



FEDERATION OF POLISH ASSOCIATIONS IN NSW

CONSTITUTION

ADOPTED 11 FEBRUARY 2020

PREAMBLE

The Federation of Polish Organisations in New South Wales, which brings together organisations founded by Polish emigrants arriving in Australia after the Second World War, as well as later Polish refugees, operates based on the values established by its founders.

Based on Christian ethics and Catholic community teachings, the Federation aims to further the integration of the Polish diaspora by enabling the propagation of our homeland's culture, supporting the study of Polish language by younger generations through Polish schools, maintaining close contact with Poland and actively defending Poland's good name and challenging any attempts to slander her.

The Federation's activity also includes supporting compatriots in their daily struggle to build a wealthy and fair Poland, free and democratic, fully sovereign and independent, at the same time working towards integration, community cohesion as well as wellbeing within the Polish Community of Australia.

Constitution of the Federation of Polish Associations in NSW

1 INTRODUCTION

- 1.1 The name of the incorporated organisation is “The Federation of Polish Associations in NSW” referred to in this document as “the Federation”;
- 1.2 The main area of activities of the Federation is the State of NSW in Australia;
- 1.3 The Federation is a non-government, community-based, state-wide umbrella organisation, representing organisations which collectively comprise the Polish Community of NSW;
- 1.4 A Member Organisation of the Federation must comprise a minimum of 5 persons aged 18 years or over;
- 1.5 Individuals are welcome to participate in meetings of the Federation Committee or a General Meeting of the Federation but can only vote if they belong to Member Organisations of the Federation and are nominated as Delegates by those Member Organisations.

2 AIMS AND OBJECTIVES OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

The purpose of the Federation is reflected in its Aims and Objectives, which are as follows:

- i. To act as an umbrella organisation for Polish organisations and associations in NSW;
- ii. To represent the Polish Community in NSW in terms of its standing, influence and respect within the broader Australian and multi-cultural community;
- iii. To initiate and/or organise social, recreational and charitable activities related to preserving the Polish and Polish-Australian Heritage of the Federation’s Member Organisations and their Members;
- iv. To assist and support the Member Organisations in their activities;
- v. To maintain and develop co-operation with all tiers of the Australian Government and professional and special-purpose organisations associated with the Polish Community;

- vi. To maintain contact and co-operation with other Polish Community organisations inside and outside Poland;
- vii. To maintain contact and co-operation with representatives of the Polish Government and other official authorities and organisations;
- viii. To maintain and to preserve Polish traditions and to cultivate and propagate the Polish Cultural Heritage in Australia.

3 FUNDAMENTAL PRINCIPLE OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

A fundamental principle of the Federation is that it shall not subscribe to or offer any form of financial support to any club, association or organisation which does not prohibit the distribution of income among members or its associates.

4 STRUCTURE OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

The Federation is made up of the following bodies:

- i. The highest body, which is the **General Meeting of the Federation** involving Delegates representing their Member Organisations;
- ii. The **Federation Committee**, which is a Committee made up of delegates from Member Organisations. This Committee meets a minimum of four (4) times per year. Delegates of Member Organisations must be willing to attend meetings and participate in the activities of the Federation;
- iii. The Executive position holders which include the President, Senior and Junior Vice Presidents, Treasurer and Secretary, and which form a sub-committee of the Federation Committee called the **Federation Executive Sub-committee** (may be referred to in this document as **the Executive**). This Executive Sub-committee may convene separately from time to time to collaborate on any matters, to prepare the agenda and activities of the Federation, and to drive the goals of the Federation;
- iv. The Federation Committee includes two additional Sub-committees being the **Audit Sub-committee** and the **Adjudicative Sub-committee**. Appointments to these Sub-committees occurs during a General Meeting. The roles of these Sub-committees are outlined in Section 7.28, 7.29, 7.30, 7.31 and 7.32 of this document.

5 MEMBERSHIP OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

- 5.1 Any non-profit Polish organisation whose aims and activities are consistent with the Aims and Objectives of the Federation may become a member of the Federation, providing the organisation meets the minimum number of active members specified in 1.4 above, and the number of members can be verified to the satisfaction of the Federation Executive Sub-committee;
- 5.2 A Member Organisation retains the right to independent management of its affairs in accordance with the Member Organisation's Constitution;
- 5.3 A Member Organisation must be willing to accept the principles of the NSW Model Rules for Associations as a minimum standard, if it does not have a written Constitution;
- 5.4 Any Organisation wishing to become a member of the Federation shall apply in writing to the Federation to request membership, and, if admitted to the Federation by the Federation Committee, will need to pay its first year's membership. Fees are set by the Federation Committee and subject to change. Membership commences following the new Member Organisation paying its fees;
- 5.5 If the Federation is requested to intervene to assist with the resolution of any dispute between the Federation and any Member Organisation, then the NSW Model Rules of Association may be used to negotiate the dispute notwithstanding the individual Constitutions of the parties in dispute;
- 5.6 A copy of the Constitution of the proposed Member Organisation will be deposited with the secretary of the Federation. This copy must be signed and dated by the Executive Members of the Member Organisation. If there are any subsequent amendments to the Constitution made at any time, then the Member Organisation must submit the amended copy to the Federation for its records, within 28 days of the amendments being officially adopted by the Member Organisation;
- 5.7 A Member Organisation may resign from the Federation at any time, but the resignation shall be in writing, and signed by a minimum of three (3) Executive Members of the Member Organisation;
- 5.8 All Member Organisations shall respect the Federation's Constitution and all Member Organisations will generally be responsible for the actions of their Members;
- 5.9 All Member Organisations, including new Member Organisations upon making application to join the Federation, must verify their membership numbers to the satisfaction of the Federation Executive Sub-Committee, when required to do so.

6 CONTROLLING AUTHORITIES OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

- 6.1 The controlling authority of the Federation shall be the General Meeting of Delegates;
- 6.2 Outside of a duly-convened General Meeting, the Federation Committee is the controlling authority;
- 6.3 The Federation Committee shall take into account the recommendations of its internal Audit Committee and the Adjudicative Committee but is not bound by such recommendations. Should the Federation Committee decide a matter contrary to the recommendations of the internal Audit Committee and/or the Adjudicative Committee, then the reasons for doing so must be clearly minuted and available for public information if the decision is questioned by any member of the public, whether or not the enquirer is a member of the NSW Federation. The purpose of this clause is to maintain public accountability and transparency in all decision- making of the Federation.

7 GENERAL MEETING OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

- 7.1 The General Meeting of Delegates shall be convened in the first quarter of the calendar year with the election of Executive Committee positions being held every second year;
- 7.2 The term of office for the Executive Committee is two (2) years;
- 7.3 The maximum number of terms of office for the President is three (3) terms;
- 7.4 Participants of the General Meeting shall be the Delegates of the Member Organisations;
- 7.5 Every Member Organisation is entitled to numbers of Delegates based on the following formula:
 - i. Less than 30 members – one Delegate with one vote;
 - ii. Between 30 and 100 members – two Delegates, with one vote each resulting in a total of two votes;
 - iii. More than 100 members – a maximum of three Delegates, each with one vote resulting in a total of three votes;
- v. A Delegate nominated by a Member Organisation for the purpose of a General Meeting shall be entitled to one vote only. The Delegate may have an additional vote only if in possession of a valid proxy from another Delegate. This proxy may be from another Member Organisation;

- 7.6 Members of the three Sub-committees (Executive, Audit and Adjudicative) are not entitled to votes in addition to the votes of their respective Member Organisations, except for the President who has a casting vote in the event of a tied vote on any motion (refer clause 7.11 below);
- 7.7 Member Organisations must be financial in order to vote at the General Meeting. Non-financial Member Organisations may participate but are not entitled to vote;
- 7.8 The Member Organisations must advise the Secretary of their current Member numbers with appropriate verification, 14 days prior to the General Meeting;
- 7.9 The General Meeting shall have the following powers:
- i. To put forward motions relating to the Constitution of the Federation or any related rules or activities of the Federation, including ideas and suggestions for the further development of the Polish Community in NSW;
 - ii. To receive, consider and approve the reports of the Executive position holders of the Federation;
 - iii. To receive, consider and approve a report of the Audit Sub-committee or Adjudicative Sub-committee;
 - iv. To receive, consider and approve a report of the Auditor (if required);
 - v. To elect the office bearers of the Federation Executive Sub-committee of the Federation and appoint an Auditor (if required);
 - vi. To nominate and elect Delegates to the Congress of the Federal Council of Polish Communities in Australia or other Government or non-Government bodies;
 - vii. To officially welcome new Member Organisations which are accepted outside of the General Meeting by decision of the Federation Committee;
 - viii. To approve the Federation's Budget;
 - ix. To vote on the dissolution of the Federation in accordance with Clause 9.4 below;
- 7.10 The General Meeting shall be valid if:
- i. It was convened by the Executive Sub-committee of the Federation in accordance with the Constitution;
 - ii. If a minimum of 50% of the number of financial Member Organisations represented by a minimum of at least one Delegate are present;
- 7.11 Resolutions of the General Meeting shall be carried if passed by a simple majority of votes, unless otherwise specified in the Constitution [refer 9.3 which provides voting requirements for changes to this Constitution or 9.4 relating to dissolution of the Federation]. The Federation President has a casting vote if voting in respect of a motion, if it is tied;

- 7.12 The Office Bearers of the General Meeting shall be:
- The Chairperson elected by the General Meeting;
 - Two scrutineers of voting;
 - A Secretary elected by the General Meeting to record the business of the Meeting;
- 7.13 In the event of any Executive position on the Federation Committee being unable to be filled by the election process outlined under this Constitution, then those office bearers in the Federation Executive Sub-committee who have been duly elected, may invite a maximum of one person to fill the vacant position up until the time of the next General Meeting. A person appointed in this manner, to assist the Federation Executive Sub-committee, does not have any voting rights unless they are the nominated Delegate of a Member Organisation;
- 7.14 The voting rights of the Delegates shall be verified prior to the General Meeting by the Secretary of the Federation Executive Sub-committee at least 14 days before the General Meeting;
- 7.15 Delegates may transfer voting rights to other Delegates but the transfer must be made on the official proxy form, and must be signed and dated by an Executive position holder of a Member Organisation. Proxy forms must be received by the Secretary no later than 7 days prior to the General Meeting;
- 7.16 In the event of an unforeseen event for a Delegate to be unable to attend a meeting in the period of 6 days before a General Meeting, a late proxy form may be filled out by that person transferring voting rights to another Delegate. However, the decision to accept or not to accept the late proxy, can only be made by a majority vote at the General Meeting;
- 7.17 The General Meeting shall be convened by the Federation Executive Sub-committee;
- 7.18 The Notice of the General Meeting shall be advised, in writing, to the Member Organisations, at least 21 days prior to the nominated day for the General Meeting. The notice shall advise of the date, venue, and time of the General Meeting, together with the proposed agenda detailing the order of business including nomination and appointment of Chairperson, standing down of existing Federation Executive Sub-committee, election of new Executive Sub-committee members, and the details of any special motions to be voted on by the Federation at the General Meeting;
- 7.19 An Extraordinary General Meeting may be convened by the Federation Executive Sub-committee:
- i. On its own initiative;
 - ii. On the request in writing of one third of its Member Organisations or the Audit Committee;

- 7.20 The Federation Executive Sub-committee shall be elected by a General Meeting for a two (2) year term and shall be vested with the full executive powers and responsibility of the Management of the Federation of Polish Associations in NSW;
- 7.21 The office bearers of the Federation Committee [refer 4. iii.] shall be nominated and elected by ballot at an Annual General Meeting;
- 7.22 All the Delegates of the Member Organisations are part of the Federation Committee;
- 7.23 In the case of the President being unable to carry out the duties of office, the Senior Vice-President shall assume the President's duties until the next General Meeting is convened;
- 7.24 In the event of a vacancy within the Federation Executive Sub-committee, the Federation Executive Sub-committee may cover the vacancy from the Delegates of the Member Organisations until the next General Meeting;
- 7.25 The meetings of the Federation Committee shall be convened by the President on a bimonthly basis as a minimum, or more regularly when deemed necessary;
- 7.26 Meetings may be convened either physically in a pre-arranged venue, or by Skype or other form of electronic media;
- 7.27 Resolutions of the Federation Committee shall be carried by a simple majority of votes providing that 5 members including the President, or his nominee, is present in the meeting;
- 7.28 The Audit Sub-committee shall be elected by the General Meeting for a two-year term, and shall consist of at least two Delegates of two different Member Organisations;
- 7.29 The duty of the Audit Sub-committee is to examine the procedures and finances of the Federation and provide a written report on its findings to the General Meeting. This shall occur at least once a year;
- 7.30 The Adjudicative Sub-committee shall be elected by the General Meeting for a two-year term and shall consist of at least two Delegates of two different Member Organisations. The duties of the Adjudicative Sub-committee are:
- i. To adjudicate upon matters in dispute between Member Organisations, or Member Organisations and the Federation Committee;
 - ii. To clarify matters relating to the Federation Constitution and make recommendations on its interpretation or changes.
- 7.31 All matters presented to the Adjudicative Sub-committee shall be in writing;
- 7.32 The Adjudicative Sub-committee shall conduct its business in accordance with the Federation Constitution.

8 AUDITING OF ACCOUNTS OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

- 8.1 The Annual Report shall conform to contemporary standards for incorporated organisations in NSW;
- 8.2 In the case of the financial year net profit being less than \$100,000, the Treasurer will be responsible to present the accounting books to the Department of Fair Trading, Audit Committee and General Meeting;
- 8.3 If the financial year profit is more than \$100,000, the books shall be examined by a registered auditor;
- 8.4 Banking transactions shall be authorized by at least two members of the Federation Executive Sub-committee, one of which must be either the Treasurer or President. Banking transactions can be undertaken by either the President or Treasurer.

9 GENERAL RULES OF THE FEDERATION OF POLISH ASSOCIATIONS IN NSW

- 9.1 The Federation shall have the minimum Public Liability Insurance required by NSW Law or relevant NSW Regulations;
- 9.2 A Public Officer shall be nominated by the Federation Committee and ratified by the Federation Committee;
- 9.3 Amendments to the Constitution may be made at the General Meeting with two-thirds (2/3) majority vote by Delegates of Member Organisations;
- 9.4 The Dissolution of the Federation requires a two-thirds (2/3) majority vote by Delegates of Member Organisations at the General Meeting;
- 9.5 In the event of dissolution of the Federation, all assets after payment of obligations shall be transferred to an organisation with similar objectives and being of a non-profit and charitable nature;
- 9.6 The Federation of Polish Associations in NSW is a not-for-profit organisation. Any income shall be applied solely towards the promotion of its objectives. No portion of income or assets shall be distributed or transferred directly or indirectly to individuals or organisations. Only in good faith out-of-pocket expenses shall be reimbursed.



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