



DAY SURGERY
NURSES ASSOCIATION
OF QUEENSLAND

The Day Surgery Nurses Association of Qld inc.

CONSTITUTION

Established April 1997

Revised:
June 1997
July 1998
Dec 1998
March 1999
July 2001
Sept 2002
Sept 2008

THE DAY SURGERY NURSES ASSOCIATION OF QUEENSLAND INCORPORATED
CONSTITUTION

1 Name

The name of the incorporated association shall be "The Day Surgery Nurses Association Queensland Incorporated " (hereinafter called DSNAQ)

2 (a) Aim

To support the advancement of nurses through education and the promotion of quality outcome focussed nursing practice in an ambulatory care setting.

b) Objectives

- I. To promote the free exchange and dissemination of knowledge and expertise in all areas of ambulatory care
- II. To encourage education and research in ambulatory care.
- III. To co-operate with the nursing and medical professions in the pursuit of Continuous Quality Improvement.
- IV. To form a link with similar organisations in Australia and overseas.
- V. To foster good fellowship between members.
- VI. To keep members informed of the latest trends and developments in Day Surgery)

The objects and purposes of the Association are

- (a) To support the advancement of nurses through education and the promotion of quality outcome focussed nursing practice in an ambulatory care setting
- (b) To promote the free exchange and dissemination of knowledge, expertise and developments in all areas of Day Surgery
- (c) To promote the concept and benefits of Day Surgery to the community;
- (d) To co-operate with the nursing, medical and allied health professionals in the pursuit of quality improvement;
- (e) To form a link with similar international organisations;
- (f) To provide a climate which fosters good fellowship and networking between members
- (g) To encourage research into all areas of Day Surgery nursing;
- (h) To develop and recommend Day Surgery/ Procedural Nursing standards/guidelines and provide expert advice to government and other relevant regulatory bodies;
- (i) To collect, distribute and publish information in connection with all aspects of day surgery nursing;
- (j) Strive for governmental, commercial and public recognition of the Association and Day Surgery Nurses;

- (k) To use and protect the intellectual property of the Association, including but not limited to logos, trademarks, copyright and names in any product, publication or event developed by the Association.
- (l) To promote the interests of its members;
- (m) To undertake and to do all such things or activities which are necessary, incidental or conducive to the advancement of these objects and purposes.

3 Powers

The DSNAQ Inc. shall have the following powers in addition to and without prejudice to any other powers expressed or implied herein or expressed or implied under or by virtue of the provisions of the Queensland Associations Incorporation Act 1981.

- I. To subscribe to, become a member of and cooperate with any association, club or organisation, whether incorporated or not whose objects are altogether or in part similar to those of the DSNAQ provided that the DSNAQ shall not subscribe to or support with its funds any club association or organisation which does not prohibit the distribution of its income and property among its members to an extent at as great as that imposed on the DSNAQ under or by virtue of rule 28 (10)
- II. In furtherance of the objects of the DSNAQ to buy, sell, and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the DSNAQ or persons frequenting the DSNAQ premises.
- III. To purchase take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, capable of being conveniently used in connection with any of the objects of the DSNAQ: Provided that in case the DSNAQ shall take or hold any property which maybe subject to any trusts the DSNAQ shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- IV. To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the DSNAQ; to obtain from any such Government or Authority any rights, privileges or concessions which the DSNAQ may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights privileges and concessions;

- V. To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be deemed necessary or convenient for the purpose of the DSNAQ;
- VI. To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities or the DSNAQ or in or about the DSNAQ or promotion of the DSNAQ or in the furtherance of its objects;
- VII. To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the DSNAQ interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- VIII. To invest and deal with the money of the DSNAQ not immediately required in such a manner as may from time to time be thought fit;
- IX. To take or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;.
- X. In furtherance of the objects of the DSNAQ to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate and otherwise or assist any person or body corporate;
- XI. To borrow or raise money either alone or jointly with any other person or legal entity in such a manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to be borrowed alone or with others aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, by mortgage, charge, lien or other security upon the whole or any part of the DSNAQ property or assets present or future and to purchase, redeem or pay off any such securities;
- XII. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- XIII. In furtherance of the objects of the DSNAQ to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the DSNAQ;
- XIV. To take or hold mortgages, liens, or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the DSNAQ property of whatsoever kind sold by the DSNAQ, or any money due to the DSNAQ from purchasers and others;
- XV. To take any gift or property whether subject to any special trust or not, for anyone or more of the objects of the DSNAQ but subject always to the proviso in sub-rule (4);

- XVI. To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the DSNAQ, in the shape of donations, annual subscriptions or otherwise;
- XVII. To print and publish any newspapers, periodicals, books or leaflets that the DSNAQ may think desirable for the promotion of its objects;
- XVIII. In furtherance of the objects of the DSNAQ to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the DSNAQ and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the DSNAQ under by virtue of rule 28 (10);
- XIX. In furtherance of the objects of the DSNAQ to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements with which the DSNAQ to any one or more of the incorporated associations is authorised to amalgamate;
- XX. In furtherance of the objects of the DSNAQ to transfer all or any part of the property, assets, liabilities and engagements of the DSNAQ to any one or more of the incorporated associations with which the DSNAQ is authorised to amalgamate;
- XXI. To make donations for patriotic, charitable or community purposes;
- XXII. To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- XXIII. To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the DSNAQ.

4. Membership and Fees

- I. Membership shall be open to all professional clinicians with and interest or working within a Day Surgery or related environment.
- II. Application for membership shall be made on the prescribed form as may from time to time be determined by the committee.
- III. The acceptance of such application is vested in the Committee, who shall advise the applicant of acceptance and membership shall commence on the payment of the prescribed fees.
- IV. Annual subscription and joining fee shall be determined at each Annual General Meeting for the following year.
- V. The membership fees are renewed annually (and according the date of joining.)by the 30th June. Membership year is 1st July to 30th June.
- VI. A member who is in arrears of subscription fees for longer than two (2) months shall not be entitled to membership.
- VII. Any member may resign from the Association and such resignation must be given in writing to the Treasurer of the Association with the understanding that no fees in whole or part are redeemable.

- VIII. Applications must be lodged with the Treasurer.
- IX. Honorary Life members shall be exempt from payment of the Subscription fee.

5. Classes of Membership

- I. Full membership will be open to any individual who fulfils the above membership criteria, and who has paid the annual fee.
- II. "An Honorary Life membership will be restricted to full members of the Association who have made a significant contribution to the Association including Past Presidents, during their membership as determined by the Committee at Annual General Meeting

6. Entitlements of Membership

Full members are entitled, after payment of the annual membership fee to:

- I. Receive the Association's newsletter/journal and other communication.
- II. Vote at any meeting.
- III. Attend any meeting of the Association.

Honorary Life members are entitled to:

- I. Receive the Association's newsletter/journal and other communications.
- II. Vote at any meeting
- III. Attend any meeting of the Association

7. 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 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 committee, and the member given the opportunity to explain and justify his/her conduct to the committee.
- IV. An appeal against such termination or suspension may be made to the Committee, in writing, with fourteen (14) days of such a decision being made.

Register of Members

- I. The management committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the DSNAQ and the dates of their admission
- II. Particulars shall also be entered into the register of deaths, resignations, terminations and reinstatements of membership and any further particulars as the management committee or the members at any general meeting may require from time to time.
- III. The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

8. Meetings

a) Annual General Meetings:

- I. The Annual General Meeting shall be held (in September) within 3 months of the end of the previous financial year and all financial members shall be given at least fourteen (14) days notice of such meeting in writing.
- II. The quorum for the Annual General Meeting shall be fifteen percent (15%) of financial members of the Association.
- III. The receiving of the statement of income and expenditure , assets and liabilities and of mortgages, charges and securities affecting the property of the DSNAQ for the last financial year;
- IV. The receiving of the auditor's report on the financial affairs of the DSNAQ for the last financial year;
- V. The presenting of the audited statement to the meeting for adoption;
- VI. The election of members of the management committee;
- VII. The appointment of an auditor;
- VIII. The Annual General Meeting shall be empowered to alter, amend, delete or add to the constitution or rules of the Association, provided that such an alteration, amendment deletion or addition shall be given in writing to the Secretary. The alteration, amendment, deletion or addition, to be effective must be approved by at least two thirds (2/3) of the members present at the meeting.

b) General Meetings:

- I. General meetings are to be held bi-monthly on pre-arranged dates to be determined by the committee.
- II. Members and invited guests shall be permitted to be present at General meetings.
- III. The minutes from the previous general meeting will be available at each meeting, and matters arising from the minutes will be dealt with.
- IV. A motion put forward at a meeting 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.
- V. A member may vote in person or by proxy or by an attorney and on a show of hands every person present who is a member or a representative of a member shall have 1 vote and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have 1 vote; and
- VI. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer or of the appointer's attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised; and
- VII. A proxy may but need not be a member of the DSNAQ.

- VIII. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot
- IX. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every management committee meeting shall be signed by the chair person of that meeting or the chair person if the next succeeding management committee meeting verifying their accuracy.
- X. Similarly, the minutes of every general meeting shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting.
- XI. However, the minutes of any AGM shall be signed by the chairperson of that meeting or the chairperson of the next succeeding general meeting or AGM.
- XII. The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the management of the association and any by-law may be set aside by a general meeting of members.
- XIII. The quorum for the general meetings shall be (8) 6 members who are attached to not less than 3 different hospitals.
- XIV. No business shall be transacted at any general meeting unless a quorum of members is present at the time when meeting proceeds to business.
- XV. For the purpose of this rule, "member" includes a person attending as a proxy or as a corporation which is a member.
- XVI. If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, if convened upon requisition of members of the management committee or the association, shall lapse.

c) Committee Meetings:

- I. Committee meetings will be held (bi-monthly) 5 times during the calendar year on pre-arranged dates to be determined by the Committee, and
- II. The minutes of previous General and Committee meetings will be available at each meeting, and matters arising from these minutes will be dealt with.
- III. The quorum for committee meetings shall be six (6) members present in person.
- IV. A motion put forward at a meeting 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.

d) Special Meetings:

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

9 Common Seal:

- I. The management committee shall provide for a common seal and for its safe custody.
- II. The common seal shall only be used by the authority of the management committee and every instrument to which the seal is affixed shall be signed by a member of the management committee and shall be countersigned by the secretary or by a second member of the management committee or by some other person appointed by the management committee for that purpose.

10. Election of the Committee:

- I. The election of the officers and committee members for the ensuing twelve (12) months shall be by the financial members at the Annual General Meeting.
- II. The newly elected officers and committee shall assume control immediately following their election at the Annual General meeting.
- III. Nomination for each candidate for election as office bearer or committee member shall be proposed and seconded respectively by two (2) financial members at the Annual General Meeting.
- IV. Each office bearer and/or committee member is eligible for re-election.
- V. Contested offices shall be subjected to ballot by the members voting at such a meeting.
- VI. In the event of there being no more than the required number of candidates nominated for the respective positions, the candidate as nominated shall be deemed to have been elected.

11 Committee:

a) The Committee:

- I. The business and affairs of the Association shall be under the control of the Committee.
- II. The Committee may, subject to the decisions made at the General Meetings, exercise all the powers of the Association, which it considers necessary to carry out the objectives of the Association.
- III. The committee shall comprise of-

President	Newsletter Editor
President Elect	Sub Editor
Past President	Conference Convenor
Minute Secretary	Education Liaison Officer
Membership Secretary	Country Liaison
Marketing Officer	
Treasurer	
- IV. The Executive will consist of the President, President Elect, Minute Secretary, Membership Secretary and Treasurer.
- V. Voting at the Annual General Meeting will be for all positions other than the President and President elect which will be a 2 year term (the Minute Secretary, Membership and Conference Secretary and Treasurer)

- VI. (The President position and the President Elect position will be of a 2 yr term.)
- VII. At the first committee meeting after the Annual General Meeting the (six (6)) remaining committee members will be voted into the remaining committee positions.
- VIII. The Committee shall contain representatives from a public hospital, private hospital and a free standing unit whenever possible.
- IX. Should any vacancy occur, in the committee or office bearers of the Association other than in the normal course of elections, the Committee shall fill such vacancy from the financial members of the Association, and such member duly appointed shall hold office until the next Annual General Meeting.
- X. Should a Committee member be absent for two (2) consecutive meetings without prior arrangement, they may lose their position on the Committee.
- XI. The Committee shall meet bi-monthly, or more often if necessary to conduct the business of the Association. The President or the Secretary or two (2) members of the committee shall have the power to call a meeting of the Committee.
- XII. The President shall chair all meetings. In his/her absence another Committee member nominated by the President shall chair the meeting.

b) Sub Committee:

- I. The Committee shall have the power to delegate any of its powers to a sub committee to deal with any matters the Committee sees fit.
- II. The President, Secretary and Treasurer shall be ex-officia members of all such Sub-committees.
- III. All sub committees may elect their own chairperson.

12 Office Duties for Executive Positions:

- a) Duties of the executive and committee members will be documented in the "Statement of Duties" by the committee and the "Statement of Duties" will be available for perusal by the Day Surgery Nurses Association of Qld members."
- b) The "Statement of Duties" will reside as an appendix to the Constitution of the DSNAQ.
- c) During leave of absence, all members of the executive shall hand all duties to another committee member.
- d) Duties of the (six (6)) remaining committee members will be documented by the committee and the "Statement of Duties" and will be available for perusal by Day Surgery Nurses Association Qld Members.

13 Australian Day Surgery Nurses Association:

- I. The committee will nominate two (2) members of the Committee as Representatives to the Australian Day Surgery Nurses Association.
- II. The term of office to the Australian Day Surgery Nurses Association Committee will be for two (2) years.
- III. In the event that a DSNAQ representative to the Australian Day Surgery Nurses Association not be re elected to the DSNAQ Committee, during their two (2) year term with the Australian Day Surgery Nurses Association, they will automatically

become a supplementary committee member of the DSNAQ, until completion of their term as representative to the Australian Day Surgery Nurses Association Qld.

14. Criteria for Selection of Representative to the Australian Day Surgery Nurses Association Committee:

- I. Shall be a full financial member of the DSNAQ and be a current committee member.
- II. The first and official voting representative shall, where possible, have served a minimum of two (2) years on the Committee and have demonstrated their ability to represent the DSNAQ.
- III. The second representative must be a committee member and have demonstrated their ability to represent the Day Surgery Nurses Association Qld.

15. Zone Committees:

- I. The Association shall be divided into a number of regional Zones to be determined.
- II. Each Zone will be managed by a Zone Committee.
- III. The members of each zone shall elect each year a Zone Committee consisting of a chairman and a secretary.
- IV. In the event of a casual vacancy in any Zone Committee, the vacancy shall be filled by a member of that Zone.

16. Zone Committee Members Duties:

The Zone Committee shall be required to:

- I. Conduct the affairs of the Zone in accordance with the Constitution of the Day Surgery Nurses Association Qld.
- II. Advise the executive of any matters that concern the interests of the Association and carry out other duties delegated by the executive.
- III. Submit any statement, documents or proposal affecting the Association's policy to the Committee for approval.
- IV. Have the power to co-op where necessary the services of any person for a special purpose.
- V. Appoint one of it's members to attend the Annual General Meeting to present a verbal and written report on the activities of their Zone.
- VI. Will provide input into the Association Newsletter on a regular basis, as determined by the Executive.
- VII. All financial dealings will be managed by the Day Surgery Nurses Association Qld. Inc

17. Zone Meetings:

- I. Zone Meetings shall be held at suitable times as the Zone Committee shall determine.
- II. Minutes of these meetings shall be forwarded to the executive Committee.

18. Amendments to the Constitution:

- I. This shall be the only constitution of the Day Surgery Nurses Association Qld Inc and shall come into force forthwith. It shall not be altered, varied, added to or repealed, unless 2/3 of financial members present at the Annual General Meeting or a meeting specially convened for that purpose, are in favour of such alteration, variation or repeal.

19. Finance:

- I. The financial year shall be the fiscal year (1 July – 30 June inclusive)
- II. The funds of the DSNAQ must be kept in the name of DSNAQ in a financial institution decided by the management committee.
- III. Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the DSNAQ and the particulars usually shown in books of like nature.
- IV. The DSNAQ shall not be in debt to the Executive members or members for expenses incurred on behalf of the Association. Each Executive member will keep a record of all monies spent on an account book, where possible supported by accounts.
- V. The property, assets, and income of the DSNAQ whenever derived shall be applied towards the promotion of the objectives of the DSNAQ, and no portion thereof shall be paid or transferred, either directly or indirectly, by way of dividend bonus or profit to members generally of the DSNAQ. Provided that nothing herein contained shall prevent the payment in good faith, or remuneration to any officers or members of the DSNAQ in return for services actually rendered, nor prevent the payment of interest on money borrowed from any member of the DSNAQ.
- VI. All monies shall be deposited as soon as practicable after receipt thereof.
- VII. All amounts of \$100 or over shall be paid by cheque signed by any 2 of the president, secretary, treasurer or other member authorised from time to time by the management committee.
- VIII. Cheques shall be crossed "not negotiable."
- IX. The management committee shall determine the amount of petty cash which shall be kept on the imprest system.
- X. All expenditure shall be approved or ratified at a management committee meeting.
- XI. As soon as practicable after the end of each financial year the treasurer shall cause to be prepared a statement containing the particulars of – the income and expenditure for the financial year just ended; and the assets and liabilities of all mortgages, charges and securities affecting the property of the DSNAQ at the close of that year.
- XII. The auditor must examine the statement prepared under subsection (XI) and present a report on it to the secretary before the next annual general meeting following the financial year for which the audit was made.

20. Dissolution of the Association:

- I. A resolution for dissolution shall be passed by two thirds (2/3) of the members voting at a General Meeting.
- II. Any assets remaining after all liabilities have been discharged shall be disposed of by paying same to the Australian Day Surgery Nurses Association and in the event of dissolution of the Australian Day Surgery Nurses Association be given or transferred

to some fund or institution established and maintained for the purpose of supporting any one or more of the objects of DSNAQ.