



Constitution September 2016

The name of the Association is 'Cancer Counselling Professionals Inc' and shall be recognised in the full name of the Association abbreviation 'CCPA Inc'.

Objectives of the Association

1. To provide professional and accredited counselling services through a network of medical and counselling professionals who are experienced with the challenges experienced by people affected by cancer.
2. To improve access to counselling services through the provision of a network of professional counsellors.
3. To provide counselling services in a way that augments the medical treatment being provided.
4. To provide links to other support groups, specialist resources and allied health professionals
5. To promote access to members by way of referral and publicity of the work of the organisation
6. To promote specialist training for members and to maintain ongoing appropriate practitioner development
7. To collect fees and funds for furthering the primary objects of CCPA Inc.

Organisation of the Association

1. The Association shall establish an Executive Committee, which shall conduct the business of the Association.
2. The Executive Committee may establish Committees or working parties to assist in fulfilling the Associations aims.
3. The Executive Committee shall constitute the following:
 - The President
 - The Vice-president
 - The Secretary
 - The Treasurer and
 - no less than 3 and up to 5 ordinary Committee members
4. One member of the Executive Committee, usually the Secretary, shall hold the role of Public Officer.
5. The Secretary will maintain a list of current Executive Committee members including details of those who are signatories on behalf of the Association.

6. The Executive Committee will be elected for those positions at the first Executive Meeting after an Annual General Meeting (AGM) with an initial term of office of two years. Thereafter Executive members shall stand down at fifty percent (50%) at each AGM as advised by the President then in office for the time being although no more than two (2) office bearers shall stand down at the same time.
7. If an Executive Committee member elects to resign or leave his position, another member can be invited by the Executive Committee to take their place until the next AGM, at which time the position shall be declared vacate and an election held to fill the position.
8. A member of the Executive Committee can only hold the same position for a maximum of three (3) terms (six (6) years) on a cumulative basis.
9. Only the Vice President, Secretary or Treasurer may hold more than one (1) position on the Executive Committee at one time.
10. Four Executive Committee members are necessary for a quorum to conduct business at an Executive Committee meeting.
11. The Secretary shall keep proper minuted records of Executive meetings. These records will be given to the Executive Committee members within fourteen (14) days of each meeting.
12. The Executive meetings will be called by the President or Secretary or by four (4) members of the Executive Committee. The Executive Committee will meet at least six (6) times per year.
13. The Executive Committee assumes the right to co-opt additional members, who may not be members of the Association, to a maximum of two (2) to the Executive Committee between AGM's. These people will be co-opted for specific roles and for their specific expertise, as determined from time to time by the Executive Committee.
14. The tenure of the co-opted positions will be to the following AGM and they will have no Executive Committee rights to vote at Executive Committee meetings. If they are CCPA members they will be able to vote at any AGM or EGM.
15. The Executive Committee will report on its activities in writing at the AGM.
16. The Executive Committee will keep proper records of income and expenditure and furnish a report of this to the AGM.
17. The Executive Committee will conduct the business of CCPA Inc and appoint employees from time to time as it may think proper for the carrying out of required activities or duties.
18. The Executive Committee may enter into or rescind agreements on behalf of CCPA Inc. In the event the President for the time being and one other Executive Committee member

formally sign any agreement on behalf of CCPA Inc their actions are to be confirmed and affirmed by the Executive Committee at the next Executive Committee meeting.

19. Subject to the provisions of the Constitution of CCPA Inc and the powers conferred by the membership to the Executive Committee they shall prepare and have power to prepare, promulgate, carry out and amend a Code of Ethics of CCPA Inc, provided that the Code of Ethics or any part thereof may be amended by a special resolution at an AGM or Extraordinary General Meeting (EGM) called for that purpose.
20. The Executive Committee will carry out all other acts, perform its duties and provide any services or things as are incidental or conducive to the attainment of the objects of CCPA Inc.

Executive Meetings shall constitute the following:

- (a) At meetings the Executive Committee members will present reports on their areas of activity.
- (b) Discussions at Executive Committee meetings will require a majority vote for decision making outcomes.
- (c) Executive Committee minutes will be available to members on request and can only be accessed via the formal minute log held by the Secretary.
- (d) All minutes will be stored in the minute log, in hard and electronic copies, no later than fourteen (14) days after each meeting.
- (e) When urgent business requires the attention of the Executive Committee or a quorum of four is lacking, email consultation with its various members may be effected by the Chairperson. In such instance the majority opinion expressed in reply via email shall decide the question at issue.
- (f) Any Executive Committee meeting not held face to face may be conducted by conference telephone or video screen or other communication method, providing that all Executive Committee members can:
 - (i) Concurrently communicate with all other members
 - (ii) Verify that a person voting in the meeting is entitled to vote
- (g) Members of the Executive Committee may participate in a face to face meeting by tele- or videoconference if they are unable to be present in person.
- (h) Voting outside of a face to face Executive Committee meeting can be by letter, facsimile or email where the identity of the member is recognised, or by the means set out in (f) above.

- (i) Voting by the Executive Committee will be by a simple majority. In the case of an equal vote the President or Chairperson for the time being will have a deliberative and a casting vote.

Removal of Executive Committee Member

An Executive Committee member may be removed from office if they are:

- (a) No longer a member of the Association
- (b) Convicted of a criminal offence for which the penalty may be imprisonment
- (c) If a majority of the Executive Committee determine the member is acting contrary to the interests of the Association.

The President's role

1. The current President shall have held the role of President Elect for a minimum of one (1) year, but in the event that no suitable candidate nominates then the Executive Committee shall have the option of electing a person from the Executive Committee to this role, such person having held an executive position for a minimum of one (1) year.
2. The President on standing down from his position will hold the role of Immediate Past President for one (1) year post their term as an advisory position without voting rights. The Immediate Past President does not attend Executive Committee meetings unless requested.

Conflict of interest

An Executive Committee member or any member of any Committee shall not engage in any activity that has the potential to conflict with the ethos and philosophy of the Association. If this is in question at any time a special meeting of the Executive Committee shall be held without that member present. The option of inviting an external, independent arbitrator is encouraged. The member will then be informed by the Executive Committee as to the outcome.

Paid Positions

The Association may hire staff to assist in the running of the Association. These roles may include, but are not restricted to, administration and senior management roles. Staff are required to adhere to the same codes of ethics and conduct as Executive Committee members.

Membership

The Executive Committee may, by resolution, establish membership and determine the eligibility rights and obligations for each class of membership, and thereby each member application.

All members of the Association are required to be experienced/clinical members of a recognised professional counselling, psychological or social work association and have at least one (1) year's experience of working in oncology or with people affected by cancer.

All members shall be aware of and abide by the Association Code of Ethics and are required to read and confirm their acceptance of the Code provided by the Association as part of their application for membership and on going membership.

The Secretary will maintain the register of members.

- (a) Application for membership of the Association shall be made to the Executive on the document prescribed by the Association. Copies of supporting documents endorsed as true and correct by a Justice of the Peace must accompany all applications.
- (b) Membership of the Association will be classified under one of the following categories: Full Member, Associate or Life Member.
- (c) At least three Members of the Executive Committee are responsible for assessing each application on its individual merits against the accepted Association criteria as published from time to time and shall determine whether such application is accepted and which category of membership will be granted.
- (d) The Executive Committee may from time to time on behalf of the membership, amend or add to the terms and conditions of membership of the Association.
- (e) Formal appeals from applicants in respect to the non-granting of membership or variations on the level of membership can be made to the President. This will then be taken to the Executive Committee for discussion. The applicant will receive formal notification of the outcome.

Subscriptions / Fees

Each member of the Association shall pay an annual subscription advised by the Executive Committee.

The Executive Committee shall review the amount of the subscription annually taking into consideration the future financial needs of the Association.

Voting Membership

Voting members shall consist of only Full Members who have paid their annual subscription fees and those given Life membership.

Life Membership

The Executive Committee may decide and/or confer with the voting membership the category of Life Member to be given to any person who has provided distinguished service to the Association subject to such conditions as the Executive Committee deem fit. Life members shall not be required to pay an annual subscription fee.

Termination or Suspension of Membership

Conduct / Grievance

- (a) A written or electronic resignation from the member will take effect when received by the Secretary.
- (b) Any member whose annual membership subscription remains unpaid for two months after the due date will be considered non financial and no longer a member. All rights and obligations of membership shall no longer apply. Any member wanting to reapply must reregister as if applying for a new membership.
- (c) The Executive Committee of CCPA Inc, on the basis of a majority vote at a duly constituted Executive Committee Meeting, reserves the right to suspend temporarily a member pending the initiation and completion of the complaints and appeals process of the Association.
- (d) The Executive Committee may expel a Life member, Full or Associate member, from the Association by a majority vote of the Executive Committee at a special meeting called to consider and deal with the issue. The Executive Committee may call upon other members and non-members to assist in its deliberation at the time of that special meeting, such members having a right to advise but not to vote at any such meeting. Adequate notice of such a meeting and a statement of the issues will be given to the member whose conduct is to be considered. This member is entitled to provide written submissions or to otherwise explain why they should not be suspended or have their membership terminated

Meetings with membership

The Association will hold meetings:

- (a) An EGM of the Association may be called at any time by the Executive Committee or upon ten (10) members requesting such a meeting in writing and specifying the objective of the meeting. At least thirty (30) days notice of the EGM is to be given to each member via the supplied postal or email address and on the CCPA website.

- (b) At every AGM and EGM the President, failing this, the Vice President, shall preside as Chairperson.
- (c) A quorum will be ten (10) members.
- (d) Voting at an AGM or EGM will be held in the manner the Chairperson directs but any person present may demand a poll of those present, which shall immediately take place. The Chairperson shall have a second or casting vote in the event of an equality of votes. There will be no voting by proxy.
- (e) Questions or general business for the AGM must be received in writing no less than fourteen (14) days prior to the meeting.
- (f) An AGM shall be held no later than six (6) months after the end of the Association's financial year and for each year.
- (g) At that meeting half of the Executive Committee members with two (2) or more years in office, will vacate their positions and a ballot for these positions shall take place from amongst members. At the following meeting, the remaining half of the Executive Committee members shall vacate their positions.
- (h) A senior full member will stand as moderator over this process.
- (i) The Chairperson will determine the nature of the ballot at the time.
- (j) All business transacted from the AGM will be recorded.
- (k) Newly elected Executive Committee members will take their positions from the time of the first Executive Committee meeting held immediately after the AGM.

Association Finances

All monies received by the Association shall be under the control of the Executive Committee who will guide the Treasurer.

The Treasurer will oversee the office administration of monies for the Association.

The Treasurer will oversee the procedures in relation to Association's financial business.

The Treasurer will also give a complete financial report the Executive Committee at each Executive Committee meeting.

The Treasurer will present a complete audited income expenditure statement and balance sheet for the preceding financial year at the AGM. This report will be available to every member upon request.

The profit and loss details will be made available to all members after each AGM via electronic notification, and/or the website and/or any association newsletter or journal.

The Association is only liable to the extent of its assets; the members are not personally liable for its debts and liabilities.

Two members of the Executive Committee are authorised by the Executive Committee to be signatories for cheques and to make electronic or telephone payments on behalf of the CCPA.

Use of Income and Property

The Executive Committee will decide on the use of any income and property of the Association in accordance with the aims of the Association as specified in this Constitution. It cannot be paid or transferred in any way to members of the Association. Members can be reimbursed for their reasonable expenses incurred for Association business upon production of accounts and/or receipts.

Transfer of Surplus on Dissolution

The Association may at any time, with the consent of a majority of seventy five percent (75%) of the entitled voting membership, at a General Meeting duly convened for that purpose, be dissolved. If upon the dissolution of the Association there remains funds, after the satisfaction that its debts and liabilities are paid, those funds shall not be paid to or distributed among the members of the Association but the surplus shall be given or transferred to another association incorporated under the Act which have similar objectives and which is not carried out for the purpose of profit or gain to its individual members.

Transfer of Charitable Assets on Dissolution or when Endorsement as a Deductible Gift Recipient is Revoked

If the organisation is wound up or its endorsement as a deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets shall be transferred to another organisation with similar objects, which is charitable at law, to which income tax deductible gifts can be made:

- (i) gifts of money or property for the principal purpose of the organisation
- (ii) contributions made in relation to an eligible fundraising event held for the principal purpose of the organisation
- (iii) money received by the organisation because of such gifts and contributions.

Alteration to the Constitution

The Constitution may be reviewed from time to time as deemed necessary. All voting members will be advised of any proposed amendments via the Association's website and/or a posted hard copy or email version at least thirty (30) days prior to the vote. The adoption of any amendment to this Constitution shall require the approval of ten (10) Full members returning documentation confirming the changes. In the event that an EGM is determined to be held to adopt the any alternations to the Constitution seventy five percent (75%) of those attending and entitled to vote shall be required for the ratification of the alternations.

Guidelines to the Constitution

The Executive Committee shall have the power from time to time to make, alter or rescind guidelines to this Constitution not inconsistent such as Constitution that the Executive Committee may deem necessary or convenient for carrying out the purposes of the Association.

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