



# Company Membership Policy

## Australian Committee for UNICEF Limited

### 1 Company membership

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#### 1.1 Company membership

The company members are:

- (a) the persons who are company members at the time of adopting the constitution for the Australian Committee for UNICEF Limited (**UNICEF Australia**);
- (b) the directors of UNICEF Australia;
- (c) any other persons the directors admit to company membership in accordance with the constitution of UNICEF Australia and this policy.

#### 1.2 Life company membership

- (a) On the recommendation of the directors, the company members in general meeting may grant life membership to a company member for outstanding services to UNICEF Australia.
- (b) Life company members are not required to pay subscription fees commencing the first financial year after they are granted life company membership.

### 2 Appointment of members

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#### 2.1 Eligibility

- (a) To be eligible for company membership, an applicant must:
  - (1) agree to support the purposes of UNICEF Australia as outlined in the company constitution;
  - (2) not have been convicted of any criminal offences;
  - (3) not have any conflicts of interest;
  - (4) hold a current Working With Children Check.

#### 2.2 Appointment process

- (a) An individual may become a company member by:
  - (1) being a director of UNICEF Australia;
  - (2) accepting in writing an invitation of the board of UNICEF Australia to be a company member and confirming they meet the eligibility requirements and agreeing to be bound by the constitution and policies of the company; or

- (3) making a written application to the secretary of UNICEF Australia, confirming they meet the eligibility requirements and agreeing to be bound by the constitution and policies of the company that is subsequently approved by the secretary as the delegate for this power by the board of UNICEF Australia.
- (b) The directors, or delegate, must consider any application within a reasonable time and decide whether to admit or reject the applicant. There is no requirement to provide any reason for rejecting an application.

## 3 Rights and obligations of company members

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### 1.3 Rights of company members

Company members have the following rights:

- (a) to receive information on UNICEF Australia's activities and finances;
- (b) to participate at general meetings, vote, ask questions and express views and comments on UNICEF Australia's activities and finances, subject to the authority of the chair;
- (c) to vote by special resolution on amending the constitution, changes to legal form, and winding up or dissolution of UNICEF Australia;
- (d) to nominate a person to be considered for as a director, to be nominated and elected as a director (subject to meeting the eligibility requirements), and a right to vote on resolutions to elect or remove a director in accordance with the UNICEF Australia constitution;
- (e) to request resolutions for consideration at a general meeting; and
- (f) to lodge a complaint with the directors and to have the complaint responded to.

### 1.4 Obligations of company members

Company members have the following obligations:

- (a) to support the interests and activities of UNICEF Australia, and to respect the decisions of UNICEF Australia and the directors;
- (b) to comply with the constitution of UNICEF Australia and support the purposes outlined in rule 2 of the constitution;
- (c) to act in accordance with the policies of UNICEF Australia;
- (d) to avoid abusing their status of a company member of UNICEF Australia in particular with respect to personal benefits or advantages; and
- (e) to notify UNICEF Australia if the company member:
  - (1) changes address;
  - (2) resigns;
  - (3) is convicted of an offence against a child; or
  - (4) becomes bankrupt or insolvent or makes any arrangement or composition with his or her creditors.



## 4 Subscription fee

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- (a) The annual subscription fee is \$35.
- (b) The directors may alter the annual subscription fee by notice to the company members.
- (c) The directors are not required to pay subscription fees while they are directors.
- (d) Where the annual subscription fee is not received:
  - (1) after one month of the due date, the directors may issue a written reminder notice to the company member; and
  - (2) after one month of the written reminder notice, the company member's rights and privileges associated with that company membership will be suspended, including the right to receive notices of general meetings and the right to attend and vote at general meetings; and
  - (3) after two months of the written reminder notice, the person ceases to be a company member.

## 5 When company membership ceases

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A person immediately ceases to be a company member if the person:

- (a) dies;
- (b) resigns as a company member by giving written notice to the company;
- (c) is convicted of an offence against a child;
- (d) becomes of unsound mind or the person is, or their estate is, liable to be dealt with in any way under a law relating to mental health;
- (e) becomes bankrupt or insolvent or makes any arrangement or composition with his or her creditors;
- (f) is expelled in accordance with the constitution;
- (g) becomes, if the directors so decide in their absolute discretion, an untraceable company member because the person has ceased to respond or otherwise communicate with his or her registered address;
- (h) ceases to be a company member due to failure to pay subscription fees.