

ETHNIC DISABILITY ADVOCACY CENTRE

1. NAME of Incorporated Association

The name of the Incorporated Association is the ETHNIC DISABILITY ADVOCACY CENTRE Inc.

2. DEFINITIONS

In these rules, unless the contrary the intention appears -

- 2.1. “**the Act**” means the *Associations Incorporation Act 1987*;
- 2.2. “**the Association**” means the Association referred to in rule 1;
- 2.3. “**carer**” means an individual who is providing emotional and/or physical support to a person with a disability.
- 2.4. “**the Chairperson**” means -
 - (a) in relation to the proceedings at a Committee meeting or general meeting and special general meeting as defined in Rule 22.2 and 22.3, the person presiding at the meeting shall be the President in accordance to rule 14.1; or
 - (b) if that person is unable to perform his or her functions, the meeting shall run in accordance to rule 14.2 (a) or 14.2 (b).
- 2.5. “**the Committee**” means the Committee of Management of the Association referred to in rule 13 (1);
- 2.6. “**Committee member**” means person referred to in rule 12.2 to 12.9.
- 2.7. “**disability**” means a disability -
 - (a) which is attributed to an intellectual, psychiatric, cognitive, neurological, sensory or physical impairment or a combination of those impairments
 - (b) which is permanent or likely to be permanent;
 - (c) which may or may not be of a chronic or episodic nature; and

- (d) which results in -
 - (i) a substantially reduced capacity of the person for communication, social interaction, learning or mobility; and
 - (ii) a need for continuing support services;
- 2.8. “**family**” includes but is not limited to:- spouse, parents, grandparents, children, and siblings.
- 2.9. “**financial year**” means the period beginning 1 July and ending 30 June.
- 2.10. “**Individual advocacy**” means any action, spoken or otherwise, undertaken on behalf of a person to resolve an issue or problem.
- 2.11. “**member**” means member of the Association;
- 2.12. “**NESB**” stands for Non- English Speaking Background; and shall refer to a person who was born in a non-English speaking country, or if one or both their parents were born in a non-English speaking country.
- 2.13. “**ordinary resolution**” means resolution other than a special resolution;
- 2.14. “**returning officer**” is a person who has been elected to administer and supervise the election process
- 2.15. “**special resolution**” means resolution referred to in section 24 of the Act;
- 2.16. “**Systemic advocacy**” means any action, spoken or otherwise undertaken on behalf of a group of people to resolve issues which may adversely affect them.

3. **MISSION OF THE ASSOCIATION**

To promote and safeguard the rights and interests of people of non-English speaking background with disabilities, and their families or carers in Western Australia.

4. **PRINCIPLES ON WHICH THE ASSOCIATION IS BASED**

The underlying philosophy of this Association is based on the Commonwealth Disability Services Act (1986) and Western Australia Disability Services Act 1993, Commonwealth Disability Discrimination Act (1992) and the National Agenda for a Multicultural Australia (1989).

- 4.1. People of a non-English speaking background (NESB) with a disability and their carers are individuals who should have the inherent right to respect for their human worth and dignity and should enjoy freedom from discrimination on the basis of race, ethnicity, linguistic skill, religion, culture, gender and disability.
- 4.2. People of a NESB with a disability and their carers should have the opportunity to fully participate and be included in society and in the decisions which directly affect them.
- 4.3. People of a NESB with a disability and their carers should be able to maintain and develop their culture without prejudice or disadvantage.
- 4.4. People of a NESB with a disability should be supported to achieve their maximum potential as members of the community.
- 4.5. People of a NESB with a disability and their carers should enjoy equal life chance, should have access to, and should have an equitable share of resources which governments manage on the community's behalf.
- 4.6. All institutions must acknowledge, reflect and respond to the multicultural and multilingual diversity of Australia.
- 4.7. All relevant programs and services should be tailored according to people's individual needs and goals and in a manner that results in the least restriction of their rights and opportunities.

5. OBJECTIVES OF THE ASSOCIATION

The objectives of this Association are:-

- 5.1. To protect, safeguard and promote the rights and interests of people who are of a non-English speaking background (NESB) with disabilities and their families/carers in order for them to fulfil their full potential as Australian citizens.
- 5.2. To provide individual advocacy, assistance and/or referral for people of NESB with disabilities and their families/carers.
- 5.3. To undertake systemic advocacy in order to promote and facilitate the development of improved facilities and services for people of NESB with disabilities.
- 5.4. To increase ethnic and mainstream community awareness of issues affecting people of NESB with disabilities and their families through education programs, training activities and any other appropriate means.
- 5.5. To advise the Government and other organisations in relation to issues affecting persons of NESB with disabilities and their families.

- 5.6. To provide assistance and guidance in the priority distribution of Government resources and the development of policies to people of NESB with disabilities and their families.
- 5.7. To undertake activities and projects that will enhance or increase the participation of people of NESB with disabilities in all aspects of life.
- 5.8. To stimulate interest, community research and professional awareness of issues and specific needs affecting people of NESB with disabilities and their families/carers.
- 5.9. To participate in national disabilities issues relevant to the above objectives and when appropriate to confer with national advisory bodies, such as the National Ethnic Disability Alliance Inc.

BUT AT ALL TIMES recognising that the Association may be limited to the pursuit of only some of these purposes to the exclusion of others from time to time, or pursue some purposes with differing priorities to other purposes.

6. POWERS OF THE ASSOCIATION

- 6.1. The Association shall undertake any activity deemed to be necessary, incidental or conducive to the attainment of the above objectives.
- 6.2. Members of the Association and the Committee who have a disability are to be offered appropriate support in carrying out the functions of their office.
- 6.3. The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of those objectives.

7. MEMBERSHIP CATEGORIES

- 7.1. Membership of the Association shall be available in the following categories:-

(a) Ordinary Membership

This category of voting membership shall be open to:

- (i) any person of non-English speaking background with a disability,
- (ii) any person with expertise or interest in the disability and/or ethnic field, who will support and promote the objectives of the Association.

(b) **Family or Carer Membership**

This category of membership shall be open to families and carers of the person of NESB with disabilities who will undertake to support and promote the objectives of the Association. This membership entitlement has one vote only, per family or carer.

(c) **Life Membership**

This category of membership shall be accorded to members of the association in circumstances where that person has provided an outstanding, long term service to the Association. Membership shall be nominated by the Committee and determined at an Annual General Meeting. A life member shall not be obliged to pay any membership fee and shall be eligible to vote.

(d) **Associate Membership**

This category of non-voting membership shall be open to any incorporated groups or persons who support the mission and objectives of the Association. Associate Membership has no voting rights.

7.2. Applications for membership should be made on the form prescribed by the Committee.

8. REGISTER OF MEMBERS of Association

- 8.1. The Secretary shall, on behalf of the Association, keep and maintain an accurate register of members in accordance with section 27 of the Act.
- 8.2. When a member ceases to be a member of the Association, the Secretary shall remove the name of that person from the register of financial members as soon as reasonably possible.
- 8.3. The register shall be available for inspection by all members at the address of the Association by appointment.
- 8.4. Entitlement to membership is not transferable to another person.

9. ANNUAL SUBSCRIPTION

- 9.1. The annual membership fees for each category of membership shall be recommended by the Committee and then passed by a resolution at the Annual General Meeting of members.
- 9.2. Each member shall pay to the Treasurer the appropriate membership fees annually on or before 31 July of each year or such other date as the Committee from time to time determines.

- 9.3. A member whose subscription is not paid within 1 month after the relevant date fixed by or under sub-clause 9.2 ceases to be a member of the Association unless the Committee decides otherwise.
- 9.4. A member is not personally liable for the debt and liabilities of the Association.

10. RESIGNATION OF MEMBERS

- 10.1. A member who delivers notice in writing of his or her resignation from the Association to the Secretary or another Committee member ceases to be a member of the Association upon delivery of the notice.

11. EXPULSION OF MEMBERS

- 11.1. If the Committee considers that a member should be expelled from the Association because of conduct which is detrimental to the interests of the Association, or contrary to its objectives, the Committee shall, prior to any resolution, give the member 14 days notice in writing of the motion to terminate his/her membership.
- 11.2. The notice shall give the reasons stated for the motion to terminate membership and allow the affected member to respond to the allegations before the motion is put to vote.
- 11.3. The Committee shall then notify the affected member of the termination of his/her membership within seven days of the passing of the resolution.
- 11.4. Any member may appeal against termination of membership by requesting a Special General Meeting of Members be held to hear and determine the appeal.
- 11.5. A member who wishes to appeal shall give notice to the secretary of his or her intention to do so within 14 days of notification of termination of membership.
- 11.6. Where the Committee has passed a resolution to terminate membership of a particular member, and
 - (a) the right to appeal has lapsed or
 - (b) on appeal the decision of the Committee to terminate membership is upheld, the Secretary shall remove that member's name from the Register of Members.

12. ELECTION OF OFFICE BEARERS AND COMMITTEE MEMBERS

- 12.1. Nominations of candidates for election as members of the committee

- (a) shall be made in writing,
 - (b) proposed and seconded by financial members of the Association; and
 - (c) lodged at the office of the Association not less than seven (7) days before the Annual General Meeting.
- 12.2. Each committee member shall not remain in the same position on the Committee for more than three (3) consecutive terms.
- 12.3. Committee members who have served (3) consecutive terms in the same position shall have to wait twelve (12) months before being eligible for renomination to that position.
- 12.4. The term of office of the President, Secretary and Treasurer be 24 months.
- 12.5. Three (3) of the six (6) committee members be elected for a 2 year term.
- 12.6. Each member of the Committee whose term is completed or otherwise ended shall retire at the Annual General Meeting.
- 12.7. Any member appointed or coopted by the Committee under the Constitution to fill a casual vacancy on the Committee shall be eligible for re-election.
- 12.8. A person who is a paid employee of EDAC, other than the Executive Officer and Administrator shall not be eligible to be a member of the Committee.
- 12.9. Where the number of nominations for the Committee are not more than the number of places on the Committee the Chairperson of the Annual General Meeting shall declare those persons nominated duly elected.
- 12.10. Where there is only one nomination for any Office Bearer the Chairperson of the Annual General Meeting shall declare the person nominated duly elected.
- 12.11. Election of Members of the Committee and Office Bearers shall be held by secret ballot.
- 12.12. The Committee shall appoint a person to act as the Returning Officer.
- 12.13. The Returning Officer shall have an absolute discretion to rule on any procedural discrepancy as insubstantial.

13. TRANSITIONAL PROVISIONS

- 13.1. At the first Annual General Meeting following the acceptance of this Constitution;
- (a) the President, Vice-President, Treasurer and Secretary and two (2) ordinary committee members receiving the highest vote shall be elected for a term of two years;
 - (b) In the event of three or more members receiving equal votes the following process will take place:
 - (i) the party can select amongst themselves or, if no decision can be reached,
 - (ii) a re-casting of votes.
 - (c) the other six members of the Committee shall be elected for a one year term.

14. COMMITTEE OF MANAGEMENT

- 14.1. The affairs of the Association shall be managed exclusively by a Management Committee consisting of:
- (a) a President;
 - (b) a Vice-President;
 - (c) a Secretary;
 - (d) a Treasurer;
 - (e) the Executive Officer and Administrator of EDAC (no voting rights);
 - (f) and not more than eight ordinary members.

All of whom, with the exception of the Executive Officer and the Administrator, shall be elected to membership of the Committee at an Annual General Meeting.

- 14.2. At least 6 of the 12 voting Committee members shall be people of NESB with disabilities or primary carers of people with disabilities. In any event at least 3 members shall be people of NESB with disabilities.
- 14.3. There shall be only one (1) person on the Committee representing any one particular family.

15. **PRESIDENT**

15.1. Subject to this rule, the President shall preside at all general meetings and Committee meetings, and shall act as spokesperson for the Committee.

15.2. In the event of the absence from -

(a) a general meeting and special general meeting of -

(i) the President, the vice-President; or

(ii) both the President and the Vice-President, a member elected by the other members present at the meeting;

or

(b) a Committee meeting of -

(i) the President, the vice-President; or

(ii) both the President and the Vice President, a Committee member elected by the other Committee members present,

SHALL PRESIDE AT the general meeting or committee meeting, as the case requires.

16. **SECRETARY**

16.1. The Secretary shall :-

(i) co-ordinate the correspondence of the Association;

(ii) keep full and correct minutes of the proceedings of the Committee and of the Association;

(iii) comply on behalf of the Association with-

(a) section 27 of the Act in respect of the register of members of the Association;

(b) section 28 of the Act in respect of the rules of the Association; and

(c) section 29 of the Act in respect of the record of the officeholders, and any trustees, of the Association;

- (iv) have custody of all books, documents, records and registers of the Association, including those referred to in paragraph (c), other than those required by rule 16 to be kept and maintained by, or in the custody of, the Treasurer; and
- (v) perform such other duties as are imposed by these rules on the Secretary.

17. **TREASURER**

17.1. The Treasurer shall -

- (a) be responsible for the receipt of all moneys paid to or received by, or by him on behalf of, the Association and shall issue receipts for those moneys in the name of the Association;
- (b) pay all moneys referred to in paragraph (a) into such account or accounts of the Association as the Committee may from time to time direct;
- (c) make payments from the funds of the Association with the authority of a general meeting or of the Committee and in so doing ensure that all cheques are signed by two Committee members other than himself or herself;
- (d) comply on behalf of the Association with sections 25 and 26 of the Act in respect of the accounting records of the Association;
- (e) whenever directed to do so by the Chairperson, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;
- (f) have custody of all securities, books and documents of a financial nature and accounting records of the Association, including those referred to in paragraphs (d) and (e); and
- (g) Perform such other duties as are imposed by these rules on the Treasurer.

18. **CASUAL VACANCIES**

18.1. An office becomes vacant if the Committee member:-

- (a) dies
- (b) resigns by notice in writing delivered to the President or, if the Committee member is the President, to the Vice-President;
- (c) is convicted of an offence under the Act;

- (d) is absent for more than--
 - (i) Three (3) consecutive Committee meetings; or
 - (ii) Three (3) Committee meetings in the same financial year, of which he or she has received notice without tendering an apology to the person presiding at each of those Committee meetings; or
- (e) ceases to be a member of the Association; or
- (f) takes leave of absence for not less than 6 months.

19. PROCEEDINGS OF COMMITTEE

- 19.1. The Committee shall meet at least eight times in each year at such place and at such times as the Committee determines.
- 19.2. Each Committee member has a deliberative vote except for the Executive Officer and individual/s who are appointed/coopted for particular projects as referred to in sub-rule 13.1(e) and 20.3.
- 19.3. A question arising at a Committee meeting shall be decided by a majority of votes, but, if there is an equality of votes, the person presiding at the Committee meeting shall have a casting vote.
- 19.4. At a Committee meeting three voting Committee members constitute a quorum.
- 19.5. Subject to these rules, the procedure and order of business to be followed at a Committee meeting shall be determined by the Committee members present at the Committee meeting.

20. SUB-COMMITTEES

- 20.1. The Committee may appoint any number of sub-committees.
- 20.2. The convenor of the sub-committee shall be appointed on the recommendation of the Committee and shall be a member of the Management Committee.
- 20.3. A Sub-Committee formed by the Committee may co-opt any members or associate members who have the rights to vote (on questions) at the meetings of that sub-committee. Non-members can be co-opted because of their expertise but shall have no voting rights at the sub-committee meetings.

21. CONFLICT OF INTERESTS

- 21.1. If a member of the Committee has a disparate interest in any contract or arrangement made or proposed to be made involving the Association, he or she shall disclose their interest at:
- (a) the first meeting at which the contract or agreements is discussed; or
 - (b) if the conflict arises at a later date, at the first available meeting thereafter.
- 21.2. A Committee member with a conflict of interest is not entitled to vote on any matter relating to it and shall not be present at the time of discussion or voting in respect of any contract or agreement in which such a conflict arises.

22. MEETINGS OF MEMBERS

22.1. ANNUAL GENERAL MEETINGS

- (a) The Association's AGM should be held between the 1st day of July and 1st day of November each year and shall be held at a place and time as determined by the Committee.
- (b) The Committee shall give notice of the Annual General Meeting at least twenty eight (28) days before the date it is to be held.
- (c) The ordinary business of the Annual General Meeting shall be.
 - (i) To confirm the minutes of the last preceding Annual General Meeting and of any special General Meeting held since that preceding Annual General Meeting.
 - (ii) To receive from the Committee reports on the activities of the Association during the preceding financial year;
 - (iii) To receive and adopt the statements of accounts and reports submitted by the Association in accordance with Section 30(3) of the Act;
 - (iv) To declare positions vacant on the Committee that are due for election.
 - (v) To elect members to positions on the Committee.
 - (vi) To elect an auditor or auditors for the coming year.
 - (vii) Deal with any special business, for which due notice has been provided as per rule 22.1 (e).
 - (viii) Election of life members.
 - (ix) A Returning officer shall be appointed by the Committee

- (d) Any member may request that a matter be placed on the Agenda for the Annual General meeting as special business.
 - (i) Such requests should be made in writing to the secretary of the Committee not less than 14 days prior to the Annual General Meeting.

22.2. GENERAL MEETINGS

- (a) The Committee may at any time convene a general meeting of members.
- (b) The committee shall give notice of a general meeting to members at least fourteen (14) days before the date it is to be held.
- (c) The place, date and time of all General Meetings of members shall be determined by the Committee.

22.3. SPECIAL GENERAL MEETINGS

- (a) The Committee shall within 28 days of -
 - (i) receiving a request in writing to do so from not less than 5 financial members, convene a special meeting for the purpose specified in that request; or
 - (ii) on receiving a notice of appeal under rule 11.5, convene a special meeting for the purpose of dealing with the appeal to which that notice relates.
- (b) The Committee shall give to all members not less than 14 days notice of a special general meeting.

23. QUORUM

- 23.1. Ten (10) members or 5% of the financial membership present in person or by proxy shall constitute a quorum for the transaction of the business of a Annual General Meeting, General Meeting and Special General Meeting.
- 23.2. If a quorum is not present within 30 minutes of the time appointed the meeting shall be adjourned to the same time and place seven days later or within one month to a place, date and time to be determined prior to the adjournment. If at such adjourned meeting a quorum is not present, the members who are present in person or by proxy may nevertheless proceed with the business of the meeting as if a quorum was present.

24. **MINUTES OF MEETINGS**

- 24.1. Minutes of the proceedings of every meeting shall be entered and kept in a Minute Book by the Secretary.
- 24.2. These Minutes shall be signed by the chairperson of that particular meeting.
- 24.3. Minutes signed and in the Minute Book shall be:
 - (a) conclusive evidence of what occurred at any meetings of members properly convened and held; and
 - (b) binding on all members, except as to any amendments declared or annulled at a subsequent meeting.
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

25. **VOTING**

- 25.1. Subject to any other provision of this Constitution, a resolution at a Meeting of Members shall be passed by a simple majority of those persons present in person who are entitled to vote and are voting.
- 25.2. In the case of equality of votes on a question or issue, the chairperson of the meeting is entitled to exercise a casting vote providing the chairperson is a member entitled to vote.
- 25.3. Any member may request a vote to be taken by secret ballot.

26. **PROXIES**

- 26.1. Any voting member shall be entitled to appoint a proxy to vote as instructed by that member on their behalf at any Meeting of Members.
- 26.2. Proxy votes shall be on a form provided by the Association.

27. POSTAL VOTING

- 27.1. Any voting member shall be entitled to exercise a postal vote at any Meeting of Members.
- 27.2. Postal votes shall be on a form provided by the Association.
- 27.3. Only those postal votes received by close of business one working day before the date of the relevant meeting shall be counted.

28. ELIGIBILITY TO VOTE

- 28.1. Any member shall only be entitled to vote if he or she;
 - (a) is a financial member at that time; and
 - (b) has not ceased to be a member in accordance with the Constitution of the Association.

29. FINANCE AND AUDIT

- 29.1. All cheques, drafts, bills for exchange, promissory notes and other negotiable instruments shall be signed by two of the following:- President, Secretary, Treasurer and EO of EDAC. The committee may duly authorise by resolution the extension of this authority to other committee members.
- 29.2. The funds of the Association shall be derived from government funding sources, annual subscriptions, donations and from such other sources from time to time as the Committee shall determine.
- 29.3. An auditor/s shall be appointed at the Annual General Meeting and shall hold office until the next Annual General Meeting. In the event of a casual vacancy in the office of auditor, the Committee may temporarily appoint to such office some person qualified to hold same and the person so appointed may continue in office until immediately before the next Annual General Meeting.
- 29.4. The fees and expenses of the auditor of the Association shall be determined by the Committee.
- 29.5. The auditor shall have access to the books and accounts of the Association at all times and shall make such reports as he/she considers necessary directly to the Committee.
- 29.6. The Treasurer shall report to the members of the Annual General Meeting, the balance sheet and statement of income and expenditure as laid before such meeting.

30. INSPECTION OF RECORDS OF ASSOCIATION

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

31. RULES OF ASSOCIATION

31.1. The Association may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18 and 19 of the Act.

31.2. These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

32. COMMON SEAL of Association

32.1. The Association shall have a common seal on which its corporate name shall appear in legible characters.

32.2. The common seal of the Association shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 18.

32.3. The affixing of the common seal of the Association shall be witnessed by any two of the Chairperson, the Secretary and the Treasurer.

32.4. The common seal of the Association shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

33. WINDING UP - Distribution of Surplus Property

If, on the winding up of the Association, any property of the association remaining after satisfactory settlement 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 association incorporated under the Act; or
- (b) for charitable purposes

which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorizing and directing the Committee under section 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.

