

**SADDLEWORTH DISTRICT COMMUNITY ASSOCIATION INC.**  
**Constitution adopted 3<sup>rd</sup> April 2003**  
Amended : 2nd April 2007

**1. NAME**

The name of the incorporation association is **Saddleworth District Community Association Inc.** referred to herein as 'the association'.

**2. DEFINITIONS**

In these rules unless the contrary intention appears-

- a. 'committee' means the committee of management of the association;
- b. 'general meeting' means the a general meeting of the members of the association convened in accordance with these rules;
- c. 'member' means a member of the association;
- d. 'the Act' means the Association Incorporation Act 1985;
- e. 'month' shall mean a calendar month.

**3. OBJECTS**

The objects of the association are:

1. To promote a positive view of the Saddleworth district;
2. To encourage a shared vision of the Saddleworth district's future;
3. To foster and facilitate community activities and services within the Saddleworth district;
4. To maintain and improve community facilities and services in the Saddleworth District;
5. To encourage and support local business and enterprise;
6. To seek funding opportunities to develop our community;
7. To encourage the community to identify priorities.
8. To organise and make representation to Local Council, State and Federal Governments and any other relevant bodies on issues pertaining to the Saddleworth community
9. Any other objects and purposes for which the Association may decide from time to time.
10. To provide and/or facilitate active recreation and sporting programs to be held within the local community.

**4. POWER OF THE ASSOCIATION**

The association shall have all the powers conferred by Section 25 of the Act.

## **5. MEMBERSHIP**

### **5.1. Members.**

- a. Any person who is a resident of the Saddleworth and district community and who supports the objectives and purposes of the association shall be eligible to be a member of the association.
- b. A new member shall be nominated by an association member. Payment of subscription shall be one week prior to a general meeting.
- c. Any association member wishing to resign shall do so by giving written notice to the secretary or public officer.

### **5.2. Subscriptions.**

- a. The subscription fees for membership shall be such sum, (if any), as the members shall determine from time to time in general meeting.
- b. The subscription fees shall be payable annually on 1 July or at such other time as the committee shall determine.
- c. Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the association, provided always that the committee may reinstate such a person's membership on such terms as it sees fit.

### **5.3. Expulsion of a member**

- a. Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.
- b. Particulars of the charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.
- c. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 5.3d below), cease to be a member 14 days after the committee has communicated its determination to the member.
- d. It shall be open to a member to appeal to the association in general meeting against the expulsion. The intention to appeal shall be communicated to the secretary or public officer of the association within 14 days after the determination of the committee has been communicated to the member.
- e. In the event of an appeal under 5.3d above, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.

#### **5.4. Register of members.**

A register of members must be kept and contain;

- i. the name and address of each member;
- ii. the date on which each member was admitted to the association; and
- iii. if applicable, the date of, and reason(s) for, termination of membership.

### **6. THE COMMITTEE**

#### **6.1. Powers and duties.**

- a. The affairs of the association shall be managed and controlled by a committee which in addition to any powers and authorities conferred by these rules may exercise all such powers and all such things as are within the objects of the association, and are not by the Act or by these rules required to be done by the association in general meeting.
- b. The committee shall have the management and control of the funds and other property of the association.
- c. The committee shall appoint a public officer as required by the Act.

#### **6.2. Appointment.**

- a. The committee shall be comprised of a chairperson, secretary, treasurer and four other members elected by the association.
- b. The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next annual general meeting of the association and shall be eligible for election to the committee without nomination.
- c. The committee may establish sub committees to meet the objectives of the association. Sub committees and their roles and activities shall be recorded annually in the minutes.
- d. The committee may second a resident of Saddleworth and district to a sub committee for a specific purpose.

#### **6.3. Proceedings of Committee.**

- a. The committee shall meet as often as required, but not less than three times per year to conduct the business of the committee.
- b. Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.
- c. A quorum shall be one more than half of the members of the committee.
- d. The chairperson or any two other committee members shall have the power to call a special meeting of the committee. Notice of such a meeting shall be given to all members in writing at least seven days prior to the meeting. In an emergency the time of notice may be reduced to 24 hours providing all committee members are personally contacted.

## **7. THE SEAL**

The association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorisation of the committee, and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by the chairperson and the secretary.

## **8. GENERAL MEETINGS**

### **8.1. Annual General Meetings.**

- a. The committee shall call an annual general meeting in accordance with the act and these rules.
- b. The first annual general meeting shall be held within 18 months after the incorporation of the association, and thereafter within five months after the end of the financial year.
- c. The annual general meeting shall be advertised fourteen (14) days prior to the meeting.
- d. The order of the business at the meeting shall be:
  - i. the confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting;
  - ii. to receive the chairperson's report;
  - iii. to receive the treasurer's report;
  - iv. to receive auditor's report;
  - v. to elect (or re-elect) members to the committee;
  - vi. to conduct any other business, listed on the agenda or appropriate for a general meeting;
  - vii. to appoint an auditor.

### **8.2. Notice of General Meetings.**

At least 14 days notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held.

### **8.3. Proceedings of General Meetings.**

- a. General meetings shall be as often as required, But not less than three times per year to conduct the business of the association.
- b. A quorum for a general meeting shall be five members of the association.

### **8.4. Voting at General Meetings.**

- a. Voting at all annual general meetings and other meetings shall normally be by a show of hands.
- b. If there are more nominations than positions vacant, then voting shall be held by a secret ballot.

#### **8.5. Special and Ordinary Resolutions.**

- a. A special resolution is a special resolution as defined in the Act.
- b. An ordinary resolution is a resolution passed by a simple majority at a general meeting.

### **9. MINUTES**

- a. Proper minutes of the proceedings of general meetings of the association and of meetings of the committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- b. The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the committee (as relevant) at a subsequent meeting.
- c. The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.

Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

### **10. FINANCIAL REPORTING**

#### **10.1. Financial Year.**

The first financial year of the association shall be the period ending on the next 30 June following incorporation, and thereafter a period of twelve months commencing on 1 July and ending on 30 June of each year.

#### **10.2. Accounts to be kept.**

The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.

#### **10.3. Accounts and Reports to be Laid Before Members.**

The accounts, together with the auditor's report on the accounts, the committee's statement and the committee's report, shall be laid before members at the annual general meeting.

#### **10.4. Appointment of Auditor.**

- a. At each annual general meeting, the members shall appoint a person to be auditor of the association.
- b. The auditor shall hold office until the next annual general meeting and is eligible for re-appointment.
- c. If an appointment is not made at an annual general meeting, the committee shall appoint an auditor for the current financial year.

## **11. DISPUTE RESOLUTION**

- a. The dispute resolution procedure set out in this rule applies to disputes under these Rules between:
  - (i) a member and another member
  - (ii) a member and the association
- b. 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.
- c. If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.
- d. In this rule "member" includes any person who was a member not more than six months before the dispute occurred.

## **12. WINDING UP**

The association may be wound up in the manner provided for in the Act.

## **13. APPLICATION OF SURPLUS ASSETS**

- a. If after the winding up of the association there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and which has rules which prohibit the distribution of its assets and income to its members.
- b. Such organisation or organisations shall be identified and determined by a resolution of members in general meeting.

## **14. ALTERATION TO THE CONSTITUTION**

- a. The constitution may be amended, altered or have clauses deleted at an annual general meeting or special general meeting called for this purpose.
- b. Any alteration to the constitution shall be decided by a two thirds majority of votes.