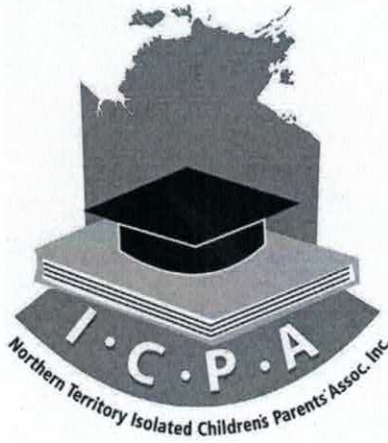


# THE Isolated Children's Parents' Association N.T. State Council Incorporated



# CONSTITUTION

TO BE PRESENTED AT Conference 2 MARCH 2021

THIS IS THE ANNEXURE MARKED "A" REFERRED TO IN THE STATUTORY DECLARATION OF

**MOIRA LANZARIN**

(NAME OF PUBLIC OFFICER)

MADE ON THE 2ND DAY OF MARCH 2021

BEFORE ME

(SIGNATURE OF WITNESS ON STATUTORY DECLARATION)

CONSTITUTION

2 March 2021

**1. NAME**

The Association shall be called:

THE ISOLATED CHILDREN'S PARENTS' ASSOCIATION N.T. STATE COUNCIL INCORPORATED

**2. DEFINITIONS**

In this Constitution, unless the contrary intention appears:-

- The "Isolated Children's Parents' Association N.T. State Council Incorporated" is the properly constituted body elected from financial members within the Northern Territory to have general control and management of the administration, affairs, property and funds of the Northern Territory based association;
- "The Northern Territory State Council" (herein referred to as the Council), shall mean the elected management body of The Isolated Children's Parents' Association N.T. State Council Incorporated, as detailed in Section 14 a) of this constitution;
- "Association" shall mean all ordinary members, Life Members, and Honorary Members of the council as detailed in Section 9 a) & b) of this constitution;
- "Act" means the Associations Act and regulations made under that Act;
- "Committee" means the NT State Council Management Committee of the Association;
- "financial institution" means an authorised deposit-taking institution within the meaning of section 5 of the Banking Act 1959 of the Commonwealth;
- "general meeting" means a general meeting of members convened in accordance with Section 16 of this constitution;
- "member" means a member of the Association;
- "Member bodies" of the Association are branches, Members and state council, all of whose members shall abide by and actively pursue the aims of the Association;
- "register of members" means the register of the Association's members established and maintained under Section 34 of the Act;
- An "isolated child" is one who for geographic reasons does not have reasonable daily access to an appropriate school;
- A "branch" of the Association is a body with at least 5 (five) memberships, whose members join together in accordance with their own relevant constitution, the constitution of the NT State Council and the Federal Council to facilitate the administration of the Association and the attainment of its aims;
- The "aims" of the Association are the ultimate goals stated in the constitution as under Section 3 of this constitution and which seek to achieve equality of educational opportunity and access between geographically isolated and non-isolated children;
- The "policies" of the Association is a statement of guiding principles which shall determine the Association's course of action in achieving its aims;
- The "objectives" of the Association are particular goals to be achieved in the implementation of the Association's policies.

**3. AIMS OF THE ASSOCIATION**

The aims of the Association are:

- To promote awareness and understanding of the problems and needs of geographically isolated students and schools.
- To assist geographically isolated students to gain access to appropriate schooling or specialist services so that the individual educational needs of students are met.
- To advance educational and associated services that are or should be provided for students in and from isolated areas.



- To seek assistance for the continuance of all residential facilities which provide boarding places for students in and from isolated areas.
- To seek living away from home allowances for those children who must live away from home in order to receive a continuing education.
- To persuade appropriate authorities to expand existing specialist services, or to establish new ones that will improve the educational, social or cultural life of isolated students.
- To adopt such measures and take such steps, and do all such things as may in the opinion of the Association be conducive to the promotion of cordial relations between the Association and kindred Associations or persons (whether in Australia or elsewhere) interested in any aspects of education.
- To establish, prescribe or donate to, promote, become a member of, support, cooperate or amalgamate with any kindred Association or Body whose objects are altogether or in part similar to this Association.
- To do all such lawful things as the Association may think incidental or conducive to the attainment of the aims of the Association, or any one of them or part thereof.
- To solely apply the property and income of the Association towards the promotion of the objects of the Association, and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members except in good faith in the promotion of these objects.

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

- a) For achieving its objects and purposes, the Association has the powers conferred by sections 11 and 13 of the Act.
- b) Subject to the Act, the Association may do all things necessary or convenient for carrying out its objects or purposes, and in particular, may:
  - I. acquire, hold and dispose of real or personal property;
  - II. open and operate accounts with financial institutions;
  - III. invest its money in any security in which trust monies may lawfully be invested;
  - IV. raise and borrow money on the terms and in the manner it considers appropriate;
  - V. secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - VI. appoint agents to transact business on its behalf; and
  - VII. enter into any other contract it considers necessary or desirable.

#### **5. EFFECT OF CONSTITUTION**

This Constitution binds every member and the Association to the same extent as if every member and the Association had signed and sealed this Constitution and agreed to be bound by it.

#### **6. INCONSISTENCY BETWEEN CONSTITUTION AND ACT**

If there is any inconsistency between this Constitution and the Act, the Act prevails.

#### **7. ALTERATION OF CONSTITUTION**

- a) This Constitution may be amended from time to time by a resolution carried by a two thirds majority of registered delegates at an Annual General Meeting
- b) Three months' notice of any proposed alterations shall be given in writing to the Secretary and the Secretary shall notify all affiliated branches of such proposed alterations at least two months prior to Annual General Meeting.

#### **8. POLICY**

- a) The policy of the Association shall be related to education and other issues that have an influence on educational opportunities for geographically isolated children in Australia.
- b) Policy shall be established at Annual Conferences (held in accordance with Section 17 of this constitution) and affiliated branches must abide by this Policy.
- c) A two thirds majority of registered delegates shall be required to amend the "AIMS or OBJECTIVES" portions of the Association's Policy Statements. Three months' notice of any proposed alteration shall be given in writing to the Secretary and the Secretary shall notify all affiliated Branches of such proposed alterations at least two months prior to Annual Conference.



## **9. MEMBERSHIPS**

- a) The membership of the Association shall consist of ordinary members, Life Members, Member Branches and Honorary Members.
- b) An ordinary member of the Association relates either to an individual, or to either or both parents of a family who have joined a registered Branch, or who have joined as a lone member and who have paid the appropriate subscription.
- c) Membership is not valid until the Branch Treasurer or State Lone Member Officer has forwarded the appropriate Federal membership subscription to the Association's Federal Treasurer or the membership subscription has been distributed to Branch, State and Federal Treasurers by the authorised receiving officer.
- d) No restrictions shall be imposed on any person by virtue of religious or political beliefs, sex, age or race.
- e) The Council shall have the right to refuse membership to any person, without assigning any reason therefore.
- f) The number of branches shall be unlimited. The minimum number to constitute a Branch shall be governed by the Federal ICPA Constitution.
- g) The Council at any meeting may appoint an Honorary or Life Member of NT ICPA.
- h) Life Membership of the Association may be conferred on an individual at any Annual General Meeting of the Association for exceptional or meritorious service to the education of geographically isolated children.
- i) Awarding of Life Membership shall be subject to any By-Laws drawn up by State Council under this Constitution.
- j) Life Membership applies exclusively to the individual so honoured and does not extend to any other member of his or her family.
- k) A Lone Member is an ordinary member for whom it is impractical to become a member of a registered Branch.
- l) To obtain membership and to facilitate the management of the Association persons shall, where practical, join a Branch of the Association.
- m) The number of Branches of the Association shall not be limited (except as to size in accordance with Section 22 a) l of this Constitution).

## **10. MEMBER BODIES**

A proposed Branch member body shall apply for registration with the Association providing it:

- a) Presents a statement that it will abide by and actively pursue the aims of the Association and accept the definitions in this Constitution.
- b) Has a minimum of five members.
- c) The Branch member bodies shall:
  - I. Present the views of their members to the State Council in their State, if existing, and to the Federal Council of the Association.
  - II. Forward the annual subscriptions of their members to the State Council and Federal Council Treasurers.
- d) The Association shall have the right to refuse registration to any Branch member body where it has good reason to believe that the relevant member body has not complied with any part of this Constitution.
- e) The Branch Treasurer & State Council Treasurer shall maintain a register of individual members.

## **11. DISSOLUTION AND DEREGISTRATION OF MEMBER BODIES**

- a) A member or a branch may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall only take effect at the time when such notice is received by the Secretary, unless a later date is specified in the notice when it shall take effect on that later date.
- b) Any financial members of a resigning branch may continue as members of the Association by paying their subscription direct to the State Treasurer, if there is no other Branch to which they may conveniently belong.
- c) The Council shall cause a Register to be kept of the Branches admitted to membership of the association, and dates of admission, together with the names and residential addresses of the Branch Presidents and Secretaries.



- d) Particulars shall also be entered of resignations, terminations and reinstatements of membership and any further particulars as the Council or the members at any Annual General Meeting or Annual Conference may require from time to time.
- e) The Register of Members shall be open for inspection, at all reasonable times, by any financial member who previously applies for such inspection.
- f) The Council may suspend or expel any Member or Branch:
  - I. if in the opinion of the Council such Member or Branch has acted contrary to or in disregard of the Rules of the Association, or the By-Laws and Orders made by the Council.
  - II. if in the opinion of the Council such Member or Branch has acted in any manner prejudicial to the interests of the Association or the general body of members thereof.
  - III. if such Member or Branch is in arrears for one year in the payment of any subscription fallen due.

## 12. GRIEVANCES AND DISPUTES PROCEDURES

- a) This clause applies to disputes between –
  - I. a member and another member; or
  - II. a member and the Committee.
- b) Within 14 days after the dispute comes to the attention of the parties to the dispute, they must meet and discuss the matter in dispute, and, if possible, resolve the dispute.
- 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 after the meeting, hold another 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 –
    - 1) for a dispute between a member and another member – a person appointed by the Committee; or
    - 2) for a dispute between a member and the Committee – a person who is a mediator appointed or employed by the department administering the Act.
- e) A member of the Association can be a mediator.
- f) The mediator cannot be a party to the dispute.
- g) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- h) The mediator, in conducting the mediation, must –
  - I. give the parties to the mediation process every opportunity to be heard;
  - II. allow due consideration by all parties of any written statement submitted by any party; and
  - III. ensure natural justice is accorded to the parties to the dispute throughout the mediation process.
- i) The mediator must not determine the dispute.
- j) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## 13. ANNUAL SUBSCRIPTION

- a) The annual subscription for members shall be determined at Annual General Meetings.
- b) The annual subscription may be paid using the following methods;
  - (i) to the appropriate Branch Treasurer who shall forward that amount to the Association's Treasurer, except for a lone member, who shall forward the annual subscription directly to the appropriate State Council Lone Member Officer

OR

  - (ii) via the online gateway.
- c) The annual subscription shall be paid to the appropriate Branch Treasurer who shall forward that amount to the Association's Treasurer, except for a lone member, who shall forward the annual subscription directly to the appropriate State Council Lone Member Officer.
- d) The Association's financial year shall run from the first day of January to the thirty-first day of December.
- e) The annual subscription shall be payable in advance, becomes due on the first day of January and is current for that calendar year.



- f) A financial member at any given time is a member who is not then indebted to the Association in respect of any annual subscription or levy or other payment whatsoever.
- g) No member shall be selected as a delegate from a Branch or State Council to an Annual General or General Meeting or Conference unless that member is currently a financial member of the Association.

#### 14. MANAGEMENT

- a) The general control and management of the administration of the Association shall be a Council, consisting of a President, a Vice President, a Secretary, an Assistant Secretary, a Treasurer and a Publicity Officer who collectively constitute the Executive Committee; plus a General Committee of up to five. The Council shall be empowered to co-opt additional members for a time to be specified and they shall have no voting rights.
- b) Immediate past President shall be Ex officio for a period of 12 months and shall have full voting rights.
- c) The Secretary must maintain custody of all records, books, documents and securities of the Association, other than those required by 14 e) and 14 g) to be kept and maintained by or in the custody of the Treasurer.
  - I. The documentation nominated in 14 c) must be so kept and maintained at the Secretary's place of residence or at such other place as the members at a general meeting decide.
- d) The Secretary must perform any other duties imposed by this Constitution on the Secretary.
- e) The Treasurer shall have custody of all securities, books and documents of a financial nature and accounting records of the Association and keep such accounting records in such a manner as to enable true and accurate records of the Association to be prepared from time to time and in that such records be kept in accordance with section 41 of the Act.
  - I. The documentation nominated in 14 e) must be so kept and maintained at the Treasurer's place of residence or at such other place as the members at a general meeting decide.
- f) The Treasurer must:
  - I. All moneys paid to or received by the Association must be receipted in the name of the Association;
  - II. Pay all moneys received into the account of the Association;
  - III. Make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
  - IV. Ensure payments are signed by him or her and at least one other committee member, or by any 2 other signatories as determined at the Annual General Meeting.
  - V. Coordinate the preparation of the Association's annual statement of accounts.
  - VI. If directed to do so by the Chairperson, the Treasurer must submit to the Committee a report, balance sheet or financial statement in accordance with that direction.
  - VII. Perform any other duties imposed by this Constitution on the Treasurer.
- g) The Treasurer on behalf of the Association shall keep and maintain in an up to date condition, a register of the members of the Association and their postal and email addresses.
  - I. Particulars shall also be entered of any resignation, de-registration and re-formation of Branches and any further particulars as required by the Annual General Meeting or Annual Conference of the Association.
  - II. The register must be so kept and maintained at the Treasurer's place of residence or at such other place as the members at a general meeting decide.
- h) All State Councillors shall be elected annually and shall be limited in any one position on the Executive to four consecutive years.
- i) At the Annual General Meeting of the Association all State Councillors for the time being shall retire from office but shall be eligible for re-election subject to Section 14 h) of this Constitution.
- j) Nominations for all positions shall close prior to commencement of Annual General Meeting.
- k) Any member of the Council may resign at any time by notice in writing delivered to the Secretary, but such resignation shall only take effect at the time when such notice is received by the Secretary, unless some later date is specified.
- l) Any member of the Council may be removed from office at a General Meeting of the Association convened for that purpose, the Secretary having given one month's clear notice of such a meeting and its purpose.



- m) Any expelled or suspended member of council who may be aggrieved by such expulsion or suspension may, by written notice lodged with the State Secretary within one month of the expulsion or suspension, require the convening of an Extraordinary General Meeting of the Association to determine an appeal against such expulsion or suspension, and Section 12 of this constitution shall apply.
- n) The Public Officer as appointed as per Section 15 a) IV must:
  - I. Ensure that documents are filed with the Commissioner of Consumer Affairs in accordance with Sections 23, 28 and 45 of the Act.
  - II. Keep a current copy of the Constitution of the Association.

#### **15. FUNCTIONS OF THE COUNCIL**

- a) Except as otherwise provided by this Constitution and subject to resolutions of the members of the Association carried at any Annual General Meeting or Annual Conference, the Council:
  - I. shall have the general control and management of the affairs, property and funds of the Council and;
  - II. shall be responsible for the implementation of any Policies established at Annual Conferences and Annual General Meetings and;
  - III. shall have authority to interpret the meaning of this Constitution and any matter relating to the Association on which this Constitution is silent and;
  - IV. shall be responsible for the appointment of an auditor and a Public Officer

#### **16. MEETINGS OF THE COUNCIL**

- a) The Council shall meet at least three times a year, or as deemed necessary by the President either face to face, by teleconference or other suitable means.
- b) The procedure to be followed at a committee meeting may be determined from time to time by the Committee.
- c) At every meeting of the Council, a simple majority of the currently serving members of the Council shall constitute a quorum.
- d) All motions shall be decided by a majority of votes, and in the case of equality of votes on any motion, the motion shall be deemed to be decided by the casting vote of the Chairman.
- e) A Special Meeting of the Council shall be convened by the Secretary upon the requisition in writing of no less than three members of Council, in which the requisition shall clearly state the reasons why such Special Meeting is being convened, and the nature of the business to be transacted thereat.

#### **17. ANNUAL GENERAL MEETINGS, ANNUAL CONFERENCES AND GENERAL MEETINGS**

- a) Subject to this Constitution, the Annual General Meeting and Annual Conference shall be held on a date to be decided at the discretion of Council and within 5 months of the end of the financial year, being 31 December.
- b) The business to be transacted at every Annual General Meeting shall be:-
  - I. To confirm Minutes of the preceding Annual General Meeting.
  - II. The receiving of the Council's Reports; the Balance Sheet and Statement of Accounts for the previous financial year period.
  - III. The receiving of the Auditor's Report regarding the books and accounts for the previous financial year period.
  - IV. The appointment of the Auditor for the next financial year.
  - V. The setting of the Annual Subscription for the next financial year.
  - VI. The appointment of Public Officer for the next financial year.
  - VII. Any proposed amendments to this Constitution and Policy Statements document of which proper notice has been given.
  - VIII. The election of State Council; such election if voting is required, is to be held by secret ballot. The retiring Council shall hold office till the completion of the Annual Conference.
- c) The business to be transacted at every Annual Conference shall be:
  - I. Any proposed amendments to the 'AIMS" or "OBJECTIVES" portion of the Association's Policy Statements, of which proper notice has been given.



- II. Any proposed amendments to the Association's By-Laws statements, of which proper notice has been given.
- III. The consideration and resolution of motions; such motions to have precedence on the Agenda as follows:
  - i. Motions from Branches, which are in the hands of the State secretary eight weeks prior to the date of Annual Conference
  - ii. Late motions, having been considered by State Council prior to Conference and presented at the discretion of Council
  - iii. Motions from the floor. These motions having been read to conference by the Chairman will only be debated with the consent of Conference.
- IV. Consideration of the appointment of a Patron(s), or co-opted members; such as the Home Tutor Register Co-ordinator and the Editor of the Association's main publication.
- V. The presentation of papers by guest speakers.
- VI. Such other matters as the Council, in its discretion, may from time to time decide.
- d) At Annual General Meetings and Annual Conferences a minimum of three branches shall constitute a quorum.
- e) The Secretary shall convene all Annual General Meetings and Annual Conferences of the Association by giving not less than thirty days' notice of such meeting. The manner by which such notice is given shall be determined by the Council.
- f) Unless otherwise provided by this Constitution, at every Annual General Meeting and Annual Conference:
  - I. The President shall be Chairman and in his absence the Vice President or in their absence a Chairman shall be elected by resolution of a majority of the delegates present at the meeting.
  - II. The Chairman shall maintain order and conduct the meeting in a proper and orderly manner.
  - III. Every question, matter or resolution shall be decided by a majority of votes of the voting delegates present at the time of voting, with the exception of any matters pertaining to the alteration of the Constitution or the "AIMS or OBJECTIVES" portion of the Association's Policy Statement, when a two thirds majority of registered delegates shall be necessary.
  - IV. In the case of an equality of votes the Chairman shall have a casting vote.
  - V. Subject to Section 17 g), each financial branch is entitled to be represented by six delegates who are financial members of that branch; any delegate may be replaced by a duly nominated and registered delegate who is also a financial member of that branch; where less than six delegates attend, they may exercise six votes between them.
  - VI. No proxies are permitted.
  - VII. State Life Members, members of State Council and NT members of Federal Council shall be considered as voting delegates, however if such persons also hold another position as State Life Member, member of State Council and/or NT member of Federal Council, they shall only be entitled to one vote, except when representing Lone Members, as in Section 17 g). If a State councillor, State Life Member, or NT Member of Federal Council is attending as a Branch delegate, they shall only be entitled to the number of votes eligible to them as a Branch delegate.
  - VIII. Voting, except as in Section 17 b) VIII, shall be by a show of hands unless not less than eleven delegates present demand a ballot in which event there shall be a secret ballot conducted under the directions of the Chairman.
  - IX. Any financial member is entitled to speak on any motion at any Annual General Meeting or Annual Conference.
  - X. The Secretary shall cause full and accurate Minutes of all questions, matters, resolutions and other proceedings of every Council Meeting, Annual General Meeting and Annual Conference to be entered in a book to be provided for that purpose. Such book is to be open for inspection at all reasonable times by any voting delegate who previously applies to the Secretary for that inspection.
- g) The Lones Branch is entitled to be represented by two delegates who are financial members of that branch; any delegate may be replaced by a duly nominated and registered delegate who is also a financial member of that branch; where one delegate only attends, that delegate may exercise two votes. Lones Branch votes may be held by one or two State Life Members, members of State Council



and/or NT members of Federal Council in addition to the one vote those members are entitled to as per Section 17 f) VII.

#### 18. VACANCIES ON STATE COUNCIL

- a) State Council shall have the power to appoint a financial member who may or may not be then a member of the Council, to fill any position on the Council that falls vacant, until the next AGM.
- b) When a member of State Council is so appointed then the Council may fill the vacancy caused by such appointment by a financial member who is not then a member of State Council.
- c) Every member so appointed shall retire at the next Annual General Meeting but shall be eligible for election as a member of the Council at such a meeting.

#### 19. APPOINTMENT OF A PATRON

- a) A Patron may be appointed annually by the Northern Territory State Council and any such appointment shall be announced at the State Conference.
- b) The appointed Patron will be subject to any By-Laws of the Association.
- c) The appointment of Patron is an Honorary Membership position.

#### 20. BY-LAWS

- a) The NT ICPA By-Laws & Policies Booklets should be used in conjunction with this Constitution.
- b) The Council may from time to time make, amend or repeal By-Laws, not inconsistent with this Constitution, or for the internal management of the Association; and any By-Laws alterations may be set aside by a properly convened meeting of delegate members.

#### 21. FUNDS

- a) The income and property of the Association shall be applied in promotion of its objectives
- b) The funds of the Association shall be banked in the name of the Association in such bank as the Council may from time to time direct.
- c) Proper books and accounts shall be kept and maintained showing correctly the financial affairs of the Association and the particulars usually shown in books of a like nature
- d) Accounts shall be presented and passed at each Council meeting or as requested by the Council
- e) No honorarium shall be granted to any person from the funds of the Association and no dividend shall be paid to, and no income or property of the Association shall be distributed amongst the members.

#### 22. DISSOLUTION

- a) The Association shall be dissolved:
  - I. If the membership is less than three branches.
  - II. If a resolution to that effect is carried by a vote of a three fourths majority of the voting delegates present at an Extraordinary General Meeting convened to consider the question.
- b) In the event of dissolution, the property and assets of the Association remaining after the payment of all expenses and liabilities shall be handed over to such institutions, organisations or funds which satisfy the requirements of item 63B (1) in the First Schedule to the Sales Tax (Exemptions and Classifications) Act as the majority of branches present at such Extraordinary General Meeting by resolution may decide.



President  
Sarah Cook  
2 March 2021



Secretary  
JULIANE VLACH  
2 March 2021