

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

1. Name

The name of the incorporated association is **VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.** (in these Rules called "the Association").

2. Definitions

(1) In these Rules, unless the contrary intention appears—

"**Act**" means the Associations Incorporation Act 1981;

"**committee**" means the committee of management of the Association;

"**financial year**" means the year ending on 30 June;

"**general meeting**" means a general meeting of members convened in accordance with rule 12.

"**member**" means a member of the Association;

"**ordinary member of the committee**" means a member of the committee who is not an officer of the Association under Rule 21;

"**Regulations**" means regulations under the Act;

"**relevant documents**" has the same meaning as in the Act.

(2) In these Rules, a reference to the Secretary of an Association is a reference—

- (a) if a person holds office under these Rules as Secretary of the Association--to that person; and
- (b) in any other case, to the public officer of the Association.

3. Alteration of the rules

These Rules and the statement of purposes of the Association must not be altered except in accordance with the Act.

4. VADDS Purpose

VADDS' purpose is to:

- to enhance the performance of the drink driver education profession and its role in Victoria's Road Safety and Drug Strategies
- to effectively represent the profession's interests in dealings with the government and in state and national forums
- to promote the profession's perspective on Road Safety and Drug issues
- to develop and maintain effective working relationships with other organisations related to Alcohol and Drug Education
- to advance the contribution and expertise of drink driver education agencies in key issues and programs

5. Assets and Income

(1) The assets and income of the Association shall be applied solely for the furtherance of the Association purposes and no portion shall be distributed either directly or indirectly to the members of the Association except as bone fide compensation for services rendered or expenses incurred on behalf of the Association.

(2) Assets purchased under funding contracts shall be treated subject to the relevant clauses within the contract.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

6. Membership, entry fees and subscription

- (1) The members of the Association agree to be bound by these Articles of Association and the Code of Professional Conduct
- (2) There shall be two categories of membership of the Association:
 - (i) Full membership for the nominated representative from a Department of Human Services accredited drink drive agency
 - (ii) Associate membership for individual drink drive agency staff, individuals with an interest in the drink drive sector and students enrolled in approved alcohol and drug courses
- (3) A person who applies and is approved for membership as provided in these Rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these Rules.
- (4) A person who is not a member of the Association at the time of the incorporation of the Association (or who was a member at that time but has ceased to be a member) must not be admitted to membership unless—
 - (a) he or she applies for membership in accordance with sub-rule (3); and
 - (b) the admission as a member is approved by the committee.
- (5) An application of a person for membership of the Association must—
 - (a) be made in writing in the form set out in Appendix 1; and
 - (b) be lodged with the Secretary of the Association
 - (c) if an application is being made by a person who had resigned as a member, an explanation as to why they wish to renew membership is to be included on the application
- (6) As soon as practicable after the receipt of an application, the Secretary must refer the application to the committee.
- (7) The committee must determine whether to approve or reject the application.
- (8) If the committee approves an application for membership, the Secretary must, as soon as practicable—
 - (a) notify the applicant in writing of the approval for membership; and
 - (b) confirm receipt of payment of application and membership fees
- (9) The Secretary must, within 28 days after receipt of the amounts referred to in sub-rule (6), enter the applicant's name in the register of members.
- (10) An applicant for membership becomes a member and is entitled to exercise the rights of membership when his or her name is entered in the register of members.
- (11) If the committee rejects an application, the committee must, as soon as practicable, notify the applicant in writing that the application has been rejected.
- (12) A right, privilege, or obligation of a person by reason of membership of the Association—
 - (a) is not capable of being transferred or transmitted to another person; and

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

(b) terminates upon the cessation of membership whether by death or resignation or otherwise

(13) The application fee and annual membership fees are set out in Appendix 4. Fees may be varied for the following year by resolution put to the general meeting

(14) The application fee and membership fees are payable in advance on or before 1 July in each year

(15) The Committee may accept membership from new members throughout the year and establish a pro-rata membership fee based on a quarter or part thereof

7. Register of members

(1) The Secretary must keep and maintain a register of members containing—

- (a) the name and address of each member; and
- (b) the date on which each member's name was entered in the register.

(2) The register is available for inspection free of charge by any member upon request.

(3) A member may make a copy of entries in the register.

(4) Members who make copies of the register pursuant to Rule 5(3) may not use the names in the register for any purpose not associated with the conduct of VADDS operations.

8. Ceasing membership

(1) A member of the Association who has paid all moneys due and payable by a member to the Association may resign from the Association by giving one month's notice in writing to the Secretary of his or her intention to resign.

(2) After the expiry of the period referred to in sub-rule (1)--

- (a) the member ceases to be a member; and
- (b) the Secretary must record in the register of members the date on which the member ceased to be a member.

9. Lapsed membership

(1) Members who have not paid their membership renewal fees within two (2) months from the due date shall be deemed to be lapsed members.

(2) Members who are deemed to be lapsed members shall be removed from the Membership Register.

(3) Lapsed members are no longer entitled to any of the Association membership benefits or privileges.

(4) Lapsed members who wish to rejoin the Association must comply with clause 6

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

10. Discipline, suspension and expulsion of members

- (1) If the Committee of Management forms the opinion that a member has breached the Articles of Association, Policies and Procedures, the Code of Professional Conduct or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –
- a) Fine that member an amount not exceeding \$500; or
 - b) Suspend that member from membership of the Association for a specified period; or
 - c) Expel that member from the Association.

- (2) Such a resolution shall not take effect unless:

A meeting of the Committee of Management is held not earlier than 14 days and not later than 28 days after notice has been given to the member as prescribed below to either confirm or revoke the resolution.

- (3) The Secretary must, as soon as practicable, provide the member with written notice:-

- setting out the resolution of the Committee of Management and the reasons for the decision; and
- stating that the member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member and stating the date, place and time of the meeting and informing the member that he or she may do one or both of the following –
 - § attend the meeting
 - § provide the Committee before the date of the meeting a written statement seeking the revocation of the resolution
- informing the member that, if at the meeting, the Committee of Management confirms the resolution, he or she may, not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a General Meeting against the resolution.

- (4) At the Committee of Management meeting to confirm or revoke the resolution the Committee must –

- Give the member or his or her representative an opportunity to be heard; and
- Give due consideration to any written statement submitted by the member; and
- Determine by resolution whether to confirm or to revoke the resolution.

- (5) If the Committee confirms the resolution, the member may, not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in General Meeting against the resolution.

- (6) If the Secretary receives a notice of appeal, they must notify the Committee of Management and the Committee must convene a General Meeting to be held within 21 days after the date on which the Secretary received the notice.

- (7) The General Meeting must:-

- have no other business than the appeal.
- The Committee may place before the meeting the grounds for the resolution and the reasons for passing the resolution.
- The member or their representative must be given an opportunity to be heard.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- Members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked. A resolution is confirmed if not less than two thirds of the members vote in person or proxy in favour of the resolution.

11. Disputes and mediation

- (1) This process sets out the procedure for dealing with a complaint between:-
 - A member and another member; or
 - A member and the Association.
- (2) All member complaints shall be submitted in writing to the VADDS Committee of Management and shall include full details of the alleged breach of one or more obligations under the Code of Professional Conduct and include the following details:
 - Name of Complainant
 - Nature of complaint & issues needing resolution
 - Date of complaint
 - Signature of complainant
- (3) Statements of unspecific or generalized unethical behaviour will not be accepted.
- (4) The President must acknowledge receipt of the complaint as soon as practicable after it has been received.
- (5) Parties to the complaint must meet to discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the complaint has come to the attention of all parties. All parties to the complaint must attend the meeting and representatives will not be accepted.
- (6) In the event that the parties cannot resolve the matter themselves, the VADDS Complaints Resolution procedure involves two processes:
 1. A Complaints Resolution meeting, and/or
 2. Mediation.
- (7) A Complaints Resolution meeting will be called and administered by the VADDS Committee of Management unless otherwise determined by this Code of Professional Conduct or the Committee of Management.
- (8) Parties to the complaint are to be informed of a proposed meeting date and time. Should the President need to cancel the meeting 48 hours notice must be given.
- (9) No Complaints Resolution meeting will be convened without a quorum of 4 of the 6 members of the Management Committee. If the complaint is against a member or members of the Committee and/or due to declarations of conflicts of interest a quorum cannot be formed, then the Complaints resolution process will proceed directly to mediation.
- (10) The President or in the absence of the President, the Vice President shall Chair the Complaints Resolution meeting.
- (11) If the complaint is against the Association itself the matter will be referred directly to mediation.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- (12) If the complaint involves a member of the Committee of Management, then that member must step down from his/her position until the dispute has been resolved.
- (13) The Complaints Resolution meetings shall be separately documented and outcomes minuted including:
- Name of Complainant
 - Nature of complaint
 - Date, place, time of meeting
 - Outcome of meeting
 - Action taken or to be taken
 - Any additional information to be sourced prior to making final recommendations.
 - Signed by all Committee members attending the meeting.
- (14) The outcomes of the Complaint Resolution meeting will be deemed to be final and are to be accepted by all parties to the complaint in good faith. Outcomes that relate to the formal discipline, suspension or expulsion of members from the Association must follow the discipline, suspension and expulsion procedure.
- (15) If the Complaint Resolution meeting fails to resolve the dispute, or if a party fails to attend that meeting, then the parties, must meet together in the presence of a mediator within 10 days for the purpose of reaching a mediated resolution of the complaint.
- (16) The Mediator must be:-
- A person chosen by agreement between the parties; or
 - In the absence of agreement –

In the case of a dispute between a member and another member, a person appointed by the Management Committee or;

In the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- A member of the Association can be a mediator
 - The mediator cannot be a party to the dispute
- (17) Any costs associated to mediation are to be borne jointly and severally by the parties to the dispute.
- (18) The parties to the complaint must, in good faith, attempt to settle the complaint by mediation.
- (19) The mediator, in conducting the mediation, must –
- Give the parties adequate opportunity to be heard; and
 - Allow adequate time for consideration by all parties of any written statement submitted by any party; and
 - Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process;
 - Encourage the parties to reach agreement but not personally determine the outcome of the dispute, and

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- Document the outcome of the mediation for the purposes of accountability if the complaint is later heard in a court of law.

(20) Outcomes of the mediation process are to be kept confidential unless agreed otherwise by the parties to the dispute or as required by law.

(21) The parties may seek to resolve the dispute in accordance with the relevant law(s). If any dispute becomes subject to legal action throughout the dispute resolution and/or mediation process, VADDS will discontinue the VADDS Complaints resolution process. Notwithstanding, legal findings may have an outcome on how VADDS views a member's ethical behaviour and a member may therefore be subject to the discipline, suspension or expulsion provisions within this Code of Professional Conduct.

12. Annual general meetings

- (1) The committee may determine the date, time and place of the annual general meeting of the Association.
- (2) The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- (3) The ordinary business of the annual general meeting shall be—
 - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting; and
 - (b) to receive from the committee reports upon the transactions of the Association during the last preceding financial year; and
 - (c) to elect officers of the Association and the ordinary members of the committee; and
 - (d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- (4) The annual general meeting may conduct any special business of which notice has been given in accordance with these Rules.

13. Special general meetings

- (1) In addition to the annual general meeting, any other general meetings may be held in the same year.
- (2) All general meetings other than the annual general meeting are special general meetings.
- (3) The committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (4) If, but for this sub-rule, more than 15 months would elapse between annual general meetings, the committee must convene a special general meeting before the expiration of that period.
- (5) The committee must, on the request in writing of members representing not less than 5 per cent of the total number of members or six members whichever is the larger, convene a special general meeting of the Association.
- (6) The request for a special general meeting must—
 - (a) state the objects of the meeting; and

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- (b) be signed by the members requesting the meeting; and
- (c) be sent to the address of the Secretary.

- (7) If the committee does not cause a special general meeting to be held within one month after the date on which the request is sent to the address of the Secretary, the members making the request, or any of them, may convene a special general meeting to be held not later than 3 months after that date.
- (8) If a special general meeting is convened by members in accordance with this rule, it must be convened in the same manner so far as possible as a meeting convened by the committee and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.

14. Special business

All business that is conducted at a special general meeting and all business that is conducted at the annual general meeting, except for business conducted under the rules as ordinary business of the annual general meeting, is deemed to be special business.

15. Notice of general meetings

- (1) The Secretary of the Association, at least 14 days, or if a special resolution has been proposed at least 21 days, before the date fixed for holding a general meeting of the Association, must cause to be sent to each member of the Association, a notice stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- (2) Notice may be sent—
 - (a) by prepaid post to the address appearing in the register of members; or
 - (b) if the member requests in writing, by facsimile transmission or electronic transmission.
- (3) No business other than that set out in the notice convening the meeting may be conducted at the meeting.
- (4) A member intending to bring any business before a meeting may notify in writing, or by electronic transmission, the Secretary of that business, who must include that business in the notice calling the next general meeting.

16. Quorum at general meetings

- (1) No item of business may be conducted at a general meeting unless a quorum of members entitled under these Rules to vote is present at the time when the meeting is considering that item.
- (2) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the conduct of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present—
 - (i) in the case of a meeting convened upon the request of members--the meeting must be dissolved; and
 - (ii) in any other case--the meeting shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members personally present (being not less than 3) shall be a quorum.

17. Presiding at general meetings

- (1) The President, or in the President's absence, the Vice-President, shall preside as Chairperson at each general meeting of the Association.
- (2) If the President and the Vice-President are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

18. Adjournment of meetings

- (1) The person presiding may, with the consent of a majority of members present at the meeting, adjourn the meeting from time to time and place to place.
- (2) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (3) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with rule 12.
- (4) Except as provided in sub-rule (3), it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

19. Voting at general meetings

- (1) Upon any question arising at a general meeting of the Association, a member has one vote only.
- (2) All votes must be given personally or by proxy with written authorisation.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at a general meeting unless all moneys due and payable by the member to the Association have been paid, other than the amount of the annual subscription payable in respect of the current financial year.

20. Poll at general meetings

- (1) If at a meeting a poll on any question is demanded by not less than 3 members, it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a poll that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

21. Manner of determining whether resolution carried

If a question arising at a general meeting of the Association is determined on a show of hands—

- a. a declaration by the Chairperson that a resolution has been—
 - (i) carried; or
 - (ii) carried unanimously; or
 - (iii) carried by a particular majority; or
 - (iv) lost; and
- b. an entry to that effect in the minute book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

22. Proxies

- (1) Each member is entitled to appoint another member as a proxy by written notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy must be--
 - (a) for a meeting of the Association convened under rule 7(6), in the form set out in Appendix 2; or
 - (b) in any other case, in the form set out in Appendix 3.

23. Committee of Management

- (1) The affairs of the Association shall be managed by the Committee of Management.
- (2) The committee—
 - (a) shall control and manage the business and affairs of the Association; and
 - (b) may, subject to these Rules, the Act and the Regulations, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Association; and
 - (c) subject to these Rules, the Act and the Regulations, has power to perform all such acts and things as appear to the committee to be essential for the proper management of the business and affairs of the Association.
- (3) Subject to section 23 of the Act, the committee shall consist of—
 - (a) the officers of the Association; and
 - (b) a minimum of two and up to four ordinary members--
each of whom shall be elected at the annual general meeting of the Association in each year.

24. Office holders

- (1) The officers of the Association shall be—
 - (a) a President;
 - (b) a Vice-President;

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- (c) a Treasurer; and
- (d) a Secretary.

- (2) The provisions of rule 23, so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices referred to in sub-rule (1).
- (3) Each officer of the Association shall hold office until the annual general meeting next after the date of his or her election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-rule (1), the committee may appoint one of its members to the vacant office and the member appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

25. Ordinary members of the committee

- (1) Subject to these Rules, each ordinary member of the committee shall hold office until the annual general meeting next after the date of election but is eligible for re-election.
- (2) In the event of a casual vacancy occurring in the office of an ordinary member of the committee, the committee may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment.

26. Election of officers and ordinary committee members

- (1) Nominations of candidates for election as officers of the Association or as ordinary members of the committee must be—
 - (a) made in writing, signed by two members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) delivered to the Secretary of the Association not less than 7 days before the date fixed for the holding of the annual general meeting.
- (2) A candidate may only be nominated for one office, or as an ordinary member of the committee, prior to the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations may be received at the annual general meeting.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations exceeds the number of vacancies to be filled, a ballot must be held.
- (6) The ballot for the election of officers and ordinary members of the committee must be conducted at the annual general meeting in such manner as the committee may direct.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

27. Vacancies

The office of an officer of the Association, or of an ordinary member of the committee, becomes vacant if the officer or member—

- (a) ceases to be a member of the Association; or
- (b) becomes an insolvent under administration within the meaning of the Corporations Law; or
- (c) resigns from office by notice in writing given to the Secretary.

28. Meetings of the committee

- (1) The committee must meet at least 3 times in each year at such place and such times as the committee may determine.
- (2) Special meetings of the committee may be convened by the President or by any 4 members of the committee.

29. Notice of committee meetings

- (1) Written notice of each committee meeting must be given to each member of the committee at least 2 business days before the date of the meeting.
- (2) Written notice must be given to members of the committee of any special meeting specifying the general nature of the business to be conducted and no other business may be conducted at such a meeting.

30. Quorum for committee meetings

- (1) Any 4 members of the committee constitute a quorum for the conduct of the business of a meeting of the committee.
- (2) No business may be conducted unless a quorum is present.
- (3) If within half an hour of the time appointed for the meeting a quorum is not present—
 - a. in the case of a special meeting--the meeting lapses;
 - b. in any other case--the meeting shall stand adjourned to the same place and the same time and day in the following week.
- (4) The committee may act notwithstanding any vacancy on the committee.

31. Presiding at committee meetings

At meetings of the committee—

- (a) the President or, in the President's absence, the Vice-President presides; or
- (b) if the President and the Vice-President are absent, or are unable to preside, the members present must choose one of their number to preside.

32. Voting at committee meetings

- (1) Questions arising at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee, shall be determined on a show of hands or, if a member

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

requests, by a poll taken in such manner as the person presiding at that meeting may determine.

- (2) Each full member present at a meeting of the committee, or at a meeting of any sub-committee appointed by the committee (including the person presiding at the meeting), is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

33. Removal of committee member

- (1) The Association in general meeting may, by resolution, remove any member of the committee before the expiration of the member's term of office and appoint another member in his or her place to hold office until the expiration of the term of the first-mentioned member.
- (2) A member who is the subject of a proposed resolution referred to in sub-rule (1) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (3) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting.

34. Minutes of meetings

The Secretary of the Association must keep minutes of the resolutions and proceedings of each general meeting, and each committee meeting, together with a record of the names of persons present at committee meetings.

35. Funds

- (1) The Treasurer of the Association must—
 - (a) collect and receive all moneys due to the Association and make all payments authorised by the Association; and
 - (b) keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two members of the committee.
- (3) The funds of the Association shall be derived from application fees, annual membership, donations and such other sources as the committee determines.

36. Seal

- (1) The common seal of the Association must be kept in the custody of the Secretary.
- (2) The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the committee or, of one member of the committee and of the public officer of the Association.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

37. Notice to members

Except for the requirement in rule 12, any notice that is required to be given to a member, by or on behalf of the Association, under these Rules may be given by—

- (a) delivering the notice to the member personally; or
- (b) sending it by prepaid post addressed to the member at that member's address shown in the register of members; or
- (c) facsimile transmission, if the member has requested that the notice be given to him or her in this manner; or
- (d) electronic transmission, if the member has requested that the notice be given to him or her in this manner.

38. Winding up

In the event of the winding up, dissolution or the cancellation of the incorporation of the Association, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall not be paid or distributed to members but shall be transferred to another organization with similar purposes which is not carried on for the profit or gain of its individual members.

39. Custody and inspection of books and records

- (1) Except as otherwise provided in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

DECLARATION

In the event of my admission as a member of the Victorian Association of Drink & Drug Driver Services, I agree to observe the rules as set out in the Articles of Association and the current Code of Professional Conduct. I hereby agree that VADDS may use the above details for the purposes of verifying membership eligibility and providing membership services.

SIGNATURE OF APPLICANT _____ DATE _____

PAYMENT

Membership Fee \$ _____

Application Fee (if applicable) \$ _____

TOTAL \$ _____

All membership fees are GST inclusive.

Please attach cheque made payable to **Victorian Association of Drink & Drug Driver Services** and forward together with completed and signed application form to:

The Secretary
VADDS
Suite 201, Block Arcade
282 Collins Street
Melbourne Vic 3000

For further information you may contact the Executive Officer at vadds@ozemail.com.au or
Ph: 9654 0505 Fax: 9663 3338.

The VADDS Committee of Management will consider your application for membership at its next meeting. Should your application be approved you will be notified accordingly and your membership application and cheque processed. Your details will be entered onto the membership register and you will be eligible for the appropriate level of membership benefits.

If your membership application has not been successful, you will be advised accordingly and your membership fee reimbursed.

All membership fees are due and payable in advance on or before the 1st July in each year. Members fees not received within two months of the due date shall be deemed to have ceased membership and will required to pay the application fee for membership renewal.

VADDS USE ONLY

This membership application was **approved/not approved** at the Committee of Management meeting held on _____.

Signature: _____ Committee position: _____ Date: _____

VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

**PROXY NOMINATION FORM
for SPECIAL GENERAL MEETING
for the purpose of**

**APPEAL AGAINST COMMITTEE OF MANAGEMENT RESOLUTION
UNDER SECTION 7 OF THE ARTICLES OF ASSOCIATION
DISCIPLINE, SUSPENSION and EXPULSION OF MEMBERS**

I,.....
(Full name)

of.....
(Agency Name)

Agency Accreditation Number

being a Full Member of the Victorian Association of Drink Driver Services with voting rights hereby

appoint.....
(Full name of proxy)

of.....
(Agency Name)

Agency Accreditation Number

being a Full Member of the Victorian Association of Drink & Drug Driver Services with voting rights as my proxy to vote on my behalf at the Special General Meeting

to be held on theday of.....20.....and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the following resolution (insert resolution wording):

or

My proxy is authorized to vote as they feel appropriate

.....Dated

VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

PROXY NOMINATION FORM

I,.....
(Full name)

of.....
(Agency Name)

Agency Accreditation Number

being a Full Member of the Victorian Association of Drink & Drug Driver Services with voting rights hereby

appoint.....
(Full name of proxy)

of.....
(Agency Name)

Agency Accreditation Number

being a Full Member of the Victorian Association of Drink & Drug Driver Services with voting rights as my proxy to vote on my behalf at the

- General Meeting
- Annual General Meeting
- Special General Meeting

to be held on theday of.....20.....and at any adjournment of that meeting.

My proxy is authorised to vote in favour of/against (delete as appropriate) the following resolution (insert resolution wording):

or

My proxy is authorized to vote as they feel appropriate

.....Dated

(Signature of member appointing the proxy)

VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

Membership Categories:

Full membership:

Full membership is limited to one member (usually the Manager or Clinical/Educational Supervisor) of any Department of Human Services accredited Drink Driver Agency. Full membership offers the member access to all member benefits, voting rights, eligibility to nominate for election onto the Committee of Management and access to the restricted access section on the VADDS website.

Annual Membership Fee
\$150.00

Associate Membership:

Associate membership is available for:-

- | | |
|--|--|
| <ul style="list-style-type: none"> • additional Department of Human Services accredited drink agency staff who support the objectives and benefits of membership of VADDS | <p>Annual Membership Fee
\$75.00</p> |
| <ul style="list-style-type: none"> • individuals from other organisations, services or agencies which are involved in drink drive related business | <p>Annual Membership Fee
\$95.00</p> |
| <ul style="list-style-type: none"> • students undertaking relevant and approved alcohol and drug courses | <p>Annual Membership Fee
\$50.00</p> |

Associate membership offers access to all member benefits other than voting rights and eligibility for election onto Committee of Management.

All new membership applications will be required to pay an initial **Application Fee of \$40.00** except full time student membership where the application fee will be waived.

Annual Membership fees are to be reviewed from time to time and fixed by resolution of a General Meeting. Membership is for the financial year and is due and payable in advance on or before the 1st July in each year. Members who have not fully paid their membership fees within two months of the due date shall be deemed to be unfinancial and to have ceased membership.

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

Appendix 5

**VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES (VADDS)
Code of Professional Conduct**

INTRODUCTION:

The VADDS Code of Professional Conduct is a framework of the moral obligations that members have established as minimum acceptable standards of ethical behaviour and responsibilities within the drink & drug drive education profession. The Code of Professional Conduct is an evolving document and the Management Committee of VADDS undertakes to provide appropriate opportunity for evaluation and review.

It is imperative that the drink & drug drive education profession is able to demonstrate that it conducts all aspects of its business in a professional and ethical manner. The Code of Professional Conduct is intended to provide a basis on which members can be assured that all members have understood and committed themselves to uphold their obligations as an act of good faith to one another. As well, although our stakeholders and society will make judgements about what they believe are right and wrong ways of doing business, the Code of Professional Conduct will provide a means for them to evaluate how members measure up against agreed obligations. The Code of Professional Conduct expresses members' obligations in relation to:

- **CONFIDENTIALITY**
- **PERSONAL BEHAVIOUR**
- **CLIENTS & OTHER STAKEHOLDERS**
- **EMPLOYERS & STAFF**
- **THE DRINK & DRUG DRIVE SECTOR**
- **THE COMMUNITY**
- **COMPLAINT RESOLUTION PROCEDURES**

It is not expected that this Code of Professional Conduct will be able to cover all contingencies that may arise of an ethical nature but it will be able to provide a structure to follow to avoid possible conflict and resolve grievances.

WHO DOES THE CODE COVER?

VADDS members agree to abide by the current version Code of Professional Conduct. All members have an obligation to fulfil this commitment by ensuring that they and their managers, staff members of drink & drug drive agencies or members of other member organisations act at all times in a professional and ethical manner.

OBLIGATIONS WITH RESPECT TO CONFIDENTIALITY

VADDS members value the responsibility they have in holding in trust a person's private and personal details. Legislation requires formalisation of the practices that relate to the use, recording and distribution of private information. In order to ensure that this trust is not abused, VADDS members make the following obligations to:

- Always comply with the relevant Privacy Policies that apply to the Association, Agency and/or Organisation
- Be open with clients as to what personal information may be passed on due to legal requirements
- Maintain confidentiality of all matters that may become subject of a grievance, are currently undergoing a grievance process or have been subject to a grievance procedure previously unless otherwise agreed to.
- Always disclose potential conflicts of interest
- Not use confidential information for any personal or business benefit.

ARTICLES OF ASSOCIATION VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

OBLIGATIONS WITH RESPECT TO PERSONAL BEHAVIOUR

VADDS members value their personal and business dealings. The collective is only as professional as the sum of all individuals and therefore members understand the need for each of them to be the best that they can possibly be and approach all aspects of their dealings in an ethical manner. VADDS members are obliged to:

- Think before you act – ask yourself “is this ethical?”
- Not make judgements on hearsay;
- Review the Code of Professional Conduct at least annually and readjust behaviour as appropriate;
- Meet minimum qualification requirements as prescribed in the current version of the Department of Human Services VADEP Drink Driver & Drug Driver Resource Manual;
- Not use any position to gain information for either personal or business benefit;
- Accept full responsibility for their actions;
- Seek relevant support and advice when needed;
- Ensure employability and currency by undertaking relevant and required professional development and increasing professional competency through research;

OBLIGATIONS IN RESPECT OF CLIENTS & OTHER STAKEHOLDERS

VADDS members value each client and the purpose for which they become a client. Clients are defined as those people seeking the support of a drink & drug drive agency for the purposes of obtaining advice, training or assessment and/or referral services. Other stakeholders include the Courts, the Department of Human Services, the Victorian Association of Drink & Drug Driver Services, suppliers and other relevant bodies and organisations that impact on the day-to-day operation of members. It is also acknowledged that some Agencies operate within an existing infrastructure and are not stand alone businesses. To ensure the best client interaction and communication processes each member will:

- Always comply with the current version of the Department of Human Services VADEP Drink Driver and Drug Driver Resource Manual;
- Always provide professional, accurate and comprehensive typewritten reports to Courts;
- Refrain from lying and/or hiding the truth;
- Honour all written and verbal agreements/contracts, promises and obligations and the conditions detailed within them.
- Always maintain professional boundaries;
- Always disclose potential conflicts of interest;
- Not overcharge clients and follow established refund policies;
- Always follow Agency, Department, Organisation and/or VADDS policies and procedures;
- Take into account the effects of any overlapping or pre-existing service provision to a client;
- Provide services to clients in a safe environment;
- Take all reasonable steps to ensure that clients do not suffer physical or psychological harm as the result of their provision of service;
- Acknowledge that external circumstances may lead to the termination of contact with a client for reasons other than those that are therapeutic and will release relevant client information to another agency at the discretion of that client and in accordance with the VADEP Drink Driver and Drug Driver Resource Manual.
- Refer clients to a treatment agency as necessary

OBLIGATIONS IN RESPECT TO OUR EMPLOYERS & STAFF

VADDS members value the key roles of their employers and employees. It is acknowledged that there is a range of employment modes within Drink & Drug Drive Agencies and within different organisations. Notwithstanding this, all employment arrangements must conform to the current relevant employment legislation. In order to ensure that staff issues are minimised: Each member will:

- Comply with all relevant employment legislation;

ARTICLES OF ASSOCIATION VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

OBLIGATIONS WITH RESPECT TO THE DRINK & DRUG DRIVE SECTOR

- Perform all delegated duties professionally, responsibly and efficiently;
 - Always disclose potential conflicts of interest;
 - Follow employer and employment policies and procedures;
 - Ensure that all business records are kept up to date;
 - Ensure that all employment records are kept up to date;
 - Refuse to participate in or follow unethical practices;
 - Work well with others;
 - Ensure that all minimum educational and professional qualifications and experience as determined by the VADEP Drink Driver and Drug Driver Resource Manual are met;
 - Respect the need for continual upgrading of professional competence.
- VADDS members value the drink & drug drive sector to which they belong. They understand the benefits of maintaining and improving their individual and collective professional standing. In order to maintain a coherent, well informed, reputable and recognised service delivery:

Each member will:

- Deliver or support the delivery of accredited, high quality drink & drug drive education programs;
- Produce accurate, typewritten, reliable drink & drug drive assessments;
- Provide accurate, up to date advice that relates to the most recent laws;
- Not publicly demean competitors, other members, staff, colleagues or the profession;
- Not solicit clients from other agencies;
- Compete in business fairly;
- Act professionally when representing the agency, organisation, or the association;
- Be accountable for professional performance and competency;
- Be open and share ideas, concepts, methodologies and experiences with others;
- Be open to the resolution of grievances;
- Accept the decisions of any dispute resolution procedure;
- Actively support the Association and its activities;
- Respond to and comply with proposals, policies, guidelines and standards as they are introduced;
- Actively promote the Code of Professional Conduct in order to educate others and the community;
- Formally advise the VADDS Committee of Management of behaviour that could bring the profession into disrepute;
- Ensure that accreditation standards are met at all times and any reaccreditation conditions are resolved quickly.

OBLIGATIONS WITH RESPECT TO THE COMMUNITY

VADDS members value the important role they play in the community and the role the community plays in their business. Members believe in the common good that their services provide and therefore they will:

- Comply with all anti discriminatory legislation as it relates to age, race, religion, sex and disability;
- Be open to others' ideas, opinions and diversity;
- Comply with all other relevant laws and legal requirements;
- Ensure that advertising is accurate and complies with the standard as stated in the VADEP Drink Driver and Drug Driver Resource Manual;
- Not abuse the public's trust in the value of their service;
- Have adequate professional indemnity insurance.

COMPLAINT RESOLUTION PROCEDURE

VADDS provides support in a structured process to reach a resolution of disputes between members but it does not have a policing or judicial role.

VADDS Committee of Management reserves the right to initiate action for any breaches of the Code of Professional Conduct that it considers

ARTICLES OF ASSOCIATION VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

reasonable irrespective of whether or not a formal complaint has been received.

A member who suspects misconduct by another member that cannot be resolved or remedied after initial discussion with that member should implement the Complaints Resolution Procedure.

Non members shall not be permitted to initiate a complaints procedure. It is incumbent on all members to reach resolution on ethical issues as quickly as possible and to actively explore all possible options to resolve the matters at the local level. Should it be necessary for members to undergo a complaint resolution procedure, members agree to abide by the spirit and principles of the Code of Professional Conduct and the Complaint Resolution Procedure.

If the complaint relates to a client transaction, written permission to include the client details or their complaint documentation is to be obtained from the client.

Participants of the VADEP drink & drug drive program who wish to make a complaint must do so by completing the Notice of Complaint Form (Appendix XV of the VADEP Drink Driver and Drug Driver Resource Manual). Client complaints are to be forwarded directly to the Department of Human Services for appropriate investigation and action.

Process for disputes and mediation

This process sets out the procedure for dealing with a complaint between:-

- A member and another member; or
- A member and the Association.

Documentation

All member complaints shall be submitted in writing to the VADDS Committee of Management and shall include full details of the alleged breach of one or more obligations under the Code of Professional Conduct and include the following details:

- Name of Complainant
- Nature of complaint & issues needing resolution
- Date of complaint
- Signature of complainant

Generalist statements of unethical behaviour will not be acceptable.

The President must acknowledge receipt of the complaint as soon as practicable after it has been received.

Complaints Resolution Meeting

Parties to the complaint must meet to discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the complaint has come to the attention of all parties. All parties to the complaint must attend the meeting and representatives will not be accepted.

In the event that the parties cannot resolve the matter themselves, the VADDS Complaints Resolution procedure involves two processes:

1. A Complaints Resolution meeting, and/or
2. Mediation.

A Complaints Resolution meeting will be called and administered by the VADDS Committee of Management unless otherwise determined by this Code of Professional Conduct or the Committee of Management.

Parties to the complaint are to be informed of a proposed meeting date and time. Should the President need to cancel the meeting 48 hours notice must be given.

No Complaints Resolution meeting will be convened without a quorum of 4 of the 6 members of the Management Committee. If the complaint is against a member or members of the Committee and/or due to declarations

ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.

of conflicts of interest a quorum cannot be formed, then the Complaints resolution process will proceed directly to mediation.

The President or in the absence of the President, the Vice President shall Chair the Complaints Resolution meeting.

If the complaint is against the Association itself the matter will be referred directly to mediation.

If the complaint involves a member of the Committee of Management, then that member must step down from his/her position until the dispute has been resolved.

The Complaints Resolution meetings shall be separately documented and outcomes minuted including:

- Name of Complainant
- Nature of complaint
- Date, place, time of meeting
- Outcome of meeting
- Action taken or to be taken
- Any additional information to be sourced prior to making final recommendations.
- Signed by all Committee members attending the meeting.

The outcomes of the Complaint Resolution meeting will be deemed to be final and are to be accepted by all parties to the complaint in good faith. Outcomes that relate to the formal discipline, suspension or expulsion of members from the Association must follow the discipline, suspension and expulsion procedure.

If the Complaint Resolution meeting fails to resolve the dispute, or if a party fails to attend that meeting, then the parties, must meet together in the presence of a mediator within 10 days for the purpose of reaching a mediated resolution of the complaint.

The Mediator must be:-

- A person chosen by agreement between the parties; or
- In the absence of agreement –

In the case of a dispute between a member and another member, a person appointed by the Management Committee or;

In the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

- A member of the Association can be a mediator
- The mediator cannot be a party to the dispute
- Any costs associated to mediation are to be borne jointly and severally by the parties to the dispute.
- The parties to the complaint must, in good faith, attempt to settle the complaint by mediation.
- The mediator, in conducting the mediation, must –
 - Give the parties adequate opportunity to be heard; and

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- Allow adequate time for consideration by all parties of any written statement submitted by any party; and
 - Ensure that natural justice is accorded to the parties to the dispute throughout the mediation process;
 - Encourage the parties to reach agreement but not personally determine the outcome of the dispute, and
 - Document the outcome of the mediation for the purposes of accountability if the complaint is later heard in a court of law.
- Outcomes of the mediation process are to be kept confidential unless agreed otherwise by the parties to the dispute or as required by law.
 - The parties may seek to resolve the dispute in accordance with the relevant law(s). If any dispute becomes subject to legal action throughout the dispute resolution and/or mediation process, VADDS will discontinue the VADDS Complaints resolution process. Notwithstanding, legal findings may have an outcome on how VADDS views a member's ethical behaviour and a member may therefore be subject to the discipline, suspension or expulsion provisions within this Code of Professional Conduct.

**Discipline, Suspension and
Expulsion of Members**

If the Committee of Management forms the opinion that a member has breached the VADDS Articles of Association, Policies and Procedures, the Code of Professional Conduct or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the committee may by resolution –

- (a) Fine that member an amount not exceeding \$500; or
- (b) Suspend that member from membership of the Association for a specified period; or
- (c) Expel that member from the Association.

Such a resolution shall not take effect unless:

A meeting of the Committee of Management is held not earlier than 14 days and not later than 28 days after notice has been given to the member as prescribed below to either confirm or revoke the resolution.

The Secretary must, as soon as practicable, provide the member with written notice:-

- setting out the resolution of the Committee of Management and the grounds on which it is based; and
 - stating that the member, or his or her representative, may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after the notice has been given to that member and stating the date, place and time of the meeting and informing the member that he or she may do one or both of the following –
 - § attend the meeting
 - § provide the Committee before the date of the meeting a written statement seeking the revocation of the resolution
 - informing the member that, if at the meeting, the Committee of Management confirms the resolution, he or she may, not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in a General Meeting against the resolution.
- At the Committee of Management meeting to confirm or revoke the resolution the Committee must –

**ARTICLES OF ASSOCIATION
VICTORIAN ASSOCIATION OF DRINK & DRUG DRIVER SERVICES INC.**

- Give the member or his or her representative an opportunity to be heard; and
 - Give due consideration to any written statement submitted by the member; and
 - Determine by resolution whether to confirm or to revoke the resolution.
-
- If the Committee confirms the resolution, the member may, not later than 48 hours after the meeting, give the Secretary a notice to the effect that he or she wishes to appeal to the Association in General Meeting against the resolution.
 - If the Secretary receives a notice of appeal, they must notify the Committee of Management and the Committee must convene a General Meeting to be held within 21 days after the date on which the Secretary received the notice.
 - The General Meeting must:-
 - have no other business than the appeal.
 - The Committee may place before the meeting the grounds for the resolution and the reasons for passing the resolution.
 - The member or their representative must be given an opportunity to be heard.
 - Members present must vote by secret ballot on the question of whether the resolution should be confirmed or revoked. A resolution is confirmed if not less than two thirds of the members vote in person or proxy in favour of the resolution.

Contacts

For confidential enquiries in relation to the Code of Professional Conduct contact:

President: Mark Kelly
0419 336743

Executive Officer: Sue Stanley
9654 0505

vadds@ozemail.com.au