



**Foster Care**  
Association WA

**Constitution**  
**of the Foster Care**  
**Association of**  
**Western Australia (Inc.)**

Amended November 18, 2018

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## **1. NAME OF THE ASSOCIATION**

The name of the Association shall be the FOSTER CARE ASSOCIATION OF WESTERN AUSTRALIA (INC.) (in these rules called “the Association”).

## **2. INTERPRETATION**

In this Constitution and Rules, unless the contrary intention appears:

- 2.1. “Association” refers to the FOSTER CARE ASSOCIATION OF WESTERN AUSTRALIA (INC.).
- 2.2. The ‘Act’ refers to the Associations Incorporation Act (2015).
- 2.3. “Board” means the Board elected pursuant to this Constitution.
- 2.4. “Annual General Meeting” means the meeting required by this Constitution to be held once in each calendar year within the period of time set down by the Act.
- 2.5. “Financial year” means the period commencing on the first day of July in each year, and ending on the thirtieth day of June in the following year.
- 2.6. “Member” means any person as defined in Section 6.
- 2.7. “Office” means the registered office of the Association where such be registered, or shall mean the place where the business of the Association shall be carried out.
- 2.8. “Ordinary Meeting” means any meeting called by the Board other than the Annual Meeting.
- 2.9. “Special Meeting” means any meeting convened on the requisition of the members as provided by the Constitution.
- 2.10. Singular includes the plural and masculine, the feminine and vice versa.
- 2.11. The Board has the sole right of determining the interpretation of the Constitution and any by-laws and their decision shall be binding on all members.

## **3. THE OBJECTIVES OF THE ASSOCIATION**

- 3.1. Provide ongoing professional support and advocacy to foster families throughout WA.

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- 3.2. Provide Networking and learning opportunities for all foster families.
- 3.3. Provide relevant cultural support to all foster families
- 3.4. To grow, strengthen and maintain relationships with all foster families and key stakeholders.
- 3.5. To provide a collective voice on behalf of foster families.
- 3.6. To promote a public awareness of fostering in WA.

#### **4. THE POWERS OF THE ASSOCIATION**

The Association has power to do all such things that are legal, necessary, incidental or conducive to the attainment of the objectives of the Association as provided in the Act.

#### **5. THE NON-PROFIT MAKING PURPOSE OF THE ASSOCIATION**

The income and property of the Association shall be applied solely towards the promotion of the objectives of the Association.

#### **6. QUALIFICATIONS FOR MEMBERSHIP**

6.1. The Association shall comprise of ordinary members and honorary Life Members.

6.2. An ordinary member shall be:

6.2.1. A person not less than 18 years of age who is a foster carer currently approved and registered to foster with the Western Australian State Government Agency conferred with the statutory authorisation to oversee foster care in this State or currently approved and registered to foster with a recognised private agency;

or,

6.2.2. Any other person who has a demonstrated personal or professional interest in Foster Care, and holds;

a. a current WWC, and

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b. National Police Clearance and, who's membership is approved by the Board. Members approved under this paragraph cannot exceed more that 25% of entire membership.

6.3. The Board may at any annual or general meeting, grant honorary life membership to any person whose services to foster care are deemed to be outstanding by the Association.

## **7. THE PROCEDURE TO BECOME A MEMBER**

7.1. A person who wishes to become an ordinary member of the Association shall apply to the Board in writing and shall accompany the application with the annual subscription fee.

7.2. The Board will consider each application and where it rejects an application shall state its reasons in writing.

7.3. A notice issued pursuant to paragraph 7.2 shall be sent to the applicant by registered mail.

7.4. The applicant may within one month of receiving a notice of rejection lodge with the Chairperson a notice of intention to appeal against the decision.

7.5. The Chairperson shall within three months from the date of receipt of the Notice of Appeal convene a general meeting at a suitable time as determined by the Board for the purpose of determining the appeal.

7.6. The applicant will present his/her case in writing no less than seven days before this meeting followed by an oral submission at the meeting referred to in Rule 7.5

7.7. The submission by the applicant will be limited;

a. Written submission to be no more than 200 pages in total

b. Oral submission to be no more that 45 minutes in total

7.8. The appeal shall be determined by the vote of the majority of the Board present at the meeting.

7.9. The Board may refund the annual subscription fee of any person whose application has been rejected by the Board or whose appeal is unsuccessful.

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7.10. All members are entitled to have access to a copy of the Constitution of the Association. A hard copy must be provided if requested by a member

## **8. TERMINATION OF MEMBERSHIP**

8.1. A member may resign from the Association by giving notice in writing to the Board. A letter addressed to the Association or any Board member and delivered by post or otherwise to the Association shall be sufficient notice.

8.2. A resignation shall take effect at the date on which the Chairperson receives the notice unless a later date is specified in the notice.

8.3. Any member that resigns from the Association during the financial year of the Association will not be entitled to any pro rata refund of membership fees for that year.

## **9. THE PROCEDURE FOR EXPULSION, SUSPENSION, DISCIPLINARY OR GRIEVANCE MATTER**

9.1. Suspension or expulsion

9.1.1. The Board may decide to suspend a member's membership or to expel a member from the Association if —

- a. the member is convicted of an indictable offence; or
- b. the member contravenes any of the rules of the Constitution; or
- c. the member conducts him/herself in manner considered by the Board to be injurious or prejudicial or detrimental to the objectives of the Association.

9.1.2. The Board must give the member written notice of the proposed suspension or expulsion at least 28 days before the Board meeting at which the proposal is to be considered by the Board except where the member contravenes Rule 9.1(1)(a) where suspension or expulsion is immediate.

9.1.3. The notice given to the member must state —

- a. when and where the Board meeting is to be held; and

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- b. the grounds on which the proposed suspension or expulsion is based; and
  - c. that the member, or the member's representative, may attend the meeting and will be given an opportunity to make written or oral (or both written and oral) submissions to the Board in accordance with rule 7.6(2), about the proposed suspension or expulsion.
- 9.1.4. At the Board meeting, the Board must —
- a. give the member, or the member's representative, an opportunity to make written or oral (or both written and oral) submissions to the Board, in accordance with rule 7.6(2), about the proposed suspension or expulsion; and
  - b. give due consideration to any submissions so made; and
  - a. decide —
    - i. whether or not to suspend the member's membership and, if the decision is to suspend the membership, the period of suspension; or
    - ii. whether or not to expel the member from the Association.
- 9.1.5. A decision of the Board to suspend the member's membership or to expel the member from the Association takes immediate effect.
- 9.1.6. The Board must give the member 7 days after the Board meeting at which the decision is made.
- 9.1.7. A member whose membership is suspended or who is expelled from the Association may, within 14 days after receiving notice of the Board's decision under subrule (6), give written notice to the Board requesting the appointment of a mediator under rule 9.8.
- 9.1.8. If notice is given under subrule (7), the member who gives the notice and the Board are the parties to the mediation.
- 9.2. Consequences of suspension
- 9.2.1. During the period a member's membership is suspended, the member
- a. loses any rights (including voting rights) arising as a result of membership; and

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- b. is not entitled to a refund, rebate, relief or credit for membership fees paid, or payable, to the Association.
- 9.2.2. When a member's membership is suspended, the Board must ensure the record in the register of members reflect —
  - a. that the member's membership is suspended; and
  - b. the date on which the suspension takes effect; and
  - c. the period of the suspension.
- 9.2.3. When the period of the suspension ends, the Board must ensure the record in the register of members reflect that the member's membership is no longer suspended.
- 9.3. Terms for resolving disputes:
  - 9.3.1. *grievance procedure* means the procedures set out in this rule.
  - 9.3.2. *party to a dispute* includes a person –
    - a. who is a party to the dispute; and
    - b. who ceases to be a member within 6 months before the dispute has come to the attention of each party to the dispute.
- 9.4. Dispute application:
  - 9.4.1. The procedure (the grievance procedure) applies to disputes —
    - a. between members; or
    - b. between one or more members and the Association.
  - 9.4.2. The parties to a dispute must attempt to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party.
- 9.5. How grievance procedure is started
  - 9.5.1. If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 9.4(2), any party to the dispute may start the grievance procedure by giving written notice to the Board of —
    - a. the parties to the dispute; and
    - b. the matters that are the subject of the dispute.
  - 9.5.2. Within 28 days after the Board is given the notice, a Board meeting must be convened to consider and determine the dispute.

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9.5.3. The Board must give each party to the dispute written notice of the Board meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.

9.5.4. The notice given to each party to the dispute must state —

- a. when and where the Board meeting is to be held; and
- b. that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written or oral (or both written and oral) submissions to the Board about the dispute.

9.5.5. If —

- a. the dispute is between one or more members and the Association; and
- b. any party to the dispute gives written notice to the Board stating that the party —
  - i. does not agree to the dispute being determined by the Board; and
  - ii. requests the appointment of a mediator under rule 9.8,the Board must not determine the dispute.

## 9.6. Determination of dispute by the Board

9.6.1. At the Board meeting at which a dispute is to be considered and determined, the Board must —

- a. give each party to the dispute, or the party's representative, a reasonable opportunity to make written or oral (or both written and oral) submissions to the Board about the dispute; and
- b. give due consideration to any submissions so made; and
- c. determine the dispute.

9.6.2. The Board must give each party to the dispute written notice of the Board's determination, and the reasons for the determination, within 7 days after the Board meeting at which the determination is made.

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9.6.3. A party to the dispute may, within 14 days after receiving notice of the Board's determination under subrule (1)(c), give written notice to the Board requesting the appointment of a mediator under rule 9.8.

9.6.4. If notice is given under subrule (3), each party to the dispute is a party to the mediation.

#### 9.7. Mediation Application

9.7.1. This applies if written notice has been given to the Board requesting the appointment of a mediator —

- a. by a member under rule 9.1(7); or
- b. by a party to a dispute under rule 9.5(5)(b)(ii) or 9.6(3).

9.7.2. If this Division applies, a mediator must be chosen or appointed under rule 9.8.

#### 9.8. Appointment of mediator

9.8.1. The mediator must be a person chosen —

- a. if the appointment of a mediator was requested by a member under rule 9.1(7) — by agreement between the Member and the Board; or
- b. if the appointment of a mediator was requested by a party to a dispute under rule 9.5(5)(b)(ii) or 9.6(3) — by agreement between the parties to the dispute.

9.8.2. If there is no agreement for the purposes of subrule (1)(a) or (b), then, subject to subrules (3) and (4), the Board must appoint the mediator.

9.8.3. The person appointed as mediator by the Board must be a person who acts as a mediator for another not-for-profit body, such as a community legal centre, if the appointment of a mediator was requested by:

- a. a member under rule 9.1(7); or
- b. a party to a dispute under rule 9.5(5)(b)(ii); or
- c. a party to a dispute under rule 9.6(3) and the dispute is between one or more members and the Association.

9.8.4. The person appointed as mediator by the Board may be a member or former member of the Association but must not —

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- a. have a personal interest in the matter that is the subject of the mediation; or
- b. be biased in favour of or against any party to the mediation.

#### 9.9. Mediation process

9.9.1. The parties to the mediation must attempt in good faith to settle the matter that is the subject of the mediation.

9.9.2. Each party to the mediation must give the mediator a written statement of the issues that need to be considered at the mediation at least 5 days before the mediation takes place.

9.9.3. In conducting the mediation, the mediator must —

- a. give each party to the mediation every opportunity to be heard; and
- b. allow each party to the mediation to give due consideration to any written statement given by another party; and
- c. ensure that natural justice is given to the parties to the mediation throughout the mediation process.

9.9.4. The mediator cannot determine the matter that is the subject of the mediation.

9.9.5. The mediation must be confidential, and any information given at the mediation cannot be used in any other proceedings that take place in relation to the matter that is the subject of the mediation.

9.9.6. The costs of the mediation are to be paid by the party or parties to the mediation that requested the appointment of the mediator.

#### 9.10. If mediation results in decision to suspend or expel being revoked

If

- a. mediation takes place because a member whose membership is suspended or who is expelled from the Association gives notice under rule 9.1(7); and
- b. as the result of the mediation, the decision to suspend the member's membership or expel the member is revoked,

that revocation does not affect the validity of any decision made at a Board meeting or general meeting during the period of suspension or expulsion.

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## **10. THE SUBSCRIPTION TO BE PAID BY MEMBERS**

10.1. The annual subscription payable by a member shall be determined at the Annual General Meeting of the Association.

10.2. The annual subscription shall be due and payable on or before and no later than 31<sup>st</sup> of December of each calendar year.

10.3. Payment of the annual subscription shall be paid to the Foster Care Association of Western Australia (Inc.).

10.4. A member who is in arrears with the annual subscription for three calendar months shall be deemed to have forfeited membership unless reinstated by the Board.

10.5. The Board may reinstate a member referred to in paragraph 10.4 on payment of the amount by the member.

10.6. Where the Board refuses to reinstate a member, its decision shall be final and there shall be no appeal from that decision.

10.7. A financial member is a member who is not indebted to the organisation in respect of any annual subscription or levy.

10.8. Subject to these paragraphs only financial members and honorary life members shall be entitled to speak or vote at any meeting or annual general meeting of the Association.

## **11. REGISTER OF MEMBERS**

11.1. The Board shall cause to be kept up to date, a Register containing the following details of each member:

- a. Name, address, occupation;
- b. Class of membership;
- c. Date of resignation or termination of membership and, where applicable, date of reinstatement; and such other particulars as the Board may from time to time require;

11.2. The Association must request of each member their preference of contact method, either residential, postal or email, to be recorded in the members register and it is only that contact information that will be made available to other members.

11.3. A member who provides false or misleading information pertaining to rule 11.2 may face disciplinary action under rule 9.1(1)

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11.4. Upon request, a member may access the membership register.

11.5. A member may make a copy of or take an extract from the membership register but shall have no right to remove the register for any purpose.

11.6. A member wishing access the membership register must complete the Membership Contact Request form AND provide a legal statutory declaration stating the purpose for which the information is required.

11.7. A member providing false information on such statutory declaration is committing a crime under the Criminal Code and may be subject to prosecution.

11.8. The purpose for which members can access the register must be related to the affairs of the organisation. The information obtained from the members register must not be used for any political, religious, charitable or commercial purposes.

11.9. Prior to the release of the membership register, the Board must make the decision as to the validity of the request, to ensure it relates to the affairs of the organisation. The Board may request further documentation and/or information from the requesting member if required.

11.10. Any member found to be in breach of rule 11.8 may be:

- a. suspended or expelled from the organisation and,
- b. subject to a fine under the Associations Incorporations Act

11.11. The Board will actively legally pursue any member who is found to have breached Rule 11.8

11.12. An administration fee of \$25.00 will be charged to any member requesting a copy or part thereof, of the members register.

## **12. THE BOARD**

12.1. The administration of the Association shall be by a Board appointed in accordance with this Constitution.

12.2. The Board will consist of of 8 members:

- a. Chairperson
- b. Deputy Chairperson
- c. Treasurer
- d. Five ordinary members)

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12.3. The Board must have a minimum of 6 currently registered foster carers, however the Board cannot be made up solely of registered foster carers.

12.4. All members of the Board must function within rules of the Act and operate with due diligence, in good faith and in the best interests of the Association.

### **13. THE POWERS OF THE BOARD**

13.1. Subject to this Constitution, the Board shall:

- a. Have the general control, management and administration of the affairs, property and funds of the Association; and
- b. Make rules not inconsistent with this Constitution.

### **14. THE PROCEDURE FOR ELECTING THE BOARD**

14.1.1. Members of the Association wishing to hold a position on the Board shall indicate their intentions in writing to the Association prior to the Annual General Meeting.

14.1.2. Members must be notified no less than 42 days prior the Annual General Meeting that nominations for Board positions are being called.

14.1.3. No nomination will be accepted 14 days or less before the Annual General Meeting.

14.1.4. All nominations must be seconded by another financial member of the Association

14.2. Members of the Board are elected by:

14.2.1. Secret ballot at the Annual General Meeting only when nominations exceed number of positions on the Board

14.2.2. Members of the Board will hold office for one term until next Annual General Meeting where all positions will be deemed vacant

14.2.3. Current members of the Board may renominate for a further term on the Board

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14.2.4. There are no maximum years that a member of the Board may serve consecutively.

14.2.5. The Board Executive consists of three Board Members:

- a. Chairperson
- b. Vice Chairperson
- c. Treasurer

14.2.6. Chairperson will be a member who is, or has been a foster carer as defined in paragraph 6 (2) (a) of this Constitution.

14.2.7. The Deputy Chairperson shall also be a member who is, or has been a foster carer as defined in paragraph 6 (2) (a) of this Constitution.

14.3. Any person wishing to nominate for a position on the Executive, must have services as Board Member for at least 2 years.

14.4. Notwithstanding anything in paragraph 14.3, a casual vacancy shall occur where:

- a. Positions were not filled via nomination and subsequent AGM
- b. A member is absent from three consecutive meetings without explanation or apology;
- c. A member resigns or dies;
- d. A member is removed by majority vote of financial members of the Association present at a general meeting on the grounds of incompetence or neglect of duty; and
- e. Membership of the Association is terminated in accordance with paragraph (8) and paragraph 9 (1–6) of this Constitution.

14.5. A member of the Board may resign by notice by a letter addressed to the Board and that resignation shall take effect not less than two weeks from the date on which the Board receives the notice.

14.6. A member of the Board may be removed from office by the majority vote of the financial members of the Association present at a special general meeting by reason of incompetence or neglect of duty or acting against the interest of the Association as deemed by the Board, see paragraph 9 (1–6).

14.7. For the purposes of paragraph 13.6 of this rule, a notice stating the reasons for removal shall be served on the member of the Board by registered post and if that member intends to oppose the reasons set out in the notice, the member shall by notice in writing addressed to the Chairperson ask for a general meeting to be convened.

14.8. The Board, on receipt of a request pursuant to paragraph 14.7 of this rule shall convene a meeting within three months from the date of the request

14.9. The member of the Board shall be given full opportunity to present his/her case, both orally and in writing and the question of removal shall be

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determined by the vote of the majority of financial members present at the meeting called for that purpose.

14.10. Where a member of the Board who has received a notice pursuant to paragraph 14.7 of this rule does not oppose the notice, or where at a general meeting it is decided that membership should be terminated, the membership of that person shall be deemed to be terminated at the date on which the notice was served or at the date of the meeting respectively.

## **15. VACANCIES ON THE BOARD**

15.1. Where a casual vacancy occurs on the Board, the Board members may, except where the vacancy occurs in the office of Chairperson, Deputy Chairperson, or Treasurer, appoint a financial member who is not a member of that Board to fill the vacancy until the next annual general meeting.

15.2. Every member so appointed shall retire at the next annual general meeting.

15.3. Where a vacancy occurs in the office of Chairperson, Deputy Chairperson, or Treasurer, the vacancy shall be filled in need in an acting capacity by a current member of the Board until the next annual general meeting.

## **16. THE PROCEDURE FOR MEETING OF THE BOARD**

16.1. The Board shall meet at least ten times in any financial year in person or via electronic means.

16.2. At a meeting of the Board not less than 50% of members of the Board shall constitute a quorum.

16.3. Subject to this constitution, the Board may make rules to regulate its own procedure at meetings.

16.4. Questions arising at any meeting of the Board shall be decided by the majority of votes and in the case of an equality of votes, the Chairperson shall have the casting vote.

16.5. Meetings of the Board shall be chaired by the Chairperson and in her/his absence, the Deputy Chairperson.

16.6. Staff Representation at Management Board Meetings:

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16.6.1. A staff member, usually the Director however should the Director be unable to attend he/she may nominate another staff member to attend each Management Board meeting in an ex-officio capacity and shall not have a vote. The staff member will:

- a. Present a report on the operations of the service since the last meeting, in a format determined by the Board.
- b. Bring to the attention of the Board any issues that require Board consideration and in particular any contentious and/or 'risk' issues that may be evident.
- c. Provide information and advice to assist the Board in its deliberations.
- d. Provide feedback to other staff of the considerations and deliberations of the Board.

## **17. THE TERM OF OFFICE FOR MEMBERS OF THE BOARD**

Members of the Board shall be elected by secret ballot at the Annual General Meeting and shall hold office till the next Annual General Meeting.

## **18. DUTIES OF OFFICE BEARERS**

Unless otherwise determined by the Board, the duties of the members of the Board shall include the following:

### **18.1. Duties of Chairperson**

- 18.1.1. Ensure, with other members of the Board, that the legal responsibilities of the Association including compliance with the current Associations Incorporation legislation.
- 18.1.2. Ensure regular Management Board meetings are held and that all Board members are advised of the meetings.
- 18.1.3. Draw up an agenda for the meetings with the assistance of other Board members where required.
- 18.1.4. Manage and facilitate the meetings of the Association including: prioritise agenda items, set time limits and lead the meeting through the agenda, note motions and amendments and put these to the meeting to

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vote on, sign the minutes of previous meetings after they have been confirmed as an accurate record of the meeting and ensure meetings are run in accordance with these Rules.

- 18.1.5. Ensure with other members of the Board that the requirements of any funding or other agreements that the Association has entered into are met.
- 18.1.6. Be a member of sub-Boards if required.
- 18.1.7. Act as a spokesperson for the Association, or delegate full responsibility to the Director of the Foster Care Association of Western Australia (Inc.).
- 18.1.8. Perform other duties as imposed by these Rules of the Association.

## 18.2. Duties of the Deputy Chairperson

- 18.2.1. In the absence of the Chairperson at a Board meeting, the Deputy Chairperson shall undertake the duties of the Chairperson with the exception of spokesperson as any member of the Board may be delegated this responsibility dependent on knowledge and expertise relating to the Associations activities.

## 18.3. Duties of the Treasurer

- 18.3.1. Ensure the safekeeping of all books and documents of a financial nature, including securities.
- 18.3.2. Ensure proper books of account are kept and that funds are not being mismanaged.
- 18.3.3. Ensure the financial requirements of funding bodies are met.
- 18.3.4. Ensure monthly and quarterly financial reports are produced and presented to the Board and/or members at Management Board meetings and at general meetings.
- 18.3.5. Ensure an audit of the books is prepared each year and that the accounts of the Association, showing the financial position at the end of the preceding financial year, are submitted to members at the Annual General Meeting.

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18.3.6. Ensure an annual budget is prepared at the beginning of each financial year.

18.3.7. Ensure, with other members of the Board, that the legal obligations of the Association are met.

18.3.8. Perform such other duties as imposed by the Rules of the Association.

#### 18.4. Duties of Other Management Board Members

18.4.1. Other Management Board members should assist the Chairperson, Deputy Chairperson, or Treasurer in undertaking their duties.

#### 18.5. Spokesperson

The Chairperson and Director shall make statements in accordance with previously agreed policy. Other members may be delegated this responsibility in the absence of the Chairperson. This delegation will be dependent on knowledge and expertise relating to the activities of the Association.

#### 18.6. Payments to Board Members

18.6.1. A Board Member is entitled to be paid out of pocket expenses up to \$100 per item relating to the affairs of the Association without authorisation. Any purchase above this amount must have prior approval of the Chairperson or Director of FCAWA.

18.6.2. A Board Member is entitled to be paid out of pocket expenses for travel and accommodation properly incurred;

- a. In attending Board Meetings or
- b. In attending a General Meeting or
- c. Otherwise in connection with the Association's business.

18.6.3. Board members are not entitled to be paid a sitting fee or other honorarium,

18.6.4. Any payments to board members must be authorised by a resolution of the Association.

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### 18.7. Conflict of Interest

- 18.7.1. A board member who has a material personal interest in a matter being considered at a board meeting, the member must disclose the nature and extent of the conflict as soon as he or she is made aware of the conflict.
- 18.7.2. Further to 18.7.1, the member must not be present during any discussion or vote on the matter
- 18.7.3. The disclosure by the board member of this material personal interest and subsequent absences from further discussion must be noted in the minutes for that meeting.
- 18.7.4. Members of the Board cannot be directly employed by the Foster Care Association.

## 19. SUB- COMMITTEES

- 19.1. The Board may establish sub-Committees and may wind-up, direct or overturn any decisions of the sub-Committee as they see fit.
- 19.2. Any sub-Committee must include at least one (1) member of the Board of the Association and shall be chaired by a member of the Board. The Chairperson of a sub-Committee shall report on the operations of the sub-Committee to Board meetings of the Association.

## 20. THE BUSINESS OF THE ANNUAL GENERAL MEETING

- 20.1. The Annual General Meeting shall be held within six months of the end of the Associations financial year.
- 20.2. The business to be transacted at the Annual General Meeting shall be:
  - a. Apologies
  - b. Noting those present
  - c. Minutes of the previous Annual General Meeting
  - d. Matters arising the previous minutes
  - e. The Chairperson's Report
  - f. The Reports of the Treasurer and Auditor

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- g. The Directors Report
  - h. The appointment of an Auditor
  - i. The election of the Board and
  - j. Motions of which notice has been given.
- 20.3. Not less than 15% of financial members present at the Annual General Meeting shall constitute a quorum for the purposes of an Annual General Meeting.
- 20.4. The Board shall convene an Annual General Meeting of the Association by giving not less than fourteen days notice in a manner determined by the Board to members.

## **21. PROCEDURE AND VOTING AT ALL GENERAL MEETINGS**

- 21.1. At every annual general meeting and every general meeting:
- a. The Chairperson shall chair the meeting, and in her/his absence the Deputy Chairperson or any other member of the Board elected by the members present at the meeting;
  - b. Every question, matter or motion shall be decided by a majority of votes of the financial members present at the meeting;
  - c. Every financial member present at the meeting shall be entitled to one vote and in the case of an equality of votes; the chairperson shall have the casting vote;
  - d. Voting shall be by secret ballot on a first past the post basis.
- 21.2. A vote by proxy or postal vote shall be available to financial members;
- a. At the Annual General Meeting;
  - b. At a meeting called for the termination of membership of an ordinary member or member of the Board;
  - c. at a meeting called to alter this Constitution.
- 21.3. Each member is entitled to cast his or her own vote and carry a maximum of five proxy votes. The procedure with respect to postal voting shall be determined by the Board.
- 21.4. Voting shall be by a show of hands or division of members, unless not less than 25% of financial members present demand a secret ballot, in which case a secret ballot shall be held.

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21.5. The chairperson shall determine the manner in which a secret ballot shall be conducted and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting.

21.6. The Board shall keep a Minute Book containing accurate minutes of all meetings, questions, matters, resolutions and other proceedings of every meeting of the Board, Annual General Meeting and General Meeting and shall make the book available for inspection to all members who request inspection.

## **22. THE QUORUM REQUIRED FOR GENERAL MEETING**

22.1. At a general meeting, 15% of financial members of the Association present at the meeting shall constitute a quorum.

22.2. The Board shall convene a general meeting of members:

- a. Annually, or
- b. When directed to do so by the Board, or
- c. Upon being given a requisition in writing signed by not less than 15% of financial members of the Association, the purpose for which the general meeting is desired.

22.3. The Board shall give not less than fourteen days notice to financial members of a general meeting.

## **23. THE MANAGEMENT OF THE FUNDS OF THE ASSOCIATION**

23.1. For each financial year, the Board must ensure that the requirements imposed on the Association under Part 5 of the Act relating to the financial statements or financial report of the Association are met.

23.2. The income of the Association shall be applied in promotion of its objectives.

23.3. The funds of the organisation shall be banked in the name of the Association in such bank or building society as the Board may from time to time direct.

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- 23.4. The Treasurer shall keep , or cause to be kept, proper books and accounts showing correctly the financial affairs of the Association and must furnish a written up-to-date report to every meeting of the Board.
- 23.5. The financial year shall close on the 30th June in each year.
- 23.6. As soon as a practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement of the receipts and payments, income, expenditure and balance sheet for the financial year.
- 23.7. The Auditor shall examine the statement referred to in paragraph 22.5 and shall present a report of the audit to the Chairperson prior to holding of the Annual General Meeting following the financial year for which the audit was made.
- 23.8. No fees, costs or honoraria shall be paid to any person from the funds of the Association unless authorised by the Board.
- 23.9. All moneys shall be banked as soon as practicable after their receipt.
- 23.10. Current accounts shall be presented at every scheduled meeting of the Board (refer paragraph 16.3 for frequency of meetings).
- 23.11. The Board shall determine the amount of petty cash which shall be documented.
- 23.12. Amounts exceeding \$50.00 shall be paid by cheque signed by any two of the following office bearers: Chairperson, Deputy Chairperson, or Treasurer.
- 23.13. All cheques shall be crossed “not negotiable” unless the Board otherwise directs.

## **24. THE APPOINTMENT OF THE AUDITOR AT THE ANNUAL GENERAL MEETING**

An independent Auditor shall be appointed at each Annual General Meeting held within six months of the end of the Associations financial year.

## **25. THE PROCEDURE FOR THE AUDIT OF THE ACCOUNTS**

The accounts will be audited by the auditor appointed by the members at the Annual General Meeting. (See paragraph 23.6 above).

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## **26. ALTERATION OF THE RULES**

- 26.1. This Constitution may be amended by resolution carried at a General meeting or an Annual General Meeting by not less than 75% of the financial members present at the meeting but of those 75%, the majority shall be foster carers as defined by paragraph 6 (2) (a) of this Constitution.
- 26.2. The Chairperson shall give a written circular to all members stating the nature of the amendment and any explanation of the proposed amendment together with the notice of the meeting no less than 21 days prior to the meeting.
- 26.3. The Board may from time to time, make, amend or repeal any rules not consistent with this Constitution for the management of the Association, but any rule so made may be set aside by a vote of the majority of members present and voting at a general meeting.
- 26.4. The Deputy Commissioner of Taxation and the Chief Executive Officer of any organisation which provides funds to the Association shall be notified in writing of any alteration to the Rules within thirty (30) days of approval of the alteration from the Department with statutory obligations to manage the affairs of not for profit organisations.

## **27. THE CUSTODY AND USE OF THE COMMON SEAL**

- 27.1. The Association shall have a Common Seal on which its corporate name shall appear.
- 27.2. The Common Seal of the Association shall not be used without the express authority of the Board and every use of that Common Seal shall be recorded in the minutes of a Board meeting.
- 27.3. The affixing of the Common Seal of the Association shall be witnessed by the Chairperson, Deputy Chairperson, or Treasurer and minuted at the next Board Meeting.
- 27.4. The Common Seal of the Association shall be kept in the custody of the Secretary or such other person as the Board from time to time decides.

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## **28. THE CUSTODY OF THE ASSOCIATION RECORDS**

Books of accounts, correspondence and documents will be maintained and kept at the registered office of The Foster Care Association of Western Australia (Inc.).

## **29. THE INSPECTION OF ASSOCIATION RECORDS**

The Board shall keep a Minute Book containing accurate minutes of all meetings, questions, matters, resolutions and other proceedings of every meeting of the Board, Annual General Meeting and General Meeting and shall make the book available for inspection to all members. All other books and documents of the Association are to be available for inspection to all members on request.

## **30. THE PROCEDURE FOR DISSOLUTION**

The Association may be dissolved or wound up by a resolution of any meeting of the Association of which not less than 75% of those financial members present at the meeting agree with the resolution.

- 30.1. If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed –
- a. To another incorporated Association having objects similar to those of the Association and which is exempt from income tax under the Income Tax Assessment Act;
  - b. For charitable purposes which incorporated Association or purposes, as the case requires, shall be determined by resolution of the members when authorising and directing the Board the Act to prepare a distribution plan for the distribution of the surplus property of the Association.
- 30.2. The Association shall not be dissolved except by approval of not less than three quarters of the members present and voting at a meeting called for that purpose of which not less than twenty eight (28) days written notice including notice of the proposed dissolution has been given to all members and that a copy of the resolution to dissolve the Association is lodged with

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the Commissioner with the statutory obligations to manage the affairs of not for profit organisations within fourteen (14) days after the passing of the resolution.

30.3. The Deputy Commissioner of Taxation in Western Australia and the Department with the statutory obligations to manage the affairs of not for profit organisations shall be advised of the date of dissolution within thirty (30) days should this occur.

30.4. Distribution of surplus property on winding up or revocation of endorsement

If the organisation is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation with similar objects, which is charitable at law, to which income tax deductible gifts can be made:

- gifts of money or property for the principal purpose of the organisation;
- contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation and
- money received by the organisation because of such gifts and contributions.

## 31. CERTIFICATION

I HEREBY CERTIFY the foregoing to be a true and correct copy of the Constitution of the FOSTER CARE ASSOCIATION OF WESTERN AUSTRALIA (INC.).