

Annexure A

CONSTITUTION

*of*

**Influential Missions & Outreach Programs Inc.**

**ABN 81 816 271 010**

*(also known as)*

**'Influential Missions'**

**This is the annexure marked 'A' referred to in the  
Statutory Declaration of**

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made on the 29<sup>th</sup> day of October, 2020,

before me,



**Derek Charles Hall**

Justice of the Peace  
for South Australia  
(No. 12614)

**29 OCT 2020**

**Justice of the Peace**

*as presented to me  
by CAROLE ANNE HOOKER*



City of Playford - Library Service  
10 Playford Blvd, Elizabeth  
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# Constitution

## 'Influential Missions & Outreach Programs Inc.'

### 1. NAME

The name of the incorporated association is:

**'Influential Missions & Outreach Programs Inc.'**

(also known as), **'Influential Missions'**

referred to herein as **'the association'**.

### 2. DEFINITIONS

- **Committee** means the committee of management of the association
- **Constitution** means this set of rules for the association
- **Director** means the director of this association
- **General meeting** means a general meeting of members of the association
- **Month** means a calendar month
- **Member** means a person registered as a member of the association
- **Seal** means the seal of the association
- **Secretary** means a person appointed as a secretary of the association
- **Special Resolution** means special resolution as defined by the Act
- **The Act** means the Association Incorporation Act 1985
- **Treasurer** means a person appointed as finance officer of the association

### **3. PURPOSE OF THE ASSOCIATION**

#### **3.1 Mission**

To relieve the distress, suffering and poverty of some the world's most vulnerable people.

#### **3.2 Objects**

The objects for which the association is established are:

- a. To carry out charitable work consistent with being a Christian organisation and, in particular, consistent with the association's 'Statement of Faith' and 'Mission Statement',
- b. For the relief of distress through humanitarian aid for the poorest children and their families, both within Australia and overseas,
- c. For the relief of poverty with a view to enhance health, sanitation, education, and dignity,
- d. To lawfully engage in activities to collect funds including: charity events, donations, sponsorship, gifts, bequests and philanthropic grants,
- e. Support or assist any individual person, organisation, society, church or charitable institution who may have similar objectives of the association,
- f. To exercise all powers capable of being exercised by an association to further the objects of the association,
- g. To act as trustee and to perform and discharge the duties and functions incidental thereto where this is incidental or conducive to the attainment of these objects,
- h. Do all such other lawful things as are incidental or conducive to the attainment of these objects,
- i. To do all or any of the things authorized by the Act

### **4. POWERS OF THE ASSOCIATION**

The association shall have all the powers conferred by section 25 of the Act.



## 5. THE SEAL

The association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal may only be used by the authority of the Director, or of a committee authorised by the Director.

The Director must provide for the safe custody of any seal of the association.

## 6. MEMBERSHIP

### 6.1 Application of Member

Any person who applies for membership of the association shall be proposed by one member and seconded by another.

The application of membership shall be made in writing, signed by the applicant, the proposer and seconder.

Upon the acceptance of the application by the committee, the applicant shall be a member of the association.

Membership of the association is free.

### 6.2 Membership Criteria

To be eligible for membership of the association, a person will agree with the:

- a. 'Statement of Faith' as outlined in *Schedule 1*
- b. 'Mission Statement' as outlined in *Schedule 2*

The Director has the discretion to refuse any person or corporation admission as a member without giving any reason for refusing.

### 6.3 Resignation of a Member

A member may resign from membership by giving written notice to the secretary of the association. The letter of resignation shall be signed and dated by the member.

## 6.4 Register of Members

A register of members and must be kept and contain:

- a. The name and address of each member
- b. Contact details of each member, including email address and phone number
- c. The role of each member
- d. The date on which each member was admitted to the association, and
- e. If applicable, the date and reason for termination of membership

## 6.5 Termination of Membership

- a. Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.
- b. Particulars of the charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.
- c. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 6.5d), cease to be a member 14 days after the committee has communicated its determination to the member.
- d. It shall be open to a member to appeal the expulsion to the association at a general meeting. The intention to appeal shall be communicated to the secretary of the association within 14 days after the determination of the committee has been communicated to the member.
- e. In the event of an appeal under 6.5d above, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.



## 7. THE COMMITTEE

### 7.1 Powers and Duties

- a. The affairs of the association shall be managed and controlled by a committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects of the association, and are not by the Act or by these rules required to be done by the association in general meeting.
- b. The committee has the management and control of the funds and other property of the association.
- c. The committee shall have the authority to interpret the meaning of these rules and any other matter to the affairs of the association on which these are silent.

### 7.2 Appointment

- a. The committee shall be comprised of a chairperson, public officer, secretary, treasurer and one committee member.
- b. A committee member shall be a natural person (not an entity).
- c. The Director or the treasurer of the association may also take on the role of public officer of the association.
- d. Notice of all persons seeking election to the committee shall be given to all members of the association with the notice calling the meeting at which the election is to take place.
- e. The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next annual general meeting of the association and shall be eligible for election to the committee without nomination.

### 7.3 Powers and Duties of Director

- a. A Director must have the suitable qualifications, skills and experience to discharge the function of a Director.
- b. A Director must be a member of the association.
- c. The Director is to manage the business of the association and may exercise all the powers of the association that are not, by the Act or by this Constitution, required to be exercised by the association in general meeting.
- d. The Director will cause the association to be conducted in accordance with the '*Mission Statement*', and shall use their best endeavours to ensure that the '*Statement of Faith*' is honoured in the conduct of the association.



#### **7.4 Proceedings of Committee**

- a. The committee shall meet together for the dispatch of business at least every three months, unless unforeseeable circumstances inhibit the meeting.
- b. Questions arising at a meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.
- c. A quorum for a meeting of the committee shall be one half of the members of the committee.
- d. A member of the committee having a direct or an indirect pecuniary interest in a contract or proposed contract with the association must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the committee must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the association.

#### **7.5 Disqualification of a Committee Members**

The office of a committee member shall become vacant if a committee member is:

- Disqualified from being a committee member by the Act
- Expelled as a member under these rules
- Permanently incapacitated by ill health
- Absent without apology from more than four meetings in a financial year

### **8. GENERAL MEETINGS**

#### **8.1 Annual General Meetings**

- a. The committee shall call annual general meeting in accordance with the Act and these rules.
- b. The first annual general meeting shall be held within 18 months after the incorporation of the association and thereafter within 5 months after the end of its financial year.
- c. The order of the business at the meeting shall be:
  - The confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting.
  - The considerations of the accounts and reports of the committee
  - The election of committee members





- Any other business requiring consideration by the association in general meeting.

## **8.2 Special General Meetings**

The chairperson may call a special general meeting of the association at any time.

## **8.3 Notice of General Meetings**

- a. Subject to 8.3b, at least 14 days' notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.
- b. Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- c. A notice may be given by the association to any member by serving the member with the notice personally, email or by sending it by post to the address appearing in the register of members (See rule 6.4)

## **8.4 Proceedings at General Meetings**

- a. One half of the numbers of members present or personally or by proxy shall constitute a quorum for the transaction of business at any general meeting.
- b. If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
- c. Subject to 8.4d, the chairperson shall preside as chairperson at a general meeting of the association.
- d. If the chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose a committee member or one of their own number to be the chairperson of that meeting.



## **8.5 Voting at General Meetings**

- i. Subject to these rules, every member of the association has only one vote at a meeting of the association.
- ii. Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person or, where proxies are allowed, by proxy, at that meeting.
- iii. Unless a poll is demanded by at least one half of the members present, a question for decision at a general meeting must be determined by a show of hands.

## **8.6 Poll at General Meetings**

- If a poll is demanded by at least one half of the members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.
- A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

## **9. MINUTES**

- a. Proper minutes of all proceedings of general meetings of the association and of the meetings of the association and of meetings of the committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose. Minutes may be recorded in electronic form.
- b. The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the committee (as relevant) at a subsequent meeting.
- c. The minutes be kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- d. Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.



## **10. FINANCIAL REPORTING**

### **10.1 Financial Year**

The first financial year of the association shall be the period ending on the next 30 June following incorporation, and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each year.

### **10.2 Accounts to be kept**

The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act. (See rule 8.1c)

## **11. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS**

The income and capital of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the association.



## 12. WINDING UP AND REVOCATION OF SURPLUS ASSETS

If 'Influential Missions & Outreach Programs Inc.' is wound up or its endorsement as deductible gift recipient is revoked (whichever occurs first), any surplus of the following assets:

- Gifts of money or property for the principle purpose of the association
- Contributions made in relation to an eligible fundraising event held for the principal purpose of the association
- Money received by the association because of such gifts and contributions shall be transferred to:

COMPASSION AUSTRALIA

ABN: 67001692566

Address: 30 Warabrook Boulevard

Hunter Region MC

NSW 2304

Australia

Email: [compassion@compassion.com.au](mailto:compassion@compassion.com.au)

If Compassion Australia has been wound up or its endorsement as deductible gift recipient was revoked, any surplus assets must be distrusted to one or more charities:

- With charitable purposes similar to, or inclusive of, the purposes of 'Influential Missions & Outreach Programs Inc.'
- That is or are deductible gift recipients

## 13. APPLICATION OF SURPLUS ASSETS

If after the winding up of the association there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organization which has similar objects and has rules which prohibit the distribution of its assets and income to its members.

**14. RULES**

These rules may be altered (including an alteration to the association's name) by special resolution of the members of the association. This includes revision or replacement by substitute rules.

The alteration shall be registered with CBS, Corporate Affairs Commission, as required by the Act.

The registered rules shall bind the association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all the provisions thereof.

*Alex*

Chairperson

14 / 09 / 2020

Date



**Influential Missions Humanitarian Charity Organisation**  
**'Statement of Faith'**

**The Association adheres to the following:**

- a. There is only one God, eternally existent in three persons: Father, Son and Holy Spirit.
- b. The Holy Bible is the inspired, the only infallible, living Word of God.
- c. The deity of our Lord Jesus Christ- in His Virgin birth, in His sinless life, in His miracles, in His shed blood for the remission of sins, in resurrection, in His ascension to the right hand of the Father and His personal return in power and glory.
- d. Salvation is found only through Jesus Christ and requires individuals to acknowledge their sin, accept His forgiveness and repent.
- e. The work of the Holy Spirit producing:
  - Salvation through faith in Jesus Christ
  - The fruit of the Holy Spirit which is the manifestation of the character of Christ in the believer
  - The gifts of the Holy Spirit for the fulfilling of the ministry of Christ in the believer.
- f. The observation of the ordinances of baptism by immersion and the Lord's Supper.
- g. The resurrection of both the saved and the lost; they are saved unto the resurrection of life and they that are lost unto eternal separation from God.
- h. The association believes in the spiritual unity of believers in the Lord Jesus Christ.
- i. The association believes Jesus established the church to carry out ministry on earth.



**Influential Missions Humanitarian Charity Organisation**  
**'Mission Statement'**

Our mission is to provide humanitarian relief to the world's most impoverished people: the hungry and sick, the naked and afraid, the widows and orphans, *anyone* who knocks on our door for help.

To provide humanitarian aid to achieve immediate and lasting change in peoples' lives.

Our mission is to exemplify the ethics of Christ and to love our neighbour as we love ourselves.

We do this in the same way the Good Samaritan showed mercy and compassion to a vulnerable person, when he:

Lifted him *up*, gave him aid, and helped him on the road to recovery.

It is our privilege and duty to shine God's light and hope into the world; to show kindness and compassion.

We rely on God's grace to do this ministry, and with His guidance and strength, we as a team, can make a difference to peoples' lives.

We know through Him, all things are possible (Philippians 4:13)

