

Lodge: the office of the
Commissioner for
Consumer Protection

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CONSTITUTION
of the
SWAN COMMUNITY CHOIR
(INC)

December 2008.

GUILDFORD WA 6055.

This is the annexure of 5 page(s)
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Signed by me and dated 25/6/09

Signature(s)

Anna Wright

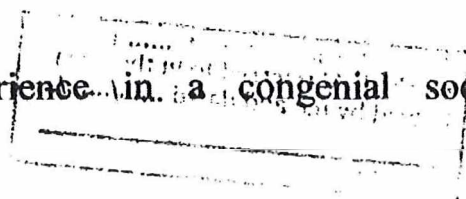
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CONSTITUTION of the SWAN COMMUNITY CHOIR (Inc)

1. **NAME**
 - 1.1 The name of the association shall be the Swan Community Choir (Inc) and it shall hereafter be referred to as the "Association"
2. **OBJECTS**
 - 2.1 To gain singing experience in a congenial social atmosphere



- 2.2 To provide an educational programme for members to enhance their understanding and appreciation of singing.
- 2.3 To develop a choir that can perform to a high standard of singing, both for members' enjoyment and public appreciation
- 2.4 To do all such things and acts conducive to the furtherance of the objects of the Association

3. MEMBERSHIP

- 3.1 Any person may be considered for membership
- 3.2 Any person seeking membership shall apply in writing to the Management Committee
- 3.3 Each person admitted to membership shall:
 - 3.3.1 be bound by the Constitution and Rules of the Association
 - 3.3.2 become liable for such subscription, fees and levies as may be fixed by the Association.
- 3.4 An up-to-date register of all members and their addresses must be kept and maintained at the Secretary's place of residence, and the register will be freely available for inspection at the request of any member.

4. MEMBERSHIP YEAR

- 4.1 The membership year shall be from 1 January to 31 December

5. MEMBERSHIP

Any person who is a financial member of the Association is entitled to hold any office and enjoy the privileges of the Association. A member may at any reasonable time inspect the records and documents of the Association.

6. SUBSCRIPTION

- 6.1 The annual subscription is:
 - 6.1.1 set annually by the Management Committee
 - 6.1.2 payable in the manner, and at periods prescribed by the Management Committee
- 6.2 A person who has not paid the whole or a part of the annual subscription (as the case may be) by the due date for such payment is not a financial member and is not entitled to the benefits and privileges of membership.

7. RESIGNATION

- 7.1 Any member may resign from the Association. Such resignation must be in writing. Such resignation shall be accepted provided that all monies due have been paid
- 7.2 Any person ceasing to be a member is not entitled to a refund of any part of the annual subscription, or fees or levies or any part thereof, excepting the music deposit, providing all music has been returned

8. SUSPENSION AND EXPULSION

- 8.1 The Management Committee shall have the power to suspend or expel any member whose conduct in the opinion of the Committee is detrimental to the Association
- 8.2 Any member who is suspended or expelled shall have the right to appeal against his/her suspension or expulsion by presenting his/her case to a General Meeting called for such purpose. A General Meeting to consider and deal with the appeal shall be called within 21 days of such lodgement. The decision of the General Meeting shall be final
- 8.3 Voting at a General Meeting on matters of suspension or expulsion shall be by secret ballot and require a two thirds majority to overturn the Committee's decision

9. MANAGEMENT COMMITTEE

- 9.1 Management of the Association shall be vested in the Management Committee elected by the members at the Annual General Meeting and consisting of:
 - Chairperson)
 - Deputy Chairperson) this group comprising
 - Secretary) the Executive
 - Treasurer)
 - Committee Members (minimum 2)
- 9.2 No person shall hold more than one position on the Management Committee at any one time. A person shall cease to be a member of the Management Committee at the conclusion of the Annual General Meeting which follows his/her election and he/she will be eligible for re-election
- 9.3 A person may hold the position of Chairperson for more than two consecutive terms subject to the discretion of the

Management Committee whose approval must be obtained prior to each Annual General Meeting at which the member seeks re-election as Chairperson.

9.4 A member of the Management Committee may lose his/her seat on the Committee for either of the following:

- Absence from three consecutive meetings without leave of absence
- Found not to be a financial member

10 POWERS OF THE MANAGEMENT COMMITTEE

The Management Committee shall carry out the day to day running of the Association and shall have the power to:

- 10.1 administer the finances, appoint bankers and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account
- 10.2 fix the manner in which such banking accounts shall be operated, providing all payments are passed by the Management Committee
- 10.3 recommend subscriptions payable by members and such levies and fees as is deemed necessary and advisable, and to enforce payment thereof
- 10.4 adjudicate on all matters brought before it which in any affect the Association
- 10.5 further the objects of the Association, appoint conductor/s, accompanist/s or other persons on any reasonable terms and conditions, including without limitation the establishment, monitoring, maintenance and review of the parameters of authority and responsibility of such appointees
- 10.6 cause Minutes to be made of all proceedings at meetings of the Management Committee and General Meetings of members
- 10.7 make, amend and rescind rules, subject to approval of a General Meeting
- 10.8 form and appoint any sub-committee as required
- 10.9 appoint a successor for any vacancy which may occur subject to approval of a General Meeting.

11.0 GENERAL MEETINGS

11.1.1 ANNUAL GENERAL MEETING

The Annual General Meeting must be held within four months of 31 December

11.1.2 The Secretary shall give at least 21 days notice of the date of the Annual General Meeting

11.1.3 All financial members may attend the Annual General Meeting

11.1.4 The quorum at the Annual General Meeting shall be a minimum of 30% of financial members. If at the end of 30 minutes after the time appointed for the opening of the meeting there be no quorum, the meeting shall stand and adjourn for one week. If at such meeting there is no quorum, those members present shall be competent to discharge the business of the meeting

11.1.5 The agenda for the Annual General Meeting shall be:

Attendance and Apologies

Confirmation of Minutes of Previous AGM

Chairperson's Annual Report

Treasurer's Annual Financial Statement

Election of New Executive

Appointment of Auditor

Determination of Annual Subscription

Notice/s of Motion

General Business

11.2 GENERAL MEETINGS

11.2.1 Special General Meetings must be called by written notice to the Secretary, clearly specifying the business to be dealt with, and may be called by the Management Committee, or the Chairperson and Secretary, or any 15% of ordinary members of the Association and must be held within 28 days of such notice

11.2.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting. Notice of General Meetings shall set out clearly the business for which the Meeting has been

called. No other business shall be dealt with at a General Meeting

- 11.2.3 The quorum at the General Meeting shall be a minimum of 30% of members. If a quorum is not found, the meeting shall lapse

12.0 VOTING

- 12.1 Except for the voting specified in clauses 8.3, 18.4 and 23, voting on all resolutions shall be a simple majority of those financial members present and by a show of hands
- 12.2 If there is an equality of votes cast, the chairperson shall have a second or casting vote in addition to a deliberative vote

13.0 CHAIRING OF THE MEETING

- 13.1 The Chairperson of the Association shall be the chairperson at all General Meetings. Should he or she not be present, then the Deputy Chairperson shall take the chair, and if there is no Deputy Chairperson present, the members shall elect any other committee member to take the chair
- 13.2 At all meetings the chairperson's decision on points of order shall be final

14.0 ADJOURNMENT

The chairperson may, with the consent of the meeting, adjourn any meeting from time to time, but no business shall be transacted at a reconvened meeting other than the business left unfinished at the adjourned meeting

15.0 VACANCY

The Management Committee may act notwithstanding any vacancy in its body

16.0 MEETINGS OF MANAGEMENT COMMITTEE

- 16.1 The Management Committee shall meet as often as may be required to conduct the business of the Association.
- 16.2 The Chairperson or Secretary or one half of the Committee members shall have the power to call a meeting of the Management Committee
- 16.3 The Chairperson shall take the chair at all Management Committee meetings, or in his/her absence, then the Deputy Chairperson. If neither the Chairperson nor

Deputy Chairperson is present, the Management Committee shall elect one of its numbers to take the chair.

16.4 Questions arising at the meeting shall be decided by a majority of votes and in any case of equality of votes, the chairperson shall have a casting vote in addition to a deliberative vote.

16.5 All acts or decisions done or made by any meeting of the Management Committee or any member thereof shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such member or all or any members of the Management Committee, be as valid and effective as if they had all been properly appointed, unless it is proved that the appointment was made in fraud or bad faith.

16.6 The quorum for Management Committee meetings shall be one half plus one of the elected members.

16.7 All notices of the Management Committee meetings shall be in writing and posted or handed to members of the Management Committee.

16.8 The accidental omission to give any member, or the non-receipt by any member of any notice required by this constitution, shall not invalidate or affect any proceedings at such meeting.

17.0 SUB-COMMITTEES

The Management Committee shall have the power to delegate any of its powers to a Sub-Committee to deal with any particular matter or matters and upon such terms as the Management Committee may think fit. The Chairperson and/or Secretary shall be ex-officio members at such sub-committee meetings.

18.0 ELECTION OF MANAGEMENT COMMITTEE

18.1 Nomination for each candidate for election shall be proposed and seconded by two members

18.2 Such nominations shall be:

18.2.1 submitted in writing to the Returning Officer
7 days prior to the Annual General Meeting

18.2.2 failing sufficient written nominations as
provided in 18.2.1 nominations from the floor at the
Annual General Meeting shall be accepted.

18.3 Contested offices shall be subjected to a show of hands at the Annual General Meeting of the members present and voting thereon.

18.4 The voting system shall be First Past the Post

18.5 18.5 No ballot shall be required when the number of candidates nominated for each office does not exceed the number of vacancies and they shall be declared duly elected.

18.6 No person shall be eligible for election unless he or she is a financial member of the Association

19.0 SECRETARY

19.1 The Secretary shall carry out his or her duties under the direction of the Management Committee and keep a record of all meetings, attend to correspondence, issue notices for meetings, keep records, keep an up to date register of members and carry out such duties as the Management Committee may from time to time direct.

19.2 The Secretary shall have custody of all books, documents, records and registers of the Association, unless otherwise resolved by the members at a general meeting.

20.0 TREASURER

20.1 The Treasurer shall receive all monies payable to the Association and give receipts for same. All monies so received shall be paid into the banking account of the Association

20.2 The Treasurer shall present at each General Meeting a financial statement of the Association and shall keep proper books of account of all monies received and disbursed and generally perform all such duties as directed by the Management Committee from time to time

20.3 The Treasurer shall present a statement of the Association's current financial position at each monthly meeting of the Management Committee.

20.4 Unless the members resolve otherwise at a general meeting, the Treasurer shall have custody of all securities, books and documents of a financial nature and accounting records of the Association.

21.0 FINANCE

- 21.1 The Association's financial year commences on January 1 and concludes on December 31
- 21.2 All monies of the Association shall be paid into an account of the Association, and operated by the Treasurer as trustee for the Association, at such bank as the Management Committee may from time to time approve
- 21.3 No money shall be drawn from the Association's accounts save by cheque signed by two signatories and approved by the Management Committee
- 21.4 The bank signatories shall be the Treasurer and any one (1) from:
- Chairperson
 - Deputy Chairperson
 - Secretary
- 21.5 The books, accounts and property register of the Association shall be audited annually by an Auditor appointed the Annual General Meeting
- 21.6 The Auditor shall be elected in the same way and for the same term as the Management Committee, specified in clause 18.0

22.0 INSPECTION OF RECORDS OF ASSOCIATION

A member may at any reasonable time, subject to reasonable prior notice, inspect without charge, the books, documents, records and securities of the Association

23.0 PROPERTY, ASSETS AND INCOME

The property, assets and income of the Association, however derived, shall be applied towards the promotion of the objects of the Association, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to members generally of the Association

24.0 WINDING UP

- 24.1 A General Meeting called for the purpose may, by a Special Resolution, resolve to dissolve the Association. If such resolution is confirmed by a 75% majority of the Association membership at a subsequent General Meeting held not less than 21 days or more than 30 days hereafter, then the Association shall be deemed to be dissolved.

24.2 If on winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association, and the costs and expenses of that wind up, that property shall be distributed:

24.2.1 to another incorporated association having objects similar to those of the Association and which is a non-profit organisation, or

24.2.2 for charitable purposes, which incorporated association or purposes as the case requires, shall be determined by resolution of the members

24.3 No member may benefit directly or indirectly from any portion of the surplus assets distributed

25.0 AMENDMENTS TO THE CONSTITUTION

25.1 No amendments shall be made to the Constitution except at the Annual General Meeting, or at a Special General Meeting called for that purpose. Notice in writing of all motions to amend the Constitution shall be given to members at least 21 days prior to the meeting

25.2 Such motions, or any part thereof, shall require a 75% majority of those present and entitled to vote to have effect

25.3 Within one month of the passing of the Special Resolution, the Secretary shall notify the Ministry of Fair Trading of the amendment

26.0 COMMON SEAL

The common seal of the Association shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the Management Committee and in the presence of at least the Chairperson and two members of the Management Committee, both of whom shall subscribe their names as witnesses

