

# Constitution

## **NORWOOD RESIDENTS ASSOCIATION INC.**

### **FOUNDATION CONSTITUTION ADOPTED 2/5/2000**

#### **1. Name**

The Name of this Association shall be the “Norwood Residents Association Inc.” otherwise known in this Constitution as “the Association”.

#### **2 Objects**

As an Association of residents our objectives shall be:

- a. To organise an effective association to represent and act on behalf of residents of Norwood to improve the living conditions, community and amenity of Norwood.
- b. To organise and make representation to the local Council, State Government and any other relevant bodies concerning the issues that affect the conditions, amenity and community of Norwood.
- c. To publicly promote the Association as the constituted organisation representing the interests of Norwood Residents.
- d. To organise and conduct social and other events and activities for the residents of Norwood and any other interested people.
- e. To manage the affairs of the Association through a duly constituted Management Committee in a responsible and efficient way including establishing appropriate control and accounts for all finances and any goods purchased and/or maintained by the Association.
- f. To abstain from partisan endorsement of any candidate during Council, State or Federal elections.
- g. To encourage Councillors and other elected representatives, and election candidates to discuss their views at information forums or general meetings convened by the Association for the benefit of residents.
- h. To do all such other things as may be incidental to achieving the objects set out above.

#### **3. Powers**

The Association shall have all the powers conferred by Section 25 of the Associations Incorporations Act, 1985.

#### **4. Membership**

- a. Members of the Association shall be people who wish to be a member and accept the objectives of the Association, are residents of Norwood and have paid the membership fee set by the Association.
- b. People who are not Norwood residents, but represent Norwood-based organisations that accept the objectives in this Constitution, may be granted Associate Membership by the Management Committee or by vote at an Association general meeting. Associate Members shall have no voting rights, and may not hold office in the Association.
- c. Members are entitled to make written submission or speak at any meeting of the Association concerning local issues or the affairs of the Association and such matters raised by a member must be considered at this meeting or the next Management Committee of the Association.
- d. Membership may be suspended by a vote for suspension supported by not less than two-thirds of members attending a Management Committee or General Meeting of the Association. This suspension to continue until the next meeting of the body that endorsed the suspension.
- e. Any suspended member may request in writing to the Management Committee that their suspension be reconsidered at a General Meeting of the Association to be called for that purpose within a month with no less than two weeks public notice to members of the meeting details.
- f. Membership shall be on an annual renewal basis based on the financial year and shall cease by resignation in writing or failure to renew membership with the appropriate payment within three months of its expiry.

#### **5. Management**

- a. Management of the Association shall be vested in a Management Committee (henceforth called "the Committee" in this Constitution) which shall comprise up to 12 members, including Office-bearers, nominated and if necessary, elected at the Annual General Meeting (AGM) of the Association.
- b. The Office-bearers of the Association shall be Association members and are appointed at the AGM by a process of nomination and election, which in the first case shall be for a President, Secretary and Treasurer. Further Office-bearers may be designated as required by a decision of a General Meeting or Committee meeting.
- c. The Committee shall meet as often as may be required, but not less than 10 times in each year, to conduct the business of the Association. All members are entitled to attend and speak at any Committee meeting.
- d. The Quorum required for a valid decision-making meeting of the Committee shall be half its current members.
- e. The President or any two other persons of the Committee shall have the power to call a

meeting of the Committee. Notice of such meeting shall be given to all current members either at the previous Committee meeting or by a notice in writing sent to their personal address at least seven days before the meeting. In an emergency this notice time can be reduced to 24 hours providing all current members are personally contacted and the emergency cause of the meeting is ratified by the meeting.

- f. An office-bearer or member of the Committee shall cease to hold office upon resignation in writing, suspension or absence from three consecutive meetings without provision of an explanation acceptable to a majority of the Committee.
- g. Vacancies unfilled at the AGM or arising from the resignation of office bearers or general members of the Committee may be filled by another Association member who after nomination, receives majority endorsement at a valid Committee meeting.
- h. The Committee may appoint sub-committees of members for specific purposes who shall report back to the Committee on their activity and meet as required or directed by the Committee.
- i. The Office-bearers together or separately may take whatever action is required to carry out the day to day affairs of the Association but shall report on any such actions at the Committee meeting.

## **6. General Meetings**

- a. An Annual General Meeting of the Association shall be held within 31 days of the end of the financial year which concludes on 30<sup>th</sup> of June. Written notice of this AGM must be given to all financial members of the Association at least fourteen days and no more than 28 days before the meeting.
- b. The business of the Annual General Meeting shall be:
  - i. to receive the President's report for the previous financial year
  - ii. To receive the Treasurer's report and financial statements for the previous financial year
  - iii. To elect or re-elect the members of the Committee
  - iv. To conduct any other business that is listed on the meeting agenda or raised by members attending the meeting
  - v. To set the Annual fees for Association membership
- c. The Association is to convene at least four General Meetings of members annually including the AGM.

## **7. Voting**

- a. Voting at all meetings of the Association shall be by show of hands unless a majority of members present vote for secret ballot or the vote is for election to any Association position where secret ballot shall be used.
- b. Non-financial members of the Association may not vote at Association meetings.
- c. An affirmative vote, unless otherwise specified herein, shall require a simple numerical majority of Members present and voting. Members are entitled to abstain from voting at any time.

## **8. President**

- a. The President shall keep the common seal of the Association, which shall be affixed only by resolution of the Committee or a General Meeting in the presence of at least one other Association Office-bearer.
- b. The President at any meeting shall have a casting as well as a deliberative vote on any motion under consideration.
- c. The President shall chair all meetings of the Association unless they are absent or request not to do so when another member may be chosen by the majority of members present to act as President for that meeting.
- d. The President in conjunction with the Secretary shall prepare the agenda for Committee and General Meetings.
- e. The President shall decide on all matters of order at meetings and shall act as Association spokesperson unless another member is designated to this task by a majority decision of the Committee.

## **9. Treasurer**

- a. The Treasurer shall be responsible for establishing and maintaining appropriate accounts in the name of the Association for all its financial affairs. Payments shall be made from petty cash or by Association cheque signed by at least two designated members from no more than four designated for this task by the Committee.
- b. The Treasurer shall be responsible for preparation of the annual financial report on Association finance presented at each AGM.

## **10. Secretary**

- a. The Secretary shall cause records to be kept of the business of the Association including the Constitution and policies, record of members, register of minutes, meeting notices, correspondence and reports or other submissions prepared by or for the Association.
- b. Preparation of accurate minutes of Association meetings including all decisions endorsed by majority vote at such meetings. These minutes to be presented at the next Committee meeting for endorsement or alteration to produce an accurate record. Other members may assist the Secretary with this task.

**11. Amendment of this Constitution**

- a. This Constitution can be repealed, altered or amended by resolution of two-thirds of members present and voting at a General Meeting or the AGM if the proposed change has been circulated to members with the notices of the meeting.

**12. Finance**

- a. The funds and other property of the Association may only lawfully be used to promote the objects of the Association and shall not be paid or transferred to any member except as reimbursement for services or goods actually provided to meet this objective.

**13. Dissolution of the Association**

- a. Dissolution of the Association can only occur if a motion for that purpose is endorsed by two-thirds of current members, present at a valid special general meeting, where dissolution of the Association was listed as the primary purpose of the meeting, in all notices sent to members advising them of the date, time and place of the meeting.
- b. On dissolution all property of the Association after payment of debts or legal liabilities shall be transferred to any other body formed to meet similar objectives or established for charitable purposes in the Norwood community.

This the annexure marked "A" referred to in the statutory declaration of .....

Made on the .....day of.....2000

Before me.....

Justice of the Peace