



**CHESTER HILL
NEIGHBOURHOOD
CENTRE INCORPORATED**

CONSTITUTION

SEPTEMBER 2020

Incorporated under the Associations Incorporation Act, 2009

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CONSTITUTION OF CHESTER HILL NEIGHBOURHOOD CENTRE INCORPORATED

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CONSTITUTION OF CHESTER HILL NEIGHBOURHOOD CENTRE INCORPORATED

PART 1- PRELIMINARY:

1. DEFINITIONS

(1) In this constitution:

Director General means the Director-General of the Department of Services, Technology and Administration.

Ordinary Committee Member means a member of the Management Committee who is not an office-bearer of the Association, referred to in clause 16(2).

Quorum- in addition to minimum numbers present at a meeting, also members may be virtually present, that is via electronic means, mobile phone, zoom, skype or similar device

Secretary means The person holding office under this constitution as secretary of the Association

Special general meeting means a general meeting of the Association other than an Annual General Meeting.

The Act means the *Associations Incorporation Act 2009*. NSW

The Regulation means the *Associations Incorporation Regulation 2010*.NSW

(2) In this constitution:

(a) A reference to a function includes a reference to a power, authority and duty; and

(b) A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 2009* apply to and in respect of this constitution in the same manner as those provisions would apply if this constitution were an instrument made under the Act.

2. NAME

The name of the Association will be ‘Chester Hill Neighbourhood Centre Incorporated’ (referred to in this constitution as ‘The Association’)

3. OBJECTIVES

The objective of this Association is to establish a Chester Hill Neighbourhood Centre:

(a) To assist in the relief of poverty, sickness, distress, misfortune, destitution or helplessness to residents in Canterbury Bankstown LGA.

(b) To direct people needing help to the appropriate resource centre either of a voluntary nature or governmental, and where appropriate to help make necessary arrangements to obtain the help and guidance sought;

(c) To develop and implement programmes and activities to increase the quality of life for those in and around the Chester Hill area;

(d) To engage and promote readily available comprehensive sources of information;

(e) To engage and co-operate in community education programmes;

- (f) To seek to identify needs in the community and assist in finding solutions;
- (g) To raise, obtain and receive funds or other aid for the purpose of achieving the objects of the organisation and to provide suitable facilities for the Chester Hill Neighbourhood Centre and its staff to function effectively;
- (h) To hold all lands, income and property of the Chester Hill Neighbourhood Centre as outlined above;
- (i) To do all such lawful things as are incidental or conducive to the achievement of the foregoing objectives.

PART 2- MEMBERSHIP

4. MEMBERSHIP QUALIFICATIONS

A person is eligible to be a member of the Association if:

- (1) The person is a natural person who-
 - (a) Has been nominated for membership of the Association as provided by clause 5; and
 - (b) Has been approved for membership of the Association by the Committee of the Association; and
 - (c) Resides, and/or works, and/or has an interest in the Canterbury Bankstown LGA.

5. NOMINATION FOR MEMBERSHIP

- (1) A nomination of a person for membership of the Association
 - (a) Shall be made by a member of the Association in writing in the form set out in the Appendix 1 to this constitution; and
 - (b) Must be lodged with the secretary of the Association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the Committee that shall determine whether to approve or reject the nomination. Reasons for any rejection will be given on request of the nominee rejected.
- (3) Where the Committee determines to approve a nomination for membership, the secretary must, as soon as practicable after that determination:
 - (a) Notify the nominee of that approval; and
 - (b) Request the nominee pay within the period of 28 days after receipt by the nominee of the notification, the sum payable under this constitution by a member as an annual subscription.
- (4) The secretary must, on payment of the amounts referred to in subclause 3(b) within the period within that clause, enter nominee's name in the register of members and, upon doing so, the nominee becomes a member of the Association.

6. CESSATION OF MEMBERSHIP

A person ceases to be a member of the Association if the person

- (a) Dies;
- (b) Resigns that membership;
- (c) Is expelled from the Association; or
- (d) Fails to pay the annual membership fee within 3 months after the fee is due.

7. MEMBERSHIP ENTITLEMENTS ARE NOT TRANSFERABLE

A right, privilege or obligation that a person has by reason of being a member of the Association-

- (a) Is not capable of being transferred or transmitted to another person; and
- (b) Terminates upon cessation of the person's membership.

8 RESIGNATION OF MEMBERSHIP

- (1) A member of the Association who paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving notice (being not less than 1 month or not less than such period as the Committee may determine) in writing to the secretary of member's intent to resign, and upon the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of the Association ceases to hold membership pursuant to subclause (1) and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the registry of members recording the date on which the member ceased to be a member.

9 REGISTER OF MEMBERS

- (3) The secretary of the Association must establish and maintain a register of members of the Association specifying the name and postal or residential address and email address (if available) of each person who is a member of the Association together with the date on which the person became a member.
- (4) The register of members shall be kept at the principle place of administration of the Association and shall be open for inspection, free of charge, by any member of the Association at any reasonable hour.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send materials to the person, other than for:
 - (a) The purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association; or
 - (b) Any other purpose necessary to comply with a requirement of the Act or the Regulation.

10 FEES, SUBSCRIPTIONS, ETC.

- a. A member of the Association must, upon admission to membership, pay to the Association a fee of \$3.30 including GST.
- b. In addition to any amount payable by the member under subclause (1), a member of the Association must pay to the Association an annual membership fee of \$3.30 or, if some other amount deemed by the Committee, that other amount:
 - i. Except as provided by paragraph (b), before 1 July in each calendar year; or
 - ii. If the member becomes a member on or after 1 July in any calendar year- on becoming a member and before 1 July in each succeeding calendar year.

11 MEMBERS' LIABILITIES

The liability of a member of the Association to contribute toward the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by clause 10.

12 RESOLUTION OF DISPUTES

- a. A dispute between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- b. If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- c. The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

13 DISCIPLINING OF MEMBERS

- a. A complaint may be made to the Committee by any person that a member of the Association:
 - i. Has refused or neglected to comply with a provision or provisions of this constitution; or
 - ii. Has wilfully acted in a manner prejudicial to the interests of the Association.
- b. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- c. If the Committee decides to deal with the complaint, the Committee:
 - i. Must cause notice of the complaint to be served on the member concerned; and
 - ii. Must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaints; and
 - iii. Must take into consideration any submissions made by the member in connection with the complaint.
- d. The Committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- e. If the Committee expels or suspends the member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under clause 14.
- f. The expulsion or suspension does not take effect:
 - i. Until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - ii. If within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under clause 14, whichever is the later.

14 RIGHT OF APPEAL OF A DISCIPLINED MEMBER

1 Any member may appeal to the Association in a general meeting against a resolution of the Committee, which is confirmed under clause 13, within 7 days after notice of the resolution is

served on the member by lodging with the secretary a notice to that effect.

2. The notice may, but need not, be accompanied by a statement of the ground on which the member intends to reply for the purposes of the appeal.
3. Upon receipt of a notice from a member, that of subclause (1), the secretary must notify the Committee, which shall convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.
4. At a general meeting of the Association convened under subclause (3)

(a) No business other than the question of the appeal shall be transacted;

(b) The Committee and the member shall be given the opportunity to state their respective cases orally or in writing or both; and

(c) The members present shall vote by secret ballot on the question of whether the resolution should be revoked.

5. The appeal is to be determined by a simple majority of votes cast by members of the Association.

PART 3- THE COMMITTEE

5 POWERS OF THE COMMITTEE

The Committee shall be called the Committee of Management of the Association and, subject to the Act, the Regulation, this constitution and any resolution passed by the Association in a general meeting, the Committee:

- (a) Shall control and manage the affairs of the Association, and
- (b) May exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association, and
- (c) Has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

6 COMPOSITION AND MEMBERSHIP OF THE COMMITTEE

- a. The Committee shall consist of-
 - (a) The office bearers of the Association; and
 - (b) 8 ordinary members, each of whom shall be elected at the Annual General Meeting of the Association pursuant to clause 17, not including life members as per clause 18(8).
- b. The office bearers of the Association shall be-
 - (a) The President;
 - (b) The Vice-president;
 - (c) The Treasurer; and
 - (d) The Secretary.
- c. Each member of the Committee shall, subject to these rules, hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- d. In the event of a casual vacancy occurring in the membership of the Committee, the

Committee may appoint a member of the Association to fill the vacancy and the appointed member shall hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of appointment.

7 ELECTION OF COMMITTEE MEMBERS

- a. Nomination of candidates for election as office-bearers of the Association or as ordinary members of the Committee:
 - (a) Must be made in writing signed by two members of the Association and accompanied by a written consent of the candidate (which may be endorsed on the form of nomination Appendix 2); and
 - (b) Must be delivered to the secretary of the Association not less than 7 days before the date fixed for the holding of the Annual General Meeting the election is to take place.
 - b. If insufficient nominations are received to fill vacancies on the Committee, the candidates' nominations will be deemed to be elected and further nominations will be received at the Annual General Meeting.
 - c. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed elected.
 - d. If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
 - e. The ballot for the election of office-bearers and the ordinary members of the Committee shall be conducted at the Annual General Meeting in such a manner as the Committee may direct.
- f. A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.
 - g. A person nominated as a candidate for election as an office-bearer or as an ordinary Committee member of the Association must be a member of the Association.
 - h. Paid staff of the Association are ineligible to be elected to the Management Committee of the Association.

8 LIFE MEMBERS

- a. Persons who have given outstanding service to the community through the Chester Hill Neighbourhood Centre and who have substantially benefited the Centre over a number of years may be recognised by the award of life membership of Chester Hill Neighbourhood Centre.
- b. Nominations for life membership shall be made at a meeting of the Management Committee and shall be approved by unanimous vote of that Committee at a meeting called specifically for that purpose.
- c. The award shall be made at the next Annual General Meeting of the Association and will take the form of a Life Membership Certificate.
- d. Life members shall be exempted from paying membership fees from the date of the award.
 - e. Life members shall be held by no more than 4 living persons at any one time and such life members shall retain the honour until
 - (a) Death; or
 - (b) Permanent removal from the district.
 - f. Life membership shall not preclude the holder of being elected to any

position on the Management Committee or attending or voting at all regular meetings of that Committee.

- g. The names of life members together with the year of the award, shall be noted in the Annual Report.
- h. A Life Member will become a full member of the Management Committee.

9 PRESIDENT

- a. The duty of the president of the Association is to ensure that
 - (a) All meetings of the Management Committee are chaired appropriately in accordance with this constitution;
 - (b) Representation is made to various interested parties in the community so as to present the work and needs of this Association clearly;
 - (c) The Management Committee maintains an active role in the administration of the Association; and
 - (d) Proper liaison exists between the Management Committee and the people employed by the Committee.

10 SECRETARY

- a. The secretary of the Association shall, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- b. It is the duty of the secretary to keep minutes of:
 - (a) All appointments of office-bearers and members of the Committee, and
 - (b) The names of members of the Committee present at a Committee meeting or general meeting, and
 - (c) All proceedings at Committee meetings and general meetings
- c. Minutes of proceedings must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

11 TREASURER

- a. It is the duty of the Treasurer to ensure that-
 - (a) All money due to the Association is collected and received and that all payments authorised by the Association are made, and
 - (b) Correct books and accounts are kept showing the financial affairs of the Association including full details of all receipts and expenditure connected with the activities of the Association.

12 CASUAL VACANCIES

- a. In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the Annual

General Meeting next following the date of the appointment.

(b) For the purpose of this constitution, a casual vacancy in the office of a member of Committee occurs if the member

- (c) Dies;
- (d) Ceases to be a member of the Association;
- (e) Becomes an insolvent under the administration within the meaning of *Corporations Act 2001* of the Commonwealth;
- (f) Resigns office by notice in writing given to the secretary;
- (g) Is removed from office under clause 24;
- (h) Becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
- (i) Is absent without the consent of the Committee for four consecutive meetings of the Committee;
- (j) Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than three months; or
- (k) Is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

8. REMOVAL OF COMMITTEE MEMBERS

- (1) The Association in a general meeting may by resolution remove any member of the Committee from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until expiration of the term of office of the member so removed.
- (2) If a member of the Committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the secretary or the president may send a copy of the representations to each member of the Association to be read out at the meeting at which the resolution is considered.

9. COMMITTEE MEETINGS AND QUORUM

- (1) The Committee must meet each month during each calendar year, except January and December.
 - (a) During the December/January period a sub-Committee of any three of the four office bearers of the Association will meet as a Quorum to transact urgent business arising.
- (2) Additional meetings of the Committee may be convened by the president or by any member of the Committee.
- (3) Oral, written notice, or electronic transmission to an email address, of a meeting of the Committee shall be given by the secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business that the Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any five members of the Committee constitute a quorum for the transaction of the business of the meeting of the Committee.

- (6) No business shall be transacted by the Committee unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting stands adjourned to a time and place determined by the secretary in consultation with the members present.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- (8) At the meeting of the Committee-
 - (a) The president or, in the president's absence, the vice-president shall preside, or
 - (b) If the president and vice-president are absent or unwilling to act as such one of the remaining members present at the meeting shall preside.

10. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- (1) The Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such member or members of the Association as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than
 - (a) This power of delegation; and
 - (b) A function that is a duty imposed on the Committee by the Act or by any other law.
- (2) A function of the exercise of which has been delegated to a sub-Committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-Committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, the subject, or as to time or circumstances may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this clause, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by the sub-Committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-Committee may meet and adjourn as it thinks proper.

11. VOTING AND DECISIONS

- (1) Questions arising at a meeting of the Committee or any sub-Committee appointed by the Committee shall be determined by the majority of votes.
- (2) Each member present at a meeting of the Committee or of the sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of any equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 24(5), the Committee may act notwithstanding any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered by the Committee or by the sub-Committee appointed by the Committee, is valid and effectual

despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.

PART 4- GENERAL MEETINGS

12. ANNUAL GENERAL MEETINGS- HOLDING OF

The Association shall, at least once every calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an Annual General Meeting of its members.

13. ANNUAL GENERAL MEETINGS- CALLING OF AND BUSSINESS AT

- (1) The Annual General Meeting of the Association is, subject to the Act and to clause 27, to be convened on such date and at such place and time as the Committee thinks fit.
- (2) In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting is to include the following;
 - (a) To confirm the minutes of the last preceding Annual General Meeting and of any special general meeting held since that meeting;
 - (b) To receive from the Committee reports upon the activities of the Association during the last preceding financial year;
 - (c) To elect office-bearers of the Association and ordinary members of the Committee; and
 - (d) To receive and consider any financial statement or report required to be submitted to the members under the Act.
- (3) An Annual General Meeting shall be specified as such in the notice convening it.

14. SPECIAL GENERAL MEETINGS- CALLING OF

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) The Committee must on the requisition in writing of at least 5 per cent of the total numbers of members, convene a special general meeting of the Association
- (3) A requisition of members for a special general meeting-may be in electronic form
 - (a) Must state the purpose or purposes of the meeting;
 - (b) Must be signed by members making the requisitions; signatures may be transmitted and requisitions lodged by electronic means.
 - (c) Must be lodged with the secretary; and
 - (d) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Committee fails to convene a special general meeting to be held within 1 month after the date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as early as is practicable in the same manner as general meetings are convened by the Committee. Any member who incurs expenses is entitled to be reimbursed by the Association for any expenses so incurred

15. NOTICE

- (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, as least 14 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post or electronically ie email, to each member at the member's address appearing in the register of members, a notice specifying the place, date, time and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the manner provided in subclause (1) specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted, except in the case of an Annual General Meeting, business which may be transacted under clause 28 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member. A special resolution must be passed in accordance with Section 39 of the Act.

16. QUORUM FOR GENERAL MEETINGS

- (1) No item of business shall be transacted at a general meeting unless a quorum of members entitled under this constitution to vote are present during the time the meeting is considering that item. See Definition Page 5
- (2) Five members present in person or virtually (see 39) (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction 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;
 - (a) The meeting if convened upon the requisition of members shall be dissolved
 - (b) In any other case the meeting will stand adjourned to the same day in the following week and same time (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated 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 a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present being (not less than three) shall constitute a quorum.

17. PRESIDING MEMBER

- (1) The president or, in the president's absence, the vice-president shall preside as chairman at each general meeting of the Association.
- (2) If the president or vice-president are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

18. ADJOURNMENT

- (1) The chairperson of a general meeting at which quorum is present may, with the consent of the majority of the members present at the meeting, adjourn the meeting from time to time and

place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

- (2) Where a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided for in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

19. MAKING DECISIONS

- (1) A question arising at a general meeting of the Association is to be determined by either
 - (a) A show of hands, or
 - (b) If on the motion of the chairperson or if five or more members present at the meeting decide that the question should be determined by a written ballot- a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a majority or lost, or 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.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

20. SPECIAL RESOLUTION

A resolution of the Association is a special resolution if:

- (a) It is passed by a majority, of such members of the Association as, being entitled under this constitution to do so, vote in person at a general meeting, of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this constitution.
- (b) A special resolution may only be passed by the Association in accordance with section 39 of the Act
- (c) Where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a), the resolution is passed in a manner specified by the Commission.

21. VOTING

- (1) Upon any question at a general meeting of the Association a member has one vote only.
- (2) All votes shall be given personally
- (3) In case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member is not entitled to vote at any general meeting of the Association unless all money due and payable by the member to the Association has been paid, other than the amount of the annual subscription payable in respect of the current year.
- (5) A member is not entitled to vote at any general meeting of the Association if the member is under 18 years of age.

22. PROXY VOTES NOT PERMITTED

Proxy voting must not be undertaken at or in respect of a general meeting.

Note: Schedule 1 of the Act provides that an Association's constitution is to address whether members of the Association are entitled to vote by proxy at general meetings.

23. POSTAL BALLOTS

- (1) The Association may hold a postal or electronic ballot to determine any issue or proposal (other than an appeal under clause 14)
- (2) A postal ballot is to be conducted in accordance with Schedule 3 of the Regulation.

39. USE OF TECHNOLOGY AT GENERAL MEETINGS.

- (1) A General Meeting may be held at two or more venues using any technology approved by the committee that gives each of the association's members a reasonable opportunity to participate.
- (2) A member of the association who participates in a general meeting using technology is to be taken to be present at the meeting and if the member votes at the meeting, is taken to have voted in person

PART 5- MISCELLANEOUS

40 INSURANCE

- (3) The Association must effect and maintain insurance pursuant to section 44 of the Act
- (4) In addition to the insurance required under subclause (1), the Association may effect and maintain other insurance.

41 FUNDS- SOURCE

- a. The funds of the Association are to be derived from annual subscriptions of members, donations and, subject to any resolution passed by the Association in a general meeting, such other sources as the Committee determines.
- b. All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank, or other authorised deposit-taking institution account.
- c. The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

42 FUNDS- MANAGEMENT

- a. Association is Non-Profit. Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members. Note, section 5 of the Act defines pecuniary gain for the purpose of this clause,
- b. All cheques, EFT's bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the Committee or employees of the Association, being members or employees who are authorised to do so by the Committee.

43 CHANGE OF NAME, OBJECTS AND CONSTITUTION

An application to the Director-General for registration of a change in the Association's name, objects or constitution in accordance with section 10 of the Act is to be made by the Secretary or a Committee member.

44 CUSTODY OF BOOKS, ETC.

Except as otherwise provided by this constitution, the Secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

45 INSPECTION OF BOOKS, ETC.

- a. The following documents must be open to inspection, free of charge, by a member of the Association at any reasonable hour:
 - i. Records, books and other financial documents of the Association,
 - ii. This constitution,
 - iii. Minutes of all Committee meetings and general meetings of the Association.
- b. A member of the Association may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.

46 SERVICE OF NOTICES

- a. For the purpose of this constitution, a notice may be served by or on behalf of the Association upon any member either personally or by sending it by post or a form of electronic transmission to the member at the member's address shown in the register of members.
- b. Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purpose at the time at which the letter would have been delivered in the ordinary course of post.
- c. In the case of a notice sent by facsimile transmission or some other form of electronic transmission, it will be deemed on the date it was sent, or if the machine from which it was sent produces a report indicating that the notice was sent on a later date, on that date.

47 FINANCIAL YEAR

The financial year of the Association is each period twelve months commencing on 1 July and ending on the following 30 June.

Note: Schedule 1 of the Act provides that an Association's constitution is to address the Association's financial year.

48 SURPLUS PROPERTY

- a. At the first general meeting of the Association, the Association must pass a special resolution nominating an Incorporated Association in which to vest its surplus property pursuant to section 53.2 of the Act in the event of the winding up or cancellation of the incorporation of the Association.
- b. The Incorporated Association so nominated must be one that fulfils the

requirements specified in section 53.2 a-c of the Act.

- c. The nominated Association of 48(1) must be an Association which:
 - i. Has objects substantially similar to those of Chester Hill Neighbourhood Centre Inc. and is registered or exempted under the provisions of the *Charitable Collections Act 1934*.
 - ii. Is not carried on for the object of trading or securing pecuniary gain for its members.
 - iii. Has provision in its constitution requiring the property of that Association to be distributed upon dissolution of that Association to another Association which firstly has objects similar to those of the Chester Hill Neighbourhood Centre Inc. and secondly is not carried on for the object of trading or securing pecuniary gain for its members.
- d. Unexpended government grants must not form part of surplus property and all unexpended government grants shall be refunded to the appropriate body with a proper account for expenditure to the date of refund and all necessary documentation and paper work must also be returned to that body.

49 AUDIT AND AUDITORS

- a. The Auditor appointed at an Annual General Meeting will hold that office until the next Annual General Meeting. The Management Committee must fill a casual vacancy for the position of auditor.
- b. Notice of the nomination of any person other than a retiring auditor for appointment as auditor must be given to members not less than fourteen days before the Annual General Meeting at which the appointment is to be made.
- c. A person will not be appointed to act as auditor of the Association if they are an office bearer, staff member or a Committee member of the Association.

PART 6- ADDITIONAL RULES APPLICABLE TO CHARITIES

50 APPLICATION OF PART

This part applies where the Association is registered under or is exempted from registration by or under the *Charitable Collections Act 1934*.

51 PAYMENT, ETC., OF OFFICE BEARERS AND MEMBERS

A member of the Committee must not be appointed to any salaried office of the Association or any office of the Association paid by fees, and no remuneration or other benefit money or money's worth will be given by the Association to any member of the Committee, except-

- (a) Repayment of out of pocket expenses
- (b) Interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the Association's bankers for money lent to the Associations; and
- (c) Reasonable and proper rent for premises let to the Association.

52 VACATION OF OFFICE

Without limiting the operation of clause 16(3), the office of a member of the Committee will become vacant if-

- (a) The member holds an office of profit in the Association
- (b) The member is directly or indirectly interested in any contract or proposed contract with the Association.

53 NOTIFICATION OF PROPOSED ALTERATION OF CLAUSES APPLICABLE TO CHARITIES

- a. A proposed alteration of the clauses or these statement of objects of the Association shall be notified to the Minister administrating the Charitable Collections Act 1934 in the manner required by the regulations under that Act.
- b. This constitution may be amended at an Annual General Meeting or special/general meeting of the Chester Hill Neighbourhood Centre Inc. at which due notice of the proposed amendments has been given.
- c. This constitution must be amended on the vote of a majority of persons attending and eligible to vote at the meeting.

54 COMPLIANCE WITH *CHARITABLE COLLECTIONS ACT 1934*

- a. The Association must comply with such of the provisions of the Charitable Collections Act 1934 the regulations there under as are applicable to it.
- b. This constitution replaces earlier amendments and additions and was formalised on September 19th 2014 at the Annual General Meeting.

55 APPENDIX

- 1: Application for Membership
- 2: Nomination for Management Committee Membership



APPLICATION FOR MEMBERSHIP

I,
(Your full name)

of..... and Email.....
(Your full address)

Phone No:

I hereby apply to become a member of the Management Committee of Chester Hill Neighbourhood Centre Inc.

I agree with and will support and further the aims and objectives of the organisation.

.....
Signature of applicant Date

I,.....(full name) a member of the association, nominate the applicant who is personally known to me, for membership of the association.

.....
Signature of nominator Date

I,(Full name) a member of the association, second the nomination of the applicant, who is personally known to me, for membership of the association.

.....
Signature of seconder Date

Membership effective as at..... (Date)

Fees paid: \$ (Date)



NOMINATION
FOR MANAGEMENT COMMITTEE MEMBERSHIP

I, Ph. No

(your full name)

of.....and email.....

(your full address)

hereby give notice of my acceptance of the nomination for membership of the Management Committee of the Chester Hill Neighbourhood Centre Inc. for the position of

Ordinary Member

Office Bearer.....(specify)

I agree with and will support and further the aims and objectives of the organisation.

.....

Signature of nominee

.....

Date

.....

Name of nominator. A member of the Association

.....

Signature of nominator

.....

Date

.....

Signature of seconder . A member of the Association

.....

Date

Membership status: Current Yes / No
Financial Yes / No

Elected / appointed to Management Committee at

A Regular meeting of the Committee held on (Date)

At the Annual General Meeting of the organisation held on.....(Date)