

# **Constitution/Rules of the Griffith/Narrabundah Community Association Inc.**

## **Name**

1. The name of the Association is Griffith/Narrabundah Community Association Inc.

## **Objects and Purposes**

2. The objects and purposes of the Association are to protect and promote the amenity and interests of the Griffith and Narrabundah communities, particularly in relation to the preservation of community facilities and open space.

## **Membership**

3. Members of the Association are those persons who have been admitted by the Committee as Members.

## **Cessation of Membership**

- 4.1. A person ceases to be a Member of the Association if the person:
  - a) dies; or;
  - b) resigns from membership of the Association; or;
  - c) is expelled from the Association.
- 4.2. Member may resign from membership for the Association by first giving notice (being not less than one month or, if the Committee has determined a shorter period, that shorter period) in writing to the Secretary of the Member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member.
- 4.3. Where a person ceases to be a Member, the Secretary shall make an appropriate entry in the register of Members recording the date on which the Member ceased to be a Member.

## **Committee**

5. The affairs of the Association shall, subject to these rules and any resolution passed by the Association in general meeting, be controlled and managed by an executive body (hereinafter called the Committee) consisting of a President, Vice President, Secretary, Treasurer, and up to five other Committee Members. Only Financial Members of the Association shall be eligible for election to the Committee. The Committee is elected at the Annual General Meeting.
6. A vacancy in the Committee occurs if a Committee Member dies, ceases to be a Member, resigns, is removed from office, becomes an insolvent under administration within the meaning of the Corporations Law, suffers from mental incapacity, or is disqualified from office under subsection 63(1) (convicted of an offence) of the A.C.T. *Associations Incorporations Act 1991* (hereinafter called the Act). Subject to Section 50 of the Act (natural justice) a Committee Member may be removed from office by resolution of a General Meeting. If vacancies exist after the Annual General Meeting or occur thereafter they may be filled by appointment by the remainder of the Committee.
7. Committee Members shall hold office until the conclusion of the Annual General Meeting next following their election or appointment.

## **Nominations**

8. Nominations for office, duly seconded and indicating the nominees' consent, shall be lodged with the Secretary at least one week before the Annual General Meeting. At the discretion of the meeting chair, nominations may also be made at the Annual General Meeting.

**Patron**

9. The Association may invite any person or persons to accept the position of Patron or Joint Patron.

**Public Officer**

10. A person who is a Member of the Association shall be appointed by the Committee to be the Public Officer for the purposes of the Act.

**Other Officers**

11. The Committee may appoint other Association Members to the Committee as it sees fit.

**Auditor**

12. An auditor who is not an officer of the Association shall be appointed by the Committee annually.

**Fees and Subscriptions**

13. The annual membership fee for Financial Members of the Association is \$5 or, any other amount, as determined by resolution of the Committee.

**Members' Liability**

14. Members have no liability to contribute towards payment of the debts and liabilities of the Association, or the costs, charges and expenses of winding up the Association.

**Meetings**

15. An Annual General Meeting will be held on such date and at such place and time as the Committee sees fit to receive the Annual Report and financial statements, to elect the Committee, and to resolve motions moved by Members in writing and lodged with the Secretary before the end of the financial year. The Secretary shall advise all Members of the date, time, place and agenda of business at least 21 days before the meeting.

16. A Special General Meeting may be called by the Committee whenever it thinks fit. The Secretary, upon requisition made in writing by not less than ten Financial Members, shall call a Special General Meeting. Notification of Special General Meetings shall be as for Annual General Meetings.

17. The Committee shall meet periodically, not less than quarterly. The Secretary shall notify all Committee Members of the date, time and place of all Committee meetings at least 7 days before, except when those details were determined and announced at the last meeting.

18. The quorum for General Meetings will be fifteen per cent of all Members, or ten Financial Members, whichever is less, and for Committee meetings three.

**Conduct and Resolution of Decisions at Meetings**

19. Only Financial Members have voting rights. The rules of debate as commonly practiced shall be adhered to at all meetings. The Chair shall decide disputed rules of debate and procedures by reference, in so far as it is not inconsistent with these rules to N E Renton's "Guide for Meetings", Fifth Edition, 1990 (particularly Appendix 4) and shall determine meeting procedures consistent therewith and with these Rules. Voting by proxy is not allowed.

**Duties of Officers**

20. The President and Vice President shall guard and protect the interests of the Association.

21. The Secretary shall keep a record of all business before the Association, shall deal with all correspondence and shall maintain a register of Members showing the name of the Association, the Member's name, address, date joined and date ceased membership. The Secretary shall also arrange custody of all books, documents and securities of the Association and make them available for inspection when requested. Records will be retained for at least seven years.

22. The Treasurer shall keep a record of all receipts and expenditure, shall prepare all financial documents required to be lodged in accordance with the Act.

23. The Public Officer shall ensure that a copy of the Rules is lodged with the registrar in accordance with Section 30 of the Act and that a copy of the annual return is lodged in accordance with Section 79 of the Act. Each annual return shall include an audited statement of accounts, a copy of the auditor's report in relation to those accounts and a statement by two Members of the Committee certifying that the provisions of the Act have been complied with in relation to the preparation of the annual statements of accounts, the auditing of the accounts and the presentation of the audited statement of accounts to the Annual General Meeting.

### **Annual Report**

24. At each Annual General Meeting the following documents shall be presented for consideration:

- 24.1. an audited statement of accounts for the previous year
- 24.2. a copy of the auditor's report on these accounts
- 24.3. a report signed by two Members of the Committee stating
  - 24.3.1. the name of each Committee Member and their date of appointment
  - 24.3.2. the principal activities during the previous year and any significant change in their nature that occurred during that year, and
  - 24.3.3. the net profit and loss for the previous year.

### **Funds, Accounts and Audit**

25. Funds are to be derived from subscription fees, donations and, subject to Section 114 of the Act (non-members may not invest in the Association), such other sources as the Committee determines. All monies received on behalf of the Association shall be paid into accounts in its name at bankers appointed by the Committee. All cheques and other negotiable instruments shall be drawn or endorsed by any two of five Committee Members appointed by the Committee.

26. Proper books of account shall be kept in respect of all monies received and expended on behalf of the Association. An income and Expenditure account and a statement of Assets and Liabilities are to be prepared at the end of each financial year and audited by the appointed Auditor who shall report to the Committee.

27. The financial year shall end on 30 June.

### **Non-Profit**

28. Association funds are to be applied solely to the promotion of the objects of the Association. No dividends are to be paid to Members.

### **Disciplining of Members**

29. The provisions of paragraphs 9 and 10 of the Model Rules promulgated as the Schedule to the A.C.T. *Associations Incorporation Regulations* dated 26 November 1991 made under the Act are to apply. These provide for expulsion or suspension of Members under certain circumstances with provision for hearings and appeals.

### **Seal**

30. The Committee shall provide for the safekeeping of the Association seal which shall be used only with the authority of the Committee. Every document to which the seal is attached or affixed shall be signed by a Member of the Committee and countersigned by another Member of the Committee.

### **Alterations**

31. Alterations to these Rules shall be made only at a General Meeting of which at least 21 days notice has been given, accompanied by notice of intention to do so. A special resolution with a three-quarters majority vote of those present and eligible to vote is required.