

Ship for World Youth Australia

Constitution

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1 PART 1 – PRELIMINARY

1.1 Preamble

Ship for World Youth Australia (SWY Australia) is the alumni association for Australian past participants of the Ship for World Youth Program. It is an autonomous and independent organisation developed by its members and works in consultation with the International Youth Exchange Organization of Japan (IYEO), the Embassy of Japan in Australia and the Government of Australia. Our organisation is driven by the talents, vitality and enthusiasm of our members and works to exceed the expectations outlined in this charter.

SWY Australia is a contemporary and exciting organisation involved in a range of initiatives and projects. We always strive to engage the community with our activities and endeavour to forge long-term, mutually beneficial partnerships via our domestic and international projects. SWY Australia supports the objectives of the SWY program and seeks to foster the spirit of international cooperation and greater cultural understanding.

Our organisation commenced in 1995, now over 40 additional SWY Alumni Associations have been established around the world. SWY Australia management is overseen by an annually elected Executive Committee comprising: a President; Vice-President Communications; Vice-President Projects, Treasurer and Secretary

1.2 Title

- (a). This document is a constitution setting out the parameters of operation for Ship for World Youth Australia.
- (b). This document should be referred to as the “SWY Australia Constitution”.

1.3 Definitions

In these rules, a definition applies except so far as the contrary intention appears (see Legislation Act, s155).

- (a). **financial year** means the year ending on 30 June.
- (b). **member** means a member, however described, of the association.
- (c). **Executive Committee** means the governing committee of SWY Australia who’s membership consists of the President, two Vice-Presidents, Treasurer and Secretary.
- (d). **executive committee member** means a member of the executive committee who is not an office-bearer of the association as mentioned in section 3.1 (b).
- (e). **secretary** means the person holding office under these rules as secretary of the association or, if no such person holds that office, the public officer of the association.
- (f). **the Act** means the Associations Incorporation Act 1991.
- (g). **the regulation** means the Associations Incorporation Regulation 1991.
- (h). **IYEO** means the International Youth Exchange Organisation of Japan.

- (i). **SWY** means the Ship for World Youth.
- (j). **SWY Australia** means Ship for World Youth Australia.
- (k). **Ex-PY** means past participant of the SWY program.

2 SWY AUSTRALIA OBJECTIVES

- (a). Creation of strategic alliances with external organisations within the Australian community.
- (b). Foster Alumni member development through excellence in project creation and delivery.
- (c). Act as a nexus for Australian Alumni members.
- (d). Creation of strong partnerships among all SWY and IYEO alumni entities.
- (e). Position SWY Australia as premier world-class youth organisation.
- (f). Promotion and facilitation of ongoing communication and interaction between past participants of the SWY Program.
- (g). Promotion and facilitation of ongoing communication and interaction between its members and past participants of the SWY Program worldwide.
- (h). Promotion of the Ship for World Youth Program within Australia.
- (i). Assistance for the selection and preparation of delegations representing Australia in the SWY Program.
- (j). Representation of Australia at international Ship for World Youth events.

3 ORGANISATIONAL STRUCTURE

- (a). SWY Australia is an autonomous and independent organisation developed by its members. SWY Australia works in consultation with IYEO and Japanese Embassy in Australia.
- (b). SWY Australia is committed to reflecting and accommodating the diversity and size of its membership.

3.1 Executive Committee

- (a). Responsibility for the operations of SWY Australia lies with an Executive Committee directly elected by members.
- (b). The Executive Committee comprises a President, two Vice-Presidents, Treasurer and Secretary.
- (c). The Executive Committee acts in the best in the interest of its members and the organisation's future members.
- (d). It is the duty of the Executive Committee to:

- i) Ensure that the functions of SWY Australia are performed efficiently and with the maximum benefit to the members.
- ii) Maintain the independence and integrity of SWY Australia
- iii) Ensure all representations of SWY Australia amongst all official stakeholder is always appropriately professional.

3.2 Removal of Executive Committee:

Where members are extremely unhappy with the activities of an executive committee, that committee may be removed from office by a general vote of members.

- a) The President must call for a vote of confidence in the committee when they receive a request in writing from no less than 50% of members, as defined in section 4.1.
- b) All members are to be notified of the vote, which is to be conducted as per the procedures set out for an amendment to the constitution in section 9.1.

3.3 Removal of Executive Committee Representative:

Where members are dissatisfied with the activities of an executive committee member, that committee member may be removed from office by a general vote of members.

- a) The President (or one of the two Vice-Presidents, in the case that the President is the subject of the claim) must call for a vote of confidence in the committee member when they receive a request in writing from no less than 50% of members, as defined in section 4.1.
- b) All members are to be notified of the vote, which is to be conducted as per the procedures set out for an amendment to the constitution in section 9.1.

3.4 Powers of Executive

The Executive Committee, subject to the Act, the regulation, these rules, and to any resolution passed by the association in general meeting—

- (a). controls and manages the affairs of SWY Australia; and
- (b). may exercise all functions that may be exercised by SWY Australia other than those functions that are required by these rules to be exercised by SWY Australia in general meeting; and
- (c). has power to perform all acts and do all things that appear to the Executive Committee to be necessary or desirable for the proper management of the affairs of SWY Australia.
- (d). If there is a vacancy in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed holds office, subject to these rules, until the conclusion of the next annual general meeting after the date of the appointment.

3.5 Secretary

- (a). The secretary of SWY Australia must, as soon as practicable after being appointed as secretary, notify the association of their address if different to that of the general SWY Australia mailing address.
- (b). The secretary must keep minutes of—
 - i) all elections and appointments of office-bearers and Executive Committee members; and
 - ii) the names of members of the Executive Committee present at a committee meeting or a general meeting; and
 - iii) all proceedings at committee meetings and general meetings.
- (c). Minutes of proceedings at a meeting must be signed by the person presiding at the meeting or by the person presiding at the next succeeding meeting.

3.6 Treasurer

- (a). The treasurer of the association must—
 - i) collect and receive all amounts owing to the association and
 - ii) make all payments authorised by the association; and
 - iii) keep correct accounts and books showing the financial affairs of the association with full details of all receipts and expenditure connected with the activities of the association.

3.7 Vacancies

- (a). For these rules, a vacancy in the office of a member of the committee happens if the member—
 - i) dies; or
 - ii) ceases to be a member of the association; or
 - iii) resigns the office; or
 - iv) is removed from office under section 3.3 (Removal of Executive Committee members); or
 - v) becomes bankrupt or personally insolvent; or
 - vi) suffers from mental or physical incapacity; or
 - vii) is disqualified from office under the Act, section 63 (1); or
 - viii) is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.
- (b). Vacancies are to be filled as per section 3.4(d)

3.8 Executive Committee meetings and quorum

- (a). The Executive Committee must meet at least 3 times in each calendar year at the place and time that the Executive Committee may decide.
- (b). Additional meetings of the Executive Committee may be called by any member of the committee.
- (c). Oral or written notice of a meeting of the Executive Committee must be given by the secretary to each member of the Executive Committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the Executive Committee) before the time appointed for the holding of the meeting.
- (d). Notice of a meeting given under subsection (c) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the Executive Committee members present at the meeting unanimously agree to treat as urgent business.
- (e). Any 3 members of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee.
- (f). No business may be transacted by the Executive Committee unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week.
- (g). If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (h). At meetings of the Executive Committee the president or, in the absence of the president, one of the vice president in rotation presides.

3.9 Voting and decisions

- (a). Questions arising at a meeting of the Executive Committee or of any subcommittee appointed by the Executive Committee are decided by a majority of the votes of members of the Executive Committee or subcommittee present at the meeting.
- (b). Each member present at a meeting of the Executive Committee or of any subcommittee appointed by the Executive Committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

4 MEMBERSHIP

4.1 Right to Membership

- (a). All former participants in SWY have the right to membership of SWY Australia, including: Advisers, National Leaders, Participating Youths and Administration Staff.
- (a). Participants need not have completed the entire program in order to satisfy the requirements of section 4.1(a).

4.2 Membership Fee

- (a). SWY Australia reserves the right to charge an annual membership fee.
- (b). Membership fees will be determined by the Executive Committee and reviewed on an annual basis.

4.3 Revoke SWY Australia Membership

- (a). SWY Australia membership will be revoked immediately and permanently for any person following official suspension, cancellation or dismissal from participation in any IYEO program.
- (b). SWY Australia membership will be revoked immediately and permanently for any SWY Australia member proven to be a participant in any criminal acts.
- (c). Where members are dissatisfied with the activities of a particular member as they relate to SWY Australia, that member may have their membership reviewed via written request to the Executive Committee.
 - i) The President (or one of the two vice-presidents, in the case that the President is the subject of the claim) must call for a vote of confidence in the member when they receive independent requests in writing from more than 25% of members, as defined in section 4.1.
 - ii) All members are to be notified of the outcome (either maintain or revoke membership), which is to be conducted as per the procedures set out for an amendment to the constitution in section 9.1.
 - iii) A resolution of the Executive Committee under subsection (c) is of no effect unless the Executive Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under subsection (c)ii), confirms the resolution in accordance with this section.
- (d). If the committee passes a resolution under subsection (c), the secretary must, as soon as practicable, serve a written notice on the member—
 - i) setting out the resolution of the committee and the grounds on which it is based; and

- ii) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
- iii) stating the date, place and time of that meeting; and
- iv) informing the member that the member may do either or both of the following:
 - (1) attend and speak at that meeting;
 - (2) submit to the Executive Committee at or before the date of that meeting written representations relating to the resolution.
- (e). Subject to the Act, section 50, at a meeting of the Executive Committee mentioned in subsection (d), the committee must—
 - i) give to the member mentioned in subsection (c) an opportunity to make oral representations; and
 - ii) give due consideration to any written representations submitted to the committee by that member at or before the meeting; and
 - iii) by resolution decide whether to confirm or to revoke the resolution of the Executive Committee made under subsection (c).
- (f). If the committee confirms a resolution under subsection (d), the secretary must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under section 10.
- (g). A resolution confirmed by the committee under subsection (d) does not take effect—
 - i) until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
 - ii) if within that period, the member exercises the right of appeal—unless and until the association confirms the resolution in accordance with section 4.4.
- (h). Should a membership be revoked, any membership monies are to be forfeited to the SWY Australia organisation without any further claim.

4.4 Right of appeal of disciplined member

- (a). A member may appeal to the association in general meeting against a resolution of the committee that is confirmed under section 4.3(e)(iii), within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (b). On receipt of a notice under subsection (a), the secretary must notify the committee which must call a general meeting of the association to be held within 21 days after the date when the secretary received the notice or as soon as possible after that date.
- (c). Subject to the Act, section 50, at a general meeting of the association called under subsection (b)—

- i) no business other than the question of the appeal may be transacted; and
 - ii) the committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
 - iii) the members present must vote by secret ballot on the question of whether the resolution made under section 4.3 (e)(iii) should be confirmed or revoked.
- (d). If the meeting passes a special resolution in favour of the confirmation of the resolution made under section 4.3 (e)(iii), that resolution is confirmed.

4.5 Special Members

- (a). Non-Australian former participants who are in Australia are eligible to become special members.
- (b). The Executive Committee may invite non-past participants of the SWY program to be members of the association that will serve the interests of SWY Australia
- (c). Special members can have all the same membership rights as ordinary members, subject to section 4.
- (d). Special members cannot be nominated to serve on the Executive Committee nor to represent SWY Australia at international events.

4.6 Membership entitlements not transferable

A right, privilege or obligation that a person has because of being a member of the association—

- (a). cannot be transferred or transmitted to another person; and
- (b). terminates on cessation of the person's membership.

5 ELECTIONS

5.1 Eligibility to Vote

- (a). Eligibility to vote in SWY Australia elections is extended to all members, including Special members who have paid any appropriate membership fee.

5.2 Eligibility to Nominate

- (a). Eligibility to nominate for positions on the Executive Committee is extended to all members, subject to section 4.1, but excluding special members, subject to section 4.5.
- (b). If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations may be received at the annual general meeting.

- (c). If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be vacancies.
- (d). If the number of nominations received is equal to the number of vacancies to be filled, the people nominated are taken to be elected.
- (e). If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.
- (f). A person is not eligible to simultaneously hold more than 1 position on the committee.

5.3 Nomination requirements

- (a). Prospective candidates are to provide a Statement of Candidacy to the Returning Officer which addresses; why they wish to be on the Executive Committee, SWY batch year, previous SWY-related activities, and other information to help voters determine candidates' suitability for the Committee. Statements are to be no more than 400 words.

5.4 Timing of Elections

- (a). Executive Committee elections must be held on an annual basis, within the month of April.
- (b). In the event of need for alterations to the election timetable, a request must be made in writing to all members and agreed upon by majority vote.
- (c). Any written request for timetable modification made to members must outline specific and justifiable reasons for change to enable fair consideration.

5.5 Conduct of Elections

- (a). The President is responsible for the conduct of elections.
- (b). Where possible, electronic voting is preferred to traditional paper based voting.

5.6 Nominating for the Returning Officer

- (a). Nominations for the role of Returning Officer are to be sent electronically to the President.
- (b). Nominations for Returning Officer should express such interest in writing to the President. The Executive Committee will consider such expressions and appoint a Returning Officer. If no suitable expressions of interest are received, the Executive Committee must appoint a Returning Officer.
- (c). Nominations will only be received from members subject to section 4.1.
- (a). Responsibilities of the Returning Officer:
 - i) Receive ballots (either paper or by email) from members.
 - ii) Strictly enforce voting deadlines and confidentiality requirements of elections.

(b). Requirements of Returning Officer:

- i) Member of SWY Australia.
- ii) Understand the objectives of SWY Australia.
- iii) Respect just voting standards of practice.
- iv) Is not a candidate, and holds no bias towards or against any candidate.

6 GENERAL MEETINGS

6.1 Annual general meetings—holding of

- (a). With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year and within 5 months after the end of each financial year of the association, call an annual general meeting of its members.
- (b). The association must hold its first annual general meeting—
 - i) within 18 months after its incorporation under the Act; and
 - ii) within 5 months after the end of the first financial year of the association.
- (b). Subsections (a) and (b) have effect subject to the powers of the registrar-general under the Act, section 120 in relation to extensions of time.

6.2 Annual general meetings—calling of and business at

- (a). The annual general meeting of the association must, subject to the Act, be called on the date and at the place and time that the Executive Committee considers appropriate.
- (b). In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is—
 - i) to confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
 - ii) to receive from the Executive Committee reports on the activities of the association during the last financial year; and
 - iii) to receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, section 73 (1).
- (c). An annual general meeting must be specified as such in the notice calling it in accordance with section 6.4 (Notice).
- (d). An annual general meeting must be conducted in accordance with the provisions of this part.

6.3 General meetings—calling of

- (a). The Executive Committee may, whenever it considers appropriate, call a general meeting of the association.
- (b). The Executive Committee must, on the requisition in writing of not less than 5% of the total number of members, call a general meeting of the association.
- (c). A requisition of members for a general meeting—
 - i) must state the purpose or purposes of the meeting; and
 - ii) must be signed by the members making the requisition; and
 - iii) must be lodged with the secretary; and
 - iv) may consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.
- (d). If the Executive Committee fails to call a general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the secretary, any 1 or more of the members who made the requisition may call a general meeting to be held not later than 3 months after that date.
- (e). A general meeting called by a member or members mentioned in subsection (d) must be called as nearly as is practicable in the same way as general meetings are called by the Executive Committee and any member who thereby incurs expense is entitled to be reimbursed by the association for any reasonable expense so incurred.

6.4 Notice

- (a). Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, send by email to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (b). If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, send notice to each member in the way provided in subsection (a) specifying, in addition to the matter required under that subsection, the intention to propose the resolution as a special resolution.
- (c). No business other than that specified in the notice calling a general meeting may be transacted at the meeting except, for an annual general meeting, business that may be transacted under section 6.2(b).
- (d). A member desiring to bring any business before a general meeting may give written notice of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

6.5 General meetings—procedure and quorum

- (a). No item of business may be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (b). Five members present in person (who are entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (c). If within 30 minutes after the appointed time for the start of a general meeting a quorum is not present, the meeting if called on the requisition of members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (d). If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the members present (being not less than 3) constitute a quorum.

6.6 Presiding member

- (a). The president, or in the absence of the president, the one of the vice-presidents on a rotating basis, presides at each general meeting of the association.
- (b). If the president and the vice-presidents are absent from a general meeting, the members present must elect 1 of their number to preside at the meeting.

6.7 Adjournment

- (a). The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b). If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (c). Except as provided in subsections (a) and (b), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

6.8 Making of decisions

- (a). A question arising at a general meeting of the association is to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is

demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

- (b). At a general meeting of the association, a poll may be demanded by the person presiding or by not less than 3 members present in person or by proxy at the meeting.
- (c). If the poll is demanded at a general meeting, the poll must be taken—
 - i) immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or
 - ii) in any other case—in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

6.9 Voting

- (a). Subject to subsection (c), on any question arising at a general meeting of the association a member has 1 vote only.
- (b). All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (c). If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.
- (d). A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable for the then current year.

6.10 Appointment of proxies

- (a). Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting for which the proxy is appointed.
- (b). The notice appointing the proxy must be in the form set out in Appendix 2

7 REPORTING

7.1 Meeting Reporting

- (a). Minutes of Executive Committee meetings are to be made available to all members.
- (b). The President of the Alumni is responsible for the preparation of the Annual Report.
 - i) The Annual Report must contain details of the activities of the association during the preceding twelve months.

- ii) The Annual Report must contain a financial report, detailing the revenue and expenditures of the association for the previous twelve months.
- iii) The outgoing President on behalf of the Executive Committee is required to prepare the Annual Report and submit to the Secretary no more than 14 days before the Annual General Meeting which is to be made available to all members.

7.2 Guidelines for reporting:

- (a). The Treasurer shall maintain an accurate up-to-date record, and a historical record of transactions detailing SWY Australia's financial situation.
- (b). The Treasurer shall report to the Executive Committee at meetings, general or otherwise, or whenever requested, the balance of the SWY Australia bank account.
- (c). Treasurer shall produce a detailed financial report to the SWY Australia members at the end of each Executive Committee term.
- (d). The Annual Financial Report should be available electronically on request by members.

7.3 Custody of books

Subject to the Act, the regulation and these rules, the secretary must keep in his or her custody or under his or her control all records, books, and other documents relating to the association.

7.4 Inspection of books

The records, books and other documents of the association must be open to inspection at a place in the ACT, free of charge, by a member of the association at any reasonable hour

8 FINANCES

8.1 Guidelines for expenditure of money

- (a). Guidelines for expenditure of SWY Australia money:
 - i) Expenditure should be kept to a minimum.
 - ii) Only expenditure directly undertaken for the promotion and/or administration of SWY Australia and is in support of SWY Australia activities or the SWY program, or an IYEO invitation is appropriate.
 - iii) Members of SWY Australia should seek reimbursement from the Treasurer for any expenses and provide receipts.
 - iv) Any reimbursements to the Executive or Members are to first be approved by the Treasurer. Any reimbursement to the Treasurer, is to be approved by the President.

- (b). Expenses over \$250 must be approved by the entire Executive Committee.
- (c). All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members of the committee or employees authorised to do so by the committee.

8.2 Guidelines for receipt of money:

- (a). SWY Australia shall maintain a bank account for all financial transactions.
- (b). All financial or in-kind gifts received by any SWY Australia member must be immediately declared in writing to the Executive Committee.
- (c). All financial gifts, sponsorship, grant funds, support funds, training fees and other such related monies are to be deposited in the official SWY Australia bank account only, no secondary, personal or executive member is to receive monies personally.
- (d). Where the Executive Committee agrees by majority that any gift received by a SWY Australia member is not acceptable a written warning is to be given. All monies or in-kind materials are then to be returned or surrendered to SWY Australia.

8.3 Source of Funds

- (a). The funds of the association must be derived from annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting and subject to the Act, section 114, any other sources that the committee decides.
- (b). All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (c). The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

8.4 Members' liabilities

- (a). The liability of a member to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount (if any) unpaid by the member in relation to membership of the association as required by section 4.2.

9 CONSTITUTION

9.1 Changes to Charter

Changes to this constitution shall be approved only by a vote of the membership.

- (a). Proposed changes are to be circulated to all members in writing in advance of the vote.

- (b). A period of no less than two weeks is to separate the distribution of ballot (whether paper or electronic) and the closing of polls.
- (c). Proposed changes are to be phrased such that a “yes” or “no” answer is required on the ballot.
- (d). A change is to be carried when 50% plus one vote of the formal ballots are “yes”.
- (e). Where a change is not carried, the status quo remains.
- (f). Given a negative result (by vote), the authors of proposed changes to the constitution must wait a minimum of three months before another vote called. Due consideration is to be given to the feedback of members.
- (g). Given a positive result (by vote), the current Executive Committee is required to update all sources of the constitution:
 - i) to re-distribute the document to all members with notification of the most current changes.
 - ii) Advise the relevant regulation bodies which SWY Australia reports too.

10 MISCELLANEOUS

10.1 Common seal

- (a). The common seal of the association must be kept in the custody of the secretary.
- (b). The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

Appendix 2

(see section 6.10 (b))

Form of appointment of proxy

I,

.....
(full name)

of

.....
(address)

a member of

.....
(name of incorporated association)

appoint

.....
(full name of proxy)

of

.....
(address)

a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or other 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 (delete as appropriate) the resolution (insert details).

.....
(Signature of member appointing proxy)

(*To be inserted if desired.)

Date

Note A proxy vote may not be given to a person who is not a member of the association.