



Australasian Therapeutic Communities Association Inc

CONSTITUTION

October 2015

1. Name

The name of the incorporated association is Australasian Therapeutic Communities Association Inc. (in this Constitution called Association).

2. Definitions

2.1. In this Constitution, unless the contrary intention appears:

- a) **Act** means the *Associations Incorporation Reform Act 2012 (Vic)*;
- b) **Affiliate Member** means a member that has been admitted to, and is at the relevant time still a member under, this specific class of membership as contemplated by clause 5.2;
- c) **Appointed Director** means a Director appointed by the Board under clause 23;
- d) **Associate Member** means a member that has been admitted to, and is at the relevant time still a member under, this specific class of membership as contemplated in clause 5.2;
- e) **Board** means the committee of management of the Association as defined in the Act;
- f) **Chair** means that person elected as Chair of the Board under clause 24;
- g) **Chairperson** means the person elected to chair a general meeting or subcommittee under clauses 15 and 29;
- h) **Constitution** means this constitution;
- i) **Deputy Chair** means that person elected as Deputy Chair of the Board clause 25;
- j) **Directors** means the Elected Directors and Appointed Directors of the Board;
- k) **Elected Director** means a Director elected by the members under clause 22 or appointed to fill a casual vacancy under clause 23, but ceases to be an Elected Director if he or she ceases to be a Representative;
- l) **Financial year** means the year ending on 30 June;
- m) **General meeting** means a general meeting of members convened in accordance with clause 13;
- n) **Member** means a member of the Association in any class under clause 5.2;
- o) **Objects** means the purposes of the Association outlined in clause 3;
- p) **Organisation** for the purposes of admission to Membership of the Association, means a member that is an unincorporated association, company, body corporate or group of persons recognised by the Board, which is supportive of the objects of the Association;
- q) **Person** includes natural persons, a partnership, joint venture, unincorporated association, corporation and a government or statutory body or authority.

- r) **Regulations** means the regulations under the Act;
- s) **Representative** means, in relation to a member, the representative of the Member appointed under clause 5.9.
- t) **Therapeutic Community member** means a member that has been admitted to, and is at the relevant time still a member under, this specific class of membership as contemplated by clause 5.2(a);
- u) **Voting member** means a Therapeutic Community or Associate Member and for the avoidance of doubt does not include an Affiliate Member.

2.2. In this Constitution, a reference to the Secretary of the Association is a reference:

- a) If a person holds office under this Constitution as Secretary of the Association, to that person.

3. Objects of the Association

The objects of the Association are to:

- 3.1. Advance the Therapeutic Communities Model in Australasia;
- 3.2. Advocate for recognition and funding for therapeutic communities in Australasia;
- 3.3. Encourage and support research into the Therapeutic Communities Model;
- 3.4. Encourage capacity building in therapeutic communities by organising and disseminating information about development and funding opportunities; and
- 3.5. Network organisations and individuals interested in therapeutic communities.

4. Non Profit

- 4.1. The assets and income of Australasian Therapeutic Communities Association Inc shall be applied solely in furtherance of its objects and no portion shall be distributed directly or indirectly to its members except as bona fide compensation for services rendered or expenses incurred on its behalf.

5. Membership, entry fees and subscription

- 5.1. The number of members of the Association is unlimited and, subject to this clause, is open to those who support the objects of the Association.
- 5.2. The members of the Association shall be divided in to the following classes:

- a) **Therapeutic Community Members**, admission to which class is open to Organisations which conduct a therapeutic community operating with a primary focus in the field of alcohol and other drug dependence;
- b) **Associate Members**, admission to which class is open to Organisations that provide a Residential Rehabilitation Service and support and are interested in the ‘Community as Method’ but do not currently conduct a therapeutic community;
- c) **Affiliate Members**, admission to which class is open to:
 - (i) Organisations and individuals which do not provide a therapeutic community or residential rehabilitation service;
 - (ii) Organisations that provide either a therapeutic community or residential rehabilitation service and are private or for-profit organisations.

5.3. An Organisation that qualifies for membership under clause 5.2(c)(ii) may not be admitted to any other class of membership.

5.4. The Board may from time to time determine, consistently with this Constitution, the requirements for admission to each category of membership in clause 5. For the avoidance of doubt, this power includes the power to set differential entry criteria and membership fees both within and between the classes of membership specified in clause 5.2.

Rights and entitlements of members

5.5. All Members enjoy the following rights of membership:

- (a) The right to receive notices of meetings of the Association;
- (b) The right to attend, and be heard, at meetings of the Association;
- (c) The right to be co-opted for a period of time to the Board or to a sub-committee;
- (d) The right to receive information and services from time to time determined by the Board, or its duly authorised delegate, to be available to that Member’s class of membership.

5.6. In addition to the rights of membership under clause 5.5, Members enjoy the rights relevant to their class of membership as set in this clause.

Therapeutic Community Members enjoy:

- (a) The right to vote at meetings of the Association;
- (b) The right to nominate, and be nominated, for election to the Board,

provided that, where a Therapeutic Community Member has one registered office of administration and multiple therapeutic communities within one or more states or territories, such Therapeutic Community Member will have one vote only held by the central office of administration. Any therapeutic community which is a constituent part of that Therapeutic Community Member may however join as an Affiliate Member.

Associate Members enjoy:

- (a) The right to vote at meetings of the Association.

Application for membership

5.7. The following provisions apply in respect of admission of persons for membership of the Association:

- a) An application for membership must be in writing in the form set out in Appendix 1 or as otherwise determined from time to time by the Board and must be lodged with the Secretary of the Association in the manner determined from time to time by the Board;
- b) As soon as practicable after the receipt of an application, the Secretary must refer the application to the Board;
- c) The Board must determine whether to approve or reject the application;
- d) If the Board approves an application for membership, the Secretary must:
 - I. notify the applicant in writing, with as little delay as possible, of the approval for membership; and
 - II. request payment by the applicant of the sum payable under this Constitution as the entrance fee and the first year's annual subscription which shall be payable by the applicant within 28 days after receipt of the notification;
 - III. within 28 days after receipt of the amounts referred to in clause II, enter the applicant's name in the register of members;
- e) If the Board rejects an application, the Board must, as soon as practicable, notify the applicant in writing that the application has been rejected; and
- f) A person or organisation who has been, but later ceased to be, a Member must not be readmitted to membership unless they comply with the requirements of this Constitution in respect of nomination for and admission to membership.

Rights and entitlements of members

- 5.8. An applicant for membership becomes a member and is entitled to exercise the rights of the relevant class of membership to which they are admitted when the applicant's name is entered in the register of members. In this regard:
- a) The members of the Association agree to be bound by the provisions of this Constitution and of all by-laws promulgated by the Board in accordance with this Constitution.
 - b) For so long as a Member abides by the provisions of this Constitution, the Member shall enjoy the rights and privileges of membership under this Constitution and the Act.
- 5.9. Every Organisational Member may appoint a natural person as a Representative to exercise all or any of the powers of the member under this Constitution or otherwise at law subject to the following provisions:
- a) The appointment may be a standing one;
 - b) the appointment may set out restrictions on the Representative's powers in respect of voting at general meetings, but not in respect of voting at meetings of the Board;
 - c) if the appointment is to be by reference to a position held, the appointment must identify the position; and
 - d) a member may appoint more than 1 Representative but only 1 Representative may exercise the body's powers at any one time.
- 5.10. 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
 - b) terminates upon the cessation of membership whether by death or resignation or otherwise.

Entrance and Annual Subscription Fees

- 5.11. The entrance fee and the annual subscription for each class of membership shall be the relevant amount set out in Appendix 4 or such other amounts as may be determined by resolution of the Board from time to time.
- 5.12. The annual subscription is payable in advance on or before 1 July in each year.

6. Register of members

- 6.1. The Secretary must keep and maintain a register of members containing:

- a) the name and address of each Member;
- b) the date on which each Member's name was entered in the register;
- c) the details of the Representative for the Member appointed under clause 5.9; and
- d) the date the Member ceased to be a Member of the Association, if applicable.

6.2. The register is available for inspection free of charge by any Member upon request.

7. Ceasing membership

- 7.1. 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.
- 7.2. After the expiry of the period in the notice referred to in clause 7.1:
- 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.
- 7.3. Despite resignation of a member under clause 7.1, such member's liability for any fees, subscriptions or other moneys in arrears at the date of such resignation shall continue until:
- a) discharged by payment; or
 - b) such liability is released by the Board, which shall be within the sole discretion of the Board.

8. Discipline, suspension and expulsion of members

- 8.1. Subject to this Constitution, if the Board is of the opinion that a Member has refused or neglected to comply with this Constitution, or has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association, the Board may by resolution:
- a) suspend that Member from the Association for a specified period; or
 - b) expel that Member from the Association.
- 8.2. A resolution of the Board under clause 8.1 does not take effect unless:
- a) at a meeting held in accordance with clause 8.3, the Board confirms the resolution; and
 - b) in the case of expulsion of a Member, if the Member exercises a right of appeal to the Association under this clause, the Association in general meeting confirms the resolution in accordance with this clause 7.

- 8.3. A meeting of the Board to confirm or revoke a resolution passed under clause 8.1 must be held not earlier than 14 days, and not later than 28 days, after notice has been given to the Member in accordance with clause 8.4.
- 8.4. For the purposes of giving notice in accordance with clause 8.3, the Secretary must, as soon as practicable, cause to be given to the Member a written notice:
- a) setting out the resolution of the Board and the grounds on which it is based; and
 - b) stating that the Member, or their representative, may address the Board 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
 - c) stating the date, place and time of that meeting; and
 - d) informing the Member that they may do one or both of the following-
 - I. attend that meeting;
 - II. give to the Board before the date of that meeting a written statement seeking the revocation of the resolution;
 - e) informing the Member that, if at that meeting, the Board confirms the resolution, he or she may, not later than 48 hours after that 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.
- 8.5. At a meeting of the Board to confirm or revoke a resolution passed under clause 8.1, the Board must:
- a) give the Member an opportunity to be heard; and
 - b) give due consideration to any written statement submitted by the Member; and
 - c) determine by resolution whether to confirm or to revoke the resolution.
- 8.6. In the case of expulsion of a Member, if the Board confirms the resolution, the Member may, not later than 48 hours after that meeting, give the Secretary a notice to the effect that it wishes to appeal to the Association in general meeting against the resolution.
- 8.7. If the Secretary receives a notice under clause 8.6, he or she must notify the Board and the Board must convene a general meeting of the Association to be held within 30 days after the date on which the Secretary received the notice.
- 8.8. At a general meeting of the Association convened under clause 8.7:
- a) no business other than the question of the appeal may be conducted; and
 - b) the Board may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution; and
 - c) the member, or his or her representative, must be given an opportunity to be heard; and

- d) the Voting Members present must vote by secret ballot on the question whether the resolution should be confirmed or revoked.

8.9. A resolution is confirmed if, at the general meeting, not less than two-thirds of the Voting Members vote in person, or by proxy, in favour of the resolution. In any other case, the resolution is revoked.

9. Disputes and mediation

9.1. The grievance procedure set out in this clause applies to disputes under this Constitution between:

- a) a Member and another Member; or
- b) a Member and the Association.

9.2. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

9.3. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

9.4. The mediator must be:

- a) a person chosen by agreement between the parties; or
- b) in the absence of agreement:
 - I. in the case of a dispute between a member and another member, a person appointed by the Board; or
 - II. 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).

9.5. A Member can be a mediator.

9.6. The mediator cannot be a Member who is a party to the dispute.

9.7. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

9.8. The mediator, in conducting the mediation, must:

- a) give the parties to the mediation process every opportunity to be heard; and
- b) allow due consideration by all parties of any written statement submitted by any party; and
- c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

9.9. The mediator must not determine the dispute.

- 9.10. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

10. Annual general meetings

- 10.1. The Board may determine the date, time and place of the annual general meeting of the Association.
- 10.2. The notice convening the annual general meeting must specify that the meeting is an annual general meeting.
- 10.3. Subject to the requirements of the Act, the ordinary business of the annual general meeting shall be:
- a) to confirm the minutes of the previous annual general meeting of the Association; and
 - b) to receive from the Board reports upon the transactions of the Association during the last preceding financial year; and
 - c) to elect the Board; and
 - d) to receive and consider the statement submitted by the Association in accordance with section 30(3) of the Act.
- 10.4. The annual general meeting may conduct any special business of which notice has been given in accordance with this Constitution.

11. Special general meetings

- 11.1. In addition to the annual general meeting, any other general meetings may be held in the same year.
- 11.2. All general meetings other than the annual general meeting are special general meetings.
- 11.3. The Board may, whenever it thinks fit, convene a special general meeting of the Association.
- 11.4. If, but for this clause, more than 15 months would elapse between annual general meetings, the Board must convene a special general meeting before the expiration of that period.
- 11.5. The Board must, on the request in writing of 10 Voting Members, convene a special general meeting of the Association.
- 11.6. The request for a special general meeting in clause 11.5 must:
- a) state the objects of the meeting; and
 - b) be signed by the members requesting the meeting; and

- c) be sent to the address of the Secretary.
- 11.7. If the Board 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.
- 11.8. If a special general meeting is convened by members in accordance with this clause, it must be convened in the same manner so far as possible as a meeting convened by the Board and all reasonable expenses incurred in convening the special general meeting must be refunded by the Association to the persons incurring the expenses.
- 11.9. No business other than that set out in the notice convening the meeting shall be transacted at the special general meeting.

12. Special business

- 12.1. 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 this Constitution as ordinary business of the annual general meeting, is deemed to be special business.

13. Notice of general meetings

- 13.1. The Secretary of the Association must cause to be sent to each Member, a notice of any general meeting, stating the place, date and time of the meeting and the nature of the business to be conducted at the meeting.
- 13.2. The notice referred to in clause 13.1 must be sent to each Member:
 - a) in the case of an annual general meeting, 28 days
 - b) in the case of a special general meeting, 21 days
 - c) in any other case, 14 daysbefore the date on which the meeting is to occur.
- 13.3 Notices may be sent:
 - a) by prepaid post to the address appearing in the register of members; or
 - b) if the member requests (which may be a standing request), by:
 - I. facsimile transmission; or
 - II. electronic transmission.
- 13.3. No business other than that set out in the notice convening the meeting may be conducted at the meeting.

- 13.4. 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, but such notification must not be proposed less than 7 days before the date fixed for the annual general meeting.

14. Quorum at general meetings

- 14.1. No item of business may be conducted at a general meeting unless a quorum of members entitled under this Constitution to vote is present at the time when the meeting is considering that item.
- 14.2. The lesser of:
- a) 10 Members; and
 - b) 1/6th of the total number of Members of the Association,
- present in person (including Representatives appointed under clause 5.9) shall constitute a quorum for the conduct of the business of a general meeting.
- 14.3. If, within an hour after the appointed time for the commencement of a general meeting, a quorum is not present:
- a) in the case of a meeting convened upon the request of Members, the meeting must be dissolved; and
 - b) 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 Chair at the time of the adjournment or by written notice to Members given before the day to which the meeting is adjourned) at the same place.
- 14.4. If at the adjourned meeting the quorum is not present within 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.

15. Presiding at general meetings

- 15.1. The Chair, or in the Chair's absence, the Deputy Chair, shall preside as Chairperson at each general meeting of the Association.
- 15.2. If the Chair and the Deputy Chair are absent from a general meeting, or are unable to preside, the members present must select one of their number to preside as Chairperson.

16. Adjournment of meetings

- 16.1. The person presiding a general or special general meeting may, with the consent of a majority of Members present at the meeting, adjourn the meeting from time to time and place to place.
- 16.2. No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- 16.3. If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given in accordance with clause 13.
- 16.4. Except as provided in clause 16.3, it is not necessary to give notice of an adjournment or of the business to be conducted at an adjourned meeting.

17. Voting at general meetings

- 17.1. Upon any question arising at a general meeting of the Association, a Voting Member has one vote only.
- 17.2. All votes must be given personally or by proxy.
- 17.3. 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.
- 17.4. 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.

18. Ballot at general meetings

- 18.1. A question arising at a general meeting shall be determined on a show of hands of the Voting Members present unless before or on the declaration of the show of hands, a ballot is demanded.
- 18.2. If at a meeting a ballot on any question is demanded:
 - a) by not less than 3 Members; or
 - b) the Chairperson,it must be taken at that meeting in such manner as the Chairperson may direct and the resolution of the ballot shall be deemed to be a resolution of the meeting on that question.
- 18.3. A ballot that is demanded on the election of a Chairperson or on a question of an adjournment must be taken immediately and a ballot that is demanded on any other question must be taken at such time before the close of the meeting as the Chairperson may direct.

19. Manner of determining whether resolution carried

19.1. If a question arising at a general meeting 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,
- c) are evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

20. Proxies

20.1. As an alternative to the right to appoint a Representative under clause 5.9, each Voting Member is entitled to appoint a member of the Board, or the Representative of another Member, as a proxy to attend and vote at a meeting of the Association.

20.2. Appointment of a proxy must be in writing and must be:

- a) for a meeting of the Association convened under clause 8.7, in the form set out in Appendix 2; or
- b) in any other case, in the form set out in Appendix 3;
- c) delivered or given to the Secretary in person, by post or other means of physical delivery, by facsimile transmission or electronic transmission to the most recent address or number for the Secretary provided to the Members; and
- d) received no later than 48 hours before the time of the meeting in respect of which the proxy is appointed.

21. Board

21.1. The affairs of the Association shall be managed by the Board.

21.2. The Board:

- a) shall control and manage the business and affairs of the Association; and
- b) may, subject to this Constitution, 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 this Constitution to be exercised by general meetings of the members of the Association; and

- c) subject to this Constitution, the Act and the Regulations, has power to perform all such acts and things as appear to the Board to be essential for the proper management of the business and affairs of the Association including the delegation of powers to others by way of policy.

21.3. The Board shall consist of 9 Directors comprising:

- a) Up to 7 Elected Directors; and
- b) Up to 2 Appointed Directors.

22. Process of election of Elected Directors

22.1. The election of the Elected Directors shall take place at each annual general meeting in the following manner:

- a) the Board shall by written notice to the Members call for nominations for election to the position of Elected Director, provided that all nominations must:
 - I. be in writing;
 - II. be signed by 2 Voting Members;
 - III. be signed by the nominee consenting to such nomination; and
 - IV. be delivered to and lodged with the Secretary by the date specified in the notice calling for nominations, which date shall be at least 21 days prior to the date fixed for the holding of the annual general meeting;
- b) Each Voting Member may nominate any number of persons for election as Elected Directors;
- c) At the annual general meeting, the Voting Members shall vote to determine the election of Elected Directors according to the voting system determined from time to time by the Board; and
- d) If insufficient nominations are received to fill all vacancies on the Board, further nominations may be received from the floor at the annual general meeting.

22.2. To better reflect the geographical spread throughout regions in which the Members are located, details of the nominations for Elected Director positions should be provided to the Members at or prior to the annual general meeting including details of the Members nominating each candidate and the region in which the candidate ordinarily resides.

23. Elected Directors

- 23.1. An Elected Director holds office from his or her election at an annual general meeting until the second annual general meeting following that election. Subject to this Constitution, each Elected Director is eligible to serve a maximum of 12 consecutive years.
- 23.2. In the event of a casual vacancy occurring in the office of an Elected Director:
- a) the Board may appoint a Representative to fill the vacancy; and
 - b) Subject to this Constitution, the Representative so appointed shall continue in office for the remainder of the term of the Elected Director whose vacancy they fill.
- 23.3. As a transitional arrangement, for the purposes of this clause:
- a) those Elected Directors elected at the annual general meeting in 2014 who remain in office as at 1 October 2015 are deemed to have commenced their term of office at the 2014 annual general meeting;
 - b) at the annual general meeting of 2015, the 4 candidates receiving the highest number of votes are deemed to have commenced their term of office at the annual general meeting and the candidate receiving the 5th highest number of votes is deemed to have commenced his or her term at the 2014 annual general meeting.

24. Appointment of Appointed Directors

- 24.1. The Board may, in its discretion, and from time to time, appoint 2 Directors to serve at any one time, on the basis that they are persons whose background, skills and/or experience may be thought prudent or necessary to enhance the ability of the Board to better discharge its role and the legal duties and responsibilities of the Directors.
- 24.2. Each Director appointed under the previous clause shall serve for a period of 2 years from the date of their appointment, but shall be eligible for reappointment for up to a maximum of 12 consecutive years.

25. Election of Office Bearers

- 25.1. The Board shall meet as promptly as reasonably practicable after each annual general meeting to elect from amongst its own numbers the following office bearers:
- a) a Chair;
 - b) a Deputy Chair;
 - c) a Treasurer; and
 - d) a Secretary.

25.2. The election of office bearers shall take place in accordance with the following provisions:

- a) All Elected Directors will be eligible for election to any of the office bearer positions listed in clause 25.1;
- b) The Appointed Directors shall be eligible for election to the positions of Treasurer or Secretary, but not Chair or Deputy Chair unless the members at the immediately prior annual general meeting have agreed by resolution that such Appointed Director as is named in the resolution is eligible for the position of Chair or Deputy Chair, according to the terms of the resolution;
- c) The election of the Chair will be conducted first and will be held by secret ballot, unless only one nomination is made, in which case that Director will be considered automatically elected as Chair;
- d) In the case of more than one Elected Director wishing to be considered for the position of Chair, the Elected Director who obtains a simple majority of votes from the Board shall be considered elected to the position of Chair;
- e) If the outcome of the secret ballot in clause 25.2(c) is a tie, a further secret ballot shall be conducted, and if the outcome of the further secret ballot is also a tie, the result will be determined by drawing lots;
- f) Subject to the next following paragraph, once the Chair has been elected, the provisions clause 25.2(a) to 25.2(d) shall apply with necessary modifications, in relation to the election respectively of a Deputy Chair, the Treasurer and the Secretary (in that order); and
- g) Notwithstanding any other provision, a Director may at any one time occupy only one of the office bearer positions referred to in this clause (Chair, Deputy Chair, Treasurer or Secretary).

25.3. In the event of a casual vacancy in the position of Chair, Deputy Chair, Treasurer or Secretary, the Board may elect one of its Directors to the vacant position and the Director appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of the appointment.

26. Vacancies

26.1. The office of Director of the Board becomes vacant if the Director:

- a) ceases to be a Representative of a Member; or
- b) becomes an insolvent; or
- c) becomes legally incapable of carrying out the office; or

- d) resigns from office by notice in writing given to the Board.

27. Meetings of the Board

- 27.1. The Board must meet at least 3 times in each year at such place and such times as the Board may determine.
- 27.2. Special meetings of the Board may be convened by the Chair or by any 3 members of the Board.

28. Notice of Board meetings

- 28.1. Written notice of each Board meeting must be given to each member of the Board at least 2 business days before the date of the meeting.
- 28.2. Written notice must be given to members of the Board 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.

29. Quorum for Board meetings

- 29.1. A quorum for the conduct of the business of a meeting of the Board is a simple majority of the Directors comprising the Board at the time of the meeting.
- 29.2. No business may be conducted unless a quorum is present.
- 29.3. If within 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 place and time and day in the following week which is convenient to the members of the Board.
- 29.4. The Board may act notwithstanding any vacancy on the Board.
- 29.5. The Board may expressly delegate some of its powers to:
 - a) a subcommittee consisting of its members or other persons considered appropriate by the Board; or
 - b) an employee of the Association.
- 29.6. A subcommittee or employee may only exercise delegated powers in the way the Board decides.
- 29.7. A subcommittee may elect a Chairperson of its meetings. If a Chairperson is not elected, or if the Chairperson is not present within 10 minutes after the time fixed for a meeting, those members of the subcommittee present may choose 1 of their number to be Chairperson of the meeting.

29.8. A subcommittee may meet and adjourn as it considers appropriate.

30. Presiding at Board meetings

30.1. At meetings of the Board:

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

31. Voting at Board meetings

31.1. Questions arising at a meeting of the Board shall be determined on a show of hands or, if a Director requests, by a ballot taken in such manner as the person presiding at that meeting may determine.

31.2. Each Director present at a meeting of the Board (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.

32. Removal of Board member

32.1. The Association in general meeting may, by resolution, remove any Director before the expiration of the Director's term of office and appoint another Director in his or her place to hold office until the expiration of the term of the first-mentioned Director.

32.2. A Director who is the subject of a proposed resolution referred to in clause 32.1 may make representations in writing to the Secretary or Chair of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.

32.3. The Secretary or the Chair 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.

33. Minutes of meetings

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

34. Employment of staff

- 34.1. The Board may determine from time to time the role, structure and delegated authority of one or more employed positions within the Association (such as, for example, the position of chief executive officer);
- 34.2. The Board may, upon terms and conditions and with any restrictions they see fit, confer on any such employed positions within the Association any of the powers that the Directors can exercise.
- 34.3. The Board may revoke or vary:
 - a) an appointment; or
 - b) any of the powers conferred on an officer.

35. Funds

- 35.1. The Board, either through a finance subcommittee, a nominated Director or such employee/s 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.
- 35.2. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by:
 - a) two members of the Board; or
 - b) one member of the Board and any executive officer appointed by the Board, provided that the signing of same falls within the Board's delegation.
- 35.3. The funds of the Association shall be derived from entrance fees, annual subscriptions, contributions, donations, grant and such other sources as the Board determines.

36. Seal

- 36.1. The common seal of the Association must be kept in the custody of the Secretary.
- 36.2. The common seal must not be affixed to any instrument except by the authority of the Board and the affixing of the common seal must be attested by the signatures either of two members of the Board or one member of the Board and of the public officer of the Association.

36.3. Subject to 35.2, any other document which may be executed by a means which does not require affixing a seal may be executed by the chief executive officer of the Association provided that the signing of same falls within the Board's delegation.

37. Notice to members

- 37.1. Except for the requirement in clause 13, any notice that is required to be given to a member, by or on behalf of the Association, under this Constitution 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

38.1. In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for profit or gain of its individual members.

39. Custody and inspection of books and records

- 39.1. The Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Association.
- 39.2. Subject to this Constitution, the Board shall determine whether and to what extent, and at what times and places and under what conditions, the accounting records and other documents of the Association or any of them are open to the inspection of Members other than Directors, and a Member other than a Director does not have the right to inspect any document of the Association except as provided by law or authorised by resolution of the Board.

40. Teleconference meeting of the Board

40.1. For the purpose of this Constitution the contemporaneous linking together by telephone, radio or other form of instantaneous audio or audio and visual communication of a number

of Directors constituting not less than the quorum required for the purpose of this Constitution whether or not one or more of the Directors is outside the Commonwealth of Australia shall be deemed to constitute a meeting of the Board and all the provisions of this Constitution as to the meetings of the Board shall apply to such meeting so long as the conditions set out in clause 40.2 are met.

40.2. The conditions referred to in clause 40.1 are that:

- a) each of the Directors taking part in the meeting shall be linked by telephone, radio or other form of instantaneous audio or audio and visual communication and must throughout the meeting be able to hear each of the other Directors so taking part;
- b) at the commencement of the meeting each Director must acknowledge his/her presence to all the other Directors taking part.

40.3. A Director may not leave a meeting conducted pursuant to the clause 39 by disconnecting his or her telephone, radio or other form of communication unless he/she has previously obtained the express consent of the Chair of the meeting.

40.4. A Director shall be conclusively presumed to have been present and to have formed part of the quorum at all times during the meeting by telephone, radio or other form of instantaneous audio or audio and visual communication unless they have previously obtained the express consent of the Chair of the meeting to leave the meeting.

40.5. A minute of the proceedings at a meeting held by telephone, radio or instantaneous audio or audio and visual communication shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if certified on a correct minute by the Director presiding at the meeting.

41. By-laws

41.1. The Board may, by resolution of the Board, make or adopt by-laws with respect to any matter or thing for the purposes of giving effect to any provision of this Constitution or generally for the purposes of carrying out the objects of the Association, which by-laws shall be binding on the members, provided that to the extent of any inconsistency, this Constitution shall prevail over all such by-laws.

42. Alteration of this Constitution

This Constitution must not be altered except by resolution of an annual general meeting, notice of which has been given to members at least 21 days prior to the date of the meeting.

APPENDIX 1

**APPLICATION FOR MEMBERSHIP OF
AUSTRALASIAN THERAPEUTIC COMMUNITIES ASSOCIATION INC**

(Name of applicant Organisation or Individual)

(Hereinafter referred to as **Applicant**), of

(address)

desires to become a member of Australasian Therapeutic Communities Association Inc
(**Association**) in the following category:

In the event of admission of the Applicant as a member of the Association, the Applicant agrees to be bound by the Constitution of the Association (ATCA) for the time being in force.

(Name & signature of duly authorised person for and on behalf of the Applicant)

Date _____

.....

I, _____, a member of the Association, nominate the
(name)
Applicant, for membership of the Association.

Signature of Proposer

Date

I, _____, a member of the Association, second the
(name)
nomination of the Applicant, for membership of the Association.

Signature of Proposer

Date



APPLICATION FOR MEMBERSHIP INDIVIDUAL DETAILS

Name of Individual: _____

Address: _____

Work Address: _____

Phone Number: _____ email: _____

Type of employment: Full time Part time Volunteer Student

Occupation: _____

Employer: _____

Present position: _____

For current students only:

Degree enrolled: _____

Institution: _____

Expected year of completion of study: _____

Main interests in Alcohol and other Drugs field: _____

Specific interest in Therapeutic Communities: _____

What is your main interest in wishing to join the ATCA? _____

Please enclose the following information:

- Curriculum Vitae
- Affiliate Membership Application signed by Nominator and Seconder
- Any information relevant to your interest in therapeutic communities, including research studies

Application Fees:

- Affiliate \$66 (incl GST)
- NB. Yearly membership as an Affiliate is \$117 (incl GST)

Cheques should be made payable to the **Australasian Therapeutic Communities Association** and sent to;

Executive Officer
Australasian Therapeutic Communities Association
PO Box 464
YASS, NSW, Australia, 2582

Direct Deposits can be made to:

ATCA Operational Account
BSB: 032 005
Account Number: 768242



**APPLICATION FOR MEMBERSHIP
ORGANISATIONAL DETAILS**

Name of Organisation: _____

Address: _____

Nominated Representative: _____

Phone Number: _____ email: _____

Nature of Program: _____

Aims of Program: _____

Residential Capacity: _____

Target Groups: _____

Client/resident Schedule of Fees: _____

Facilities: _____

Number of Staff: _____

Staffing Structure: _____

Chairperson's Name: _____ Phone Number: _____

Please indicate whether you are applying for:

Organisational TC Membership

Group TC Membership Name of Lead Agency

Names of Affiliate Group Members under umbrella of Lead Agency

.....
.....

Organisational Residential Rehabilitation Service Membership

Group Residential Rehabilitation Service Membership

Name of Lead Agency

Names of Affiliate Group Members under umbrella of Lead Agency

.....
.....

Affiliate For-Profit or Private Membership

Do you already hold accreditation under a recognised accreditation body? Yes No

If 'yes', what is the name of the accreditation body?

Date and period of accreditation

Do you have in place a Client Bill of Rights (or its equivalent?) Yes No

Do you have in place a Staff Code of Ethics (or its equivalent?) Yes No

Please enclose the following information:

- Constitution
- Program details
- Management Flow Chart
- Annual Report
- Brochures or promotional material
- Client Bill of Rights (or its equivalent)
- Staff Code of Ethics (or its equivalent)

Application Fees:

- Therapeutic Community – Organisational Member: \$220.00
- Therapeutic Community Group Membership: \$220.00
- Residential Rehabilitation Service – Associate Member: \$220.00
- Affiliate For Profit or Private Membership: \$220.00

Cheques should be made payable to the Australasian Therapeutic Communities Association and sent to;

Executive Officer
Australasian Therapeutic Communities Association
PO Box 464
YASS NSW, Australia 2582

Direct Deposits can be made to:

ATCA Operational Account
BSB: 032 005 Account Number: 768242

APPENDIX 2

FORM OF APPOINTMENT OF PROXY FOR MEETING OF ASSOCIATION

I,.....

(name)

of

(address)

being a member of

(name of Incorporated Association)

appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the
appeal to the general meeting of the Association convened under clause 20, to be held on-

.....

(date of meeting)

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following resolution.

.....

Signed

.....

Date

FORM OF APPOINTMENT OF PROXY FOR ANNUAL GENERAL MEETING

I,
(name)

of
(member organisation)

- being a (please tick) An Organisational TC Member
 A Group TC Member
 An Organisational RR Member
 A Group RR Member

of the Australasian Therapeutic Communities Association, appoint:

.....
(name of proxy holder)

of
(member organisation of proxy holder)

being a member of that Incorporated Association, as my proxy to vote for me on my behalf at the Annual General Meeting of the Association to be held on (insert date and time) and at any adjournment of that meeting.

Signed:

Date:

NOTE: Therefore a proxy vote must be received by the Secretariat no later than (insert time) on (insert date, noting this should be 48 hrs before the scheduled AGM). This can be provided by:

1. Scan and sent by email to: atca@atca.com.au
2. Delivered by (insert date and time) to:
The Executive Officer ATCA, at (insert location).



ATCA MEMBERSHIP CATEGORIES

Preamble:

In 2013 the *ATCA Standard* was redrafted to include Residential Rehabilitation Services, and the *ATCA Standard* was subsequently registered with JAS-ANZ in 2014. Audits against the Standard commenced in 2015.

In recognition of this development, the ATCA Board has revised the Association's membership categories to reflect the certification options inherent in the Standard and to identify the various pathways to membership of the Association. Broadly speaking the membership is divided into:

- A. Therapeutic Communities – Organisational Members;
- B. Therapeutic Communities – Group Members;
- C. Residential Rehabilitation Services; and
- D. Affiliates.

Within these primary divisions, six categories of membership have been determined by the ATCA Board, namely:

- Certified Therapeutic Community – Organisational Member.
- Therapeutic Community – Organisational Member.
- Certified Therapeutic Community Group Membership.
- Therapeutic Community Group Member.
- Certified Residential Rehabilitation Service – Associate Member.
- Residential Rehabilitation Service – Associate Member.
- Affiliate Member.

It is an expectation that applicants under all categories will demonstrate:

- Evidence-based practice - Services are consistent with current best practice and the organisation undertakes evidence-based AOD prevention and treatment strategies as outlined in current publications
- Staff qualifications - The service ensures that all counselling and treatment is delivered by appropriately trained and/or experienced staff
- Aboriginal and Torres Strait Island/Māori Cultural Security – the service agrees to acknowledge and respect the history, cultural rights, values, beliefs and diversity of Indigenous people and work towards embedding the principle of cultural security into service delivery
- Cultural competency – the service considers the needs of clients from Culturally and Linguistically Diverse backgrounds and provides a culturally competent service

A. THERAPEUTIC COMMUNITY ORGANISATIONAL MEMBERSHIP is a category for those organisations that have embraced the therapeutic community model of treatment and incorporated it into their organisational practice. There are two categories in this division:

1. **CERTIFIED THERAPEUTIC COMMUNITY – ORGANISATIONAL MEMBER** is for organisations that provide an AOD service embracing the values of “Community as Method” and whose practice has been certified as conforming with the *ATCA Standard*. These services will also hold accreditation under a recognised accreditation body.
2. **THERAPEUTIC COMMUNITY – ORGANISATIONAL MEMBER** is for organisations that provide an AOD service embracing the values of “Community as Method” and whose practice identifies with the *ATCA Standard* but is yet to be certified. These services have been accredited under a recognised accreditation body and are committed to certification under the *ATCA Standard* within three years of joining as an Organisational member holding industry accreditation.

B. THERAPEUTIC COMMUNITY GROUP MEMBERSHIP is open to organisations that have one central registered office of administration and multiple Therapeutic Communities within one or more states or territories. These services will hold accreditation under a recognised accreditation body.

There are two categories in this division:

3. **CERTIFIED THERAPEUTIC COMMUNITY – GROUP MEMBER** is for organisations that provide an AOD service embracing the values of “Community as Method” and whose practice has been certified as conforming with the *ATCA Standard*.
4. **THERAPEUTIC COMMUNITY – GROUP MEMBER** is for organisations that provide an AOD service embracing the values of “Community as Method” and whose practice identifies with the *ATCA Standard* but is yet to be certified under the *ATCA Standard*. These services are in transition to certification and are required to be certified within three years of joining as a non-certified (Group) member.

C. RESIDENTIAL REHABILITATION SERVICE MEMBERSHIP is a category for organisations that support and/or are interested in the “Community as Method” model but do not currently provide a therapeutic community. Residential Rehabilitation Services may join ATCA in their own right and undertake the first six Expectations of the *ATCA Standard* to become certified as a residential rehabilitation service. It is an expectation that members applying under this category will already hold accreditation under a recognised accreditation body and have aspirations towards becoming a therapeutic community. As such, members in this category may join the Association as an Associate Member with a longer term view of developing into a therapeutic community and be seeking support with this objective.

For those Residential Rehabilitation Services aspiring to become a therapeutic community, assistance to implement the *ATCA Standard* will be available from the Association. There are two categories in this division:

1. **CERTIFIED RESIDENTIAL REHABILITATION SERVICE – ASSOCIATE MEMBER** is for organisations that provide a residential AOD service whose practice has been certified as conforming to Expectations 1-6 of the *ATCA Standard*, in addition to industry accreditation.
2. **RESIDENTIAL REHABILITATION SERVICE – ASSOCIATE MEMBER** is for organisations that provide a residential AOD service which is yet to be certified against the *ATCA Standard*. These services are in transition to certification and are required to be certified within three years of joining as a non-certified Residential Rehabilitation Service member. They will also hold accreditation under a recognised accreditation body.

D. AFFILIATE MEMBERSHIP - is a category for individuals and/or organisations that endorse the “Community as Method” model but do not currently provide a Therapeutic Community or a Residential Rehabilitation Service, or have not yet completed an accreditation process under a recognised accreditation body to gain industry accreditation. Members that are undertaking an accreditation process will hold Affiliate Membership until such time as they are awarded accreditation. At that time, they may apply as TC or RR members under the above categories. Following this, they will then be expected to work towards certification under the *ATCA Standard* within three years of becoming a full TC or RR member.

Organisations applying as For-Profit or as Private rehabilitation programs, will also be expected to have in place an accreditation process under a recognised accreditation body to gain industry accreditation and provide a program which is in line with the *ATCA Standards*. These organisations will also have adopted a Client Bill of Rights and a Staff Code of Ethics and will be providing services that are evidence-based.

There are three sub categories:

1. AFFILIATE MEMBER – NOT FOR PROFIT ORGANISATION
2. AFFILIATE MEMBER - PRIVATE ORGANISATION
3. AFFILIATE MEMBER - INDIVIDUAL

BENEFITS OF MEMBERSHIP:

A. CERTIFIED AND NON CERTIFIED THERAPEUTIC COMMUNITY MEMBERS.

- Certified and Non Certified Therapeutic Community Organisational Members receive an ATCA logo recognising and endorsing their status as an accredited member.
- Therapeutic Community Organisation Members receive notice of meetings, attend meetings, and vote at meetings of the members of the Association. They can nominate and be nominated to stand for election to the Board.

Weighted Voting – The ATCA Board has weighted the voting for different categories of membership, with reference to the history and the primary purpose of the Association as a quality assurance broker for the therapeutic community model. Consequently -

- Organisational Members receive:
 - Discounts when attending ATCA Conferences and workshops
 - ATCA Newsletter
 - Membership of the ATCA News Forum

Weighting Voting - Organisational Members hold one vote with a weighting of five.

B. CERTIFIED AND NON CERTIFIED GROUP MEMBERS –THERAPEUTIC COMMUNITY

- Certified and Non Certified Group Therapeutic Community Members receive an ATCA logo recognising and endorsing their status as an accredited member.
- Group members receive notice of meetings, attend meetings, and hold one Group Membership vote with a weighting of five at meetings of the members of the Association. They can nominate one position and be nominated to stand for election to the Board.

Group Members receive:

- Discounts when attending ATCA Conferences and workshops
- ATCA Newsletter
- Membership of the ATCA News Forum

Weighted Voting – Group Members hold one vote with a weighting of five.

C. CERTIFIED AND NON CERTIFIED RESIDENTIAL REHABILITATION SERVICE ASSOCIATE MEMBERS.

All Residential Rehabilitation Service Associate Members receive:

- Discounts when attending ATCA Conferences and workshops
- ATCA Newsletter
- Membership of the ATCA News Forum

Residential Rehabilitation Service Associate Members cannot nominate or be nominated to stand for election to the Board. They may however be seconded onto the Board for a defined period.

Weighted Voting – Certified and non-Certified Residential Rehabilitation Members hold one vote only.

D. AFFILIATE MEMBERS.

Affiliates cannot nominate or be nominated to stand for election to the Board. They may however be seconded onto the Board for a defined period.

Affiliate Members receive:

- Discounts when attending ATCA Conferences and workshops
- ATCA Newsletter
- Membership of the ATCA News Forum

Weighted voting – Affiliate members are not able to vote at Association Meetings.

ATCA Membership Benefits Summary:

Membership Category	Fee	News-Letter	Information Updates	Voting rights	Standards documents	Nominate persons for the Board
Certified TC Organisational Member	Variable	Yes	Yes	Yes	Yes	Yes
TC Organisational Member	Variable	Yes	Yes	Yes	Yes	Yes
Certified Group Member	Variable	Yes	Yes	Yes	Yes	Yes
Group Member	Variable	Yes	Yes	Yes	Yes	Yes
Certified RR Service Associate Member	Variable	Yes	Yes	Yes	Yes	No
RR Service Associate Member	Variable	Yes	Yes	Yes	Yes	No
Affiliate For Profit or Private Residential Rehabilitation or TC Member	\$1,100	Yes	Yes	No	Yes	No
Affiliate Individual Member	\$117	Yes	Yes	No	Yes	No
Affiliate Organisational Member	\$117	Yes	Yes	No	Yes	No

Membership Pathways: The ATCA Board is committed to maintaining the integrity of the Therapeutic Community model of treatment. The Board believes that the best way to achieve this is for Therapeutic Communities to participate in a certification cycle that will ensure continuous quality improvement in line with the essential elements that define the model.

The pathway to Certified Therapeutic Community Organisational Membership is via the *ATCA Standard* and a certification cycle.

All membership categories with the exception of the Affiliate members are encouraged to pursue this pathway. It is the Board's anticipation that all members will be certified within their classification within a three-year time frame from joining, or from **July 2015** for those who were members prior to this time.

SCHEDULE OF FEES

ORGANISATIONAL MEMBERS:

The fee for Organisational Membership is related to the operational budget* of the Therapeutic Community/ies operated by the member organisation.

Less than \$250,000:	\$235
\$250,001 - \$500,000:	\$476
\$500,001 - \$750,000:	\$712
More than \$750,000:	\$948

** In this instance operational budget is defined as the combined income from governments, fees raised from residents and fund raising dedicated to the Therapeutic Community.*

GROUP MEMBERS:

Group Members pay the full fee for membership (according to the above operating budget definition) of the key or lead TC and then a fee of \$117 for each of the therapeutic communities that make up the Group Membership. Therefore, a Group Member with five therapeutic communities with an operating budget above \$750,000 would pay \$948 for the lead agency plus \$117 for each of the other four TCs – a total of \$1,416.

ASSOCIATE MEMBERS:

The fee for Organisational Membership is related to the operational budget* of the Residential Rehabilitation Service operated by the Associate Member.

Less than \$250,000:	\$235
\$250,001 - \$500,000:	\$476
\$500,001 - \$750,000:	\$712
More than \$750,000:	\$948

** In this instance operational budget is defined as the combined income from governments, fees raised from residents and fund raising dedicated to the Residential Rehabilitation Service.*

AFFILIATE MEMBERS:

NOT FOR PROFIT ORGANISATIONAL- \$117

PRIVATE or FOR PROFIT ORGANISATIONAL - \$1,100

INDIVIDUAL - \$117

APPLICATION AND FEES:

Applications for Membership should be made on the appropriate form and be accompanied by the *Application for Membership – Organisational Details* or *Individual Details*. Please provide the supporting documentation as outlined in the form. Potential Organisational Members and Residential Rehabilitation Service will be required to undertake a desktop audit to be reviewed by the ATCA Board as a precondition of Membership.

Following a successful application, which will include a site visit from the ATCA Board and Secretariat (other than for Individual Membership), the Annual Fee, as detailed above, will be payable.

Application fees are set out below:

- Therapeutic Community – Organisational Member: \$220.00
- Therapeutic Community Group Membership: \$220.00
- Residential Rehabilitation Service – Associate Member: \$220.00
- Affiliate For Profit or Private Membership: \$220.00
- Affiliate Individual Member: \$66.00

Additionally, the applicant may be asked to contribute to the cost of a site visit to assist the ATCA Board to determine membership category (ie. Entry as Therapeutic Community or Residential Rehabilitation Service; or under the For-Profit or Private category). Generally, a visit will be undertaken by the Secretariat and a Board member in the applicant’s jurisdiction.