

YANKALILLA DISTRICT RESIDENTS ASSOCIATION CONSTITUTION

1. NAME

The name of the Association shall be Yankalilla District Residents Association (hereinafter called the 'Association').

2. OBJECTS

2.1 The objects of the association shall be:

- (a) To promote the preservation and enhancement of the natural environment of the Yankalilla District, including in particular its foreshore and marine environment.
- (b) To help preserve and enhance the built environment of the district, including in particular its heritage buildings and small-town character, to the extent that this is consistent with object (a) above.
- (c) To promote and demonstrate respect for the Aboriginal traditional owners of the land, their culture and cultural landmarks.
- (d) To promote and enhance the social cohesion of the Yankalilla District community.
- (e) To promote and support projects that contribute to community sustainability.

2.2 To attain the objects set out in 2.1, the Association shall:

- (a) Form an independent body that can meet to discuss and inform the wider community about issues that are on the formal Council meeting agenda and that are being raised at other Council meetings.
- (b) Act as a conduit between the wider community and Council, and to make Council aware of the community's responses and views, with regard to specific projects and initiatives.
- (c) Endeavour to work constructively with the District Council of Yankalilla on progressing initiatives and projects that the wider community deems important to the lifestyle, environment and economic development of the community.

3. MEMBERSHIP

3.1 Members shall be natural persons who reside or own real property, or own and operate a business located in the Yankalilla Local Government District area, have applied for membership, have agreed to accept the objects of the Association, have agreed to be bound by the rules contained in this Constitution, and who have paid the prescribed annual membership fee.

3.2 Subscription fees for membership shall be such amount as the members may determine from time to time in a general meeting, payable annually at a time determined by the committee of office bearers.

3.3 Membership shall cease upon:

- 3.3.1 Receipt of resignation in writing delivered to any office bearer, or to the postal address or the email address maintained by the Association,
- 3.3.2 Failure to pay annual subscription fees after they have fallen due for more than three months,
- 3.3.3 Determination by the committee of office bearers to expel a member upon a charge of conduct contrary to the objects and interests of the Association. Such member may appeal and their membership may be reinstated only in the event that such expulsion is overturned by a majority of members in a general meeting.

3.4 A register of members shall be kept and maintained.

4. MANAGEMENT

4.1 Management of the Association, its funds and property shall be vested in a management committee of office bearers and four additional elected members appointed by members of the Association at its Annual General Meeting.

4.2 The management committee shall exercise the powers of the Association accorded by this Constitution and its objects, and by the *Associations Incorporation Act 1985*, (hereinafter referred to as *the Act*) and shall report to members at general meetings.

4.3 The office bearers of the association shall be comprised of a President, Vice President, Secretary and Treasurer who shall be elected by and from the members at the Association's Annual General Meeting.
One office bearer shall be appointed by the committee to be the Public Officer of the Association in accordance with *the Act*.

4.4 Four additional members of the Association shall be members of the management committee. They shall be nominated and elected by the members at the Annual General Meeting.

4.5 The management committee shall meet together at least six times each year for the dispatch of business, including the preparation of agendas for any general meetings.
A quorum of a committee shall consist of five members of the management committee, including two office bearers.

4.6 The position of an office bearer shall fall vacant upon:

- 4.6.1 Resignation in writing
- 4.6.2 Retirement at an Annual General Meeting
- 4.6.3 Cessation of membership of the Association
- 4.6.4 Disqualification under *the Act*, or permanent incapacitation by ill-health
- 4.6.5 Failure to attend three consecutive general meetings of the Association without explanation acceptable to the members in a general meeting

4.7 The management committee may appoint a person to fill a casual vacancy who shall hold office until the next Annual General Meeting of the Association.

4.8 At each Annual General Meeting, one half of the members of the committee of office bearers, being the longest serving since last retiring, shall retire. A retiring office bearer shall be eligible to stand for re-election without nomination. Other persons shall be eligible to stand for election if nominated by another member.

4.9 The members at a general meeting may appoint a sub-committee for specific purposes or projects. Such sub-committees shall include at least one office bearer and two members of the management committee and shall report to members at each general meeting while the sub-committee remains constituted.

5. OFFICE BEARERS

5.1 The President shall:

5.1.1 Chair all meetings at which they are present unless the President requests otherwise.

The President shall encourage full balanced participation in meetings by all members, shall encourage consensus decision-making where possible and shall decide on matters of order.

5.1.2 Have a personal deliberative vote and shall, in addition have a casting vote if votes are equal at any meeting

5.1.3 Act as a spokesperson for the Association

5.2 The Vice-President shall:

5.2.1 Chair all meetings in the absence of the President in accordance with clauses 5.1.1 and 5.1.3

5.2.2 Act as a spokesperson for the Association

5.3 The Treasurer shall:

- 5.3.1 Be responsible for the financial administration of the Association, including maintenance of books of accounts and provisions of financial reporting necessary to correctly record and explain the financial transactions and financial position of the Association;
- 5.3.2 Administer proper governance of the Association's financial transactions, including causing monies to be paid into an account authorised by and in the name of the Association;
- 5.3.3 Cause financial budgets and statements to be prepared where necessary and submit a financial report to each general meeting;
- 5.3.4 Prepare and present annual accounts to the Annual General Meeting. Such accounts may be subject to audit or external review if determined by the management committee or by a request in writing by not less than six members of the Association;
- 5.3.5 Cause records to be kept of all receipts and payments and other financial transactions, which records shall be available for inspection on notice by any member of the Association.

5.4

The secretary shall:

- 5.4.1 Give notice of meetings in accordance with the provisions of this Constitution, and record minutes of all meetings of the Association; and
- 5.4.2 Keep records of the Association including the constitution and policies, records and the register of members, a register of minutes of meetings and of notices, a file of correspondence, and records of submissions or reports made by or on behalf of the Association.

6. GENERAL MEETINGS

6.1 General meetings of the Association (including Annual General Meetings and Special General Meetings) are to be held not less than five times in each calendar year.

6.2 Written notice of not more than 28 days and not less than 14 days of general meetings shall be emailed to members at the email address provided by members to the Association. The notice shall set out where and when the meeting is to be held, and particulars of the nature and order of the business to be transacted.

6.3 A quorum at any meeting of members shall be 6 members or two-thirds of the membership, whichever is the lesser. If a quorum has not been reached within thirty minutes of the time appointed for the start of the meeting, the meeting shall lapse.

6.4 The President, and in their absence, the Vice President, shall preside as chairperson at any general meeting. If the chairperson is not present within ten minutes after the appointed time for the meeting to commence, or if they are unable or unwilling to take the chair, the members may choose another member of the management committee to be the chairperson of the meeting.

7 SPECIAL GENERAL MEETINGS

A special general meeting shall be called by the Secretary within 28 days of receipt of a request by the management committee, or a written request by not less than six members specifying the business to be conducted at the meeting.

If such a meeting is not convened within that period, the members requesting the meeting may convene the meeting and shall have access to the register of members for that purpose.

8. ANNUAL GENERAL MEETING

8.1 An Annual General Meeting shall be held once in each calendar year and not more than five months after the close of the financial year.

- 8.2 The business of the annual General Meeting shall be:
- 8.2.1 To confirm the minutes of the previous Annual General Meeting and any special general meeting held since that meeting
 - 8.2.2 To receive the President's report for the previous financial year;
 - 8.2.3 To receive the Treasurer's report and the financial statements for the previous financial year, together with the financial budget, if any, for the current financial year
 - 8.2.4 To elect office bearers and four additional members of the management committee
 - 8.2.5 To conduct any other business placed on the agenda.

9. VOTING

- 9.1 Members shall be entitled to one vote at any general meeting at which they are present.
- 9.2 The Association shall reach decisions by consensus where possible but where a consensus cannot be decided then voting shall be decided by a majority on a show of hands, except when:
- 9.2.1 Any contested election of an office bearer at an Annual General Meeting shall be resolved by secret ballot
 - 9.2.2 The meeting may, by show of hands, require any other vote to be by secret ballot
- 9.3 A member shall be entitled to appoint in writing another member of the Association to be their proxy and vote on their behalf in their absence at any general meeting or Annual General Meeting.

10. AMENDMENTS OF CONSTITUTION AND RULES

- 10.1 This Constitution may be repealed and replaced, or amended by resolution at a general meeting of not less than three-quarters of members present or by proxy, the notice for which shall have been given not less than twenty-one days prior and contain details of the proposed replacement rules, alteration or amendment and has been distributed to all members.
- 10.2 Rules for the administration of meetings or business may be made, repealed or amended by the members at a general meeting, the notice for which shall contain details of the proposed rules, or for their alteration or amendment and has been distributed to all members.

11. FINANCES AND PROPERTY

- 11.1 persons who, with appropriate authority, accept and incur any pecuniary liability on behalf of the Association shall be held indemnified against any personal loss in respect of such liability. Payments are to be made only upon authorisation by not less than two office bearers. Non-recurring expenditures greater than \$500 must be authorised in advance by the members at a general meeting.
- 11.2 The income, property and funds of the Association shall be used and applied solely towards the promotion of the objects and shall not be paid to transferred to members or relatives of members; provided that nothing herein contained shall prevent any appropriately authorised payment made in good faith to any person in return for services rendered or expenses incurred on behalf of the Association in furtherance of its objects.
- 11.3 On dissolution of all property, whether real or personal, remaining after payment of all debts and legal liabilities shall be transferred to such other body formed for promoting similar objectives or for charitable objectives as shall be approved by the members of the association in a general meeting, provided that:
- 11.3.1 The Association shall not be dissolved except by approval of not less than three quarters of the members present and voting at a meeting called for that purpose of which not less than twenty-eight days written notice of the proposed dissolution has been given to all members.