:-

- a) Specific cancer consumer groups including cancer support organisations, carer groups who will be invited to nominate to the Consumer Reference Group.
- b) Medical, scientific and health professionals from specific groups such as The Cancer Council Australia and its State and Territory members and the Clinical Oncological Society Australia who will be invited to join the Medical and Scientific Reference Group.

5. SUPPORTERS

The eight (8) Members and the two (2) Expert Reference Groups shall be supplemented by Supporters who have a strong interest in the Association's Objectives. The two Expert Reference Groups and Supporters will be kept informed about the policies and activities of the Association and may be invited to participate in its decision making.

6. NOMINATION FOR MEMBERSHIP

The State and Territory Cancer Voices organisations will nominate one (1) person each to be the Voting Members.

7. RIGHTS OF VOTING MEMBERS

- a) Members shall be entitled to receive communications from the Association;
- b) Members shall be entitled to request the Committee to call a general meeting;
- c) Members shall be eligible to vote at the General Meetings of the Association,
- d) Members shall be eligible for election to the Committee and shall be able to vote on issues.

8. REGISTER OF MEMBERS

- a) The Association shall maintain a Register of Members;
- b) Members shall immediately notify the Secretary in writing of any change in name or address and the Secretary shall enter such change in the Register.

9. MEMBERSHIP FEES

There will be no membership fees.

10. MEMBERS' LIABILITIES

The Members of the Association shall not be liable to contribute towards the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding-up of the Association.

11. DISCIPLINING OF MEMBERS

- a) The Committee may, as it sees fit, and from time to time, make rules in relation to the conduct of members of the Association.
- b) If, in the opinion of the Committee, any member does not act in accordance with the Rules of the Association or otherwise does not act in accordance with the Standards of the Association as determined by the Committee then the Committee may, by unanimous resolution, revoke or suspend that member's membership or may impose restrictions or limit the rights of that members membership.

- c) Any member aggrieved by a decision of the Committee or whose interests have been affected by a decision of the Committee pursuant to this Rule shall have the right to reapply for membership or reinstatement of their rights or removal of any restrictions as the case may be by written application to the Committee no earlier than two (2) months after the cancellation, suspension, imposition of restrictions or removal of rights, as the case may be.

12. COMMITTEE

- a) The Association shall be managed by a Committee consisting of a Chair, Vice-Chair, Secretary, Treasurer, and four (4) Ordinary Members each of whom is to be elected at the Annual General Meeting of the Association under Rule 20.
- b) The Committee is to consist of the office bearers of the Association, and up to eight (8) Ordinary Members, each of whom is to be elected at the Annual General Meeting of the Association. The Ordinary Members are to be nominated by each Australian State and Territory's Cancer Voices or substitute organization as provided for in Rules 2 and 3.
- c) In the event of a nominee of a State or Territory organisation not being elected, the Committee is to liaise with that State or Territory cancer voices organisation for another person to be nominated and, if the Committee approves the nomination, that person to hold office until the next General Meeting of the Association, when an election is to be held for that position.
- d) The office bearers shall be Committee members and shall be elected by the Committee members by ballot and shall hold office for a term of their election to "the Committee".
- e) All office bearers shall be eligible for re-election except that the Chair of the Association shall not be eligible to hold such office for a period exceeding two (2) consecutive years.
- f) The office of a member of the Committee shall become vacant upon the happening of any one of the following events, that is to say when a Committee member:-
 - i) Dies;
 - ii) Resigns from office by Notice in Writing addressed to the Secretary;
 - iii) Is removed from office pursuant to a Special Resolution of the Members;
 - iv) Becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his creditors or makes an assignment of his remuneration for their benefit;
 - v) Becomes a temporary patient, a continued treatment patient, a protected person or an incapable person within the meaning of the Mental Health Act 1958.
- g) The Quorum of the Committee shall be such number as is determined by the Committee and unless so determined is four (4).
 - a. The Committee may meet from time to time as considered necessary but, in any event, at least twice a year.
 - b. Subject to the Act and to any other provision of these Rules the Committee shall manage the business of the Association.

- c. The Committee may meet together for the dispatch of business and adjourn and otherwise regulate their meetings as they think fit.
- d. Two (2) Committee members may at any time direct the Chair to convene a meeting of the committee within 30 days.
- e. Subject to these Rules, questions arising at a Committee Meeting shall be decided by a majority of votes of committee members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- f. In the case of equal votes, the Chair of the Committee, in addition to his/her deliberative vote shall have a casting vote.
- g. In the event of a vacancy or vacancies in the Committee, the remaining Committee members may act but, if the number of remaining Committee members is not sufficient to constitute a quorum at a committee Meeting, they may act only for the purpose of increasing the number of Committee members to a number sufficient to constitute such a quorum or for convening a General Meeting of the Association.
- h. Any member elected by the Committee pursuant to Rule 12 (c) to fill a casual vacancy occurring on the Committee shall hold office only until such time as the next General Meeting.
- i. Elections for Members of the Committee shall be held no later than every two years after any previous election or, in the case of the first appointment of the Committee Members, two years after that appointment. The Committee shall convene General Meetings to enable the election of Committee Members to occur and any person nominating for any position on the Committee must do so within seven (7) days of receiving any such Notice.

13. PUBLIC OFFICER

The Association shall appoint a Public Officer.

14. VACANCY IN OFFICE OF PUBLIC OFFICER

- (1) Where at any time there is a vacancy in the office of public officer of an incorporated association, the committee of the association shall, within 14 days after the vacancy arises:
 - (a) give notice of the occurrence of the vacancy to the Director-General in an approved form, and
 - (b) appoint a person to fill the vacancy.

15. CASUAL VACANCY IN OFFICE OF PUBLIC OFFICER

- (1) The association may remove the association's public officer from that office.
- (2) The public officer of the association shall be deemed to have vacated the office if the public officer:
 - (a) dies;
 - (b) resigns the office;
 - (c) removed from office;

- (d) becomes bankrupt;
- (e) becomes a temporary patient, a continued treatment patient, a protected person or an incapable person within the meaning of the Mental Health Act 1958 or a person under detention under Part 7 of that Act; or
- (f) ceases to be a resident in the State.

16. ADDRESS OF PUBLIC OFFICER

- (1) The public officer of the association shall, within 14 days after becoming public officer, give notice to the Director-General in an approved form, accompanied by the prescribed fee, of the fact and of his or her full name and address in the State.
- (2) Where the public officer changes his or her address in the State, the public officer shall, within 14 days after the change, give notice of the change in an approved form, accompanied by the prescribed fee.

17. GENERAL MEETINGS - CALLING OF

- (1) The Chair or Secretary or any two (2) Committee members may or upon receipt of a written request from two full members, the Chair shall, convene a General Meeting.
- (2) A notice of a General Meeting shall specify the place, the day and the hour of the meeting, and, shall state the general nature of the business to be transacted at the meeting.

18. GENERAL MEETINGS - PROCEDURE

- a) Quorum:
 - i) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business.
 - ii) For the purpose of determining whether a quorum is present, a person attending as a proxy shall be deemed to be a member.
 - iii) A quorum of members is, unless otherwise determined, 4 full Members.
- b) If a quorum is not present within half an hour from the time appointed for the meeting:
 - i) Where the meeting was convened upon the requisition of members - meeting shall be dissolved; or
 - ii) In any other case:
 - The meeting stands adjourned to such day and at such time and place as the committee members determine or if no determination is made by the Committee members to the same day in the next week at the same time and place and,
 - If at the adjourned meeting a quorum is not present within half and hour from the time appointed for the meeting, the meeting shall be dissolved.

- c)
 - i) If the Committee members have elected one of their numbers as Chair of their meetings, he shall preside as chair at every General Meeting.
 - ii) Where a General Meeting is held and a Chair has not been elected as provided by Sub-Rule (c) (i) or the Chair is not present within fifteen (15) minutes after the time appointed for the holding of the meeting or is unwilling to act, the members present shall elect one of their number to be Chair of the meeting.
- d)
 - i) The Chair may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - ii) When a meeting is adjourned for thirty (30) days or more notice of the adjourned meeting shall be given as in the case of an original meeting;
 - iii) Except as provided by Sub-Rule (d) (ii) it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting shall be given as in the case of an original meeting.
- e)
 - iv) At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands unless a poll is demanded either before or on the declaration of the result of the show of hands
 - A. By the Chair,
 - B. By at least 4 members present in person or by proxy,
 - C. By a member or members present in person or by proxy and representing not less than one tenth of the total voting rights of all the members having the right to vote at the meeting.
 - v) Unless a poll is so demanded, a declaration by the Chair that a resolution has on a show of hands been carried or carried unanimously or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Association is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the Resolution;
- f)
 - vi) If a poll is duly demanded, it shall be taken in such manner and (subject to Sub-Rule (ii)) either at once or after an interval or adjournment of otherwise as the Chair directs, and the result of the poll shall be the resolution of the meeting at which the poll was demanded;
 - vii) A poll demanded on the election of a chair or on a question of adjournment shall be taken forthwith;

- viii) The demand for a poll may be withdrawn only by the person or all of the persons who demanded the poll as the case may be.
- g) In the case of an equality of votes, whether on a show of hands or on a poll, the Chair of the Meeting at which the show of hands take place or at which the poll is demanded, in addition to his deliberative votes, has a casting vote.
- h) Subject to any rights or restrictions for the time being attached to any category of membership:-
 - ix) At meetings of members or categories of members each member entitled to vote may vote in person or by proxy; and
 - x) On a show of hands every person present who is a member or a representative of a member has one vote, and on a poll every person present in person or by proxy has one vote.
- i) A member is not entitled to vote at a General Meeting unless all subscriptions and fees payable by him/her in respect of his/her membership in the Association have been paid.
- j)
 - i) An objection may be raised to qualification of a voter only at the meeting or adjourned meeting at which the vote objected to is given or tendered;
 - ii) Any such objection shall be referred to the Chair of the meeting, whose decision in relation to whether a vote should count is final;
 - iii) A vote not disallowed pursuant to such an objection is valid for all purposes;
- k)
 - i) An instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing;
 - ii) An instrument appointing a proxy may specify the manner in which the proxy is to vote in respect of a particular resolution and, where an instrument of proxy so provides, the proxy is not entitled to vote on the resolution except as specified in the instrument;
 - iii) An instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll;
 - iv) An instrument appointing a proxy shall be in the following form or in a form that is as similar to the following form as the circumstances allow:-

Cancer Voices Australia

I/We, of being a member of Cancer Voices Australia, hereby appoint,

in his/her absence as my proxy to vote for me on my behalf at the Annual General/General Meeting of the Association to be held on the day of and at any adjournment of that meeting.

This form is to be used in favour of/against the resolution.

Signed this day of 20 .

- l) An instrument appointing a proxy shall not be treated as valid unless the instrument and the Power of Attorney or other authority (if any) under which the instrument is signed or a notarially less than forty-eight (48) hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for the taking of the poll, at the principal place of administration of the Association or at such other place as is specified for that purpose in the Notice convening the meeting.
- m) A vote given in accordance with the terms of an instrument of proxy or of a Power of Attorney is valid notwithstanding the previous death or unsoundness of mind of the principal, the revocation of the instrument (or of the Authority under which the instrument (or of the Authority under which the instrument was executed) or of the power, in respect of which the instrument or unsoundness of mind, or revocation has been received by the Association at the principal place of administration before the commencement of the meeting or adjourned meeting at which the instrument is used or the Power is exercised.

19. GENERAL MEETING - NOTICES

- a)
 - i) A notice may be given by the Association to any member either by serving it on him personally or by sending it by post to him at his address as shown in the Register of Members;
 - ii) Where a Notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying, and posting a letter containing the notice, and to have been effected, in the case of a Notice of a Meeting, on the day after the date of its posting and, in any other case at which the letter would be delivered in the ordinary course of post;
 - iii) A Notice of a Meeting shall be served at least six (6) weeks prior to the day scheduled for the Meeting.
- b) Notice of every General Meeting shall be given in the manner authorised by this Rule to:
 - iv) Every Member,

20. ANNUAL GENERAL MEETING

- (1) Subject to subsection (2), the association shall, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first annual general meeting:
 - (a) within the period of 18 months after its incorporation under this Act, and
 - (b) within the period of 6 months after the expiration of the first financial year of the association.

- (3) The Director-General may, on application (accompanied by the prescribed fee) being made by the public officer of the association subject to such conditions as the Director-General thinks fit:
 - (a) extend the period of 6 months referred to in subsection (7) or the period of 18 months referred to in subsection (8), or
 - (b) permit an annual general meeting to be held in a calendar year other than the calendar year in which it would otherwise be required by subsection (1) to be held.
- (4) The association is not in default in holding an annual general meeting under subsection (1) or (2) if, pursuant to an extension or permission under subsection (2), an annual general meeting is not held within the period or in the calendar year in which it would otherwise be required by subsection (1) or (2),

21. FUNDS SOURCE

The funds of the Association are to be derived from gifts, bequests or grants received and from any income earned by the Association from investment of such monies.

22. FUNDS MANAGEMENT

- a) The Treasurer under the control of the Committee shall manage the funds of the Association.
- b) Any cheque drawn on behalf of the association shall be signed by any two of the following signatories: the Chair, the Treasurer or the Executive Officer.
- c) The income and property of the Association wheresoever derived shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to member organisations of the Association

PROVIDED THAT nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officers of any services actually rendered to the Association nor for goods supplied in the ordinary and usual way of business.

23. ALTERATIONS OF OBJECTS

The objects of the Association may be altered by special resolution of the members.

24. RULES

The Rules of the Association may be altered, rescinded or added to by Special Resolution of the members in general meeting provided that the resolution is proposed and seconded by a member.

25. COMMON SEAL

- a) The Committee shall provide for the safe custody of a seal.
- b) The seal shall be used only by the Authority of the Committee and every document to which the seal is affixed shall be signed by the Chair and be countersigned by the Secretary or another committee member appointed by the committee to countersign that document or a class of document in which that document is included.

26. CUSTODY OF BOOKS

The Committee shall provide for the safe custody of the books, documents and securities of the Association.

27. INSPECTION OF BOOKS

The Committee shall determine whether and to what extent, and at what time and place and under what conditions, the accounting records and other documents of the Association or any of them will be open to the inspection of members other than Committee members and a member other than a Committee member does not have the right to inspect any document of the Association except as provided by law or authorised by the Committee members or by the Association in General Meeting.

28. FINANCE

The accounts of the Association shall be managed and kept by the Treasurer who shall produce a Statement of Income and Expenditure to be presented twice yearly before a meeting of the Committee.

29. WINDING UP

- a) In the event that the Association is wound up, the Commissioner must approve any distribution of surplus property of the association, after payment of debts and liabilities which includes money, before it is dispersed. The money and/or assets must be distributed to other non-profit organisations with similar objectives and rules that prohibit the distribution of funds to members. The surplus property cannot be distributed to members of the association.
- b) If any surplus assets including property were provided by a government department or public authority (i.e. grant funding), then the remaining portion must be returned to that agency.
- c) Once approved by the Commissioner, the surplus property is to be distributed in accordance with the special resolution passed by the members of the incorporated association.