FeNCAA

Federation of Nepalese Community Associations of Australia

CONSTITUTION
of
FEDERATION OF NEPALESE COMMUNITY ASSOCIATIONS OF AUSTRALIA
(FeNCAA)

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PART I: PRELIMINARY

1.1 Recitals

The Federation of Nepalese Community Associations of Australia (FeNCAA) is an association duly incorporated under the Association Incorporation Act 1991 of the Australian Capital Territory. It is an apolitical, non-profit, non-discriminatory and non-religious organisation constituted by the Nepalese community associations working in the welfare of the Nepalese in Australia. It is a voluntary organisation devoted fully to the welfare, goodwill and wellbeing of the Nepalese community in Australia. As requested by member associations, FeNCAA will provide a common platform for discussions on common topics of interests, collaborate, share resources for community programs and provide a strong community voice in lobbying Australian Governments for support and assistance for the welfare of the Nepalese community in Australia in the fields of education, health, social welfare and community development.

1.2 Name

The name of the Association is the FEDERATION OF NEPALESE COMMUNITY ASSOCIATIONS OF AUSTRALIA INCORPORATED (hereinafter referred to as the "FeNCAA").

1.3 Definition

In the rule expect so far as the contrary intention appears following definitions applies:

Assistant General Secretary means Assistant General Secretary of FeNCAA.
Assistant Treasurer means Assistant Treasurer of FeNCAA.
Assistant Spokesperson means Assistant Spokesperson of FeNCAA.
Association means FeNCAA.
Act means the Associations Incorporation Act 1991 and its successors.
Committee means the Executive Committee of FeNCAA.
Executive Members means members of the Committee.
FeNCAA means Federation of Nepalese Community Associations of Australia Incorporated.
Financial year means the year ending 30 June.
Fund means funds of FeNCAA.
General Meeting means a general meeting of members convened as per FeNCAA Constitution.
General Secretary means General Secretary of FeNCAA.
Legal Advisor means Legal Advisor of FeNCAA.
Member Association means a member association (organisation) of FeNCAA.
Member means a representative of member association (organisation) of FeNCAA.
President means President of FeNCAA.
Public Officer means Public Officer of FeNCAA.
Regulations means regulations under the Act.
Rule means this constitution of FeNCAA.
Spokesperson means Spokesperson of FeNCAA.
State Coordinator Association means a member association of FeNCAA that has been given responsibility by FeNCAA as per a set of criteria to coordinate FeNCAA activities in a State/Territory.

State Director means State Director of FeNCAA.
Treasurer means Treasurer of FeNCAA.
Vice-president means Vice-president of FeNCAA.

1.4 Objectives

The main objectives of FeNCAA are as follows:

1) To provide a common platform for community organisations to discuss common topics of interests, collaborate, share resources for community programs.
2) To represent the different and diverse community organisations with Nepalese heritage and linkage existed throughout Australian States and Territories as a central and unique body at the national level.
3) To advocate and lobby for issues, agendas, concerns and grievances of Nepalese communities in Australia at all three levels of government in Australia– Federal Government, State Government and Local Government–as mandated by member organisations.
4) To participate and contribute in social, economic, political and cultural life within the mosaic of multicultural Australia by celebrating and promoting unique Nepalese heritage, culture, identity and professionalism.

1.5 Functions and Powers

Solely for advancing the objective set out above and not otherwise, FeNCAA has the following functions and powers:

1) On request from member organisations, facilitate inter-organisational meetings and workshops to form a collaborative approach and operationalising inter-organisational community programs.
2) Act as a single contact point of the Nepalese community organisations for the Australian Federal Governments and other stakeholders on political, social, economic and welfare issues pertaining to the Nepalese community and their associations;
3) As requested and/or approved by member organisations, participate and contribute to the Australian Federal Governments and other stakeholders for enhancement of multiculturalism in Australia with due emphasis on the development of the culture and languages of the Nepalese community in Australia;
4) On request from member organisations, conduct meetings, workshops, seminars, conferences, forum and collect information on important issues, including Australian government policies and programs, affecting the welfare of the Nepalese community in Australia.
5) When representing member organisations to Australian Federal Government and other stakeholders, the dealing must be made transparent by directly engaging requesting member organisations at each level of communication, consultation, meeting with the Australian Federal Government and other stakeholders.
6) As approved by member organisations, represent the consensus views of the Nepalese community to the Australian Federal Government and other stake holders for their policy decisions and programme formulations;
7) Facilitate a close partnership amongst community organisations in Australia for mutual benefits and promotion of good will, social harmony, information sharing

and multiculturalism promotion in Australia and support them to meet their objectives and goals;

8) Promote and participate in programs organised by the community association(s) in each state.
9) Table member organisations' each official request at the FeNCAA meetings for consideration/action and take appropriate action as approved by the Executive Committee.
10) Establish such facilities and to do all such other lawful activities as are incidental or conducive to the attainment of the purposes of FeNCAA.
11) Publish and disseminate information for the promotion of any of the objective of FeNCAA by means of print, audio, audio visual, electronic or other media.
12) Take such steps by personal or written appeals, public meetings, or otherwise, as may from time to time be deemed expedient for the purpose of securing contributions to the funds in the shape of donations, fees, sponsorships, grants or otherwise.
13) To obtain from any Government agencies and/or other authorities any rights, privileges and concessions which FeNCAA may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions.
14) Appoint, employ, remove or suspend such staff and other persons as may be necessary or convenient for the purposes of FeNCAA.
15) Do all such other lawful things as are incidental or conducive to the attainment of the objectives of and the exercise of the powers of FeNCAA provided that any such purposes and powers are not construed so that they are contrary to any provision of the Act.
16) Nominate one State Coordinator Association in each of the eight States and Territories of Australia.

1.6 Non-Profit Clause

FeNCAA shall not indulge in any profit making activities. The assets and income of the organisation shall solely be used for the delivery of its objectives, and no portion of its income shall be distributed directly or indirectly to the members of the organisation except for genuine expenses of the services rendered by the organisation and the expenses incurred on behalf of the organisation. The organisation shall not carry out any profit oriented activities excepting donations campaigns for raising fund for its activities and services.

1.7 Application of Social Justice Principles

FeNCAA shall apply the principles of Social Justice, Access and Equity to all its policies, programs, services and activities.

PART II: MEMBERSHIP

2.1 Membership

1) Nepalese community associations (organisations), not individuals, shall be the members of FeNCAA.
2) Community associations, which are established to serve the people of Nepalese origin in Australia, shall be considered as Nepalese community associations.
3) There is no limitation on the total number of Nepalese community associations from any State or Territory of Australia to become a member of FeNCAA. The membership is open to all Nepalese community associations that meet the following criteria:
    i. Associations seeking membership of FeNCAA must be legally registered as an apolitical, not-for-profit, non-discriminatory community associations with one of the relevant government authorities in Australia, including State Fair Trading, Australian Securities and Investments Commission (ASIC) and Australian Charities and Not-for-profits Commission (ACNC).
    ii. Associations must not have any affiliation with any political parties, politically affiliated associations operating in Australia or overseas.
    iii. Association must have been in full operation for at least last one year.
    iv. Associations must have regular elections of its office bearers as per their constitutions or rules.
    v. Association must have operated community based programs either in Australia or Nepal for at least last one year.
    vi. For the membership to be concurrent, associations must have paid their membership fee to FeNCAA before the expiry of the due date.
4) The membership shall remain valid for two financial years.
5) A member association shall nominate a person as their representative to act on its behalf at FeNCAA.
6) Associations taking membership of FeNCAA shall be called Member Associations, whereas their representatives shall be called Members.
7) A member association can change its representative anytime with a valid reason that is acceptable to the FeNCAA Executive Committee.
8) The nominated representative shall take part in all business of FeNCAA such as: general meetings, election etc.

2.2 Nomination for membership

a. Nomination for membership shall be made in writing using the valid application form by the authorised person of an association along with member association's meeting minutes of such decision and applicable fees to the General Secretary of FeNCAA.
b. The General Secretary shall present the application to the Committee for consideration in the next regular meeting of the Committee.
c. The approval of membership shall be decided by the FeNCAA Executive Committee on the basis of the membership criteria.

2.3 Membership entitlements not transferable

Membership entitlement and any privilege, obligations and rights of members are not transferrable to another person or association.

2.4 Cessation of membership

A member association ceases to be a member association of FeNCAA if:

- It is deregistered by the relevant government authorities in Australia,
- It resigns from the membership,
- Its membership is cancelled by the FeNCAA Executive Committee in breach of any clauses of its own constitution or the constitution of FeNCAA or violating any of its objectives or the objectives of FeNCAA, and
- It fails to renew membership.

2.5 Resignation of membership

A member association can resign from the membership by giving a written notice of not less than one month to the Executive Committee through the Secretary.

2.6 Fees and Subscription

Membership fee and application form shall be decided by the Committee and subject to change based on need basis.

2.7 Members' liabilities

The liability of a member association 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 association in relation to membership of the association.

2.8 Disciplining of members

1) If the Committee is of the opinion that the representative of a member association
   i. has persistently refused or neglect to comply with provisions of these rules and
   ii. has persistently and wilfully acted in a manner prejudicial to the interests of the association;

   the Committee may, by resolution, issue a warning notice to the representative or expel the representative from FeNCAA; or suspend the representative from the rights and privileges of membership of FeNCAA that the Committee may decide for a specified period.
2) If the Committee is of the opinion that a member association
   i. has persistently refused or neglect to comply with provisions of these rules and
   ii. has persistently and wilfully acted in a manner prejudicial to the interests of the association;

   the Committee may, by resolution, issue a warning notice to the member association or expel the member association from FeNCAA; or suspend it from the rights and privileges of membership of FeNCAA that the committee may decide for a specified period.
3) Member and/or member association shall be provided adequate opportunity to defend themselves before deciding on a disciplinary action.
4) If a member association notifies FeNCAA that it is withdrawing the nomination of its representative to FeNCAA, the withdrawal of the representative takes effect from the date FeNCAA receives such notification. The withdrawn representative will no longer be entitled to participate in FeNCAA business. The member association must

notify the EC of such decision in writing in association's letterhead along with the association's meeting minutes of such decision. The member association must send a replacement within 21 days of such withdrawal.

2.9 Right of appeal of disciplined member or member association

1) A member or member association may appeal to FeNCAA in a Special General Meeting against a resolution of the Committee that on any disciplinary action within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
2) On receipt of an appeal from a member or member association under subsection (1) above, the Committee must call a Special General Meeting of the association to decide on the question of the appeal.
3) The committee and the member or member association must be given the opportunity to make representations in relation to the appeal orally or in writing, or both.
4) The members present at the Special General Meeting must vote on the question of whether the disciplinary should be confirmed or revoked.
5) The resolution of the Special General Meeting shall be final.

PART III: COMMITTEE

3.1 Structure

The structure of FeNCAA shall comprise of an Executive Committee (hereafter called EC), State Coordinator Associations (one association in each of the eight States and Territories of Australia) (hereafter called SCA), member associations, members and an Advisory Committee (hereafter called AC).

3.2 Executive Committee

1) Executive Committee shall be the executive of FeNCAA and it shall be accountable to FeNCAA.
2) EC shall work to achieve the objectives of FeNCAA.
3) The positions of the EC shall be held by the representatives of member associations only. Each member association, which holds the key positions, shall nominate a person to fulfil the EC responsibility for the duration of the term. The representatives of member associations shall be called "Member" and shall contest for the EC positions.
4) EC shall have the following seventeen positions:
    1) President
    2) Vice-President
    3) General Secretary
    4) Treasurer
    5) Spokesperson
    6) Assistant General Secretary
    7) Assistant Treasurer
    8) Assistant Spokesperson
    9) State Directors x 8 (One from each States and Territories)
    10) Public Officer (Nominated by the EC)

5) To promote gender equality, FeNCAA will encourage women's maximum representation in the EC and other subcommittees and advisory council.
6) Based on the policy of inclusiveness and to avoid the unnecessary politicisation of FeNCAA, the first eight the EC positions shall be filled by a rotation system among the States and Territories. The first Annual General Meeting of FeNCAA will decide the sequence of rotation of the States and Territories by consensus. If consensus could not be reached, the sequence shall be decided by members' vote.
7) Once the first eight EC positions are assigned to States and Territories under the rotation system, expression of interest shall be invited from members (that is, the representatives of member associations) of a State/Territory to fill the assigned positions for that State/Territory. If more than one member is interested in a position within a State/Territory, a voting shall be held, and all the FeNCAA members from all eight States and Territories are eligible to vote for the first eight EC positions.
8) Representative of each State Coordinator Associations shall be the State Director in the EC.
9) The EC members shall nominate a Public Officer.
10) Tenure of the EC shall be two years. A new EC shall be formed at or before the AGM of FeNCAA in each two years.

11) An individual shall not serve as President of FeNCAA for more than two terms.

3.3 State Coordinator Association

1) In every two years, the AGM of FeNCAA shall nominate one Nepalese community association as the State Coordinator Association in each of the eight States and Territories to coordinate and facilitate FeNCAA activities in their respective State/Territory, implying that the tenure of State Coordinator Associations shall be two years, same as the FeNCAA Executive Committee.
2) The nomination of State Coordinator Associations shall be based on its significant contribution to the Nepalese community as well as in the development of FeNCAA.
3) If more than one association is interested in the nomination of State Coordinator Association within a State/Territory, a voting shall be held and all FeNCAA members from all eight States and Territories are eligible to vote for the SCA positions.
4) The State Coordinator Associations through its representatives (State Directors) will have the same voting rights as a member association of FeNCAA.

3.4 Powers, Duties, and Responsibilities of the Executive Committee

a. Executive Committee shall:
    1) Create and maintain a forum for member associations to discuss the topics of common interests, community achievements and challenges;
    2) Identify issues of concern to the Nepalese community of Australia and facilitate discussion and collaboration and form a common position on those issues;
    3) Develop policies, strategies and programs in accordance with the objectives of FeNCAA;
    4) Submit the Nepalese community's position to member associations and concerned government agencies as FeNCAA's responses to the issues.
    5) Manage businesses of FeNCAA;
    6) Prepare and present operational and financial reports at AGMs;
    7) Administer funds of FeNCAA;
    8) Receive and approve membership applications from Nepalese community associations;
    9) Recommend individuals for filling the positions of Advisory Committees;
    10) Bring to the knowledge of the Governments and the general public the contribution of Nepalese to the Australian economy, enrichment of Australian way of life etc.;
    11) Organise and hold AGMs, SGMs and other important national level meetings of FeNCAA as per this constitution;
    12) Organise and hold annual national conferences at least once every two years, at which all member associations and the Nepalese community of Australia will be invited to participate; and
    13) Assist in obtaining funds, grants and other revenues for FeNCAA and its member associations. When assisting a requesting member association, the member association will remain the sole beneficiary of the funds, grants or other support it receives from donating associations.
b. Executive Committee shall not:

1) Sell or otherwise dispose of assets of FeNCAA (with a value exceeding $ 5,000 Australian Dollars) unless approved by the majority of members in a AGM or SGM; and
2) Commit FeNCAA to any financial liability exceeding $20,000 Australia Dollars in total or 10 percent of the net assets of FeNCAA (whichever is higher) as per the audited accounts of the preceding year, at any one time, without the prior approval of the general membership, obtained in a properly constituted meeting of FeNCAA convened for that purpose.

3.5 Duties of Office Bearers

a. President shall:

1) be responsible for the welfare and dignity of FeNCAA, the maintenance of harmony among its members and the strict observance of the rules, regulations and procedures herein contained;
2) preside at all meetings of FeNCAA;
3) have the right to delegate the Chair for all or part of any meeting;
4) be the spokesperson for FeNCAA on important issues influencing the wellbeing of the Nepalese community;
5) promote FeNCAA to associations who are not members of FeNCAA; and
6) liaise with all member associations; and
7) in the case of incapacity, absence, resignation or promotion of the President, the EC members shall nominate a representative from the State/Territory of the President as the new President for the remainder of the presidency term by consensus or vote.

b. Vice President shall:

1) assist and represent the President in fulfilling his/her duties;
2) assume the aforementioned duties and responsibilities when the president is not present in Australia, as notified by the president of absence or on the resignation of the President;
3) carry any other duties and responsibilities as may be determined by the President or EC; and
4) in the case of incapacity, absence, resignation or promotion of the Vice President, the EC members shall nominate a representative from the State/Territory of the Vice President as the new Vice President for the remainder of the vice presidency term by consensus or vote.

c. General Secretary shall:

1) issue notices and circulate information on behalf of FeNCAA;
2) maintain Minutes of all meetings of the EC, including Annual General Meetings and Special General Meetings;
3) Record the names of members present and apologies in such Minutes;
4) ensure that such Minutes are signed by the Chairperson and all other attendees at the Meeting at which the proceedings were held or by the Chairperson of the succeeding meeting;
5) ensure that agenda and related documents of a meeting are duly issued prior to the meeting;

6) manage the election records, election proceedings and results submitted by FeNCAA Election Commission;
7) manage the nomination procedure and names and contact details of the chairpersons and members of Advisory Committee;
8) carry out other tasks delegated by the President or EC; and
9) in the case of incapacity, absence or resignation of the General Secretary, the EC members shall nominate a representative from the State/Territory of the General Secretary as the new General Secretary for the remainder of the General Secretary term by consensus or vote.

d. Treasurer shall:

1) ensure that all money due to FeNCAA is collected and received;
2) ensure that all payments authorised by FeNCAA are made;
3) be responsible for ensuring that correct books and accounts are kept showing the financial details of all receipts and expenditure connected with the activities of FeNCAA;
4) ensure that financial statements and balance sheets, duly audited, are presented to members, prior to the Annual General Meeting; and
5) carry out any other tasks delegated by the President or EC; and
6) in the case of incapacity, absence or resignation of the Treasurer, the EC members shall nominate a representative from the State/Territory of the Treasurer as the new Treasurer for the remainder of the Treasurer term by consensus or vote.

g. Spokesperson shall:

1) be responsible for FeNCAA's media releases approved by the President;
2) post media releases and other information on FeNCAA's website, Facebook and other social networks;
3) manage and publish FeNCAA's newsletter on quarterly basis;
4) maintain a good relationship with journalists and media publishers for smooth publication of FeNCAA's news and articles;
5) consult on behalf of Post the summary of all proceedings on the Society's webpage (portal) within ten working days of the completion of meetings or such other events; and
6) carry out any other media related tasks delegated by the President or EC; and
7) in the case of incapacity, absence or resignation of the Spokesperson, the EC members shall nominate a representative from the State/Territory of the Spokesperson as the new Spokesperson for the remainder of the Spokesperson term by consensus or vote.

e. Assistant General Secretary shall:

1) assist the General Secretary in fulfilling his/her duties;
2) carry out any other tasks delegated by the President or EC; and
3) in the case of incapacity, absence or resignation of the Assistant General Secretary, the EC members shall nominate a representative from the State/Territory of the Assistant General Secretary as the new Assistant General

Secretary for the remainder of the Assistant General Secretary term by consensus or vote.

f. Assistant Treasurer shall:

1) assist the General Secretary in fulfilling his/her duties;
2) carry out any other tasks delegated by the President or EC; and
3) in the case of incapacity, absence or resignation of the Assistant Treasurer, the EC members shall nominate a representative from the State/Territory of the Assistant Treasurer as the new Assistant Treasurer for the remainder of the Assistant Treasurer term by consensus or vote.

g. Assistant Spokesperson shall:

1) assist the Spokesperson in fulfilling his/her duties;
2) carry out any other tasks delegated by the President or EC; and
in the case of incapacity, absence or resignation of the Assistant Spokesperson, the EC members shall nominate a representative from the State/Territory of the Assistant Spokesperson as the new Assistant Spokesperson for the remainder of the Assistant Spokesperson term by consensus or vote.

h. Public Officer shall:

1) become the official of FeNCAA on whom notice is required to be served in the legal sense;
2) notify his or her appointment, change of address, amendment to rules and the passing of special resolutions to the concerned regulatory agency;
3) carry out any other tasks delegated by the President or EC;
4) in the case of incapacity, absence or resignation of the Public Officer, the EC members shall nominate a representative from the State/Territory of the Public Officer as the new Public Officer for the remainder of the term of Public Officer by consensus or vote.

3.6 Meeting of FeNCAA Executive Committee

a. Executive Committee shall meet at least once every two months or when necessary either face to face and/or via teleconferencing or video conferencing.
b. The President shall chair the EC meetings. In the absence of President, Vice-president shall chair the EC meetings. If both president and vice-president are absent, an executive member is chosen to chair the meeting.
c. The General Secretary in consultation with the President shall decide the time, date and venue of the meetings and circulate the notice of meetings to all EC members at least 14 days prior to meeting date. In case of urgency as deemed by the President, General Secretary and some other office bearers, a meeting of the EC shall be called in a short notice.
d. The quorum at such meetings shall be 30 percent of the members.
e. Resolutions shall be carried by a simple majority of votes. The Chairperson shall have a casting vote as distinct from his/her ordinary vote, in case of tied vote.
f. The chairperson may carry the voting by a show of hands or sound or any other appropriate method including secret ballot.

g. Any EC member who fails to attend three consecutive meetings without a valid reason shall be disqualified from participation in the EC.

3.7 Advisory Committee

To fulfil the objectives of FeNCAA, the EC may choose to form an advisory committee consisting of at least 8 (eight) members representing each of the eight States and Territories. Members of Advisory Committee (AC) shall be chosen from member associations.

a. AC shall advice the EC on issues that directly or indirectly affect the wellbeing of the members of the Nepalese community in Australia.
b. AC shall consist at least one legal expert as FeNCAA Legal Advisor.
c. The FeNCAA Executive Committee shall nominate one of the members of the AC as the chairperson of the AC to facilitate advisory committee tasks.
d. The tenure of the AC is in line with the tenure of the EC. The advisory Committee is automatically dissolved when the EC is dissolved.
e. AC shall meet either face to face or via teleconferencing or video conferencing on an as-needed basis.
f. AC shall present their advice to the EC in writing as well as by personally presenting at a meeting of the EC as required by the EC.

3.8 Duties of Advisory Committee Members

a. Chairperson shall:
    1) preside at all meetings of the advisory committee;
    2) have the right to delegate the Chair for all or part of any meeting to one of the other members of the committee; and
    3) lead the committee to advice upon request of the EC on issues that are considered to be important for the Nepalese community of Australia.

b. Members shall:
    1) assist the Chairperson of the AC for smooth functioning of the committees;
    2) act as Chairperson upon request by the Chairperson of the AC; and
    3) fully involved in the discussion and preparation of advice upon the request of the EC on issues that are considered to be important for the Nepalese community of Australia.

c. Legal Advisor**:**
    1) be responsible for all legal matters relating to the work of FeNCAA;
    2) advise the EC of any legal implication of decisions taken by the EC; and
    3) carry out any other tasks delegated by the President or EC.

3.9 Sub-Committees

a. EC may from time to time and consistent with the aims and objectives of FeNCAA establish and maintain sub-committees as are appropriate for the effective conduct.
b. The provisions relating to the establishment, conduct and functions of such subcommittees shall be as follows:
    1) A sub-committee may be established for a period not exceeding the remaining tenure of the EC for the purpose of fulfilling specified purposes.

2) The number of members in such sub-committee shall be determined by the EC considering the purpose the sub-committee intends to fulfil which is within the objectives of FeNCAA.
3) Any such sub-committee shall have the power to co-opt members in consultation with the EC.
4) EC shall nominate the coordinators of such sub-committees.
5) The role, duties and conduct of sub-committees shall be vested in FeNCAA.

PART IV: GENERAL MEETINGS

4.1 Annual General Meeting

1. An Annual General Meeting of members shall be held in each calendar year during the period of the FeNCAA annual forum at such time and place as the EC may find suitable.
2. The Annual General Meeting shall be specified as such in the notice convening it.
3. The Annual General Meetings shall consider the following businesses:

Ordinary Business of the Annual General Meeting shall be:

a) to confirm the minutes of the last preceding Annual General Meeting and of any general meeting held since that meeting;
b) to receive, from the Committee, reports on the transactions of FeNCAA during the last preceding financial year;
c) to elect the new executive committee of FeNCAA in the biennial election coinciding with the meeting; and
d) to form and undertake policy directions and program, projects or activities for overall development of the Association in the biennial basis in nonelection year in a form of conference.

Special Business may be transacted any special business of which notice is given in accordance with these Rules or the Act.

General Business may be allowed by the Chair in the Chair's absolute and final discretion.

4.2 Election of the Executive Committee

1. The election of a new executive committee shall be held in every two years by appointing independent election officials by the Executive Committee.
2. Voting rights – a member association that has maintained FeNCAA membership for at least two years, except at the establishment of FeNCAA in which case, the associations, who become a member prior to the first AGM of FeNCAA, will be entitled to a vote.
3. The position of office bearers (President, Vice President, General Secretary, Treasurer, Spokesperson, Assistant General Secretary, Assistant Treasurer, Assistant Spokesperson and State Directors) shall be held only by the representative of member associations.
4. State Directors – Each nominated State Coordinator Associations shall nominate one representative as State Director of FeNCAA.

4.3 Special General Meetings

All general meetings other than the Annual General Meeting shall be called Special General Meetings. The Committee from time to time may convene a special general meeting to provide an opportunity to discuss and resolve issues of concerns.

a. Requisition of Members

The Committee shall on requisition of not less than twenty five percent (25%) of the current members having right to vote at general meeting at the date of the delivery of

the requisition to the Secretary forthwith proceed to convene an special general meeting. In the case of such requisition the following provisions shall have effect:

b. The requisition must state the objects of the meeting and the matters to be dealt with. It must be signed by the members and delivered to the Secretary. Such a special meeting shall only deal with the subjects and matters set out on the requisition or subjects and matters directly connected with those subjects and matters.
c. If the Committee does not cause a Special General Meeting to be held within six (6) weeks from the date of delivery of the requisition, the members submitting the requisition may themselves convene the meeting within another Six (6) weeks.

4.4 Notice of General Meetings

a. Notice to Members
The Secretary of the Association, at least 14 days before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting. Notice may be sent:
    i by prepaid post to the address appearing in the register of members; or
    ii any electronic transmission like fax, email etc.
b. **Accidental Omission** to give notice to a member of a general meeting or the non-receipt of the notice by any member shall not invalidate the proceedings at such meeting.
c. **Other General Business:** A member desiring to bring any business before a general meeting may give notice of that business in writing to the Secretary, who shall forward that business for general meeting.

4.5 Proceedings at Meetings

a. Quorum
The quorum for a general meeting is twenty five percent (25%) of the members having right to vote at general meeting present in person but in the case of the special general meeting held by the members submitting requisition the quorum should be fifty percent (50%) of the members having right to vote present in person.
b. Lack of Quorum
    i. If within 30 minutes from the time appointed for the meeting a quorum is not present the meeting if convened upon the requisition of members shall be dissolved. In any other case the meeting shall adjourned such other day, time and place as the Committee may appoint by one (1) week notice to the members.
    ii. The committee may decide to continue the general meetings and resolve the businesses. In this case the chair through Secretary should forward the motions of the meeting to all registered members via stamp paid mail or other electronic mail and provide the members an opportunity to object within two (2) weeks. If more than fifty percent (50%) objection received then the motion of the general meeting will be held lost and disqualified.

c. Chair at General and Special Meetings
The President shall be entitled to take the chair at every general and special meetings. If the President is not present within 15 minutes after the time appointed for holding such meeting or is unwilling to act, then the Vice-President will chair

the meeting. If Vice President is absent or unwilling to act, then the oldest member of the EC or an Eligible Member of the General Meeting, as the meeting shall determine, shall act as Chair.

i. **Chair's Ruling:** At any general meeting a declaration by the Chair that a resolution has been; 1) carried or 2) carried unanimously or 3) carried by a particular majority or 4) lost; shall be accepted unless more than five members call for a recount in which case the members present shall divide and be recounted.

ii. **Chair may Adjourn General Meetings:** The Chair of a general meeting may, with the consent of the meeting and, in the case of a deadlock on any question or motion without the consent of the meeting, adjourn the meeting from time to time and place to place. No business shall be concluded at an adjourned general meeting other than the business already resolved before the adjournment took place.

iii. **Notice of Adjourned General Meeting:** Subject to above Clause, if a general meeting is adjourned for fourteen (14) days or more, a notice of the adjourned general meeting must be given by the Secretary as in the case of the original general meeting.

d. Voting on Motion

All votes shall be given personally by the members eligible to vote in general meetings. Any agenda, issues, concerns, questions or motions shall be opened or discussion for reasonable time as considered by the chair and then shall be decided on by voting. The Chair may consider either by sound "ayes" or show of hands or casting vote as method of voting.

e. Minutes of General Meetings

Minutes of all resolutions and proceedings at general meetings shall be made and kept by the Secretary. Any such Minute shall be signed by the Chair of the meeting to which it relates or by the Chair of the next succeeding meeting and if purporting to be so signed shall be receivable as prima fade evidence of the facts therein stated.

f. PROXIES

A member may vote in person or by proxy in annual general meetings and special general meetings. A proxy must be another representative of the member organization appointed by the current representative of the association following a due process. The original written copy of the proxy should be lodged with the Executive Committee through General Secretary prior to any exercising of such proxy.

PART V: MISCELLANEOUS

5.1 Funds and Accounts

a. FeNCAA's source of funds shall be:
   i. Joining fees and subscriptions levied on member organizations as determined from time to time by the EC;
   ii. Donations, endowments, subsidies, grants and other such sources as may be determined from time to time by the EC; and
   iii. Any funding/grants obtained from Commonwealth and State Governments of Australia and other appropriate funding bodies/organizations.

b. All moneys received by FeNCAA shall be deposited promptly to the credit of FeNCAA's bank account. Receipts for moneys received shall also be issued promptly.

c. All accounts shall be presented to the EC and full details of all accounts paid shall be entered in the Minute Book.

d. All payments made by FeNCAA in excess of $500 (Five hundred dollars) shall be paid by cheque.

e. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the EC one of whom shall be the Treasurer.

f. All funds obtained by FeNCAA on behalf of a member associations, which has requested FeNCAA assistance in obtaining such funds, must be passed on to the requesting member association in full.

5.2 Auditor

a. The Auditor or the Auditors shall be appointed by FeNCAA at an AGM.

b. In the case of a casual vacancy of the Auditor or the Auditors, the EC shall have the power to fill the vacancy until the next AGM.

c. Audits shall be conducted at least once in every two financial years.

d. An auditor shall not be an office bearer or closely related to an office bearer of FeNCAA;

e. An auditor shall be independent of the person dealing with the daily accounting and financial transactions of FeNCAA;

f. Notice of intention to nominate an auditor to replace the current auditor shall be given to the General Secretary at least twenty-one (21) days before the Annual General Meeting.

g. The General Secretary shall send a copy of the nomination to the current auditor at least seven (7) days before the Annual General Meeting. The current auditor shall be entitled to attend the

5.3 Insurance

FeNCAA shall at all times maintain reasonable insurance cover in respect of

(i) Public Liability;
(ii) Workers Compensation; and
(iii) Any other risk deemed appropriate by Executive Committee.

5.4 Financial Year

FeNCAA Financial Year commence on 1st of July and ends 30th of June.

5.5 Headquarter and Incorporation

Since the main objective of FeNCAA is to liaise, lobby and negotiate with the Australian Federal Government, federal parliamentarians and other federal organisations, its administrative headquarter shall be located in the national capital city of Australia.

5.6 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.

5.7 Custody of Records

Except otherwise provided in these Rules and the Act; all books, documents and securities of FeNCAA shall be kept in the custody and control of the General Secretary. The General Secretary shall readily make available all these records to the EC and its members if asked to do so.

5.8 By-Laws

a. The Committee may from time to time make, alter and repeal by-laws, not inconsistent with the Act or these Rules, for the proper conduct and management of FeNCAA and in particular, but without limitation, for:
   i. the management and control of the business activities, conferences, premises and publications of FeNCAA;
   ii. the conduct of and the privileges enjoyed by members; and
   iii. any other matter not required to be dealt with pursuant to these Rules by the members in general meeting.

b. Any by-laws made under these Rules shall come into force and have full authority of a by-law of FeNCAA upon the expiration of fourteen clear days after being posted to members for notification.

c. Any by-law may be set aside by a majority vote of the members in general meeting.

5.9 Winding Up or Cancellation

a. Distribution of Income and Property
   i. The income and property of FeNCAA shall be used and applied solely in promotion of its purposes and the exercise of its function and powers as set out in these Rules
   ii. Subject to the Act no income or property of FeNCAA is to be distributed, paid or transferred directly or indirectly as a dividend, bonus or profit to any member.
   iii. Nothing in these Rules prevents the payment in good faith to members, officers, members of the Committee or servants of FeNCAA in respect of:
      - monies advanced by them to FeNCAA;
      - monies owing to them by FeNCAA; and
      - remuneration in return for services rendered or goods supplied to FeNCAA.

b. Disposition of Surplus Assets

In the case of winding up or cancellation in accordance with the Act, any property remaining after payment of all debts and liabilities must not be paid to or distributed amongst the members. The remaining properties must be given or transferred to a fund, authority or institution having purposes similar to the purposes of FeNCAA and which prohibits the distribution of its income and property to its members. The fund, authority or institution to receive the remaining properties is to be determined in accordance with a special resolution.