Queensland Foster and Kinship Care Inc. Constitution

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DRAFT with changes embedded

Words and Expression to have meaning in Act

A word or expression that is not defined in these model rules, but is defined in the *Associations Incorporation Act 1981* has, if the context permits, the meaning given by the Act.

Name

The name of the incorporated Association is Queensland Foster and Kinship Care Inc. ("The Association")

OBJECTIVES

QUEENSLAND FOSTER AND KINSHIP CARE'S fundamental purpose is motivated by the desire to protect and care for children and young people who have already experienced harm or have been at-risk of experiencing significant harm. Our organisational vision being 'Leave no child in foster and kinship care behind'.

As a child protection peak body, we promote the prevention of behaviour that is harmful or abusive to children or young people when in the care of foster and kinship carers. We recognise that children and young people not living with birth parents are one of the most vulnerable groups in the community.

These objectives are achieved by:

Equipping, empowering and supporting foster and kinship carers (carers) who are responsible for children and young people's safety and wellbeing with the knowledge, skills and support to reduce the risk of harmful behaviours. The Association supports carers by:

- providing training, information, advice and guidance to Foster and Kinship Carers to assist children and young people in their care;
- assisting in dealing with the Department of Child Safety, Queensland Civil and Administrative Tribunal, and other Government & non-government services in relation to administrative and legal processes associated with the children & young people in their care;
- providing counselling, case support and advocacy to Foster and Kinship Carers to assist them in undertaking their role in a supportive, safe environment ensuring the children or young people in their care are cared for in a risk free, secure environment whilst affectively role modelling to build positive adult relationships;
- understanding, identifying and recognising risks to the children & young people in their care and responding appropriately to inappropriate or harmful behaviour;
- providing trained and experienced volunteers and staff that work collaboratively to achieve quality foster and kinship care for children & young people.
- safeguarding and promoting the rights of foster and kinship carers and the children or young people in their care.
- assisting and encouraging non-government child protection service providers and practitioners, government departments and agencies to develop and maintain high standards of services directed to ensuring the safety and wellbeing of children, young people in care and the support of their foster and kinship care families.
- facilitating and undertaking research, resource development and training in policy and practice relating to the safety and wellbeing of children and young people in care and the support of their foster and kinship care families.
- developing and maintaining collaborative relationships and partnership with all the stakeholders associated with the safety and wellbeing of children and young people in care and the support of their foster and kinship care families.

1 POWERS

(1) The Association has the powers of an individual.

(2) The Association may, for example: -

(a) enter into contracts; and
(b) acquire, hold, deal with and dispose of property; and
(c) make charges for services and facilities it supplies; and
(d) do other things necessary or convenient to be done in carrying out its affairs.

(3) The Association may also issue secured and unsecured notes, debentures and debenture stock for the Association.

2 CLASSES OF MEMBERSHIP

(1) The membership of the Association shall consist of ordinary members, and any of the following classes of members:

(a) Life Members
(b) Associate Members
(c) Honorary Members

(2) Ordinary members shall be individuals. Ordinary members can hold Board office or vote at Association meetings. The number of ordinary members shall be unlimited.

(3) Ordinary members shall be approved Queensland Foster or Kinship Carers and carers where Long Term Guardianship to Other or Permanent Care Guardianship Orders have been granted.

(4) Life members shall be individuals. Life membership may be granted by the decision of a general or annual general meeting. Life members can hold Board office or vote at Association meetings. The number of life members shall be unlimited.

(5) Associate members shall be corporations, organisations or other interested individuals. Associate members cannot hold Board office or vote at Association meetings. The number of associate members shall be unlimited.

(6) *Honorary members shall be individuals or organisations. Honorary members cannot hold Board office or vote at Association meetings. Honorary membership may be granted by the decision of a general or annual general meeting. The number of honorary members shall be unlimited.*

3 MEMBERSHIP

(1) An applicant for membership of the Association must be proposed by 1 member of the Association (the "**proposer**") and seconded by another member (the "**seconder**").

(2) An application for membership must be –

(a) in writing; and
(b) signed by the applicant and the applicant's proposer and seconder; and
(c) in the form decided by the Board.

4 MEMBERSHIP FEES

(1) The membership fees for each class of membership –
(a) is the amount decided by the members from time to time at a general meeting; and
(b) is payable when, and in the way, the Board decides.

(2) A member is financial at a given time if the member does not have membership fees in arrears.

5 ADMISSION AND REJECTION OF MEMBERS

(1) The Board must consider an application for membership at the next meeting of the Board held after it receives-

(a) the application; and
(b) the appropriate membership fee for the application

(2) The Board must decide at the meeting whether to accept or reject the application.

(3) If a majority of the Board members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.

(4) The Secretary of the Association must, as soon as practicable after the Board decides to accept or reject an application, give the applicant notice of the decision.

6 WHEN A MEMBERSHIP ENDS

(1) A member may resign from the Association by giving a notice of resignation to the Secretary.

(2) This resignation shall take effect on –

(a) the day and at the time the notice is received by the Secretary; or
(b) If a later day is stated in the notice - the later day.

(3) The Board may terminate a member's membership if the member –

(a) is convicted of an indictable offence; or
(b) does not comply with any of the provisions of these rules; or
(c) has membership fees in arrears for at least 2 months; or
(d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the Association

(4) Before the Board terminates a member's membership, the Board must give the member a full and fair opportunity to show why the membership should not be terminated.

(5) If, after considering all representations made by the member, the Board decides to terminate the

membership, the Secretary of the Board must give the member a written notice of the decision.

7 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

(1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.

(3) If the Secretary receives a notice of intention to appeal, the Secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.

(4) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

(5) Also, the Board and the Board members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.

(6) An appeal must be decided by a vote of the members present at the meeting.

(7) If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the application fee paid by the person.

8 REGISTER OF MEMBERS

(1) The Board must keep a register of members.

(2) The register of members must include the following particulars for each member –

(a) the full name and residential address of the member;
(b) the date of admission as a member;
(c) the date of death or resignation of the member;
(d) details about the termination or reinstatement of membership;
(e) Any other particulars the Board or the members at a general meeting decide.

(3) The register must be open for inspection at all reasonable times.

(4) However, before a member may inspect the register, the member must apply to the Secretary to inspect it.

9 SECRETARY

(1) If a vacancy happens in the office of Secretary, the members of the Board must ensure a Secretary is appointed or elected for the Association within 1 month after the vacancy happens.

(2) The Secretary must be an individual residing in Queensland, or in another State but not more than 65km from the Queensland border who is –

(a) a member of the Association elected by the Association as Secretary; or
(b) any of the following persons appointed by the Board :-

i. a member of the Association's Board ;
ii. a member of the Association;

(3) The Board may appoint and remove the Association's Secretary at any time.

10 MEMBERSHIP OF BOARD OF MANAGEMENT

(1) The Board of the Association consists of a Chairperson, Vice-Chairperson, Secretary, Treasurer, and any other number of other members the Association decides at a general meeting. All members of the Board must be adults.

(2) A member of the Board must be a member of the Association who is an approved foster or kinship carer.

(3) At each second annual general meeting of the Association, the members of the Board must retire from office, but shall be eligible, on nomination, for re-election.

(a) at each Annual General Meeting held during an odd numbered year, the Chairperson , Vice-Chairperson , Secretary and Treasurer retire from office; and
(b) at each Annual General Meeting held during an even numbered year, the other members of the Board retire from office.

11 ELECTING THE BOARD OF MANAGEMENT

(1) A member of the Board may only be elected as follows –

(a) any 2 financial or life members of the Association may nominate another financial ordinary or life member (the "**candidate**") to serve as a member of the Board ;
(b) the nomination must be –

i. in writing; and
ii. signed by the candidate and the members who nominated him or her; and
iii. given to the Secretary at least 42 days before the annual general meeting at which the election result is announced;

(c) each financial ordinary or life member may vote for any number of candidates not more than the number of vacancies;

(2) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Association for at least 7 days immediately preceding the annual general meeting.

(3) To register a vote for any nomination, the balloting list, signed by the member and with the member's vote indicated, must be returned to the nominated returning officer at least 3 days before the annual general meeting at which the returning officer announces the election result.

12 RESIGNATION OR REMOVAL FROM OFFICE OF A MEMBER OF THE BOARD OF MANAGEMENT

(1) A Board member may resign from the Board by giving written notice of resignation to the Secretary.

(2) The resignation takes effect on –

(a) the day and at the time the notice is received by the Secretary; or
(b) if a later day is stated in the notice – the later day.

(3) A member may be removed from office at a general meeting of the Association if a majority of the members vote in favour of removing the member.

(4) The resolution shall be given to each financial ordinary or life member at least 14 days before the general meeting at which the result is announced.

(5) To register a vote, the resolution signed by the member with the member's vote indicated shall be returned to the nominated person at least 3 days before the general meeting at which the result is announced.

(6) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

(7) A member has no right of appeal against a member's removal from office under this section.

12A GRIEVENCE PROCEDURE

(1) This rule sets out a grievance procedure for dealing with a dispute under the rules between parties as mentioned in section 47A (1) of the Act.

(2) To remove any doubt, it is declared that the grievance procedure can not be used by a person whose membership has been terminated if the rules provide for an appeal process against the termination.

(3) A member (the aggrieved party) initiates the grievance procedure in relation to the dispute by giving a notice in writing of the dispute to—

(a) the other party; and
(b) if the other party is not the board—the Board.

(4) If 2 or more members initiate a grievance procedure in relation to the same subject matter, the Board may deal with the disputes in a single process, and the members must choose 1 of the members (also the aggrieved party) to represent the members in the grievance procedure.

(5) Subject to rule 12B, the parties to the dispute must, in good faith, attempt to resolve the dispute.

(6) If the parties to the dispute can not resolve the dispute within 14 days after the aggrieved party initiates

the grievance procedure, the aggrieved party may, within a further 21 days, ask the association's secretary to refer the dispute to mediation.

(7) Subject to rule 12B, if the aggrieved party asks the association's secretary to refer the dispute to mediation under subrule (6), the Board must refer the dispute within 14 days after the request.

(8) If the aggrieved party does not ask the association's secretary to refer the dispute to mediation under subrule (6), the grievance procedure in relation to the dispute ends.

12B GRIENAVCE PROCEDURE NOT CONTINUED IN PARTICULAR CIRCUMSTANCES

(1) This rule applies if—

(a) a member initiates a grievance procedure in relation to a dispute, and the association or association's Board is the other party to the dispute; or

(b) the aggrieved party asks the association's secretary to refer the dispute to mediation under rule 12A (6).

(2) The management committee does not have to act under rule 12A (5) or (7) if—

(a) the aggrieved party has, within 21 days before initiating the grievance procedure, behaved in a way that would give the board grounds for taking disciplinary action under the rules against the aggrieved party in relation to the matter the subject of the grievance procedure; or

(b) before the grievance procedure was initiated, a process had started to take action under the rules against the aggrieved party or terminate the aggrieved party's membership, as provided for under the rules, and the dispute relates to that process or to a matter relevant to that process; or

(c) the dispute relates to an obligation under the Liquor Act 1992 or any other State law to prevent the entry of the aggrieved party to, or to remove the aggrieved party from, premises used by the association, or to refuse to serve liquor to the aggrieved party at the premises; or

(d) the dispute could reasonably be considered frivolous, vexatious, misconceived or lacking in substance, or relates to a matter that has already been the subject of the grievance procedure.

12C APPOINTMENT OF MEDIATOR

(1) If a dispute under rule 12A is referred to mediation—

(a) the parties to the dispute must choose a mediator to conduct the mediation; or
(b) if the parties are unable to agree on the appointment of a mediator within 14 days after the dispute is referred to mediation, the mediator must be—

i. for a dispute between a member and another member—a person appointed by the Board; or
ii. for a dispute between a member and the Board or the association—an accredited mediator or a mediator appointed by the director of a dispute resolution centre.

(2) An accredited mediator may refuse to be the mediator, or the director of a dispute resolution centre may refuse to appoint a mediator, to mediate the dispute.

(3) If subrule (2) applies, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

12D CONDUCT OF MEDIATION

(1) If a mediator is appointed under rule 12C, the mediator must start the mediation as soon as possible after the appointment and try to finish the mediation within 28 days after the appointment.

(2) Subrule (1) does not apply if the mediator is a mediator appointed by the director of a dispute resolution centre.

(3) The mediator—

(a) must give each party to the dispute an opportunity to be heard on the matter the subject of the dispute; and
(b) must comply with natural justice; and
(c) must not act as an adjudicator or arbitrator; and
(d) during the mediation—may see the parties with or without their representatives, together or separately.

(4) The parties to the dispute must act reasonably and genuinely in the mediation and help the mediator to start and finish the mediation within the period mentioned in subrule (1).

(5) The costs of the mediation, if any, are to be shared equally between the parties unless otherwise agreed.

(6) If the mediator can not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

12E REPRESENTATION FOR GRIEVENCE PROCEDURE

(1) A party to a dispute may appoint any qualified person to act on behalf of the party in the grievance procedure.

(2) For subrule (1), a person is qualified to act on behalf of a party if the person—

(a) has sufficient knowledge of the matter the subject of the dispute to be able to represent the party effectively; and
(b) is authorised to negotiate an agreement for the party.

(3) If a party appoints a person under subrule (1) to act on the party's behalf, the party must give written notice of the appointment to each of the following entities—

(a) the other party to the dispute;
(b) the board

(c) if a mediator has been appointed before the party appoints the person – the mediator

12F ELECTRONIC COMMUNICATION FOR GRIEVENCE PROCEDURE

(1) Any meeting or mediation session required under the grievance procedure may be conducted by electronic means if the parties to the dispute and, for a mediation, the mediator agree.

13 VACANCIES ON THE BOARD OF MANAGEMENT

(1) If a casual vacancy happens on the Board , the continuing members of the committee may appoint another member of the Association to fill the vacancy until the next annual general meeting.

(2) The continuing members of the Board may act despite a casual vacancy in the Board

(3) However, if the number of committee members is less than the number fixed under these rules as a quorum of the Board , the continuing members may act only to –

(a) increase the number of Board members to the number required for a quorum; or
(b) call a general meeting of the Association.

14 FUNCTIONS OF THE BOARD OF MANAGEMENT

(1) Subject to these rules or a resolution of the Association members carried at a general meeting the Board has -

(a) the general control and management of the administration of the affairs, property and funds of the Association; and
(b) authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.

(2) The Board may exercise the powers of the Association –

(a) to borrow, raise or secure the payment of amounts in a way the Association members decide; and
(b) to secure the amounts mentioned in paragraph (a) or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way, including the issue of debentures (perpetual or otherwise) charged upon the whole or part of the Association's property, both present and future; and
(c) to purchase, redeem or pay off any securities issued; and
(d) to borrow amounts from members and to pay interest on the amounts borrowed; and
(e) to mortgage or charge the whole or part of its property; and
(f) to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association; and
(g) to provide and pay off any securities issued; and
(h) to invest in a way the members of the Association may from time to time decide.

(3) For sub-section (2)(d) the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent (regardless of the term of the loan) by –

(a) the financial institution for the Association; or
(b) if there is more than 1 financial institution for the Association - the financial institution nominated by the Association.

15 MEETINGS OF BOARD OF MANAGEMENT

(1) Subject to subsections (2) to (16) the Board may meet and conduct its proceedings as it considers appropriate.

(2) The Board must meet at least once every 4 months to exercise its functions.

(3) The Board must decide how a meeting is to be called.

(4) Notice of a meeting is to be given in the way decided by the Board .

(5) If the Secretary receives a written request signed by at least 33% of the Board members, the Secretary must call a special meeting of the board .

(6) A request for a special meeting must state –

(a) why the special meeting is called; and
(b) the business to be conducted at the meeting.

(7) At a board meeting, more than 50% of the number of members as at the close of the last general meeting of the members form a quorum.

(8) A question arising at a board meeting is to be decided by a majority vote of board members present at the meeting and, if the votes are equal, the question is decided in the negative.

(9) A board member must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.

(10) The Secretary must give each board member at least 14 days' notice of a special meeting of the board.

(11) A notice of a special meeting must state –

(a) the day, time and place of the meeting; and
(b) the nature of the business to be discussed there at.

(12) The President or, if there is no Chairperson or if the Chairperson is not present within 10 minutes after the time fixed for a board meeting, the Vice-Chairperson is to preside as chairperson at the meeting.

(13) If the Chairperson and the Vice-Chairperson are absent from a board meeting, the members may choose 1 of their number to preside as chairperson at the meeting.

(14) If a quorum is not present within 30 minutes after the time fixed for a board meeting called on the request of board members, the meeting lapses.

(15) If a quorum is not present within 30 minutes after the time fixed for a board meeting called other than on the request of board members, the meeting is to be adjourned to –

(a) the same day, time and place in the next week; or
(b) a day, time and place decided by the Board.

(16) If, at an adjourned meeting mentioned in subsection (15), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

16 DELEGATION OF BOARD OF MANAGEMENT POWERS

(1) The Board may delegate the whole or part of its powers to a subcommittee consisting of the Association members considered appropriate by the committee.

(2) A subcommittee may only exercise delegated powers in the way the Board decides.

(3) A subcommittee may elect a chairperson of its meetings.

(4) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.

(5) A subcommittee may meet and adjourn as it considers appropriate.

(5) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

17 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

(1) An act performed by the Board , a subcommittee or a person acting as a member of the Board is taken to have been validly performed.

(2) Subsection (1) applies even if the act was performed when -

(a) There was a defect in the appointment of a member of the Board , subcommittee or person acting as a member of the Board ; or
(b) Board member, subcommittee member or person acting as a member of the Board was disqualified from being a member.

18 RESOLUTIONS OF BOARD OF MANAGEMENT WITHOUT MEETING

(1) A written resolution signed by each member of the Board for the time being entitled to receive notice of a board meeting is as valid and effectual as if it had been passed at a board meeting that was properly called and held.

(2) A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by 1 or more members of the Board .

19 ANNUAL GENERAL MEETINGS

(1) Each annual general meeting must be held -

(a) at least once each year; and
(b) within 6 months after the end of the Association's previous financial year.

20 BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

(1) The following business must be conducted at each annual general meeting –

(a) receiving of the statement of income and expenditure, assets, liabilities and mortgages, charges and securities affecting the property of the Association for the last financial year;
(b) receiving the auditor's report on the financial affairs of the Association for the last financial year;
(c) presenting the audited statement to the meeting for adoption;
(d) returning officer announcing the elected members of the Board of Management ;
(e) appointing an auditor.

21 SPECIAL GENERAL MEETING

(1) The Secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after -

(a) being directed to call the meeting by the Board ; or
(b) being given a written request signed by –

(i) at least 33% of the members of the Association presently on the Board ; or
(ii) at least the number of ordinary members of the Association equal to double the number of members presently on the Board plus 1; or

(c) being given a written notice of an intention to appeal against the decision of the Board –

(i) to reject an application for membership; or
(ii) to terminate a person's membership

(2) A request mentioned in subsection (1)(b) must state –

(a) why the special general meeting is being called; and
(b) the business to be conducted at the meeting.

22 NOTICE OF GENERAL MEETING

(1) The Secretary may call a general meeting of the Association.

(2) The Secretary must give at least 14 days' notice of the meeting to each Association member.

(3) The Board may decide the way in which the notice must be given.

(4) However, notice of the following meetings must be given in writing –

(a) A meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the Board ,
(b) A meeting called to hear and decide a proposed special resolution of the Association.

(5) A notice of a general meeting must state the business to be conducted at the meeting.

23 QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

(1) Subject to subsection (5), at a general meeting the number of members equal to double the number of members of the Association presently on the Board plus 1 form a quorum.

(2) No business may be conducted at any general meeting unless a quorum of members is present when the meeting proceeds to business.

(3) If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the Board or the Association, the meeting lapses.

(4) If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the Board or the Association, the meeting is to be adjourned to –

(a) the same day, time and place in the next week; or
(b) a day, time and place decided by the Board .

(5) If at an adjourned meeting, a quorum under subsection (1) is not present within 30 minutes from the time fixed for the meeting, the members present form a quorum.

(6) The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.

(7) If a meeting is adjourned under subsection (6), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

(8) The Secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.

(9) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.

(10) In this rule –
"member" includes a person attending as a proxy or representing a corporation that is a member.

24 PROCEDURE AT GENERAL MEETING

(1) Subject to these rules, at each general meeting -

(a) the Chairperson , or if there is no Chairperson or if the Chairperson is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the Vice-Chairperson is to preside as chairperson; and

(b) if the Vice-Chairperson is absent or is unwilling to act then as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and

(c) the chairperson must conduct the meeting in a proper and orderly way; and

(d) each question, matter or resolution must be decided by a majority of votes of the members present; and

(e) each member present and entitled to vote is entitled to 1 vote only; and if the votes are equal, the chairperson has a casting vote as well as a primary vote; and

(f) a member is not entitled to vote at a general meeting if the member's annual subscription is in arrears at the date of the meeting; and

(g) voting may be by show of hands or a division of members, unless at least 20% of the members present demand a ballot, in which event there shall be a secret ballot; and

(h) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and

(i) the result of a secret ballot as declared by the chairperson is taken to be the resolution of the meeting at which the ballot was held; and

(j) a member may vote in person or by proxy or by attorney and –

i. on a show of hands, each person present who is a member or a representative of a member shall have 1 vote; and

ii. in a secret ballot, each member present in person or by proxy or by attorney or other properly authorised representative has 1 vote; and

(k) an instrument appointing a proxy must be in writing, and signed by the appointer or the appointer's attorney properly authorised in writing.

(l) a proxy may be a member of the Association or another person; and

(m) the instrument appointing a proxy is taken to confer authority to demand or join in demanding a secret ballot; and

(n) if someone wants to give a member an opportunity to vote for or against a resolution, the instrument appointing a proxy must be in the following format –

QUEENSLAND FOSTER AND KINSHIP CARE INC.

I,_____of_____being

a member of the Association, appoint_____

of _____,

as my proxy to vote for me on my behalf at the (annual) general meeting of the Association, to be held on the _____day of _____ 20____

and at any adjournment of the meeting.

Signed this_____ day of _____ 20____

Signature _____

*in favour of the resolution

This form is to be used

*against

*Strike out whichever is not wanted. (Unless otherwise instructed, the proxy may vote as the proxy considers appropriate.);

and

(o) each instrument appointing a proxy shall be given to the Secretary before the start of the meeting or adjourned meeting at which the person named in the instrument proposes to vote; and

(p) the Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each board meeting and general meeting are entered in a minute book; and

(q) the Secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member who previously applies to the Secretary for the inspection.

(2) To ensure the accuracy of the minutes recorded under subsection (1)(p)-

(a) the minutes of each board meeting must be signed by the chairperson of the meeting, or the chairperson of the next board meeting, verifying their accuracy; and

(b) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and

(c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the Association that is a general meeting or annual general meeting, verifying their accuracy.

25 BY-LAWS

(1) The Board may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association.

(2) A by-law may be set aside by a vote of members at a general meeting of the Association.

26 ALTERATION OF RULES

(1) Subject to the provisions of the Associations Incorporation Act 1981, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.

(2) However, an amendment, repeal or addition is valid only if it is registered by the chief executive.

27 FUNDS AND ACCOUNTS

(1) The working funds of the Association must be kept in an account in the name of the Association in a financial Institution decided by the Board.

(2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.

(3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.

(4) If an amount of $100 or more is paid by cheque, the cheque must be signed by any 2 of the following –

(a) the Chairperson
(b) the Secretary
(c) the Treasurer
(d) another member authorised by the Board for the purpose.

(5) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed "not negotiable."

(6) A petty cash account must be kept on the imprest system, and the Board must decide the amount of petty cash to be kept in the account.

(7) All expenditure must be approved or ratified at a board meeting.

(8) The Treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared -

(a) the income and expenditure for the financial year just ended;
(b) the Association's assets and liabilities at the close of the year;
(c) the mortgages, charges and securities affecting the property of the Association at the close of the year.

(9) The auditor must examine the statement prepared under subsection (8) and present a report about it to the Secretary before the next annual general meeting following the financial year for which the audit was made.

(10) The assets and income of the organisation shall be applied solely in furtherance of the above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the organisation.

28 DOCUMENTS

The Board must ensure the safe custody of books, documents, instruments of title and securities of the Association.

29 FINANCIAL YEAR

The financial year of the Association shall close on 30 June in each year.

30 DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY

(1) In the event that Queensland Foster and Kinship Care Inc. is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation, which is charitable at law, to which income tax deductible gifts can be made:

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

(2) In the event of the organisation being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

31 NOT FOR PROFIT CLAUSE

The assets and income of Queensland Foster and Kinship Care Inc. shall be applied solely in the furtherance of the objects referred to in Rule 3 above and no portion shall be distributed directly or indirectly to the members of the organisation except as bona fide compensation for services rendered or expenses incurred on behalf of Queensland Foster and Kinship Care Inc.