



CONSTITUTION OF

DAY SURGERY NURSES ASSOCIATION, INC (NSW)

1 Name

The purpose of this document is to govern the operation of the Day Surgery Nurses Association Inc NSW ("Association")

2. Interpretation

2.1. In this Constitution:

“**Act**” means the Associations Incorporation Act 1984 (NSW).

“**AGM**” means Annual General Meeting

“**Association**” means the Day Surgery Nurses Association Inc NSW.

“**ADSNA**” means the Australian Day Surgery Nurses Association Inc.

“**Common Seal**” means the common seal of the Association and includes any official seal of the Association.

“**Committee Member**” means any person appointed to the Management Committee of the Association.

“**Council**” means the Council of the national body (Australian Day Surgery Nurses Association).

“**Councillor**” means any person appointed by the State Association to represent the State as a voting member of the Council of the Australian Day Surgery Nurses Association.

“**Financial Year**” means the year ending 30th June in each year.

“**Honorary Life Member**” means a member, nominated by the Management Committee, who has made outstanding contributions to the Association and is dedicated to the promotion of the ideals of Day Surgery nursing.

“Management Meeting” means the bi-monthly meetings of the Committee of the Association.

“Member” means a financial registered member of the Association.

“President” means any person appointed to perform the duties of President of the Association.

“Register” means a register of members kept in accordance with these Rules.

“Representative” means any member of the committee appointed by the Management Committee to the Australian Day Surgery Nurses Association.

“Secretary” means any person appointed to perform the duties of Secretary of the Association.

“State Association” means a State Division of the Australian Day Surgery Nurses Association Inc;

- (a) New South Wales (Day Surgery Nurses Association Inc)
- (b) Victoria (Day Surgery Nurses Special Interest Group, Australian Nurses Federation)
- (c) South Australia (Day Surgery Nurses Association South Australia Inc)
- (d) Western Australia (The Nurses Association of Short Stay Facilities Western Australia Inc)
- (e) Queensland (Day Surgery Nurses Association of Queensland Inc)
- (f) Tasmania (Day Surgery Nurses Association of Tasmania)

“Treasurer” means any person appointed to perform the duties of Treasurer of the Association.

“Voting Member” means a voting member of the Association under these rules.

2.2 Except so far as the contrary intentions in this Constitution:

- i. An expression has in this Constitution the same meaning as the Act.

2.3 Headings are for convenience only and do not affect the interpretation of this Constitution.

2.4 Reference to:

- i. One gender includes the other genders.
- ii. The singular includes the plural and the plural includes the singular.
- iii. A person includes a body corporate
- iv. References to a person include the legal personal representatives, successors and permitted assigns of that person.
- v. A reference to a statute, ordinance code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them whether of the same or any legislative authority having jurisdiction.
- vi. Words and phrases defined in the Rules of the Association will apply to this Statement, unless the context otherwise requires.

3. Purposes And Objectives

3.1. The Purposes of the Association are:

- The Association has been formed to represent the interests of staff who work in all areas of Day Surgery Nursing.
- The Association represents all employees in the Day Surgery Nursing Industry.

3.2. The Objectives of the Association are:

- To promote the interest of members through the free exchange and dissemination of knowledge and expertise through education in all areas of Day Surgery Nursing.
- To encourage recognition of the specialty of Day Surgery.
- To assist in the development of best practice guidelines for Day Surgery Practice.
- To provide expert advice to government and other relevant regulatory agencies in relation to Day Surgery Nursing.
- To form a link with similar organisations in Australia and Overseas.
- To co-operate with nursing, medical and allied health professionals in the pursuit of improvement to quality service delivery
- To foster good fellowship between members

- To keep members informed of the latest trends and developments in Day Surgery.

4. Structure of the Association

4.1. Office Bearers:

President

- Shall preside at all Management Committee Meetings.
- Shall represent the Association on official business.
- Shall present to the Annual General Meeting a report on the activities and business of the Association that have significantly affected the affairs of the Association.
- Shall present to the Annual General Meeting and update of the activities of the ADSNA.
- Shall actively promote the Association and the educational events held by the Association.
- Shall actively promote representation of the Association to affiliates at educational forums.

Secretary

- Shall receive and present to the Management Committee all correspondence on behalf of the Association.
- Shall approve all outgoing mail, related to Association business.
- All incoming correspondence must be directed to the Secretary for action. Any receipts of correspondence by other Members must be handed to the Secretary at the first opportunity.
- Shall prepare the agenda for all Management Meetings.
- Shall record the minutes of the Management Meeting and distribute to committee members two (2) weeks prior to the next Management Meeting.

Treasurer

- Shall receive all monies and issue receipts for same.
- Shall bank such receipts in an approved account at a financial institution approved by the Management Committee.
- Shall ensure payment of all invoices.

- iv. Shall maintain a proper system of accounting for all monetary transactions of the association and make this available for inspection by members.
- v. Shall prepare an annual balance sheet and statement of income and expenditure for presentation to the AGM.
- vi. Shall make a recommendation with regard to the appointment of the accountant for each financial year at the AGM.

4.2. Committee Members:

Those not holding an executive position – recommendation nine (9) persons.

5. Powers of the Association

Solely for furthering the objectives set out above the Association has power to:

- i. Borrow and raise money in such a manner as the Association may think fit
- ii. Invest any monies of the Association, not immediately required for the objectives of the Association, in such a manner as may from time to time be determined by the Association
- iii. Print and publish any newspaper, periodical, book or leaflet that the Association may think desirable for the promotion of its objectives
- iv. Produce, develop, create, license and otherwise exploit, use and protect such intellectual property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations (subject to relevant copyright legislation) whose activities or objectives are similar to those of the Association or generally for any purpose calculated to benefit the Association
- v. Take and effect insurance
- vi. Do all such acts and things as are incidental, conducive or subsidiary to all or any of the objectives of the Association

6. Application of Income

- i. The income and property of the Association shall be applied solely toward the promotion of the objectives of the Association as set forth in this Statement of Objectives.
- ii. No portion of the income or property of the Association shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise to any member.

7. Liability of Members.

Liability of members of the Association is limited.

8. Interpretation Clause.

- i. The specification of the objectives and powers of the Association in clause 3 and 5 does not make any power or objective more important than the others mentioned.
- ii. If any provision of this statement or phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is said to be read down for the purpose of that jurisdiction, therefore invalid for the purposes of this Constitution, unless part of the meaning can be severed to allow a valid interpretation in the particular context.

9. Membership and Fees

- i. Membership shall be open to all registered and enrolled nurses working in Day Surgery, and any others having an interest in Day Surgery.
- ii. Application for membership shall be made on the prescribed form.
- iii. Membership shall commence on payment of the prescribed fees.
- iv. Annual subscription shall be determined from time to time, by the Management Committee, prior to each new financial year.
- v. The subscription fee shall be due and payable no later than the last calendar day of June each year.
- vi. A member who is in arrears of subscription for longer than two (2) months shall no longer be considered a member of the Association.
- vii. Any member may resign from the Association and such resignation should be forwarded in writing to the Treasurer of the Association with the understanding that no fees in whole or in part are refundable.
- viii. Membership year is to be from July 1 to June 30 of any particular year.
- ix. Membership applications shall be lodged with the Treasurer
- x. Honorary Life Members shall be exempt from payment of the subscription fee.
- xi. Annual capitation fees are payable by the Association at a rate determined and on a date as determined by ADSNA.

10. Entitlements of Membership

10.1 *As a member of the Association and ADSNA, members will be entitled to:*

- i. Receive newsletters, National Journals and all other communications relevant to Association objectives.

- ii. Vote at any meeting of the Association
- iii. Attend any meeting of the Association
- iv. Apply for educational scholarships

10.2 *Honorary Life Members are entitled to:*

- i. Receive newsletters, National Journals and all other communications relevant to Association objectives
- ii. Vote at any meeting
- iii. Attend any meeting of the Association
- iv. Honorary Life Members who continue to actively support the Association by attendance/participation at educational events may apply for a scholarship.

11. Register of Members

11.1 *A register of members of the Association must be maintained.*

11.2 *The following information must be entered for each member:*

- i. Full name of member
- ii. Home address, phone number and fax number
- iii. Email address
- iv. Place of employment and contact number
- v. Date of membership and renewal date
- vi. Category of membership

11.3 *Members must notify the Treasurer in writing of any change in details within one (1) month after that change.*

11.4 *Any notices sent to the last address notified would be deemed received.*

12. Members Conduct

- i. Members will conduct themselves at all times with decorum and observe all rules etc, of the governing body of the premises at which they are attending.

- ii. Membership may be terminated or suspended by the Management Committee of the Association for breach of any rule of the Association.
- iii. Before any member is expelled, his/her conduct shall be enquired into by the Management Committee, and the member given the opportunity to explain and justify his/her conduct.
- iv. An appeal against such termination or suspension may be made to the Management Committee, in writing, within fourteen (14) of such a decision being made.

13. Meetings

13.1 Annual General Meetings

- i. The Annual General Meeting shall be held within six (6) months following the end of the financial year on a date, time and place to be notified. Members shall be given at least fourteen (14) days notice of such meetings in writing.
- ii. The quorum for the Annual General Meeting shall be ten percent (10%) of financial members of the Association.
- iii. The Annual Report and Financial Statement shall be presented to the members attending the AGM and the Accountant for the coming year will be appointed.
- iv. The AGM shall be empowered to alter, amend, delete or add to the constitution or rules of the Association, provided that such an alteration, amendment or addition shall be given in writing to the Secretary. The alteration, amendment, deletion or addition, to be effective must be approved by over fifty percent (50%) of the voting members present at the meeting.
- v. The Management Committee shall stand down following the acceptance of all reports for the financial year.
- vi. Appointments will be made for:
 - President
 - Secretary
 - Treasurer
 - And up to nine (9) Committee Members.
- vii. Contested offices shall be subject to secret ballot by the members voting at this meeting and appointments made by the majority votes.
- viii. Nomination for each candidate for election shall be proposed and seconded respectively by two (2) financial members.

- ix. Each Management Committee member is eligible for re-election.
- x. Any motion put forward shall be deemed carried if the affirmative votes exceed fifty percent (50%). In the event of an equality of votes the President shall have the casting vote.
- xi. The AGM will continue under the control of the new Management Committee.

13.2 Management Committee Meetings

- i. Management Committee Meetings will be held bi-monthly or more often if necessary on pre-arranged dates to be determined by the Management Committee.
- ii. The minutes of the previous Management Meeting will be available prior to this meeting and matters arising will be dealt with.
- iii. The quorum for Management Meetings will half (1/2) plus one (1) Committee Members present in person.
- iv. A motion put forward at a Management Meeting shall be deemed carried if the affirmative votes exceed fifty percent (50%). In an equality of votes the President shall have the casting vote.
- v. The committee may, exercise all the powers of the Association which it considers necessary to carry out the objectives of the Association.
- vi. At the first Management Meeting after the AGM the nine (9) remaining committee members may be allocated the remaining Management Committee positions as deemed appropriate for the coming term of office.
- vii. Should a vacancy occur in the Management Committee of the Association other than in the normal course of elections, such vacancy may be filled from the financial members of the Association and such member duly appointed shall hold office until the next AGM.
- viii. Should a committee member be absent for two (2) consecutive meetings without prior notice, that member will lose their position on the Management Committee.
- ix. The President or Secretary or two (2) members of the committee shall have the power to call a meeting of the Management Committee at any time.
- x. The President shall chair all meetings. In his/her absence the President will nominate another person from the committee to chair that meeting.
- xi. During leave of absence, that member shall hand over all duties to another committee member to allow continuity of business.

- xii. Duties of the nine (9) remaining committee members will be allocated as required.
- xiii. Any member of the Management Committee wishing to resign during a term of office is required to submit a written resignation to the Secretary giving thirty (30) days notice.

13.3 *Sub Committees*

- i. The Management Committee shall have the power to delegate any of its powers to a sub committee.
- ii. The President, Secretary and Treasurer shall be ex- officio members of all sub committees.
- iii. All sub committees shall elect their own Chairperson.
- iv. Sub committees must present a written report on progress at each Management Committee Meeting.

13.4 *Special Meetings*

- i. A Special Meeting may be called at the request of the President or Secretary or any two (2) members of the Management Committee, or at the written request of four (4) financial members of the Association.
- ii. Such meetings will be held within thirty days (30) of such request, and all members will be notified in writing no less than fourteen (14) days prior to such meeting.

14. Australian Day Surgery Nurses Association. (ADSNA)

- a) The Association is a member of the Australian Day Surgery Nurses Association therefore each Association member is also a member of ADSNA. The Association has:
 - i. Adopted rules which reflect, and which are generally in conformity with the rules of ADSNA.
 - ii. By adopting the objects and objectives of ADSNA, agree to abide by these rules.
 - iii. At the first Management Meeting following the AGM the committee will appoint the following representative positions to the ADSNA:
 - a) A Councillor, who will be designated as the 1st representative and will have voting rights on behalf of the Association at ADSNA Council Meetings.
 - b) A State Representative, who will be designated 2nd representative.

- iv. Under ADSNA rules each state has one (1) vote at Council Meetings.
- v. The ADSNA Annual General Meeting is referred to as a General Meeting and on this occasion both the Councillor and the State Representative are entitled to have a vote.
- vi. The term of office to ADSNA will be for a minimum of two (2) years.
- vii. The Councillor (1st Rep) will be responsible for providing a written report to the Management Committee at the first meeting following the ADSNA meeting.

15. Criteria for selection of Representatives to ADSNA

- i. Shall be a full financial or honorary life member of the Association and be a current member of the Management Committee.
- ii. Representatives, preferably, should have demonstrated an ability to represent the state at a national level.
- iii. In the event of a representative to ADSNA not seeking re-election to the Association Management Committee and having not yet completed their term on the ADSNA Committee, the Association Management Committee may at their discretion allow such representative to continue in that position until a replacement is found.

16. Capitation Fees

Each state association is required to pay ADSNA an annual capitation fee.

- i. The annual capitation fee payable is, as shall be determined by the ADSNA Council from time to time
- ii. The annual capitation fees are due and payable:
 - a) On or before the last day of November in each year; or
 - b) Within thirty (30) days after the date of the determination by ADSNA of the amount of the annual capitation fee
- iii. Capitation fees for new members are payable up to the end of May each year
- iv. If the State Association's annual capitation fee is not received by the Treasurer of ADSNA within thirty (30) days after the due date of payment, then all members of such defaulting State Association cease to be members of ADSNA

- v. On application of a State Association made before the expiry of the time for payment specified in the rules, the ADSNA Council may grant extensions for payment for such periods and upon such conditions, if any, it determines appropriate.

17. Finance

- i. The financial year shall be the fiscal year (July – June)
- ii. All cheques must be signed by the Treasurer and President.
- iii. All expenditure must be approved by the Management Committee.
- iv. The property, assets and income of the Association whenever derived, shall be applied towards the promotion of the objectives of the Association, and no portion thereof shall be paid or transferred, either directly or indirectly, by way of bonus or profit to members generally of the Association provided that nothing herein contained shall prevent the payment in good faith, or remuneration to any officers or members of the Association in return for services actually rendered, nor prevent the payment of interest on money borrowed from any member of the Association.

18. Dissolution of the Association

- i. A resolution for dissolution shall be passed by two thirds (66%) of the financial members voting at a Special Meeting.
- ii. The Management Committee at that time or at a future date specified, shall discharge all liabilities, realise all property of the Association, by auction, and shall forward all monies to a nominated community association, charitable institution, after which the association shall be dissolved.