



**THE CONSTITUTION OF TWI EAST COMMUNITY ASSOCIATION
OF AUSTRALIA**

The Constitution

of

Twi East Community Association of Australia,

3rd edition, 2020

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PREAMBLE

We, the people of this organisation are much aware of the fact that unless we organise and support ourselves under one federal body, our participation and contribution in achieving common goals and welfare of Twi community in Australia and overseas would be minimal.

The recognition of such aspirations led to the establishment of ***Twi East Community Association of Australia*** to create strong and proper community structures and networks.

While grateful to the Australian government for according resettlement to the South Sudanese in Australia, the members of this organisation will continue to positively interact and engage with the Australian people and their governments to achieve common goals.

To achieve this mission, this organisation will represent and advance the welfare and interests of its members through its executive committee and in coordination and working in partnership with related associations to enhance greater cooperation at federal level. The association will also co-operate with the rest of community members across the world in order to protect and defend Twi East community interests.

Article 1 Preliminary

1 Definitions

(1) In this constitution: the name of the Association shall be the **Twi East Community Association of Australia Incorporated** and will be referred to (hereinafter ‘the Association’). “**Twi**” or “**Twii**” means the group of people who trace their origin to Twic East County of South Sudan. “**payam**” means a political or administrative subdivision of counties in South Sudan.

"**ordinary committee member**" means a member of the committee who is not an office-bearer of the association. “**secretary**” means:

(a) the person holding office under this constitution as secretary of the association, or

(b) if no person holds that office--the public officer of the association.

“**general assembly**” means the entire membership/members of the association.

"**special general meeting**" means a general meeting of the association other than an annual general meeting. “**the Act**” means the *Associations Incorporation Act 2009* (NSW). "**the Regulation**" means the *Associations Incorporation Regulation 2016* (NSW). "**financial institution**" means an authorized deposit-taking institution within the meaning of section 5 of the *Banking Act 1959* (Cth)

(2) In this constitution:

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* (Cth) apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Article 2 Vision

To represent and advance the welfare and interest of Twi East community in Australia particularly, as well as in coordination and co-operation with the rest of the community members across the world.

Article 3 Mission

To provide a common body that enables Twi East community in Australia to plan, voice, deliberate and execute policies that advance their welfare and interests as well as their colleagues world-wide, through the association executive and/or general assembly meetings.

Article 4 Objectives

4.1 To provide an avenue where Twi East community can identify, explore and exploit their potentials for the benefit of its members and the Australian community

4.2 To foster cooperation with South Sudanese and other communities in Australia.

4.3 To promote harmonious co-existence between its members and other Australians.

4.4 To help coordinate activities and programs for its members in Australia and overseas.

4.5 To liaise with service providers and authorities to find lasting solutions to settlement changes of Twi community and South Sudanese communities.

4.6 To cooperate and work in consortium with other organizations with similar objectives to help members to integrate into the entire Australian society.

4.7 To create network among Twi people in Australia and overseas.

- 4.8 Link individual members to job opportunities in order to improve social and economic conditions and struggle to improve the health and wellbeing of all Twi community members residing in Australia.
- 4.9 Advocate and lobby for equity and equal access to employment opportunities, social, health, government and community services.
- 4.10 Acknowledge the cultural diversity of Australia and foster it by educating other Australians about Sudanese culture.
- 4.11 To encourage young members to play active role in leadership activities and discourage them from associating themselves with unlawful activities.
- 4.12 To provide support and establish services to meet the need of new members or arrivals from overseas.
- 4.13 To establish appropriate welfare, advocacy and support network for members of the association.
- 4.14 To provide input into policy and service forums about the needs of the South Sudanese community.
- 4.15 To run overseas projects for rural development through the provision of health care, education, clean water and sanitation.
- 4.16 Support humanitarian appeal in Australia and outside Australia as a way of giving back to the society.
- 4.17 Help to facilitate or sponsor Twi East students in Africa who would like to study in Australian universities or other levels of education elsewhere.

Article 5 Property of the association (non-profit organisation)

The association must apply all property and income of the association towards the promotion of the objects or purposes of the association and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes.

Article 6 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.

Article 7 Inconsistency between constitution and Act

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

Article 8 Powers of the association

- 8.1 to acquire, hold, deal with, and dispose of any real or personal property;
- 8.2 open and operate bank accounts;
- 8.3 to invest its money –
 - (a) in any security in which trust moneys may be invested; or
 - (b) in any other manner authorized by the rules of the association;
- 8.4 borrow money upon such terms and conditions as the association thinks fit;
- 8.5 give such security for the discharge of liabilities incurred by the association as the association thinks fit;
- 8.6 to appoint agents and employees to transact any business of the association on its behalf for reward or otherwise;
- 8.7 to build, construct, erect, maintain, alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Association;
- 8.8 accept donations and gifts in accordance with the objects of the association;
- 8.9 print and publish any info by any media including newsletters, newspapers, articles or leaflets for promotion of the association;
- 8.10 provide gifts and prizes in accordance with the objects of the association;

- 8.11 organize social events for members and the promotion of the association; and
- 8.12 to enter into any other contract the association considers necessary or desirable.

Article 9 Membership

9 Membership generally

- 9.1 A person is eligible to be a member of the association if:
 - (a) the person is a natural person, and
 - (b) the person has applied and been approved for membership of the association in accordance with clause 3.
- 9.2 A person is taken to be a member of the association if:
 - (a) the person is a natural person, and
 - (b) the person was:
 - (i) in the case of an unincorporated body that is registered as the association--a member of that unincorporated body immediately before the registration of the association, or
 - (ii) in the case of an association that is amalgamated to form the relevant association--a member of that other association immediately before the amalgamation, or
 - (iii) in the case of a registrable corporation that is registered as an association--a member of the registrable corporation immediately before that entity was registered as an association.
- 9.3 A person is taken to be a member of the association if the person was one of the individuals on whose behalf an application for registration of the association under section 6 (1) (a) of the Act was made.
- 9.4 A person is eligible to be a member of the association if the person is a natural person who wishes to further the interests and objectives of the association.
- 9.5 Each person admitted to membership shall be;
 - (a) bound by the constitution and by-laws of the association;
 - (b) liable for such fees and subscriptions as may be fixed by the association;
 - (c) entitled to all advantages and privileges of membership.
- 9.6 Membership categories:
 - (a) Ordinary member
Any person who is a member of the association is entitled to hold any office and enjoy the privileges of the association.
 - (b) Social member (*OPTIONAL FOR NON-TWI NATURAL PERSONS ONLY*)
Persons other than ordinary members who are interested in promoting the association, but who do not wish to participate in the playing activities of the association, may become a social member.
 - (c) Junior member
Any person under the age of 18 years may become a junior member. Junior members shall have no voting rights nor be entitled to hold any office.
 - (d) Honorary member
The management committee may elect as an honorary member any member or non-member who has given outstanding service or valuable contribution to the association. Any member may recommend a person to the management committee for consideration for honorary membership.
Nomination for honorary membership
 - (a) A member or non-member who qualifies as an honorary member

must be nominated for honorary membership by the majority of the executive committee and approve by two-thirds of the members present at a general meeting. The nomination must be in writing, be accompanied by the honorary membership fee, and must be lodged with the secretary.

(b) If the general assembly decides that an applicant is entitled to honorary membership the secretary must amend the register of members to show that the nomination for honorary membership has been accepted and, on the amendment being so entered, the nominee becomes an honorary member of the association."

(c) An honorary member may attend the executive or general meeting but shall not be eligible to vote unless he or she is a member under another category of membership.

(e) Affiliated association

An association desirous of becoming an affiliated association or team shall, having expressed support for the association objectives, apply in writing for membership and its membership is determined by a majority voting in a management committee and general meeting, or take application in accordance with the by-laws of the association. Such application must be lodged with the association secretary on or before a date as determined by the management committee of the association. Each affiliated group shall appoint or elect a delegate as its representative to meetings of the management committee.

(a) The management committee shall appoint a member of the management committee to maintain an up-to-date register of members of the association.

(b) A member may at any reasonable time inspect the records and documents of the association.

Article 10 Application for membership

10.1 An application by a person for membership of the association:

- (a) must be made in writing (including by email or other electronic means, if the committee so determines) in the form determined by the committee, and
- (b) must be lodged (including by electronic means, if the committee so determines) with the secretary of the association.

10.2 As soon as practicable after receiving an application for membership, the secretary must refer the application to the committee, which is to determine whether to approve or to reject the application.

10.3 As soon as practicable after the committee makes that determination, the secretary must:

- (a) notify the applicant in writing (including by email or other electronic means, if the committee so determines) that the committee approved or rejected the application (whichever is applicable), and
- (b) if the committee approved the application, request the applicant to pay (within the period of 28 days after receipt by the applicant of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.

10.4 The secretary must, on payment by the applicant of the amounts referred to in subclause (3) (b) within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of the association.

Article 11 Cessation of membership

11.1 A person ceases to be a member of the association if the person:

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled from the association, or
- (d) fails to pay the annual membership fee under article 9 (2) within 3 months after the fee is due.

11.2 The management committee shall have the power to suspend or expel any member of the association for:

- (a) any of the events in article 11.1;
- (b) false or inaccurate statements made in the member's application for membership of the association;
- (c) breach of any rule, regulation or by-law of the association; and
- (d) by any act detrimental to the association after having undertaken due inquiry.

11.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion in 14 days by presenting their case to a general meeting called for such purpose, and the decision of the general meeting shall be final.

11.4 An affiliate association ceases membership via withdrawal or expulsion for serious misconduct or violation of any rule, regulation or by-law of the association.

Article 12 Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

Article 13 Resignation of a member

13.1 A member of the association may resign from membership of the association by first giving to the executive committee via the secretary written notice of at least 1 month (or any other period that the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.

- (a) the written notice must explain why a member wants to resign;
- (b) on receiving the resignation letter;
- (c) the executive committee may accept the resignation and notify the resigning member of the decision made/taken: the resigning member ceases membership on receiving notification of the acceptance and the executive committee notifies the general assembly during the subsequent general meeting
- (d) if the executive committee rejects the resignations, the resigning member is notified in writing of the decision reached by the committee and confirms if he/she agrees on the decision made: if the resigning member insists on the resignation, the executive committee takes the issue before the general assembly and the general assembly makes the ultimate decision on the matter.

Any person who ceases to be a member of the association after the ultimate decision is reached shall forfeit all rights and claims upon the association and its property, except property loaned for specific purpose under specific conditions.

13.2 If a member of the association ceases to be a member under subclause (1), and

in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

Article 14 Duties and rights of members

14.1 all members shall have the right to vote during elections;

14.2 shall support the association vision, mission, and objectives;

14.3 make proposals to the executive committee on how the association could be improved;

14.4 shall get voted into the office or assign some responsibilities when the association sees it fits;

14.5 shall protect the integrity and the reputation of the association;

14.6 shall respect and abide by this constitution, respect the by-laws and subsequent resolutions and the decisions of the association;

14.7 pay his or her dues as required under the constitution.

Article 15 Register of members

15.1 The secretary must establish and maintain a register of members of the association (whether in written or electronic form) specifying the name and postal, residential or email address of each person who is a member of the association together with the date on which the person became a member.

15.2 The register of members must be kept in New South Wales:

(a) at the main premises of the association, or

(b) if the association has no premises, at the association's official address.

15.3 The register of members must be open for inspection, free of charge, by any member of the association at any reasonable hour.

15.4 A member of the association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.

15.5 If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.

15.6 A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

(a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or

(b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

15.7 If the register of members is kept in an electronic form:

(a) it must be convertible into hard copy, and

(b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

Article 16 Fees and subscriptions

16.1 A member of the association must, on admission to membership, pay to the association or its representative a non-refundable fee of \$20 or some other amount as determined by the committee. This amount is renewable every election year

16.2 In addition to any amount payable by the member under subclause (1), a member of the association must pay, in instalment or full, to the association or its representative an annual membership non-refundable fee of \$60 or some other amount as determined by the committee:

- (a) except as provided by paragraph (b), before the first day of the financial year of the association in each calendar year, or
- (b) if the member becomes a member on or after the first day of the financial year of the association in any calendar year--on becoming a member and before the first day of the financial year of the association in each succeeding calendar year.

16.3 A member who fails to pay his or her full fee may lose the right to vote, privilege to hold office, or membership.

Article 17 Members' liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 16.

Article 18 Resolution of disputes

18.1 A dispute between a member and another member (in their capacity as members) of the association shall only be brought to the executive committee if the parties have attempted but failed to resolve the matter via social dispute resolution mechanisms.

18.2 If a dispute is between a member and another member or members, or members and members (in their capacity as members) of the association, the executive committee, once notified, may deal with the matter, refer the matter to the *advisory and council committees*, or appoint a neutral and competent mediator or mediators – member(s) – chosen or agreed to by the parties.

18.3 In conducting the mediation, a mediator must:

- (a) only enable the parties achieve an amicable resolution to the dispute;
- (b) give each party every opportunity to be heard;
- (c) allow due consideration to submissions made by all parties;
- (d) ensure natural justice is accorded to all parties during mediation;
- (e) not determine the dispute.

18.4 If a dispute is between a member or members and the executive committee or association, the *advisory and council committee* shall arbitrate over the matter.

18.5 If a dispute is between a member and another member (in their capacity as members) of the association, member or members and the executive committee, or a dispute between a member or members and the association, is not resolved by internal mediation, it is to be referred to a community justice centre or similar institution for mediation under relevant state or territory law.

18.6 If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre or similar institution, the dispute is to be referred to arbitration under relevant state or territory law.

Article 19 Disciplining of members

19.1 A complaint may be made, on behalf of the association, to the executive committee by any person (including executive committee members) that a member of the association:

- (a) has refused or neglected to comply with a provision or provisions of this constitution, or
- (b) has wilfully acted in a manner prejudicial to the interests of the association.

19.2 The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

19.3 If the committee decides there are sufficient grounds to deal with the complaint, the committee must set up a *disciplinary committee* to hear the matter and determine

what action, if any, to take against the member.

19.4 The members of the disciplinary committee may include:

- (a) executive committee members;
- (b) members of the association who are experienced, skilled and/or knowledgeable in dispute resolution; or
- (c) any other non-members who are experienced, skilled and/or knowledgeable in dispute resolution.

19.5 The disciplinary committee must:

- (a) cause notice of the complaint to be served on the member concerned, and
- (b) give the member at least 14 days from the time the notice is served within which to make oral or/and written submissions to the disciplinary committee in connection with the complaint, and
- (c) take into consideration any submissions made by the member in connection with the complaint.

19.6 If both oral and written submissions are elected by the accused member, the disciplinary committee must give him or her the opportunity to be heard.

19.7 The committee may, by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.

19.8 If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under article 20.

19.9 The expulsion or suspension does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under article 20, whichever is the later.

Article 20 Right of appeal of a disciplined member

20.1 A member may appeal to the association in general meeting against a resolution of the committee under article 20, within 2 days after notice of the resolution is served on the member, by lodging with the secretary a written notice to that effect.

20.2 The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

20.3 On receipt of a notice from a member under subclause (1), the secretary must notify the committee, which is to convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.

20.4 Oral or written notice of the general meeting must be given to every member who is entitled to vote as soon as practicable and must specify:

- (a) the date, time and place of the meeting;
- (b) the name of the person against whom the disciplinary action has been taken; and
- (c) grounds for taking such action.

20.5 At a general meeting of the association convened under subclause (3):

- (a) no business other than the question of the appeal is to be transacted, and
- (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and

(c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

20.6 The appeal is to be determined by a simple majority of votes cast by members of the association.

20.7 If the decision to terminate is approved, the decision is final and effective immediately.

20.8 A terminated person may reapply for membership after 4 weeks if he or she has rectified the reasons for the termination.

20.9 Any membership discontinued on grounds of an indictable offence such as misuse and stealing of funds shall not be eligible for restoration until the full amount is repaid and the person in question has shown he or she is a reformed person.

Article 21 The TECAA leadership committees

21.1 Advisory and council of elders' committees

- (a) advisory committee shall consist of at least 3 competent members (at least one female if necessary) and nominated by a President-elect.
- (b) Council of elders shall consist of at least five members
- (c) Shall help the executive in policy making process.
- (d) Shall be part of the executive meeting if invited.
- (e) Shall have no voting rights if invited in the committee meetings.
- (f) Assists the committee in carrying out their work by providing expertise and advice in selected areas
- (g) Shall settle disputes in the executive committee and between members of the executive committee or association.
- (h) Assist in settling disputes between members if delegated by the executive committee.
- (i) Shall be delegated extra duties by the executive
- (j) The term of office shall be 3 years and expires with that of the executive committee and is renewable or not if the President secures his or her second term.
- (k) it is up to the president-elect, after securing his second term if he or she maintains his council or advisory members or choose the fresh ones
- (l) council of elders shall carry out ceremonial duties in TECAA's leadership
- (m) council of elders shall be tasked to narrate the cultures and values of Twi East community to the members either in the general Assembly or on social media
- (n) council of elders shall be nominated by president-elect in any number and any method he or she chooses

21.2 Audit committee

- (a) shall comprise of at least 2 members directly chosen or elected by the general assembly or **by** the council of state/territory leaders;
- (b) members must be financially literate and at least one (or more) should be financial professionals;
- (c) shall examine and audit all the books and accounts of the association annually, and have the power to call for all books, papers, accounts, receipts etc., of the association and report thereon to the annual general meeting;
- (d) shall compel the committee and treasurer to produce financial books, accounts, statements and other documents for auditing at any time if there is credible evidence of misappropriation or misuse of funds;
- (d) may comprise an outside auditor who meets the requirements needed for the work and to receive report and management letter, and discusses the management letter with the full board and the senior staff; and
- (e) They shall serve as commissioners or on a longer term of 3 years that expires with

that of the executive committee and is renewable.

21.3 Governance and development committee

- (a) Shall comprise of the president, secretary for women affairs, secretary for youth, welfare and culture and state and territory chairperson committee leaders who work for the common goal of developing the Twi East community
- (b) Oversees development, implementation and coordination of fundraising plan and events.
- (c) Identifies and solicits funds from external sources of support.
- (e) May act on behalf of the committee during on-demand activities that occur between meetings, and these acts are later presented for full committee review.

21.4 State and territory leadership committee

- (a) Comprises of state and territory presidents or chairpersons.
- (b) Shall be the base supporting body of the association.
- (c) Shall be the direct link between the association and subjects in terms of contributions, coordination of activities during the functions (if any), general registration and any duty concerned.
- (d) Work in coordination with the president, secretary for women affairs, secretary for youth, welfare and culture in *governance and development committee* regarding fundraising and other matters of development.
- (d) shall agree with TECAA leadership's budget of more than \$5000
- (e) shall agree with the extension of election time by the leadership of TECAA
- (f) shall register members for elections through Payam leaders or reps in their executives or any way that doesn't disenfranchise members in the election
- (g) shall conduct census with the request by leadership every first two years of the TECAA leadership tenure office
- (h) shall facilitate the nomination of electoral commissioners when directed by President of TECAA

21.5 Executive committee

Subject to the Act, the Regulation, this constitution and any resolution passed by the association in general meeting, the committee:

- (a) sometimes called the committee, management committee, board, or council;
- (b) is to control and manage the affairs of the association;
- (c) administers the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
- (d) fix the manner in which such banking accounts shall be operated upon, providing the management committee passes all payments;
- (e) fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;
- (f) adjudicate on all matters brought before it which in any way affect the association.
- (g) cause minutes to be made of all proceedings at meetings of the committee and general meetings of members;
- (h) make, amend and rescind rulings and by-laws;
- (i) have the power to form and appoint any sub-committee/s (ad hoc or taskforce) as required for specific purposes;
- (j) may at their discretion employ a person or persons to carry out certain duties required by the association, at salaries or remunerations for such period of time, as may be deemed necessary;
- (k) should a vacancy occur on the management committee during the season, the management committee shall appoint a successor until the next annual general

meeting;

- (l) appoint an officer/s or agent of the management committee to have custody of the association's records, documents and securities;
- (m) shall draw up policies of the association;
- (n) may exercise all the functions that may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association;
- (o) has power to perform all acts and do all things that appear to the committee to be necessary or desirable for the proper management of the affairs of the association.
- (p) manage the organisation's committees;
- (q) act with the utmost integrity and putting the organisation ahead of personal interests;
- (r) set long-term goals that are consistent with the organisation's mission;
- (s) must understand relevant local/state/federal laws and making sure the organisation operates within them;
- (t) settle budgets and securing the organisation's financial security;
- (u) deliberate on the budget proposed by the treasurer and recommend approval or rejection to the president.

21.6 Management committee

- (a) Comprises of Presidency and principals in the executive
- (b) shall conduct special meetings that need urgent responses

ARTICLES ON ELECTIONS (22-33)

Article 22 Composition of the leadership committee

22.1 The committee is to consist of:

- (a) the office-bearers of the association, and
- (b) ordinary committee members.
- (c) Each of the members above shall be nominated by aspirant/candidate as part of a ticket or by a President-elect after a competitive election or elected by *secret ballot or show of hand* at a none competitive general election of the association.

22.2 The total number of committee members shall be fourteen (14).

22.3 The office-bearers of the association are as follows:

- (a) the president,
- (b) the vice-president,
- (c) the secretary,
- (d) the above three office bearers shall be in the ticket in a competitive or none competitive election and must not be part of next leadership if they lose elections
- (e) the secretary for youth, welfare and culture;
- (f) the secretary for women affairs;

22.4 The ordinary committee members are:

- (a) Treasurer and the deputy secretary;
- (b) the deputy secretary;
- (c) the secretary for information and public relations;
- (d) the secretary for youth, welfare and culture;
- (e) the deputy secretary for women affairs;
- (f) the chaplain.

22.5 A committee member may hold up to 2 offices (other than both the offices of

president and vice-president).

22.6 The term of office for the committee shall be 3 years.

22.7 Each member of the committee is, subject to this constitution, to hold office until immediately, before the election of committee members at the annual general meeting next, following the date of the member's election, and is eligible for re-election only once.

22.8 A committee member's acts are valid despite any defect in his or her election or appointment.

22.9 Within 14 days after vacating office, a former committee member of an association must ensure that all documents in his or her possession that belong to the association are delivered to the public officer for delivery to his or her successor.

Article 23 The process of elections

23.1 The president of TECAA

- (a) shall announce the date or venue of elections
- (b) shall decide with the consultation with the executive if the election would be done in one state/territory or different polling booths of state/territory
- (c) Election day shall be announced at least 4 months before the end of the tenure of the serving leadership
- (d) TECAA's election shall be conducted on a day of April after three-year tenure of office

23.2 Candidate for TECAA's chairmanship

- (e) shall declare his or her candidature publicly only when the electoral commission starts its work
- (f) Applications for TECAA's chairmanship position **close two weeks** from the opening day of the applications
- (f)
- (g) A candidate shall only communicate election issues with electoral commission not with the serving leaderships in state/territory or federal
- (h) A candidate shall withdraw from the race at least **4 weeks** prior to the election day
- (i) If a candidate in (h) withdraws after that deadline, his or her name shall be on the ballot as a qualified candidate for that election
- (j) Consequently, the candidate described in (i) above shall be barred from the activities of the Association at state/territory and Federal level for a period of 4 years
- (k) At primary elections in state/territory, a runner-up shall qualify to run in a general election if a winner of those primary elections changes his or her mind and drops out
- (l) If the incident in (k) above happens, the electoral commission shall facilitate the electoral requirements needed for such candidate to catch up in the race
- (m) In the event where a position of federal chairmanship attracts two or more aspirants in one state/territory and no other competitor(s) for the same position elsewhere, the primary election must not proceed in that state/territory but shall progress for general election for Twi East members Australia wide to choose their leader in the ballot box
- (n) Candidates described in (m) above shall sign Form 1D of TECAA's election guidelines
- (o) Unopposed candidate in his or her electorate for TECAA's chairmanship shall sign Form 1C
- (p) The winner of primary election for TECAA's chairmanship shall sign Form

1B after both aspirants signed Form 1A before that primary election

Article 24 Electoral committee (returning officers)

24.1 shall be nominated and/or elected before or during the general assembly meeting prior to general elections;

24.2 comprise of the chairperson, secretary and members that include a treasurer if necessary;

24.3 a member of the association or a person who is not a member of the association may be appointed as a returning officer;

24.4 despite subclause (3), a committee member of the association may not be appointed as a returning officer;

24.5 a returning officer may be assisted in the performance of his or her duties by any person (who would be eligible to be a returning officer) appointed by the returning officer;

24.6 ensure that candidates satisfy the criteria to stand as a candidate;

24.7 must ensure that elections are fair, free, transparent and credible;

24.8 shall be dissolved on the conclusion of the elections or if deemed biased or incompetent;

24.9 must allow credible election observers;

24.10 a member of the electoral committee shall not contest in the general elections.

24.11 Shall conduct inauguration if necessary

24.12 Shall communicate with the host state/territory the process of inauguration

24.13 From the day of election, the term of electoral committee shall extend for only 45 days or less if it is to conduct the inauguration

24.14 Shall register members and collect the registration fees with the directives from the TECAA leadership

24.15 Shall nominate a moderator(s) who shall conduct debates of the competing candidates

24.16 a member of the commission may not vote in the elections

24.17 members of the commission shall either be nominated all in one go or shall be nominated in two batches, with the first batch to fill the six or seven positions in major cities of Australia where members reside and start the process of election and then the second batch shall perform the duties of handling the counting of votes on election day

24.18 a nomination of a member of the commission who would conduct elections in state/territory shall be cancelled if one of the aspirants/candidates has no trust in him or her to count his or her votes

Article 25 Powers of electoral committee

25.1 in charge of the electioneering of the association from the time of the official commencement to date of election or inauguration;

25.2 cancel election results if it is deemed rigged, unfair or biased;

25.3 may refuse any nominated member candidate who does not meet the set criteria to qualify for candidacy.

Article 26 Dissolution of electoral committee

26.1 the electoral committee dissolves immediately or within 45 days after elections are completed and once the results are announced.

26.2 can be dissolved by a resolution from the general assembly meeting or TECAA's leadership (only if the committee is deemed unfair, biased or incompetent);

26.3 if the electoral committee is dissolved during the elections because it is deemed biased or incompetent;

- (a) the outgoing executive committee of the association assumes responsibility; or
- (b) the outgoing executive committee forms another electoral committee that will run another election.

Article 27 Once fair and free elections are announced;

- 27.1 the outgoing executive body hands over the office to the incoming executive committee;
- 27.2 all members of the new committee must be provided with copies of the constitution;
- 27.3 the electoral commission will swear in the new team;
- 27.4 the new committee members start their responsibilities;
- 27.5 the electoral committee is then officially dissolved and has to hand over all the documents to the new secretary-general for filing.

Article 28 Qualifications for committee members

- 28.1 A candidate for president must come from *Twi East community* but any position shall be open to any qualified member of the association regardless of the origin.
- 28.2 A member must be between 18 and 75 years BUT at least 30 years for the president.
- 28.3 One must be an active member who has paid all his or her subscriptions and membership.
- 28.4 Demonstrate knowledge in both *Dinka* and *English* languages.
- 28.5 Must be knowledgeable and/or experienced in managing organizations.
- 28.6 Demonstrate high standards of integrity, honesty and leadership skills.
- 28.7 Comprehensive understanding of local issues facing Twi community in Australia.

Article 29 Election of committee members

- 29.1 The following committee positions may not be contested in the elections but nominated by a president-elect:
 - (a) Treasury and deputy;
 - (b) the chaplain.
 - (c) Information secretary and the deputy
 - (d) Organising Secretary and deputy
 - (e) public officer and the deputy
 - (f) And the rest
 - (g) some of the clauses below apply to non-competitive elections
- 29.2 Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - (a) must be made in writing, signed by 2 members of the electoral committee and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the secretary of the association two weeks from the announcement of the vacant position.
- 29.3 If no nominations are received in accordance with clause (2), an eligible member of the association may declare or nominate himself or herself, or with the member's consent, be nominated by another member or president-elect, for any position.
- 29.4 If one nomination is received for a position, a general meeting must conduct a vote to endorse the nominee or nominate another person to compete with the single nominee especially if Twi members convene in one venue for general election.
- 29.5 A member who nominates himself or herself, or is nominated, for a position

(other than for president) and fails to be elected to that position may nominate himself or herself or be nominated for any other position for which an election is yet to be held.

29.6 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.

29.7 If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.

29.8 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

29.9 If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

29.10 The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting or general elections in any usual and proper manner that the electoral committee directs.

29.11 A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a member of the association.

29.12 A sitting committee member contesting for re-election must **resign at least 4** weeks to election.

29.13 A non-committee officeholder contesting or nominated for election as a committee member may not, prior to an election, resign his or her position/s, but if successfully elected or appointed, he or she automatically loses that position and must conduct a handover within 2 weeks or else he or she loses a committee position.

29.14 A candidate for president must not be nominated, elected or vetted at state or territory level if he or she not faces a competition.

29.15 A candidate for a committee position, other than president, must be nominated at state or territory by the president-elect.

(a) a state or territory is to elect or nominate 1 candidate prior to general elections;

(b) a state or territory must be represented by at least one person in the committee.

(c) all states (except Tasmania) and mainland territories of Australia shall be represented in the elections.

29.16 Any candidate may nominate his or her campaign team and agents before elections.

29.17 At least 3 number agents (booth watchers) in every state/territory shall be allowed for a candidate

29.18 A candidate must pay a non-refundable registration fee of \$300 for president or \$200 for any other electable position prior to elections (or any other amount determined at the annual general meeting)

Article 30 Registration and Voting during general elections

30.1 at a general election of the association a member has only one vote.

30.2 A member is not entitled to vote at any general election of the association unless all the registration money due and payable by the member to the association has been paid.

30.3 A member is not entitled to vote at any general election of the association if the member is under 18 years of age.

30.4 A member shall not vote if he or she is a barred candidate of the previous election misconducts

30.5 A voters' register shall be published on a master list at least one week prior to

election day

30.6) Registration of members as legitimate voters shall be done by state/territory leaders

30.7 TECAA's leadership shall nominate someone or ask members of electoral commission two weeks from the commencement of the registration exercise in the jurisdiction where there is no leadership to register members

30.8 voting shall take place in a venue agreed by electoral commission with consultation by state and territory leadership

30.9 voting shall only be done on the election date decided by the TECAA leadership

30.10 registration shall be done in a venue chosen or in a manner decided by state/territory leadership on the date matches with the election deadlines

Article 31 Election disputes

31.1 In the event of election disputes, the council of state and territory leadership shall form an arbitration body through the instructions issued by incumbent TECAA's leadership

31.2 Each state and territory shall appoint a member (s) that forms the arbitration team

31.3 The arbitration board shall be formed within 14 days after a written election dispute paper is received

31.4 If the disputes arise in the state/territory after a primary election, the leadership in that jurisdiction shall form a body that deals with that dispute accordingly

31.5 if the leadership of state/territory is accused as part of the problem in the dispute, any member appointed to such body must be unanimously approved by the parties in the dispute

Article 32 Endorsement of a candidate before or in the race

32.1 Endorsement of a candidate for a presidential position, either on social media or in the meeting by a member of the Association is not allowed

32.2 Attire such as necktie or a suit or any dress of the same colour, that is designed to represent a certain presidential candidate or a group is not allowed in the campaigns during election periods

32.3 Practice of (a) and (b) above by members during the campaigns may cause electoral conflicts and partly abuses the secrecy of a ballot of voters

32.4 Only electoral commission and approved campaign teams are allowed to make campaign speeches on shows approved by electoral commission

Article 33 Electoral Forms

33.1 Form 1A to be signed by a candidate contesting in state/territory primary elections

33.2 Form 1B to be signed by a winner of state/territory primary elections

33.3 Form 1C to be signed by unopposed candidate in any state/territory

33.4 Form 1D to be signed by both candidates for TECAA's chairmanship if primary election is cancelled in the state or territory

33.5 Form 2A to be signed by a candidate who loses election

33.6 Form 2B to be signed by a candidate who exits the race before election day

33.7 Only 1A, 1B, 1C and 1D attract fees payment

Article 34 President and/or vice president

34.1 Presides over the general assembly and the executive committee meetings

34.2 Presents the annual report of the executive committee to the annual general assembly meeting.

34.3 Approves payment out of the association funds.

34.4 Shall be a signatory to the association's accounts.

34.5 Shall have a casting vote in the case of tie; this shall be in both the general

assembly meeting and the executive committee meeting.

34.6 Supervises and approve the association's programs.

34.7 Represents the association in both the internal and external functions.

34.8 Shall be responsible for communication and coordination of the association's activities with other organizations.

34.9 Shall in consultation with the Secretary prepare the agenda for the general assembly and executive committee meetings.

34.10 Shall with the secretary for information and public relations liaise the association with other organizations and the entire wider Australian community.

34.11 Shall veto major decisions including the uses of finances that he seems to benefit the association

35.12 Shall announce the date and venue of general TECAA's elections

36.13 together with other members of management, shall consult with the state and territory leaders for the use of money and other major decisions that TECAA members must know

37.14 Shall nominate, appoint, dismiss, reshuffle, expel and suspend members of the executive committee and other committee members that he or she controls their powers

Article 35 Secretary and/or deputy secretary

35.1 Sometimes called the *secretary-general*.

35.2 In charge of internal correspondence.

35.3 Keeps the records and documents of the association (the register, proceedings of every meeting and any document of correspondence with any organisation).

35.4 Moderate or conduct meetings while the president, vice president or other officer presides over.

35.5 Shall in consultation with the president and other secretaries prepares the terminal and annual reports for the association.

35.6 Shall be in charge of administrative and logistical issues.

35.7 Shall take minutes during the meetings of the general assembly and executive and ensure that minutes are signed by the presiding member.

35.8 Shall in consultation with the chairperson, prepare the agenda for both the general assembly and executive meetings.

35.9 The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.

35.10 It is the duty of the secretary to keep minutes (whether in written or electronic form) of:

- (a) all appointments of office-bearers and members of the committee, and
- (b) the names of members of the committee present at a committee meeting or a general meeting, and
- (c) all proceedings at committee meetings and general meetings.

35.11 Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

35.12 The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (35.10).

Article 36 Treasurer and/or deputy treasurer

36.1.A treasurer **must have a diploma in commerce** or enrolled in second year commerce degree to be able to understand the preparation of financial statements and other financial documents of the association

36.2 Shall be a signatory to all the association's financial transactions.

36.3 Ensure that all the money of the association received is deposited into the

association's nominated account.

36.4 Keep all the financial records of the association.

36.5 Collect members' annual contributions.

36.6 Make financial reports during meetings to update members on the association's financial status.

36.7 Prepares and presents budget to the executive committee who shall recommend approval or rejection to the president.

36.8 Shall work closely with the chairperson on the proposed budget and other financial related matters.

36.9 Shall collect funds from individuals who wish to offer donations.

36.10 Ensures that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

36.11 Ensures that all money due to the association is collected and received and that all payments authorised by the association are made

Article 37 Secretary for information and public relations

37.1 Shall ensure that all the members of the association are kept informed on matters pertaining to the association.

37.2 Liaise with all external stakeholders to gather information to the association.

37.3 In charge of the internal correspondence, by passing information to members and coordinate minor activities.

37.3 Submit both terminal and annual reports of all that occurred within his/her department to the office of the chairpersons

Article 38 Secretary for youth, welfare and culture

38.1 Shall be the president of youth association and representative of youth in the committee.

38.2 Organise and coordinate youth affairs.

38.3 Shall be responsible for the welfare of members.

38.4 In charge of cultural and sporting events or activities.

38.5 Liaise with stakeholders on matters relevant to the association.

38.6 Shall identify and report members that may require assistance of any kind to the management committee.

38.7 The management committee shall address such reports with urgency.

38.8 Most of the duties of this officer are also outlines in details in youth constitution

Article 39 Secretary for women affairs and/or deputy secretary for women affairs

39.1 Shall be the representative of women in the management committee

39.2 Organise and coordinate women activities.

39.3 Organize seminars and counselling on issues affecting women.

39.4 Ensure all female members of the association are kept informed on matters pertaining to the association.

39.5 Promote reconciliation among members of the association.

39.6 Shall liaise with an all stakeholders on matters related to the association.

39.7 Submit both terminal and annual reports of all that occurred within her department to the office of the chairperson.

Article 40 Chaplain

40.1 Shall provide spiritual and moral guidance to the executive committee and the association.

40.2 Chaplain has no voting powers in the leadership voting

Article 41 Casual vacancies

41.1 In the event of a casual vacancy occurring in the membership of the committee,

the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.

41.2 A casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association, or
- (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (d) resigns office by notice in writing given to the secretary, or
- (e) is removed from office, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

Article 42 Removal of committee members

42.1 The association in general meeting may by resolution remove any member of the committee from the office of a member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.

42.2 If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

42.3 a no-confidence vote **shall not** be applied on a member of the association by some members in any way

Article 43 Committee meetings and quorum

43.1 The committee must meet at least 3 times in each period of 12 months at the place and time that the committee may determine.

43.2 Additional meetings of the committee may be convened by the president or by any member of the committee.

43.3 Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

43.4 Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

43.5 Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

43.6 No business is to be transacted by the committee unless a quorum is present and

if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.

43.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.

43.8 At a meeting of the committee:

(a) the president or, in the president's absence, the vice-president is to preside, or

(b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the committee chosen by the members present at the meeting is to preside.

Article 44 Appointment of association members as committee members to constitute quorum

44.1 If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the association as committee members to enable the quorum to be constituted.

44.2 A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.

44.3 This clause does not apply to the filling of a casual vacancy to which article 41 applies.

Article 45 Use of technology at committee meetings

45.1 A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

45.2 A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Article 46 Delegation by committee to sub-committee

46.1 The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of the member or members of the association that the committee thinks fit) the exercise of any of the functions of the committee that are specified in the instrument, other than:

(a) this power of delegation, and

(b) a function which is a duty imposed on the committee by the Act or by any other law.

46.2 A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.

46.3 A delegation under this clause may be made subject to any conditions or limitations as to the exercise of any function, or as to time or circumstances, that may be specified in the instrument of delegation.

46.4 Despite any delegation under this clause, the committee may continue to exercise any function delegated.

46.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.

46.6 The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

Article 47 Voting and decision making

47.1 Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.

47.2 Each member presents at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

47.3 the committee may act despite any vacancy on the committee.

47.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Article 48 General assembly

48.1 shall be the supreme organ of the association;

48.2 elects and remove members of the executive committee;

48.3 approves annual reports in the annual meetings;

48.4 must meet at least once a year notwithstanding any other emergency general meetings that the executive committee may call for.

Article 49 Annual general meetings--holding of

49.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.

49.2 The association must hold its annual general meetings:

(a) within 6 months after the close of the association's financial year, or

(b) within any later time that may be allowed by the Secretary-general.

Article 50 Annual general meetings--calling of and business at

50.1 The annual general meeting of the association is, subject to the Act and to article 49, to be convened on the date and at the place and time that the committee thinks fit.

50.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

(a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,

(b) to receive from the committee reports on the activities of the association during the last preceding financial year,

(c) to elect office-bearers of the association and ordinary committee members with the facilitation of president-elect,

(d) to receive and consider any financial statement or report required to be submitted to members under the Act;

(e) confirm or vary membership and/or annual subscription fees among others;

(f) any other business of which notice has been given in accordance with these rules.

50.3 An annual general meeting must be specified as that type of meeting in the notice convening it.

Article 51 Special general meetings--calling of

51.1 The committee may, whenever it thinks fit, convene a special general meeting of the association.

51.2 The committee must, on the requisition of at least 5% of the total number of members, convene a special general meeting of the association.

51.3 A requisition of members for a special general meeting:

- (a) must be in writing, and
- (b) must state the purpose or purposes of the meeting, and
- (c) must be signed by the members making the requisition, and
- (d) must be lodged with the secretary, and
- (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

51.4 If the committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

51.5 A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.

51.6 For the purposes of subclause (3):

- (a) a requisition may be in electronic form, and
- (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

Article 52 Notice

52.1 Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.

52.2 If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution. A special resolution must be passed in accordance with section 39 of the Act.

52.3 No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under article 50 (2).

52.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

Article 53 Quorum for general meetings

53.1 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.

53.2 Five members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

53.3 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:

- (a) if convened on the requisition of members--is to be dissolved, and
- (b) in any other case--is to stand adjourned no later than 14 days and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

53.4 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

Article 54 a presiding member

54.1 The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.

54.2 If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

Article 55 Adjournment

55.1 The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

55.2 If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

55.3 Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Article 56 Decision making

56.1 A question arising at a general meeting of the association is to be determined by:

- (a) a show of hands or, if the meeting is one to which article 47 applies, any appropriate corresponding method that the committee may determine, or
- (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot--a written ballot.

56.2 If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

56.3 Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.

56.4 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

Article 57 Special resolutions

57.1 A resolution is passed by an association as a "**special resolution**" (section 39 of the Act):

- (a) at a meeting of the association of which notice has been given to its members no later than 21 days before the date on which the meeting is held, or
- (b) in a postal or electronic ballot conducted by the association, or
- (c) in such other manner as the Secretary may direct, if it is supported by at least three-quarters of the votes cast by members of the association who, under the association's constitution, are entitled to vote on the proposed resolution.

57.2 A notice referred to in subsection (1) (a) must include the terms of the resolution and a statement to the effect that the resolution is intended to be passed as a special resolution.

57.3 A postal or electronic ballot referred to in subsection (1) (b) may only be conducted in relation to resolutions of a kind that the association's constitution permits to be voted on by means of a postal or electronic ballot and, if conducted, must be conducted in accordance with the regulations.

(4) A direction under subsection (1) (c) may not be given unless the Secretary is satisfied that, in the circumstances, it is impracticable to require votes to be cast in the manner provided by subsection (1) (a) or (b).

Article 58 Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting or election.

Article 59 Postal or electronic ballots

59.1 The association may hold an electronic or postal ballot (as the committee determines) to determine any issue or proposal (other than an appeal under article 20).

59.2 An electronic ballot is to be conducted by email or other electronic means determined by the executive committee.

59.3 A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

Article 60 Use of technology at general meetings

60.1 A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.

60.2 A member of an association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Article 61 Conflict of interest

61.1 A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the committee.

61.2 The member:

(a) must not be present while the matter is being considered at the meeting;
and

(b) must not vote on the matter.

(c) must not obstruct policies of the leadership for the benefit of his family or clan

61.3 This rule does not apply to a material personal interest—

(a) that exists only because the member belongs to a class of persons for whose benefit the association is established; or

(b) that the member has in common with all, or a substantial proportion of, the members of the association.

Article 62 Minutes of meeting

62.1 The committee must ensure that minutes are taken and kept of each committee meeting.

62.2 The minutes must record the following—

(a) the date, time and venue of the meeting;

(b) the name of the meeting chair;

(c) any apologies tendered;

(d) any failure of quorum;

(e) the names of the members and officers 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 under rule 61.

Article 63 Leave of absence

63.1 The committee may grant a committee member leave of absence from committee meetings for a period not exceeding 3 months.

63.2 The committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance

Article 64 Petition

64.1 A petition which is directed to a TECAA leadership shall go through the secretary general of the Association

64.2 The leadership has an obligation and a duty of care to look into the concerns raised by a member (s) in the petition

64.3 A petition which is directed to a different authority or a group with a certain power must not go through a secretary general and TECAA leadership

64.4 A TECAA leadership shall not interfere with the intentions and the process of the petition by member (s) if it is directed to a different authority

64.5 Members have a right to petition TECAA's leadership or any authority

Article 65 Census

65.1 Two East community census shall be conducted at the end of the first second year of TECAA leadership tenure

65.2 The council of state/territory leadership shall carry out the exercise of the census with the instructions from the TECAA leadership

65.3 The data of the census shall be published in booklets and circulated to members in the states and territories

Article 66 Insurance

The association may affect and maintain insurance.

Article 67 Association relationship with other Two East associations

67.1 Payam associations (*Lith, Kongor, Nyuak, Ajuong and Pakeer*) in Australia

(a) the association recognises and respects the independence of payam associations;

(b) a Payam association may require the assistance of the committee or the association;

(c) a Payam association may join the association as an affiliated member if it meets the requirements set forth in this constitution; and

(d) the association and payam entities shall cooperate on emergencies and other issues of common interests

(e) Payam associations in the state/territory are part of TECCA's operation through state/territory leaderships

67.2 State and territory associations

(a) shall be the base supporters of the association;

(b) shall be the direct link between the association and subjects in term of contributions, coordination of activities during the functions (if any), general registration and any duty concerned;

(c) state or territory leaderships shall help facilitate the association programs at a state or territory level;

(d) a state or territory representative shall be present at all states or territories executive or general meetings to communicate the association programs and policies;

(e) the state or territory representative shall be part of state or territory executive committee but shall have no right to vote in state or territory executive's deliberations;

(f) the association shall not interfere with independent state or territory programs.

67.3 Overseas associations

- (a) the association shall cooperate with other Twi East associations or entities with similar objectives;
- (b) the president shall act as a link between the association and other Twi East organisations; and
- (c) the president or other delegate must inform the committee about any of such communications undertaken and subsequent outcomes.

Article 68 Funds--sources

68.1 The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, any other sources that the committee determines.

68.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking institution account.

68.3 The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

68.4 The association must share annual subscription fees with Twi state and territory associations in the amount to be determined by the association and state and territory associations (*a greater amount of this fee must remain with the association*).

Article 69 Fund uses

69.1 subject to any resolution passed by the association in general meeting, the funds of the association are to be used solely in pursuance of the objects of the association in the manner that the committee determines;

69.2 all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories;

69.3 the executive committee shall open and operate the bank account (s) bearing the official name of the association and keep the records for future auditing;

69.4 money received by the association will be deposited in to an account of the association no later than 5 working days after receipts;

69.5 payments out of association account shall be done by cheque or order signed by at least two signatories (president, secretary and the treasurer shall be the 3 signatories for the association's account(s));

69.6 a fully audited (if need be) financial statement of the general accounts shall be presented to each general assembly meeting;

69.7 the committee may authorise the treasurer to expend funds on behalf of the association (including by electronic funds transfer) up to a specified limit without requiring approval from the committee for each item on which the funds are expended;

69.8 with the approval of the committee, the treasurer 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;

69.9 subject to any restrictions imposed by a general meeting of the association, the committee may approve expenditure on behalf of the association;

69.10 the association in getting finances shall be nominating a qualified auditor(s) from within its members or friends to audit the association accounts.

69.11 the use of money at amount more than \$aud5000 of the Association money shall be confirmed by the council of state and territory leaders before release

69.12 New leadership must first mobilise resources to fund their new projects in the first year of its work in office, otherwise, it shall use money inherited only for emergencies and existing projects as such Twi East global conference in Australia

Article 70 Funds – financial records and statements

70.1 the association must keep financial records that correctly record and explain its transactions, financial position and performance; and enable financial statements to be prepared as required by the Act;

70.2 the association must retain the financial records for 7 years after the transactions covered by the records are completed;

70.3 the treasurer must keep in his or her custody the financial records for the current financial year; and any other financial records as authorised by the committee.

70.4 for each financial year, the committee must ensure that the requirements under the Act relating to the financial statements of the association are met.

70.5 without limiting article 4, those requirements include:

- (a) the preparation of the financial statement;
- (b) if required, the review or auditing of the financial statements;
- (c) the certification of the financial statements by the Committee;
- (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.

Article 71 Association is non-profit

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary or monetary gain for any of its members.

Article 72 Compensation

72.1 A new member whose membership application form has been rejected is entitled to application fee accompanying the form.

72.2 No executive member shall be compensated for performing his or her duties as outlined.

72.3 In case of voluntary withdrawal from association or termination of membership because of gross misconduct no member shall be entitled to any compensation.

72.4 The property or money contributed to the association by members shall remain the property of association and no one shall claim what he or she had contributed to the association.

Article 73 Distribution of property on winding up of association

73.1 The association shall not be dissolved except by the approval of not less than three-quarters majority of the members present and voting in a general assembly meeting called for the purpose of which not less than one calendar month's written notice including notice of the proposed dissolution has been distributed to all members.

73.2 Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.

73.3 In this article, a reference to the surplus property of an association is a reference to that property of the association remaining after satisfaction of the debts and liabilities of the association and the costs, charges and expenses of the winding up of the association. Section 65 of the Act provides for distribution of surplus property on the winding up of an association.

Article 74 Alteration to the constitution and by-laws

74.1 No alteration, repeal or addition shall be made to the constitution except at the general meeting, called for that purpose and notice of all motions to alter, repeal or add to the constitution shall be given to members fourteen (14) days prior to the general meeting, or seven (7) days prior to a general meeting called for such purpose.

74.2 The secretary shall forward such notices of motion to each committee member at least fourteen (14) days prior to the general meeting or seven (7) days prior to a general meeting.

74.3 Alterations to the by-laws (or rules for proper conduct of meeting or business) can be made only at management committee meetings provided notice of the proposed alteration/s has been duly notified to committee members.

74.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (*Special Resolution*) of those present and entitled to a vote at the general meeting or committee meeting, as the case may be.

74.5 An application for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

Article 75 Common seal

75.1 the association may have a common seal;

75.2 the name of the association must appear in legible characters on the common seal;

75.3 the common seal of the association must be kept in the custody of the secretary or public officer;

75.4 The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or one member of the committee and of the public officer or secretary.

Article 76 Association's registered address

76.1 The registered address of the association is

- (a) the address determined from time to time by resolution of the committee; or
- (b) if the committee has not determined an address to be the registered address—the postal address of the secretary.

Article 77 Custody of books etc

All records, books and other documents relating to the association must be kept:

- (a) at the main premises of the association, in the custody of the secretary or a member of the association (as the committee determines), or
- (b) if the association has no premises, at the association's official address, in the custody of the secretary.

Article 78 Inspection of books etc

78.1 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:

- (a) records, books and other financial documents of the association,
- (b) this constitution,
- (c) minutes of all committee meetings and general meetings of the association.

78.2 A member of the association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

78.3 Despite subclauses (1) and (2), the committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to

confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

Article 79 Standing orders or rules

The committee shall have the power to adopt and issue standing orders and/or rules for the association. Such standing orders and/or rules shall come into operation immediately PROVIDED ALWAYS THAT they shall be subject to review by the association in general meeting and shall not be inconsistent with this constitution

Article 80 Service of notices

80.1 For the purpose of this constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

80.2 For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

Article 81 Properties and liabilities

81.1 A person who by authority accepts or incurs any peculiarly liability of the Association shall be held indemnified against any personal loss in respect of such liability provided that such liability was incurred during an act to further the objects of the association.

81.2 The association funds shall be used solely for the achievement and promotions of the objects of the Association and shall not be paid or transferred to any members or relatives of members provides that nothing herein shall prevent any payment in good faith to any person in return for services rendered to the association or to any person in the furtherance of the objects of the association without undue presence.

81.3 Upon dissolution all property remaining after payment of all legal liabilities shall be transferred to such body formed for promoting similar objects or for charitable objects as shall be approved by the association provided that:

81.4 Such other body shall also prohibit the distribution of income and property to its members to the extend stated here in;

81.5 If the association shall have been approved pursuant to section 78 (1) of the *Income Tax Assessment Act* then such body shall be so approved.

Article 82 Financial year

82.1 The financial year of the association is:

- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
- (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

Appendix 1 Application for membership of association

(Clause 3 (1))

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

.....

[*name of association*]

Incorporated (incorporated under the *Associations Incorporation Act 2009*)

I,

[*full name of applicant*]

of

[*address*]

.....

[*occupation*]

hereby apply to become a member of the abovenamed incorporated association. In the event of my admission as a member, I agree to be bound by the constitution of the association for the time being in force.

.....

Signature of applicant

Date

I,

[*full name*]

a member of the association, nominate the applicant for membership of the association.

.....

Signature of proposer Date

I,

[*full name*]

a member of the association, second the nomination of the applicant for membership of the association.

.....

Signature of seconder

Date

