



# **DRUG AND ALCOHOL NURSES OF AUSTRALASIA, INC.**

## **CONSTITUTION**

## 1. NAME

The Name of the Association shall be the Drug and Alcohol Nurses of Australasia Inc. (DANA) (from hereafter referred to as “the Association”).

## 2. OBJECTS

DANA is the peak alcohol and other drug nursing organisation in Australasia providing leadership to nurses and midwives with a professional interest in Alcohol, Tobacco and Other Drugs (ATOD) issues. We aim for excellence and the ongoing improvement of quality care in nursing in all practice contexts.

The Association’s goals are therefore to enhance the capacity of nurses and midwives to respond effectively to ATOD-related issues, and provide a mechanism for professional development and support for its members.

The mission statement reflects this aim:

*DANA is the peak nursing organisation in Australasia providing leadership to nurses and midwives with a professional interest in ATOD issues. We aim for excellence & the ongoing improvement of quality care in nursing in all practice contexts. To do this effectively, DANA aims to:*

- *actively promote a legitimate role for nurses and midwives to respond to Alcohol, Tobacco and Other Drug-related issues*
- *provide opportunity for relevant professional development, education, mentoring & support for all members, and others where opportunity arises*
- *provide consultancy, advice and advocacy to our members, nursing organisations & key stakeholders in relation to ATOD matters*
- *promote inclusion of ATOD in core undergraduate curriculum, staff development programs and continuing education, and within postgraduate clinical and research degrees*
- *promote evidence-based practice and research in Alcohol, Tobacco and Other Drug-related interventions, and other key issues.*

From DANA (2004) *DANA Strategic Directions 2004-2007* (Final Draft)

### **3. MEMBERSHIP**

3.1 Full membership is open to registered nurses, enrolled nurses, and midwives who accept the rules, aims and objects of the Association.

#### *Student membership*

3.2 Membership is offered at a reduced fee to full time nursing students at undergraduate or postgraduate level who accept the rules, aims and objects of the Association. Nursing students are entitled to all benefits of the Association with the exception of voting rights and access to scholarships.

#### *Associate Membership*

3.3 Associate membership is offered to individuals who accept the rules, aims and objects of the Association. Associates are entitled to all benefits of the Association with the exception of voting rights and access to scholarships.

#### *Corporate membership*

3.4 Interested professional organisations who employ nurses and midwives (including nursing organisations) may apply for corporate membership with the Association directly with the Executive Committee or through the Regional Chapters. Acceptance is at the discretion of the Executive Committee. Further, an unincorporated organisation is not able to be a member of the Association, but it may nominate individuals to be members to represent it.

3.5 Organisations who are corporate members shall not have voting rights, nor shall they hold Executive Positions within the Association.

3.6 A corporate member may appoint from its members a Nursing representative who may speak and hold one vote on its behalf.

(Refer to DANA Policies and Procedures: Corporate Membership)

#### *Fees*

3.7 Full members, associate members, student members and corporate members seeking membership shall pay such fees as are determined by the Association at its most recent Annual General Meeting.

#### *Renewals*

3.8 Membership fees fall due on the first day of July, the membership year being deemed as July 1 to June 30, inclusive. The financial year of the Association shall run from May 1 until April 30 each year or some other period as determined by the committee.

3.9 The Management Committee shall determine whether or not to accept an application for membership. The Management Committee is required to supply reasons for accepting or rejecting an application for membership.

3.10. A register of members shall be kept by the Association, showing the name, address, membership number and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.

3.11 Membership will be considered to be expired within three (3) months of the due date on failure to pay outstanding membership fees, or upon resignation, expulsion or death.

#### *Life Members*

3.12 On the recommendation of the Management Committee, a full member of the Association who:

- has made an outstanding contribution to the Association
- whose service to alcohol, tobacco and other drug related nursing has extended beyond the boundaries of the Association
- who has been an active member for more than 5 years
- who retires from an active position and/or professional working life

may be considered eligible for life membership.

3.13 Life members shall thereafter be entitled to all the privileges of membership without paying the annual subscription levies or other dues, unless they wish to have voting rights. Life members who wish to vote must pay the prescribed annual subscription fee.

3.14 Life membership shall be awarded at the next available Annual General Meeting from when the nomination was received and approved by the Association Executive. A presentation will be made annually.

3.15 A register of life members will be maintained by the Association.

3.16 No member can be elected a Life Member if the number of existing Life Members exceeds 5% of membership at that time.

### *Disciplining Of Members*

3.17 The procedure for disciplining members shall be determined by the Executive and Management Committee. Anyone who wishes to appeal against a decision refusing membership that results in expelling them from membership or results in another form of disciplining, may do at the next general meeting of the Association.

3.18 Any suspended member may on not less than two (2) weeks written notice require the suspension to be reconsidered at one subsequent Management Committee Meeting.

3.19 The Association shall not be required to accept the renewal of membership of a suspended member when renewal next falls due.

### *Members' Liability*

3.20 The members of the Association shall have no liability to contribute towards the payment of debts and liabilities of the Association of the costs, charges and expenses of the winding up the Association except to the amount of their own unpaid membership fees.

## **4. THE MANAGEMENT COMMITTEE**

4.1 The Management Committee of the Association and, subject to the Act, the Regulation and these rules, and to any resolution passed by the Association in general meeting:

- is to control and manage the affairs of the Association, and
- may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a general meeting of members of the Association, and
- has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Association
- without limiting those powers the Association shall be entitled to hold real or personal property, open and operate bank accounts, invest in trustee securities, and enter into any necessary or desirable contract including a contract of employment.

4.2 The Association shall have its affairs controlled and managed by the Management Committee, which consists of:

- the Executive, who shall be entitled to exercise the full powers of the Association, and
- Regional Chapter Representatives, who are consulted upon and who assist with management decisions

each of whom is to be elected from financial members at the annual general meeting of the Association.

4.3 The Executive comprises:

- the president
- two vice-presidents (National, International)
- the treasurer
- the secretary
- membership secretary
- the webmaster

4.4 One Regional Chapter Representative from each of Australia's states and territories, the islands of New Zealand and representatives from the Asia Pacific Region, whose membership will be determined by the Management Committee. Each region is to be known as a Chapter.

4.5 The term of each member of the committee is, subject to these rules, entitled to hold office until the conclusion of the first or second annual general meeting following the date of the member's election, and are eligible for re-election.

4.6 In the event of a casual vacancy occurring in membership of the committee, the committee may appoint a member of the Association to fill the vacancy. The member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of appointment.

#### 4.7 Other Positions

##### 4.7.1 Honorary position: Immediate Past President

The retiring president maybe sought by the incoming president, to take up an honorary position which involves offering mentorship, guidance and support to the incoming president, should this be a common goal. The role will not entitle the Immediate Past President to take an active role in management decisions. (Refer to *DANA: Policies and Procedures – Role and Responsibilities of Office Bearers*)

#### 4.7.2 *Public Officer*

A Public Officer is a compulsory position and appointed at the AGM by the Executive Committee, or by the Management Committee. The Public Officer acts as the official contact for the Association with the Office of Fair Trading, NSW, of their private residence. Upon taking office, the Public Officer must notify the Office of Fair Trading, NSW, of their residential address for the purpose of the serving of papers. The Public Officer must be at least 18 years of age, a current financial member of DANA and a resident of NSW (Refer to *DANA: Policies and Procedures – Role and Responsibilities of Office Bearers*).

#### *The Executive*

4.8 The Executive Committee shall at its first meeting, which shall take place promptly following the Annual General Meeting, arrange for dates and times for Executive and Management Committee meetings for the next twelve months.

4.9 A quorum of the Executive shall be the President and one other Executive Member or three members excluding the President.

4.10 The Executive shall have the following functions:

- To arrange a national conference for the Association at least once in every two years;
- To arrange for the Annual General Meeting of the Association;
- To arrange for meetings, telephone link ups and postal votes of the Executive and Management Committee
- To undertake a commitment to develop and enact the strategic directions of the organisation

4.11 The Executive shall meet at least bi monthly and shall report to the Management Committee or meet with the Management Committee at quarterly meetings.

### **5. ROLE OF THE MANAGEMENT COMMITTEE**

5.1 The role of the management committee is to assist in the furthering the objects of the Association.

5.2 The Management Committee may appoint sub committees who may consist of members of Regional Chapters or other appropriate persons. Such sub committees shall meet as they see fit in accordance with the instructions of the Committee and shall report to the Committee.

5.3 The quorum of the management committee shall be three committee members representing three chapters plus two members of the executive

5.4 A casual vacancy occurs when a member of the management committee ceases to be a member of the Association because they:

- become an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth
- resign from office by giving to the secretary in writing
- become a mentally incapacitated person
- die, or
- are absent without the consent of the committee from three consecutive committee meetings, or all meetings of the committee held during a period of 6 months.

## **6. ELECTION OF THE MANAGEMENT COMMITTEE**

6.1 Nominations for management committee positions:

- must be made in writing, signed by 2 full members of the Association and accompanied by the written consent of the nominated full member (which may be endorsed on the form of the nomination), and
- must be delivered to the secretary (or other member delegated as Returning Officer) at least 7 days (or at a time prescribed by the Returning Officer) before the date fixed for the holding of the annual general meeting at which the election is to take place.

6.2 If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations for unfilled positions are received at the annual general meeting. If, however:

- insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies
- the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected
- the number of nominations received exceeds the number of vacancies to be filled, a ballot is held.

6.3 The ballot for the election of the management committee is to be conducted in such a usual and proper manner as the committee may direct. This may include postal vote, secret ballot or show of hands.

## **7. THE PRESIDENT**

7.1 The president shall ensure the safekeeping of the Common Seal, which shall be affixed only by resolution of the Committee or of a General Meeting and in the presence of two Committee members including at least one Office Bearer.

7.2 The President shall chair Executive, Management Committee and General Meetings except that in the absence of the President or at the request of the President or a majority of a meeting one of the Vice Presidents may chair the meeting.

7.3 The President at any meeting shall have a personal deliberative vote and shall in addition have a casting vote if votes are equal.

7.4 The President together with the Secretary shall prepare the agenda for Executive and Management Committee Meetings and General Meetings.

7.5 The President of a meeting shall encourage full balanced participation by all members and shall decide on matters of order.

7.6 The President shall act as a spokesperson unless an alternate spokesperson has been appointed by the Committee or a General Meeting. The spokesperson shall make statements in accordance with previously agreed policy, or in an emergency following consultation with at least two members of the Committee.

## **8. THE SECRETARY**

8.1 The Secretary shall give notice of meetings and arrange telephone conference link ups, postal proceedings and decisions of the Executive and Management Committee within the provision of the constitution.

8.2 The Secretary shall circulate to members of the Management Committee written records of the proceedings and decision of both Committees together with the reports of the Executive and Management Committee meetings.

8.3 The Secretary shall cause records to be kept of the Association including the constitution and policies, records of members, a register of minutes of meetings and of notices a file of correspondence, and records of submission or reports made by or on behalf of the Association. (Refer to *DANA: Policies and Procedures – Role and Responsibilities of Executive Committee*)

## **9. THE TREASURER**

9.1 The treasurer of the Association shall ensure:

- that all money due to the Association is collected and received and that all payments authorised by the Association are made
- 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. Such records shall be available for inspection by any member at a mutually convenient time
- that all monies received are paid into an account authorised by the Executive Committee in the name of the Association
- that payments shall be as petty cash or by cheque signed by two (2) authorised signatories of whom there shall be not more than three (3) appointed by the Committee
- that all major or unusual expenditures shall be authorised in advance by the Executive Committee, Management Committee or at a General Meeting
- that Annual Financial Statements are forwarded to the Office of Fair Trading, NSW, using the required forms, through the Public Officer within a month of the AGM
- that the Annual Financial Statements are audited before presentation to the Annual General Meeting by an independent auditor who shall be approved by the Executive Committee.

(Refer to *DANA: Policies and Procedures – Role and Responsibilities of Office Bearers*)

## **10. GENERAL MEETING**

10.1 The Annual General Meeting shall be held at least once each calendar year and not more than 6 months after the close of the financial year of the Association, which will be determined by the Committee.

10.2 The Annual General Meeting shall where possible coincide with a national conference.

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

- to confirm the minutes of the preceding Annual General Meeting and any special general meeting held since that meeting
- to receive from the committee reports on the activities of the each chapter within the Association during the preceding financial year
- to elect or otherwise announce the election of office-bearers of the Association and ordinary members of the committee, attempting to ensure that not more than 50% of the Management Committee is replaced each year
- to facilitate handover (from retiring members) and orientation to the Association (for incoming members)
- to announce the appointment and to arrange an orientation to associated responsibilities for, the Public Officer
- to conduct any other business placed on the agenda before the commencement of the meeting.

## **11. SPECIAL GENERAL MEETINGS**

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

11.2 A special general meeting shall be called by the Secretary within 28 days of receipt of a directive of the Executive or Management Committee or a written request of 3 committee members or 3 Regional Representatives specifying the business to be conducted at the meeting.

11.3 The Management Committee may, by a majority vote, decide no less than 3 weeks prior to any general meeting the numbers of members from each regional Chapter may nominate on its behalf at the forthcoming general meeting.

11.4 In the absence of such a decision then the number shall initially be four and subsequently shall remain unchanged from the previous General Meeting.

11.5 Written notice of 21 days and not less than 7 days of a General Meeting shall be given to the Regional Chapters, and where appropriate, to individual members.

## **12. ALTERATIONS OF OBJECTS AND RULES**

12.1 The Constitution may be repealed or amended by resolution of three fourths of members present and voting at a General Meeting of which not less than seven (7) day written notice including notice of the proposed repeal or amendment has been distributed to all members.

12.2 Rules for the proper administration of meetings or business may be made, repealed or amended by a General Meeting or by a Committee Meetings subject to subsequent disallowance at a General Meeting, provided that not less than seven (7) days written notice including notice of the proposed new rule, repeal or amendment has been distributed to all members.

## **13. EMPLOYEES**

13.1 An employee of the Association may be a member of the Association or any sub committee.

13.2 A person performing paid work for the Association on a regular substantial basis:

- shall not be a member of the Executive or Management Committee unless specifically provided in the Constitution or any subsequent amendment; and
- shall not take part in decision relating to paid work and shall remain absent from deliberations relating to any worker if so requested by a majority of the Committee.

13.3 A member of the management committee is entitled to rescind their position on the management committee to undertake a paid role

## **14 MISCELLANEOUS**

### *Insurance*

14.1 The Association may effect and maintain insurance.

### *Liability, Property And Dissolution*

14.2 Persons who, with the authority of the Management Committee, incur any debt or other liability on behalf of the Association shall have such liability met by the Association so they incur no personal bias.

14.3 The income, property and funds of the Association shall be used solely towards the promotion of the objects and shall not be paid or transferred to any member or relatives of members provided that nothing herein shall prevent any payment in good

faith to any person in return for service actually rendered or to any person in furtherance of the objects of the Association and without undue preference.

14.4 On dissolution, all property remaining after payment of all legal liabilities shall be transferred to such other body formed or promoting similar objects or for charitable objects as shall be approved by the Association provided that:

- such other body shall also prohibit the distribution of income and property to the members to the extent stated herein
- if the Association shall have been approved pursuant to Section 78 of the Income Tax Assessment Act then such other body shall also be so approved, and
- the Association shall not be dissolved except by approval of not less than three fourths of the members who respond by accepting an opportunity to vote by postal vote, where less than one calendar month's written notice including notice of the proposed dissolution has been distributed to all members.

Jodie Shoobridge

**PRESIDENT**

**Date Endorsed: 24 June, 2005**