



# PLAYGROUP VICTORIA INC. CONSTITUTION 2014

**ABN: 13 094 186 877**  
October 2014

## 1. GOVERNING LAW

- 1) The name of the Association is Playgroup Victoria Inc. in accordance with the requirements of the Act.

## 2. OBJECTS OF THE ASSOCIATION

- 1) The Association is a charitable institution established to advance the learning, development and well-being of children and to strengthen families and communities through playgroups in Victoria. The Association aims to achieve these Objects through:
  - a) promoting and encouraging the formation and development of playgroups throughout Victoria, including but not limited to the formation and development of playgroups to meet culturally specific needs of children and their families;
  - b) providing advice and assistance, including training and resources to playgroups in Victoria so that playgroups are able to:
    - i) provide play experiences and social interaction for children with their families;
    - ii) educate and assist parents and carers in their parenting, recognising their role as the first and most enduring educators of children;
    - iii) encourage parents and carers to develop support networks in their community;
    - iv) educate and assist children to develop;
    - v) assist children and their families to participate and feel connected to their community so that they can access the resources and support they need; and
    - vi) operate in accordance with the Association's best practice guidelines and standards;
  - c) developing and implementing programs that promote the benefits of playgroups for children, families and communities in Victoria including but not limited to:
    - i) encouraging parents and carers to join playgroups;
    - ii) encouraging parents, carers and communities to support playgroups and the Association; and
    - iii) establishing relationships and working with various agencies and other third parties to achieve the Objects of the Association; and
  - d) anything ancillary to the Objects referred to in clauses 2.1)a) to 2.1)c) above.

## 3. DEFINITIONS

- 1) In this Constitution, unless the contrary intention appears:
  - a) "Act" means the Associations Incorporation Reform Act 2012 (VIC) or any legislation amending or replacing that Act

- b) "Association" means Playgroup Victoria Inc.
- c) "Board" means the Board of Governance of the Association
- d) "financial year" means the year ending on 30 June
- e) "Annual General Meeting" means a general meeting of members convened in accordance with clause 8.1 of this constitution
- f) "Special General Meeting" means a general meeting of members convened in accordance with clause 8.2 of this constitution
- g) "member" means a member of the Association
- h) "Nominations Committee" means the committee appointed by the Board pursuant to clause 7.9)a)
- i) "Objects" means the objects of the Association as set out in clause 2
- j) "Performance and Remuneration Committee" means the committee appointed by the Board pursuant to clause 7.9)a)
- k) "playgroup" means a not for profit group of at least three families with children under school age who meet on a regular basis for play experiences and social interaction
- l) "Regulations" means regulations under the Act
- m) "Registrar" means the Registrar of Incorporated Associations
- n) "Risk and Audit Committee" means the committee appointed by the Board pursuant to clause 7.9)a).
- o) "Secretary" means the person who is secretary of the Association.

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

- 1) Solely for the purpose of furthering the objects in accordance with the Act the Association shall have power:
  - a) to manage funds and other assets and liabilities of the Association
  - b) to indemnify any person for any loss or damage incurred as a result of having on behalf of the Association become liable to pay any amount by way of damages or otherwise, to the extent permitted by law
  - c) to subscribe to, become a member of and co-operate with any other association or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association, provided that the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution to its members to an extent at least as great as that imposed on the Association under or by virtue of this constitution
  - d) to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises

- e) to purchase, take on lease or exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal and any rights or privileges which may be requisite for the purposes of or capable of being conveniently used in connection with any of the objects of the Association; provided that in the case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts
- f) to enter into any arrangements with the government or authority that are incidental or conducive to attainment of the objects and the exercise of the powers of the Association; to obtain from any such government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions
- g) to appoint, employ, remove or suspend such employees, contractors, consultants and other persons as may be necessary or convenient for the purposes of the Association
- h) to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interest and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof
- i) to invest and deal with money of the Association not immediately required in such manner as may from time to time be thought fit
- j) to take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate
- k) to borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise; to represent or secure any moneys and further borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the Association's property or assets present or future and to purchase, redeem or pay-off any such securities
- l) to draw, make, accept, endorse, discount, execute and issue promissory notes, bill of exchange, bills of lading and other negotiable or transferable instruments
- m) to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association
- n) to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any part of the Association's property of whatsoever kind sold by the Association from purchasers and others
- o) to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the proviso in paragraph e).
- p) to 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

procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise

- q) to print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects
- r) to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association by this constitution
- s) to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate
- t) to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate
- u) to make donations for patriotic, charitable or community purposes
- v) to do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association
- w) to act in all things as a not-for-profit organisation but one which has as its object the provision of the services hereinbefore set out
- x) in the absence of specific clauses in this Constitution, the sections of the Act will apply.

## 5. MEMBERSHIP

- 1) There are five classes of members of the Association:
  - a) **Family Members**  
Families who attend a playgroup are eligible to become Family Members.
  - b) **Playgroup Members**  
A playgroup that is not insured under the Association's comprehensive insurance scheme is eligible to become a Playgroup Member.
  - c) **Agency Members**  
An agency or organisation which delivers supported or community playgroups is eligible to become an Agency Member.
  - d) **Professional Members**  
An individual who is not directly delivering a playgroup and has a professional interest in playgroups is eligible to become a Professional Member.
  - e) **Honorary Life Members**  
An Honorary Life Member is a person who has given outstanding service to the Association and is elected as such by a majority of the members present at an Annual General Meeting.
- 2) Rights and privileges of each membership group are published annually and are available for reference through mediums such as the Association's website.
- 3) Voting rights

- a) One adult member or caregiver from each Family Membership is eligible to become a voting member of the Association.
  - b) Each Playgroup Member, Agency Member and Professional Member is entitled to one vote at a general meeting of the Association.
  - c) In the case of a Playgroup Member, Agency Member or a Professional Member which is not an individual, it must nominate in writing a person who is a member or employee to exercise its rights at a general meeting of the Association, including the right to stand for and be elected to the Board.
  - d) A nomination may be changed by notification to the office of the Association.
- 4) The rights and privileges attached to each class of membership (other than those set out in the Constitution) shall be ratified by the Board and notified to the members of that class not later than November of the previous calendar year the date on which the annual subscription for the coming year is so notified.
  - 5) A person or organisation applies to become, or renew membership of the relevant category by annually completing the prescribed application for membership.
  - 6) A member [excluding Honorary Life Members] is not a member of the Association until their annual membership fee is received by the Association.
  - 7) The person or organisation continues to be a member until:
    - a) the annual subscription in respect of that member has not been paid one month after the due date; or
    - b) a written resignation of membership is received at the office of the Association; or
    - c) membership is withdrawn by the Board.
  - 8) Nomination for honorary life membership can only be made by the Board, and it must be included in the Notice of the Annual General Meeting.
  - 9) Subject to these rules, an Honorary Life Member has all rights of a Professional Member for life.
  - 10) The Association must keep an annual register of members which contains the name, address and telephone number of each member and the date of joining.
  - 11) Fees
    - a) There is no entrance fee for membership of the Association.
    - b) The annual subscriptions for each category of member are determined by the Board.
    - c) An Honorary Life Member is not required to pay an annual subscription or any other membership fee after being elected to that position.
  - 12) Each subscription is payable within one month of advice to the member that the subscription is due.

## 6. GOVERNING BODY

- 1) Subject to any resolutions passed at a general meeting of the Association, all powers of the Association may be exercised by the Board.
- 2) The Board, consists of:
  - a) the chairperson
  - b) four elected members
  - c) four expert members

- 3) All the members of the Board except the expert members are elected from the Family, Agency, Professional, Life or Member Playgroup members by the members present at the Annual General Meeting. The elections must be conducted in the order of the positions in clause 6.2.
  - a) At the time of election the Board shall not have more than two persons residing in the same municipality, or not more than two persons whose children attend the same playgroup, or not more than two persons from the same agency or organisation.
  - b) If, when the votes are counted for a particular position on the Board, the declaration of a candidate would result in a breach of sub rule (a) of this rule, the returning officer shall disqualify any such candidate for that position and declare that candidate elected who has the highest number of votes of those remaining.
- 4) The expert members are appointed by the Board for a fixed period in each case not exceeding three years. An expert member becomes a Professional Member of the Association upon acceptance of the offer of appointment.
- 5) Those members of the Board elected at the Annual General Meeting hold office until the completion of the following Annual General Meeting.
- 6) Nominations for the positions elected at the Annual General Meeting must be called at least six weeks before the meeting.
- 7) Nominees must attend one meeting as an observer, complete the interview and probity process with the Nominations Committee prior to standing for election
- 8) Nominations must be signed by the candidate and by another member of the Association. The nomination must include the name of the municipality in which the candidate resides, and the playgroup or playgroups attended by any child of that person or child cared for by that person, or the name of the agency or organisation which employs that person.
- 9) Nominations must be received at the office of the Association at least one month before the Annual General Meeting.
- 10) A member may nominate for more than one position but, if successful in more than one ballot must elect which to accept.
- 11) A person ceases to be a member of the Board or Secretary of the Association if that person:
  - a) delivers a written resignation to the chairperson
  - b) ceases to be a member of the Association
  - c) is absent from three consecutive regular meetings of the Board without prior leave of the Board
  - d) becomes an insolvent under administration
  - e) is convicted of a criminal offence
  - f) is prohibited from being a director or Secretary of a company under the Corporations Act.
- 12) A casual vacancy may occur if a person ceases to be a member of the Board or Secretary of the Association before that person's term expires. The Board may fill the casual vacancy by appointing a member of the Association to the casual vacancy. A person appointed to fill casual vacancy holds office until the end of the next Annual General Meeting.

## 7. BOARD MEETINGS

- 1) The quorum at a meeting of the Board is four members in person or by telephone.
- 2) An elected member must chair the meeting.
- 3) The Board may determine its own procedure and will document this in the *Governance Policies*.
- 4) The Board must hold at least seven meetings annually.
- 5) A meeting of the Board must be called by the Secretary, if the chairperson or three members of the Board request one.
- 6) If the Secretary does not, within seven days of receiving the request, give notice of the meeting, one of the persons requesting the meeting may call it.
- 7) A motion is carried at the meeting of the Board:
  - a) if the number of votes cast in favour of it is greater than the number of votes cast against it
  - b) this does not apply to a resolution under clause 11.1)g).
- 8) The person chairing the meeting is entitled to vote with the other members, and if the votes are then equally divided, may cast a second vote to resolve the deadlock.
- 9)
  - a) The Board will appoint a Risk and Audit Committee, a Nominations Committee and a Performance and Remuneration Committee.
  - b) The Board may appoint other committees and delegate any of its powers to them setting out terms of reference in the *Governance Policies*.
  - c) The chair of all committees as set out in clause 7.9)a) must be an elected member of the board.
  - d) The Board may delegate any of its powers of management to the chief executive officer. These delegations are to be documented in the *Governance Policies*.
- 10) Minutes of meeting
  - (1) The Board must ensure that minutes are taken and kept of each Board meeting.
  - (2) The minutes must record the following—
    - (a) the names of the members in attendance at the meeting;
    - (b) the business considered at the meeting;
    - (c) any resolution on which a vote is taken and the result of the vote;
    - (d) any material personal interest disclosed by a Board member.

## 8. MEMBER MEETINGS

- 1) Annual General Meetings
  - a) The Association must hold an Annual General Meeting in accordance with the Act.



- b) The business of the Annual General Meeting is the presentation of statements required by the Act containing:
  - i) the audited income and expenditure of the Association during its last financial year
    - (1) the assets and liabilities of the Association since the end of its last financial year
    - (2) the mortgages, charges and securities of any description affecting any of the property of the Association at the end of its last financial year
    - (3) the same particulars in respect of each trust of which the Association was trustee during any part of the last financial year.
  - ii) the presentation of the chairperson's report
  - iii) the election of the chairperson, and four elected members of the Board
  - iv) the appointment of an auditor, Secretary and Honorary solicitor
  - v) such other business as has been notified to the members.
- 2) Special General Meetings
  - a) A Special General Meeting must be called if the Secretary is directed to do so by the Board or is requested to do so by five members.
  - b) If the Secretary fails, within 14 days of being so directed or requested, to give notice of a Special General Meeting, any member of the Board or other person requesting the meeting may call it.
  - c) The only business that may be discussed at a Special General Meeting is the business set out in the notice of the meeting.
- 3) Procedure for General Meetings
  - a) General Meetings include both the Annual General Meeting and Special General Meetings.
  - b) Notice of General Meetings must be given as follows:
    - i) If a special resolution has been proposed, that is, a resolution to amend the Constitution, the name of the Association, or in relation to the winding up of the Association, at least twenty one days' notice, specifying the intention to propose the resolution as a special resolution.
    - ii) In any other case, at least fourteen day's notice.
  - c) The quorum at a General Meeting is ten members personally present. The quorum at an adjourned Annual General Meeting is five members personally present.
  - d) The chairperson, and then any elected member of the board, has the right to be the chairperson at all General Meetings, but if they do not wish to do so, or if all are absent from the meeting, the meeting must elect a person to chair the meeting

- e) The person chairing the meeting is entitled to vote with the other members, and if the votes are equally divided, may cast a second vote to resolve the deadlock.
  - f) A special resolution is carried if at least three quarters of the members present and voting vote in favour of it.
  - g) Any other motion is carried if the number of votes in favour of the motion is greater than the number against it.
  - h) A declaration of the person chairing a General Meeting that a resolution has been carried is conclusive evidence of that fact unless a poll is demanded.
  - i) The person chairing a General Meeting may adjourn the meeting and determine the place and time at which the meeting is to resume. The only business which may be discussed at an adjourned General Meeting is the unfinished business at the time of adjournment.
  - j) A member can not appoint a proxy to represent that member at a General Meeting.
  - k) The person chairing a General Meeting may determine any matter of procedure not referred to in clause 8 of this constitution.
- 4) Minutes of general meetings
- (1) The Board must ensure that minutes are taken and kept of each general meeting.
  - (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.
  - (3) In addition, the minutes of each annual general meeting must include—
    - (a) the names of the members attending the meeting; and
    - (b) the financial statements submitted to the members; and
    - (c) the certificate signed by two Board members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
    - (d) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## 9. DELEGATED AUTHORITY

- 1) Delegated authority will be defined and documented by the Board and reviewed annually.
- 2) The chair of the Risk and Audit Committee is responsible for keeping the financial books and records of the Association, and must present to each meeting of the Board a report of the financial transactions of the Association since the last Board meeting.
- 3) The chair of the Risk and Audit Committee on behalf of the Board must present an audited balance sheet and profit and loss statement to the Annual General Meeting.
- 4) Source of funds  
The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by

the Board.

- 5) Management of funds
  - (1) The Association must open an account with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.
  - (2) Subject to any restrictions imposed by a general meeting of the Association, the Board may approve expenditure on behalf of the Association.
  - (3) The Board may authorise the chief executive officer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Board for each item on which the funds are expended.
  - (4) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.
  - (5) All funds of the Association must be deposited into the financial account of the Association no later than 5 working days after receipt.
  - (6) With the approval of the Board, the chief executive officer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.
- 6) Financial records
  - (1) The Association must keep financial records that—
    - (a) correctly record and explain its transactions, financial position and performance; and
    - (b) enable financial statements to be prepared as required by the Act.
  - (2) The Association must retain the financial records for 7 years after the transactions covered by the records are completed.
  - (3) The chief executive officer must keep in his or her custody, or under his or her control—
    - (a) the financial records for the current financial year; and
    - (b) any other financial records as authorised by the Board.
- 7) Financial statements
  - (1) For each financial year, the Board must ensure that the requirements under the Act relating to the financial statements of the Association are met.
  - (2) Without limiting subrule (1), those requirements include—
    - (a) the preparation of the financial statements;
    - (b) if required, the review or auditing of the financial statements;
    - (c) the certification of the financial statements by the Board;
    - (d) the submission of the financial statements to the annual general meeting of the Association;
    - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

## 10. SPECIAL LEGAL REQUIREMENTS

- 1) The financial year shall be 1 July to 30 June.
- 2) Books and records
  - a) The Secretary is responsible for the books, records and securities of the Association, other than the financial books and records.
  - b) A member may inspect the books and records of the Association on giving reasonable notice to the person responsible for the relevant documents in accordance with these rules. This does not apply to:
    - i) information concerning staff
    - ii) personal information of members
    - iii) financial information relating to contracts or potential contracts with the organisation
    - iv) minutes of board meetings, and
    - v) legal advice given to the Association
- 3) Winding up
  - a) If the Association is wound up, or its incorporation cancelled, the assets remaining after satisfying all liabilities must not be paid or distributed amongst the members, but must be transferred to an institution:
    - i) having similar purposes to those of the Association; and
    - ii) which prohibits the distribution of its or their income amongst members to an extent at least as great as is imposed on the Association by this constitution; and
    - iii) which is determined in accord with a special resolution at a General Meeting of the Association, or, in the absence of such a resolution, by the Registrar of Incorporated Associations.
- 4) Prohibition of distribution to members
  - a) The income and property of the Association must be used and applied solely to the promotion of the Objects and the exercise of its powers as set out in this constitution.
  - b) No portion of income or property of the Association may be distributed directly or indirectly to or amongst the members of the Association.
  - c) Nothing in this rule prevents the payment in good faith:
    - i) of interest to any other member in respect of money advanced by that member to the Association, or otherwise owing to that member
    - ii) of remuneration to any other officer or employee of the Association
    - iii) to any member of the Association or other person in respect of services actually rendered to the Association:
    - iv) to any member of:
      - out pocket expenses
      - money lent

- reasonable and proper charges for the hire of goods by the Association
  - reasonable and proper rent for premises let to the Association; or
  - the provision of services to the member, to which that member would be entitled in accordance with the purposes if he or she were not a member.
- 5) Changes to the Constitution
  - a) The Constitution can only be changed by special resolution of the members at a General Meeting. At least twenty-one day's notice of the proposed resolution must be given, including notice of the intention to propose it as a special resolution. A special resolution must be approved by at least three-quarters of the members who are present and who vote.
  - b) The provisions for trading and winding up contained in the Constitution shall not be altered without the consent of the minister responsible for the Act.
- 6) Notice to members
  - a) Notice to a member may be served by:
    - i) sending it by post to the address of the family or playgroup last notified to the office of the Association
    - ii) facsimile transmission if the member has requested that the notice be sent in this manner
    - iii) electronic transmission if the member has requested that the notice be sent in this manner.

Notice is deemed to have been received by that member one week after the date on which it was despatched to the member.

## 11. OTHER MATTERS

- 1) Discipline of members
  - a) A member of the Association may be expelled, suspended or warned if, in the opinion of the Board, the member has engaged in conduct which is prejudicial to the name of the Association
  - b) If a motion is proposed at a meeting of the Board that a named member be disciplined, the motion must not be dealt with at that meeting.
  - c) The motion must be placed on the agenda of the meeting of the Board to be held not less than 14 days later, at which only business must be the deferred motion.
  - d) The Secretary must notify the member, at least 10 days prior to the second meeting, that a motion has been proposed to discipline the member.
  - e) The notice must give the details of the later meeting, and state that the member has the right to attend and speak at the meeting, to submit a written statement in defence, or to both submit a statement and attend and speak.
  - f) The Board at the later meeting must consider the statement submitted and hear the member, if present.
  - g) A motion to discipline the member, and a motion in relation to the penalty to be imposed, is not carried at the meeting unless two thirds of all the members of the Board votes in favour of it.

- h) There is no appeal from the decision of the Board to a General Meeting.
- 2) Validation of acts of Board
- a) If it is afterwards discovered that there was some defect in the appointment or election of a person as a member of the Board, or that a person so appointed or elected was ineligible, all acts done at any meeting of the Board or of a committee or by any person acting as a member of the Board are as valid as if that person had been duly appointed or elected and was eligible to be a member of the Board.
- 3) Indemnity
- a) Every member of the Board, member of the Association, auditor, employee or agent of the Association must be indemnified out of the property of the Association against any liability incurred by that person in that capacity in defending any proceedings:
    - i) in which judgment is given in favour of that person; or
    - ii) in which the person is acquitted; or
    - iii) in connection with any application in relation to any such proceedings, in which relief is granted to that person.
- 4) Liability of members and officers
- a) In accordance with the Act, except as otherwise provided in the Act, a member or officer of the incorporated Association shall not, by reason only of his being such a member or officer, be liable to contribute towards the payment of the debts and liabilities of the incorporated Association or the costs, charges and expenses of the winding up of the incorporated Association.
- 5) Resolving disputes between members
- a) The grievance procedure set out in this and the following clauses applies to disputes under this constitution between:
    - i) a member and another member; or
    - ii) a member and the Association.
  - b) The parties to the dispute must meet and discuss the matter in dispute, and if possible, resolve the dispute within 14 days after the dispute comes to the attention of all the parties.
  - c) If the parties are unable to resolve the dispute at the meeting, or, if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.
  - d) The mediator must be:
    - i) a person chosen by agreement between the parties; or
    - ii) in the absence of agreement, a person nominated by the Dispute Settlement Centre of Victoria.
  - e) A member of the Association can be the mediator.
  - f) A member may appoint any person to act on behalf of that member in the mediation of the dispute.

- g) The mediation must allow for natural justice to be applied.
  - h) If mediation does not result in the settlement of the dispute, a party may bring the matter before the Court in accordance with the Act.
- 6) Gift fund
- a) The Association may establish and maintain a fund known as the Playgroup Victoria Inc. Gift Fund.
  - b) The Gift Fund shall be maintained and used for carrying out the Objects of the Association.
  - c) A Gift Fund Account must be established to receive all gifts received by the Association.
  - d) The Gift Fund Account must only include any money or property:
    - i) which is a gift to the Association; or
    - ii) which is received because of such gifts, including interest received on the amount in the Gift Fund Account.
  - e) Receipts issued for gifts received by the Association must include:
    - i) the name of the Gift Fund
    - ii) the fact that the receipt is for a gift; and
    - iii) the Australian Business Number of the Association.
  - f) The general public will be invited to make gifts to the Gift Fund in order to enable it to achieve its purposes.
  - g) The Gift Fund shall be controlled by a Gift Fund committee.
  - h) The Gift Fund committee shall consist of not less than three persons appointed by the Board of the Association
  - i) The income and assets of the Gift Fund must be used solely for the achievement of its purposes.
  - j) Acceptable uses of the Gift Fund include:
    - i) transferring money to the Association for its current or continuing use
    - ii) purchase of property or services for use by the Association
    - iii) reasonable costs of managing the Gift Fund, including bank charges, accounting and audit fees of the Gift Fund
    - iv) professional fundraising fees
    - v) investment consistent with the principal purposes of the Association.
  - k) No portion of the income or assets of the Gift Fund may be distributed directly or indirectly to the members of the Association or to any other person acting for the Association.
  - l) The previous rule does not prevent payment of bona fide compensation for services rendered or expenses incurred on behalf of the Association.
  - m) If the Association or the Gift Fund is wound up, or if the Association has its endorsement as a deductible gift recipient revoked, any surplus assets remaining in the Gift Fund after the payment of liabilities shall be transferred

to another organisation or fund with similar purposes and to which income tax deductible gifts can be made.

- n) The Australian Taxation Office must be notified if any alteration is made to clause 11.6 of this Constitution.
- o) Clause 11.6 of this Constitution applies to the Gift Fund despite any inconsistency with an earlier provision of this Constitution.