

**Healthy North Coast Ltd is looking for new Members!**

Healthy North Coast Ltd (HNCL) is a charitable, not-for-profit organisation committed to improving the health of the North Coast community.

HNCL is contracted by the Commonwealth Department of Health (DoH) to deliver the Primary Health Network (PHN) program to coordinate primary health care in the region.

As it is a company limited by guarantee there are no shareholders, only Members. Members are important stakeholders forming part of the company's governance structure.

**Why join as a Member?**

Membership with HNCL will enable your organisation to have input into the strategic purpose of the company and to be part of a national reform established to strengthen primary health care delivery and to ensure our community receives care that is integrated, high quality and easy to access.

Members have the following entitlements:

- To attend and vote at general meetings, usually only one meeting per year, called the Annual General Meeting (AGM). Exceptional general meetings may also be called;
- To nominate and elect directors by voting in elections or at meetings;
- To vote on any fundamental changes to the nature of the company, its name or its purposes, or what happens if it winds up.

There is no fee to join as a Member.

**Who can join Membership?**

To be eligible for Membership, the organisation must meet the essential criteria, as set out by the Constitution (see Appendix 1 for definitions):

- a) A Member must be an Organisation; and
- b) A Member must have a significant, active and demonstrable interest in the health and well-being of the Region; and
- c) A Member's objects and activities must (in the Members' opinion) be consistent with, and make a substantial contribution towards, the objects of HNCL.

**A little more (finer) detail...**

Up to a maximum of 20 Member Organisations may be admitted to Membership under the Constitution. Governance is by a Board comprising of up to nine elected Directors.

The Constitution sets out what the company can do and why it exists, and deals with the holding of meetings, the admission of members, the election of Directors and other rules relating to the running of the company.

Members will not be entitled to any dividend, property or other income from the company. If the company makes a profit, this will be retained for future activities. If the company is wound up, you will not receive any money from the company because the Constitution requires that it should be paid to another similar organisation.

Liability of members is limited to the \$1 (incl. GST) that the Constitution guarantees each member must pay to the company if required on winding up.

The DoH as funder of the PHN program, has stringent policies regarding the management of conflicts and related party transactions. Therefore, should a potential, perceived or real conflict of interest or related party transaction arise involving a Member, HNC will be required to notify DoH. Conflicts of interest will be managed appropriately, and this may affect the ability of Members to receive, or limit the amount of, grant monies received from HNC. Please refer to the [DoH PHN Conflicts and Related Party Policy](#).

## Membership Process

### Set out below is the process for Membership:

1. Applicant to complete membership application form and submit with accompanying documents or evidence to:

**Healthy North Coast Ltd**  
**Attention: Company Secretary**  
**PO BOX 957**  
**BALLINA NSW 2478**

or scan and email to **[companysecretary@hnc.org.au](mailto:companysecretary@hnc.org.au)**

2. Company Secretary to check the application and confirm the applicant's agreement to the membership conditions, including whether they have obtained endorsement from an existing Member.

3. Company Secretary to provide the application to the Board. The Board must consider an application for Membership as soon as practicable after receipt.

4. The Board will recommend eligible applicants to the Membership for approval or rejection. Approval of an application for Membership requires greater than 75% Member approval.

5. Applicant to be advised of outcome by Company Secretary and, if successful, entered on the Membership Register.

# Application Form

We, \_\_\_\_\_ of  
(Organisation Name)

\_\_\_\_\_  
(Street Address)

wish to become a member of Healthy North Coast Ltd, subject to the provisions of the Constitution.

## Organisation Details

Organisation Name		ACN /ABN	
Postal Address			
Registered Address			
Street Address		Post Code	
Phone Number		Fax Number	
Email Address			
Person for Contact			

## Existing Member Organisation Application Endorsement

Full Name of Endorsing Member Organisation	
Signature of Authorised Representative	
Date	

## Membership Criteria Requirements

Please attach documents or evidence to support how your organisation meets the Membership criteria.

1. Must be an Organisation – attach evidence (e.g. certificates of incorporation and registration)	<input type="checkbox"/>
2. Must have a significant, active and demonstrable interest in the health and well-being of the Region – provide detail below	<input type="checkbox"/>

3. Objects and activities must be consistent with, and make a substantial contribution towards, the objects of HNCL – provide detail below	<input type="checkbox"/>

## Appendix 1

### Definitions

Organisation	Means a single legal person that is not a natural person. For the avoidance of doubt, this includes a company registered under the Corporations Act and an incorporated association or other body corporate established or registered under another Act of Parliament, but excludes a partnership, trust, unincorporated association, sole trader or other individual human being.
Objects	<p>The primary object of the Company is to prevent and control disease and other illness by improving the health status of the community in the Region and to do all acts and things as may be deemed necessary or incidental to the achievement of similar objects, including:</p> <ul style="list-style-type: none"> <li>- identifying the health needs within the Region and developing locally-focused and responsive services;</li> <li>- improving the patient journey and outcomes through developing, integrating and coordinating equitable health services;</li> <li>- promoting quality in primary health care by providing support to clinicians and service providers to improve patient care;</li> <li>- facilitating the implementation and successful performance of primary health care initiatives and programs relevant to the Region;</li> <li>- promoting quality and evidence-based leading practice;</li> <li>- contributing to regional leadership, innovation and research in health;</li> <li>- delivering a primary health care system that is integrated with and through general practice;</li> <li>- supporting general practice as the 'health care home' of primary care service provision where this can be achieved. We support general practice as whole person care, characterised by the provision of person-centered, continuing and comprehensive medical care to individuals and families in their communities;</li> <li>- promoting cooperation, collaboration and communication with other regional organisations with an interest or impact in health and social care;</li> <li>- workforce development and training relevant to the objects of the Company;</li> <li>- advocacy in support of the objects of the Company; and</li> <li>- being efficient and accountable with strong governance and effective management.</li> </ul>
Region	Means the applicable geographic region in which the Company conducts its core activities, as may be determined by the Board from time to time. As at the date this constitution is adopted, the Board has determined that the Region is the North Coast New South Wales region, with its approximate boundaries running from Port Macquarie to the Queensland border and extending west to the Great Dividing Range.