



MIDLAND INFORMATION
DEBT & LEGAL ADVOCACY SERVICE INC.

CONSTITUTION



www.midlas.org.au

1. NAME

The Name of the association hereby constituted is the Midland Information Debt & Legal Advocacy Service Incorporated.

2. DEFINITIONS

In this Constitution unless there is something in the subject or context inconsistent therewith.

"Member" means a financial member of the Midland Information Debt and Legal Advocacy Service (Inc).

"The Committee" means a Committee member of management of the Midland Information Debt & Legal Advocacy Service Inc.

"The Act" means the Association Incorporation Act 1987. Any term not defined herein or the meaning of which is not clear from the subject or context shall take the meaning implied by or defined in the Associations Incorporation Act 1987.

"Coverage Area" means the North East Metropolitan Region of Perth, surrounding suburbs and other areas (based on geographical or non geographical criteria) as agreed from time to time by the committee.

"Special Resolution" has the meaning given by section 24 of the Act (as amended or replaced).

3. OBJECTS

The objects of the Midland Information, Debt and Legal Advocacy Service Inc are;

3.1 The direct relief of poverty, suffering, disability, destitution, distress, misfortune, or helplessness of individuals within the Coverage Area by:

- (a) Providing a free counselling, advice, support and information service;
- (b) Providing financial counselling advice and assistance to both individuals and families on management of debt and other financial commitments;
- (c) Providing negotiation, representation and advocacy services for clients with legal problems;
- (d) Promoting empowerment in management of financial and legal circumstances and providing ongoing support to clients and the community through this process;
- (e) Developing and maintaining a body of knowledge and expertise relevant for the purpose of carrying out these objects; and
- (f) Ensuring that the service is accessible and non discriminatory.

3.2 In support of the objects set out under clause 3.1, to advocate for legal and social changes which redress injustices and inequalities in the law and society.

3.3 In support of the objects set out under clause 3.1, to provide and undertake legal education strategies which enable individuals and the community to develop an understanding of the legal system and the law.

3 A. Property and Income

The property and income of the association shall be applied solely towards the promotion of the objects or purposes of the association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the association, except in good faith in the promotion of those objects or purposes.

4. POWERS

4.1 The committee shall have the following powers;

- a) To raise funds for any of the objects of the service
- b) To canvass for support and to take any steps considered necessary or desirable by way of publicity or otherwise to promote or further the objects or activities of the Service.
- c) To employ staff to carry out the objects of the Service.
- d) Generally to do all or any of such acts or things incidental or conducive to the attainment of the above objects or any of them as principals, agents or otherwise or by or through agents or otherwise.

5. MEMBERSHIP

5.1 Membership shall be open to all persons or organisations who support the objects of the Association, pay the annual subscription, and are approved by the Committee.

5.2 There shall be individual membership and organisational membership.

5.3 All members shall have one vote.

5.4 An organisational member may nominate a person to be its representative who may stand for election to the Committee.

5.5 Appointments to the Committee of Management are personal and may not be substituted by the organisational member.

5.6 Any one nominee of an organisational member may vote at a general meeting.

5.7 A person or organisation wishing to apply for membership shall complete and sign an application form provided by the Secretary and deliver it to the Secretary. As soon as practicable after receipt of the application, the Secretary shall refer the application to the Committee which shall determine whether to approve or reject the application.

5.8 Upon an application being approved by the Committee, the Secretary shall with as little delay as possible, notify the person that he is approved for membership of the association and request payment of the sum payable under these rules as the entrance fee and the first year's annual subscription. Upon payment of the fees, the person is a member.

5.9 The Secretary shall, upon payment of the amounts referred to in sub – clause (8) enter the applicants name in the register of members.

5.10 A right, privilege, or obligation of a person by reason of his membership of the association:

5.10.1 Is not capable of being transferred or transmitted to another person;

5.10.2 Terminates upon the cessation of his membership whether by death or resignation or otherwise.

6. REGISTER OF MEMBERS

6.1 The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members.

7. ENTRANCE FEE AND ANNUAL SUBSCRIPTION

7.1 The entrance fee and annual subscription shall be prescribed from time to time by the Management Committee.

7.2 The Committee may waive the whole or part of the entrance fee and/or annual subscription.

7.3 Members shall pay the annual subscription on or before the first day of July each year. Any member not having so paid shall receive reminder and shall cease to be a member of the subscription is not paid by the following first day of September.

8. THE COMMITTEE OF MANGEMENT

8.1 The policies and guidelines for the operation of the Service shall be formulated from time to time by the Committee.

8.2 The Committee shall consist of at least five members and no more than ten, including:

The Chairperson, Vice – Chairperson, Treasurer and Secretary.

8.3 The Chairperson or Vice – Chairperson shall chair all meetings of the committee or in the absence of the Chairperson or Vice – Chairperson, the Committee members present shall elect an interim chairperson.

8.4 The Committee shall have power to co-opt any member or members of the service to assist it in the execution of its duties.

8.5 The Committee shall meet at least four times each year.

8.6 The management of the Service under the policies established by the Committee may be delegated to Sub – Committee.

8.7 Any four members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee. Each Committee member shall have one vote and if there is an equality of votes, the person chairing that meeting may have a second or casting vote.

8.8 If after 15 minutes delay, there is no quorum at Committee meeting, the Committee may deal with the business on the circulated agenda but decisions will not be binding unless ratified by a later Committee meeting. In the event that quorum is not achieved for three consecutive meetings, a special general meeting shall be called.

8.9 Any employee may be a member of the association but shall not be a member of the Committee. An employee shall be entitled to attend Committee meetings except where matters relating to the employee's are being considered.

8.10 Any member is entitled to attend a Committee meeting but only Committee members are entitled to vote at the meeting.

8.11 A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member-

(a) dies;

(b) resigns by notice in writing delivered to the Chairperson or, if the Committee member is the Chairperson, to the Vice-Chairperson and that resignation is accepted by resolution of the Committee;

(c) is convicted of an offence under the Act;

(d) is permanently incapacitated by mental or physical ill- health;

(e) is absent for more than –

(i) 3 consecutive Committee meetings; or

(ii) 3 Committee meetings in the same financial year without tendering an apology to the person presiding at each of those Committee meetings;

of which meetings the member received notice, and the Committee has resolved to declare the office vacant;

(f) ceases to be a member of the association; or

(g) is the subject of a resolution passed by a general meeting of members terminating his or her appointment as a Committee member.

9. ELECTION OF MEMBERS OF THE COMMITTEE

At the annual General Meeting all members of the Committee shall retire but shall be eligible for re – election.

10. VACANCIES OF THE COMMITTEE

In the event of a vacancy on the Committee or casual vacancy within the meaning of rule 8.11, the Committee shall have power to co-opt any member of the Service to fill such vacancy until the next Election.

11. SUBCOMMITTEES

The Committee may from time to time appoint from among members such subcommittees as they may deem necessary or expedient and may depute or refer to them such of the powers and duties of the committee as the Committee may determine. Such subcommittees shall periodically report their proceedings to the Committee and shall conduct their proceedings to the Committee and shall conduct their business in accordance with the directions of the Committee.

12. ANNUAL GENERAL MEETING

12.1 The Annual General Meeting of the Service shall be held in accordance with the Act each year upon a date and at a time and place to be finalised by the committee for the following purposes:

12.2 To receive from the Chairperson an annual report.

12.3 To receive from the Treasurer audited financial statements for the preceding financial year.

12.4 To elect a Chairperson, Vice – Chairperson, Treasurer, Secretary and ordinary committee members.

12.5 To appoint auditors for the ensuing year.

12.6 To deal with any special business for which notice has been given.

13. SPECIAL RESOLUTIONS

Any members desirous of moving any special resolution at the Annual General Meeting shall give notice in writing to the Secretary not less than three weeks before the date of such meeting. A copy of the notice of special resolution shall be sent to members fourteen days at least before the Annual General Meeting.

14. SPECIAL GENERAL MEETING

The committee may and shall at any time for any specified purpose call a Special General Meeting upon the requisition in writing of any three members stating the purpose for which the meeting is required.

15. NOTICE OF ANNUAL OR SPECIAL GENERAL MEETING

15.1 Fourteen days at least before the Annual General Meeting or any Special General Meeting, written notice of such meeting and of the business to be transacted shall be sent to every member and no business other than that of which notice has been given shall be brought forward at such meeting.

15.2 A proxy form is to be sent with the notice of an Annual General Meeting or Special General Meeting.

16. CHAIR AND VOTING

16.1 At all annual or Special General Meetings of the Service the Chairperson presiding, and in his or her absence a member elected by the meeting shall take the Chair. Every member present entitled to vote shall have one vote upon every motion and in the case of equality of votes the Chairperson shall have a second or casting vote. A member may nominate another member to vote on his or her behalf by proxy which has been given to the Secretary 24 hours before the meeting and signed by the member.

16.2 A member may only carry one other member's proxy at an Annual or Special General Meeting.

17. QUORUM

The Quorum at all annual or Special General Meetings shall be seven excluding proxies not represented by a natural person.

18. FINANCIAL YEAR

The financial year of the Service shall end on 30 June in each year to which day the accounts of the Service shall be balanced.

19. POWER TO VARY CONSTITUTION

This Constitution may be added to, repealed, or amended by special resolution at any Annual General Meeting or Special General Meeting.

Each such variation of the Constitution shall take effect if and only if the Commissioner for Corporate Affairs has been first advised of it.

20. REVISION OF POLICY

The Committee may from time to time make, repeal, amend such policies (not inconsistent with this constitution) as they shall think expedient for the internal management and well-being of the Service. All such policies shall be binding upon the members until repealed by the Committee or set aside in a resolution of a general meeting of the Service.

21. FINANCE

Subscriptions, funds raised by the activities of the Service and gifts made to the Service shall be paid into bank account or bank accounts, in order to facilitate the objects of the Service. Cheques shall be approved by the Treasurer and signed by any two of at least four members nominated by the Committee.

22. EXPULSION OF A MEMBER FOR MISCONDUCT

To expel a member from the Service, notice shall be sent to the committee acquainting them with the circumstances that give rise to such notice. The Secretary shall then communicate with such member (so that the member may have the opportunity of explaining or withdrawing from the Service) and shall call a meeting of the Committee which is empowered to decide the question. If a two – thirds majority of the members of the committee present vote for the member's expulsion, the member shall be expelled.

The member about whom the complaint made shall have the opportunity to be present at the Committee meeting to explain their conduct. Any member so expelled shall have the right to appeal to a Special General Meeting of the Service called for the purpose in accordance with this Constitution and shall include in the application the grounds for the appeal.

23. MEMBERS TO RECEIVE COPIES OF CONSTITUTION

A copy of the Constitution and such amendments as may from time to time be made shall be provided to any member forthwith upon application to the Secretary.

24. INSPECTION OF BOOKS AND DOCUMENTS

Upon giving notice in writing to the Secretary any member will be entitled within a reasonable time to inspect the books and documents of the service, with the exception of confidential client records.

25. MAINTENANCE AND CUSTODY OF BOOKS AND DOCUMENTS

25.1 The Secretary of the Service shall have the responsibility of keeping the documents of the Service in safe custody and maintaining the minutes of the committee.

25.2 The Treasurer of the Service shall have the responsibility of maintaining and preparing the books of account and financial records and keeping the books of the Service in safe custody.

26. COMMON SEAL

(a) The Common Seal of the Service engraved with the name of the association shall be kept in the custody of the Secretary, or such other person as the Committee from time to time decides and shall only be affixed to any deed, instrument, or other document pursuant to a resolution of the Committee.

(b) The Secretary or delegated staff member shall keep a record of all documents to which the Common Seal is affixed and such record shall be presented at the next Committee meeting when an addition has been made.

27. AUDIT

The Auditor (or Auditors) appointed shall examine the books at least once each financial year of the Service and shall certify as to the correctness of the balance sheet, profit and loss account, and accompanying accounts and schedules to be submitted to the Annual General Meeting.

28. DISSOLUTION

28.1 If the Association is wound up or if the endorsement of the Association as a deductible gift recipient is revoked and any of the assets set out in rule 28.2 remain after satisfaction of the Association's debts and liabilities, the assets must not be paid to or distributed amongst the members, or former members, but shall be given or transferred to another association incorporated under the Act or another entity for charitable purposes (provided that the association or entity has similar objects and is approved by the Commissioner of Taxation as a public benevolent institution to which income tax deductible gifts can be made) and which association or entity shall be determined by resolution of the members.

28.2 The assets referred to in rule 28.1 are:

- (a) gifts of money or property for the principal purpose of the Association;
- (b) contributions made in relation to an eligible fundraising event held for the principal purpose of the Association, and
- (c) money received by the Association because of such gifts and contributions.

28.3 If upon the winding up of the Association there remains after satisfaction of all its debts and liabilities any property in addition to that covered by rule 28.1, the same must not be paid to or distributed amongst the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act or another entity for charitable purposes (provided that the association or entity has similar objects and is approved by the Commissioner of Taxation as a public benevolent institution to which income tax deductible gifts can be made) If the Association is wound up or if the endorsement of the Association as a deductible gift recipient is revoked and any of the assets set out in rule 28.2 remain after satisfaction of the Association's debts and liabilities, the assets must not be paid to or distributed amongst the members, or former members, but shall be given or transferred to another association incorporated under the Act or another entity for charitable purposes (provided that the association or entity has similar objects and is approved by the Commissioner of Taxation as a public benevolent institution to which income tax deductible gifts can be made) and which association or entity shall be determined by resolution of the members.

