



## **CONSTITUTION**

# **YOUTH AFFAIRS COUNCIL OF SOUTH AUSTRALIA**

### **1. NAME**

The name of the Association shall be the Youth Affairs Council of South Australia hereinafter called "YACSA".

### **2. VISION**

Within South Australia young people are vital, valued and respected members of our community.

### **3. OBJECTS**

The objects of YACSA are:

- 3.1 To represent the interests and issues of young people and the youth affairs field in South Australia (SA) and represent the State perspectives at the national level;
- 3.2 To assist and support the development of policy positions on issues impacting upon and relevant to young people and the youth affairs field and provide policy advice and perspectives to Governments and the broader community;
- 3.3 To facilitate coordination, cooperation and planning in the youth affairs field;
- 3.4 To enhance the capacity of the community youth sector to deliver services for young people;
- 3.5 To promote and support the development of youth participation both within and external to YACSA's activities; and
- 3.6 To do all such other things as may be incidental to the attainment of the mission and objects.

### **4. MEMBERSHIP**

- 4.1 Members shall be persons who have agreed to accept the above objects, paid the prescribed membership subscription, if any, and who are persons who have applied in writing for membership and who are accepted as members by a majority vote of the Management Committee or of a General Meeting.

- 4.2 Membership subscriptions must be paid in accordance with the membership subscription policy, as determined by the Management Committee of YACSA from time to time. The subscription amounts and policy shall be reviewed annually and endorsement for any variation sought from a majority at a meeting of the Management Committee.
- 4.3 YACSA shall have the following Membership Categories:
- i) Individuals,
  - ii) Organisations,
  - iii) Associates, and
  - iv) Affiliates (youth worker networks).
- 4.4 Individual members shall be:
- 4.4.1 Young people i.e. turned 12 years of age, but not reached 25 years of age; and/or
  - 4.4.2 Individuals working with and to the benefit of young people; and/or
  - 4.4.3 Individuals who can contribute significantly to the objects and mission of YACSA.
- 4.5 Individual Members shall be eligible for full membership.
- 4.6 Organisation Membership may be provided to non-government organisations and local governments with a focus on youth affairs.
- 4.7 Organisation members shall be eligible for full membership.
- 4.8 Associate membership may be provided to organisations not eligible for full membership. It carries no voting rights.
- 4.9 Affiliate membership may be provided to other non-government and local government coordinating organisations (i.e. youth worker networks) in the youth field or with a primary interest in young people.
- 4.10 Affiliate Members shall be eligible for full membership.
- 4.11 Youth worker networks which become Affiliate Members will be eligible to take up a position on Policy Council as soon as their membership is approved.
- 4.12 An Organisation or Affiliate member shall appoint from its members a representative who can speak and vote on its behalf.
- 4.13 Full members or their representatives shall have:
- 4.13.1 Voting rights at Policy Council and General Meetings; and
  - 4.13.2 The right to stand for election to both the Management Committee and Policy Council.
- 4.14 Any representative of an Organisation or Affiliate who is unable to attend Policy Council and General Meetings can nominate another representative from their organisation as a proxy. Notification in writing informing of the attendance of a proxy must be forwarded to the President of YACSA prior to the meeting.
- 4.15 Membership Suspension
- 4.15.1 Membership to YACSA may be suspended by a vote of not less two-thirds majority at a Management Committee meeting.

- 4.15.2 Any suspended member can, on at least 2 weeks written notice, require the suspension to be reviewed at the next General Meeting or by an independent arbiter.
- 4.15.3 YACSA shall not be required to accept the renewal of membership of any suspended member when renewal next falls due.
- 4.16 Cessation of membership will occur upon:
  - 4.16.1 Resignation in writing received at the premises of YACSA.
  - 4.16.2 Non renewal of membership within two months of expiry.

## **5. MANAGEMENT**

- 5.1 General management of YACSA shall be under the control and management of the Management Committee.
- 5.2 The roles and responsibilities of the Management Committee are those outlined in YACSA policy and which cannot be altered unless there is a majority vote by those members in attendance at a meeting of Policy Council or Special General Meeting.
- 5.3 Membership of the Management Committee will consist of not less 7 persons nor more than 9 persons comprising:
  - 5.3.1 President, Treasurer and Vice President as the YACSA Office Bearers
  - 5.3.2 Executive Director of YACSA
  - 5.3.3 Three general positions , with one to be drawn from the membership of Policy Council and the remaining positions to be elected from the YACSA membership
  - 5.3.4 Not more than 2 positions to be designated for co-option by Management Committee subsequent to the Annual General Meeting.
- 5.4 An attempt will be made to fill at least one of the general positions with a young member.
- 5.5 Vacancies unfilled or arising in Management Committee, or office bearer positions, may be filled by the Management Committee by co-opting an additional member, above those stated in clause 5.3.4 for the unexpired remainder of the term.
- 5.6 All Management Committee members must be Individual, Affiliated, or Organisation members of YACSA.
- 5.7 Elections will be held for the membership of the Management Committee annually.
- 5.8 The President, Vice-President, Treasurer and two general Management Committee members shall be elected by the YACSA membership at the AGM. The remaining general Management Committee member shall be elected by the Policy Council from within its membership, at the first meeting of Policy Council following the AGM.
- 5.9 Upon election all members and Office Bearers of Management Committee will serve a two year term.
- 5.9 No Office Bearer shall hold the same office for more than 4 successive years.

- 5.10 A quorum shall be at least half of the Management Committee.
- 5.11 The Management Committee shall meet as often as may be required to conduct the business of YACSA and not less than five times each year.
- 5.12 The President or two other elected members of the Management Committee shall have the power to call an extraordinary meeting of the Management Committee.
- 5.13 Notice of meetings shall be given at the previous Management Committee meeting or by 7 days written notice distributed to all Management members or in an emergency by such other notice as shall be ratified by the President and one other member of Management.
- 5.14 Members of the Management Committee shall not disclose confidential information regarding YACSA in any capacity or form to any other person or organisation.
- 5.15 The Management Committee may appoint sub-committees of members and non-members for specific purposes and who shall report to the Management Committee within a timeframe and form specified by the Management Committee.
- 5.16 A member of the Management Committee shall cease to be a member upon:
  - 5.16.1 Resignation in writing;
  - 5.16.2 Suspension as a member of YACSA;
  - 5.16.3 Absence for three successive Management Committee meetings without explanation acceptable to the Management Committee; or
  - 5.16.4 At the end of their designated term.

## **6. POLICY COUNCIL**

- 6.1 YACSA shall form a Policy Council with the express purpose of developing policy, policy advice and policy positions, together with responsibility for decisions related to youth sector development .
- 6.2 The roles and responsibilities of the Policy Council are those outlined in YACSA policy and which cannot be altered unless there is a majority vote by those members in attendance at a meeting of Policy Council or Special General Meeting.
- 6.3 The Policy Council shall be chaired by the President and supported by the Vice President. All members of Policy Council shall be elected at the Annual General Meeting (AGM).
- 6.4 Membership of the Policy Council shall comprise of:
  - 6.4.1 The President and Vice-President
  - 6.4.2 A person nominated by each affiliated member
  - 6.4.3 12 members, in total, from Individual, and/or Organisational membership
  - 6.4.4 Not more than 2 designated co-opted positions for individuals, who agree to the mission and objects of YACSA, who can make a significant contribution
  - 6.4.5 Executive Director of YACSA

- 6.4.6 At least 3 of the 12 Individual and/or Organisational representative positions on Policy Council will be filled by young people between the age of 12-25. If 3 young people do not nominate then YACSA will undertake active recruitment to fill these positions.
- 6.5 All Policy Council members must be Individual, Affiliated, or Organisation members of YACSA.
- 6.6 Vacancies unfilled or arising in Policy Council may be filled by the Policy Council co-opting additional members, above those stated in 6.4.4, for the unexpired remainder of the term.
- 6.7 The quorum will consist of not less than 10 members of Policy Council.
- 6.8 The term of membership for the Policy Council will be one year. For the purpose of this clause, a year shall be defined as the period between Annual General Meetings.
- 6.9 The Policy Council shall convene as often as may be required and not less than five times a year.
- 6.10 The Policy Council may appoint sub-groups of members and non-members to consider specific policy issues and who shall report to the Policy Council within a time frame and form as agreed by the Policy Council.
- 6.11 The Policy Council shall function validly notwithstanding any vacancies so long as its number does not fall below the quorum.
- 6.12 Members of the Policy Council shall not disclose confidential information regarding YACSA in any capacity or form to any other person or organisation.
- 6.13 A member of the Policy Council shall cease to be a member upon:
  - 6.12.1 Resignation in writing;
  - 6.12.2 Suspension as a member of YACSA;
  - 6.12.3 Absence for three successive Policy Council meetings without explanation acceptable to the Policy Council; or
  - 6.12.4 Revocation of nomination by nominating affiliate or organisation.

## **7. POWERS**

- 7.1 The powers of YACSA shall be the powers contained in the Associations Incorporation Act 1985 (SA) and without limiting those powers YACSA shall be entitled to hold property, open and operate bank accounts, hold funds in term deposits and enter into any necessary or desirable contract including a contract of employment.
- 7.2 The Management Committee shall be entitled to exercise the full powers of YACSA, and without limiting those powers shall have overall management and control of funds and other property of YACSA, provided that YACSA must obtain the approval of a General Meeting before borrowing money, including entering into overdraft arrangements or securing any payment against the property of YACSA.

## **8. GENERAL MEETINGS**

- 8.1 The Annual General Meeting (AGM) shall be held each calendar year and not less than one month and not more than six months after the close of the financial year.
- 8.2 The business of the AGM shall be:
- 8.2.1 To confirm the minutes of the preceding AGM
  - 8.2.2 To receive the President's report for the previous financial year
  - 8.2.3 To receive the Treasurer's report and the audited financial statements for the previous financial year, together with the financial budget for the current financial year
  - 8.2.4 To elect or re-elect members of the Management Committee and Policy Council. Those standing for election must consent in person or in writing
  - 8.2.5 To conduct any other business placed on the agenda by Management Committee before the commencement of the meeting.
- 8.3 Items of business submitted by any member for consideration at the AGM must be submitted to Management Committee not less than four weeks prior to the date of the Annual General Meeting.
- 8.4 A Special General Meeting shall be called by the President within 28 days of receipt of a written request of 3 Management Committee or Policy Council members or 6 Ordinary Members specifying the business to be conducted at the meeting.
- 8.5 Written notice of not more than 28 days and not less than 7 days of all General Meetings shall be displayed at the premises of YACSA and distributed where possible to all members who do not visit the premises regularly.
- 8.6 Organisational, Affiliate and Individual members shall be entitled to one vote at any General Meeting at which they are present.
- 8.7 A quorum at any General Meeting shall be 10 members or two-thirds of the membership, whichever is less.
- 8.8 If at any General Meeting there is no quorum within 20 minutes of the commencement time then the meeting shall be adjourned for a period not exceeding 14 days. The quorum for such an adjourned shall be reduced to 5, failing which the meeting will lapse altogether.

## **9. VOTING**

- 9.1 Voting shall be by a show of hands except that:
- 9.1.1 Any contested election at a General Meeting shall be by secret ballot and the votes will be tallied by an independent person, being a person who is not a nominee or subject of the voting process.
  - 9.1.2 The meeting may by show of hands require any other vote to be by secret ballot. Organisational, Affiliate and Individual members only will be entitled to one vote each at any General Meeting at which they are present.

- 9.2 Persons with special interests or knowledge relevant to YACSA may be invited to speak at the discretion of the President but such persons may not vote.

## **10. PRESIDENT**

- 10.1 The President shall ensure written directions and arrangements are in place for the safekeeping of the Common Seal, which shall be affixed only by resolution of the Management Committee.
- 10.2 Unless otherwise provided for in this Constitution, the President shall hold the position of Public Officer for YACSA
- 10.2.1 If the person elected as President does not wish to hold the position of Public Officer, they must inform the Management Committee of their decision not less than a week following their election. The Management Committee must then, within one month of being informed of this decision, appoint a Public Officer either from their membership, the general membership or as a result of an external selection process.
- 10.2.2 Providing that they follow the requirement set out in 10.2.1, the person elected as President shall, in no way, be forced or influenced to take up the role of Public Officer if they do not wish to hold that position.
- 10.3 The President at any meeting shall have a personal deliberative vote and shall in addition have a casting vote if votes are equal.
- 10.4 The President shall encourage balanced and effective participation by all members and shall decide on matters of order.
- 10.5 The delegation of the spokesperson role and the statements made to the public must be done so in accordance with YACSA policy.
- 10.6 The President shall chair the Policy Council, Management Committee, and General meetings or, when absent, the Vice-President, or at the request of the President or of a majority of a meeting another member may be elected as chairperson for that meeting.
- 10.7 The President together with the Executive Director of YACSA shall prepare the agenda for Management Committee, Policy Council and General Meetings.

## **11. VICE PRESIDENT**

- 11.1 The Vice President shall act in the role of the President in the President's absence.
- 11.2 The Vice President shall assist the President in undertaking their duties as requested.
- 11.3 The Vice President shall cause notice of meetings to be given in accordance with the provision of this constitution.
- 11.4 The Vice President shall ensure that notice of meetings is given in accordance with the provisions of this Constitution.
- 11.5 The Vice President shall ensure that records are kept of the Association including the Constitution and policies, records of Members, a register of minutes of meetings and of notices, a file of correspondence, and records of submissions or reports made by or on behalf of the Association.

- 11.6 In the absence of the Vice President, or at the request of the Vice President or of a majority of the meeting, another Member shall be elected as Minutes Secretary.

## **12. TREASURER**

- 12.1 The Treasurer shall ensure that all monies received are paid into an account authorised by the Management Committee in the name of the Association.
- 12.2 Payments shall be as petty cash, electronic funds transfer, or by cheque signed by two authorised signatories of whom there shall be no more than five (5) appointed by the Management Committee. Major or unusual expenditures shall be authorised in advance by the Management Committee or a General Meeting.
- 12.3 The Treasurer shall cause records to be kept of all receipts, payments and other financial transactions. Such records shall be available for inspection by any member.
- 12.4 The Treasurer shall ensure that financial budgets and statements are prepared and shall submit a report to each Management Committee meeting.
- 12.5 The Treasurer shall ensure that Annual Financial Statements comprising either an account of receipts and payments and a statement of assets and liabilities or an account of income and expenditure and a balance sheet shall be prepared following the end of the Association's financial year, which shall commence on 1st July and end on 30th June unless altered at a General Meeting.
- 12.6 The Treasurer shall ensure that the Annual Financial Statements are audited before presentation to the Annual General Meeting by an independent auditor who shall be announced at the Annual General Meeting appointed by the Management Committee.

## **13. EMPLOYEES**

- 13.1 An employee of YACSA may be a member of YACSA or any sub-committee.
- 13.2 A person performing paid work for the Association on a regular substantial basis:
- 13.2.1 Shall not be a member of the Management Committee or Policy Council unless specifically provided in this Constitution or any subsequent amendment.
- 13.2.2 Shall not take part in decisions relating to paid work and shall remain absent from deliberations relating to any worker if so requested by a majority of the Management Committee.

## **14. AMENDMENT OF CONSTITUTION AND RULES**

- 14.1 This Constitution may be repealed or amended by resolution of two-thirds of Members present and voting at a Special General Meeting of which not less than seven (7) days' written notice including notice of the proposed repeal or amendment has been distributed to all Members.
- 14.2 Rules for the proper administration of meetings or business may be made, repealed or amended by a Special General Meeting or by a Policy Council meeting subject to subsequent disallowance at a General Meeting, provided that not less than 7 days' written notice including notice of the proposed new rule, repeal or amendment has been distributed to all Members.

## 15. FINANCES AND PROPERTY

- 15.1 Persons who, with the authority of the Management Committee, incur any debt on behalf of the Association shall have such liability met by YACSA so that they incur no personal loss.
- 15.2 The income property and funds of YACSA shall be used and applied solely towards the promotion of the mission and objects of YACSA and shall not be paid or transferred to any members or relatives of members provided that nothing herein contained shall prevent any payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objects of YACSA without undue preference.
- 15.3 On dissolution all property whether real or personal remaining after payment of all debts and legal liabilities shall be transferred to such other body formed for promoting similar objects or for charitable objects as shall be approved by YACSA provided that:
- 15.3.1 Such other body shall also prohibit the distribution of income and property to the members to the extent stated herein
- 15.3.2 If YACSA shall have been approved pursuant to the Income Tax Assessment Act as a Deductible Gift Recipient then such other body shall also be so approved.
- 15.4 YACSA shall not be dissolved except in accordance with the Associations Incorporation Act 1985 (SA) and following approval of not less than three quarters of members present and voting at a meeting called for that purpose of which not less than one calendar month's written notice including notice of the proposed dissolution has been given to all members.