



Constitution

“Rules and by-laws of the Wilson Residents and Ratepayers’ Association Inc”

1 Name

The name of the Association is the Wilson Residents & Ratepayers’ Association Inc (hereinafter referred to as the “Association”).

2 Definitions

In these Rules unless, the contrary appears:

- “The Executive Committee” means the group of persons who hold Office Bearer positions, as defined in Appendix B;
- “Committee member” refers to ordinary committee member (other than an Office Bearer) referred to in Rule 12.2;
- The “Honorary President” is an elected Office Bearer, whose duties are described in Appendix B;
- The “Honorary Vice-President” is an elected Office Bearer, whose duties are described in Appendix B;
- The “Honorary Secretary” is an elected Office Bearer, whose duties are described Appendix B.
- The “Honorary Treasurer” is an elected Office Bearer, whose duties are described in Appendix B.
- A “Chairperson” may be nominated by the President to preside over meetings in place of the President as described in Rule 10.
- “Financial year” has the meaning given in the “*Associations Incorporations Act 1987*”. A reference in that section to “an incorporated association” being construed as a reference to the Association;
- “Member” means a financial member of the Association;

3 Objectives of the Association

The objectives of the Association are:

- 3.1 To bring about civic improvement in the area, whose boundaries are defined in Appendix A;
- 3.2 To liaise with the local Council and Councillors so as to promote the objectives of the Association;
- 3.3 To promote interaction between the residents and ratepayers of Wilson and the State Government; and
- 3.4 To co-operate with any other Association or body whose objectives are similar to the objectives of this Association.

4 Power of the Association

The powers conferred on the Association by the “*Associations Incorporations Act 1987*” are subject to the following additions, exclusions or modifications:

- 4.1 To seek nominations to the Association according to the requirements of Rule 5;
- 4.2 To obtain non-voting representation to the Association from various instrumentalities of the Crown, where in the opinion of the Association these persons can contribute usefully to achieve the objects of the Association;
- 4.3 To raise funds for the purpose of meeting the objects of the Association;
- 4.4 To seek community input into actions of the Association; and
- 4.5 To seek assistance of local government agencies and instrumentalities of the Crown.

5 Qualifications for membership of the Association

- 5.1 Membership is open to any person who has attained the age of Eighteen (18) years and who is a resident or property owner in the area referred to in Appendix A.
- 5.2 A financial member shall be one whose annual subscription has been paid.
- 5.3 The annual subscription shall fall due and shall be set at each Annual General Meeting.
- 5.4 A person wishing to become a member shall subscribe for membership by completing a membership subscription form.

6 Register of Members

- 6.1 The Treasurer shall keep a register of members recording the full name, address, date of entry and receipt number of each. Additional information such as contact details (Phone, E-Mail) may be kept if available and at the Treasurer's discretion.
- 6.2 The format and underlying mechanism of the register is at the discretion of the Treasurer and may be electronic, however, a paper copy must be able to be produced upon request.
- 6.3 A list of members can be made available upon request for perusal by any financial member.
- 6.4 No written list shall be given without approval of the Executive Committee.

7 Resignation of Committee Members

- 7.1 A Committee Member should deliver notice in writing of his/her resignation from the Association to the members of the Executive Committee.

8 Expulsion of Members

- 8.1 If the Association considers that a member should be expelled from the Association because of the members conduct being detrimental to the interests of the Association, the Association shall communicate, in writing, to the member:
 - a) notice of the proposed expulsion and the time, date and place of the meeting at which the question of that expulsion will be decided; and
 - b) particulars of that conduct;
- 8.2 At the meeting referred to in a notice communicated under sub-rule (1), the Association, having afforded the member concerned a reasonable opportunity to be heard by, or to make representation in writing to the Association, may expel or decline to expel that member from membership of the Association and shall forthwith, after deciding whether or not to expel the member, communicate that decision in writing to that Association member, and to that Association member's organisation if relevant.
- 8.3 The vote to expel a member under sub-rule (2) shall need a two thirds majority of all Association committee members present at a meeting called for that purpose.

- 8.4 A member expelled under sub-rule (2) from membership of the Association ceases to be a member on the day on which the decision so to expel the member is communicated to that member.

9 Voting

- 9.1 The financial members shall be entitled to exercise one (1) vote on any resolution or election at a meeting at which they are present and entitled to vote.
- 9.2 Voting shall be by simple majority except where otherwise expressly provided herein.
- 9.3 Voting shall be by show of hands but any two financial members shall be entitled to demand a division or poll. Unless a division is demanded a declaration by the Chairperson that a resolution has been carried shall be deemed a resolution of the Association.
- 9.4 In the event of a tied vote the motion will be lost, no resolution will be carried and matter discussed further at a subsequent Committee Meeting.

10 Powers of the Executive Committee

- 10.1 The Executive Committee shall have the day to day control and management of the affairs and finances of the Association and shall be responsible to the Annual General Meeting.
- 10.2 The Executive Committee shall have the power to declare vacant the seat of any of its members who resign or, without leave or reasonable excuse, are absent from three (3) consecutive meetings of the Committee. Vacancies so caused on the Executive Committee shall be filled at the next Annual General Meeting.
- 10.3 The Executive Committee may form sub-committees to deal with particular aspects of its work. Such sub-committees shall be responsible to the Executive Committee. Sub-committees so formed shall each include at least one member of the Executive Committee who will represent it on the Executive Committee.
- 10.4 In the event that any the Executive Committee (Office Bearer) positions are vacant following the AGM, the elected members of the Executive Committee may invite nominations for the vacant position(s) from Committee members.
- 10.5 The Executive Committee also has the power to nominate financial members to vacant Committee member positions.
- 10.6 Nominations for vacant positions (as mentioned in 10.4 & 10.5) must be formally endorsed at a Committee meeting by a simple majority of the Committee members present.

- 10.7 The President may nominate a Chairperson to reside over meetings in their place.
- 10.8 If the President, or Chairperson (nominated by the President), is unable to chair a meeting, an “Alternative Chairperson” may be elected by the majority of Committee members present at the meeting.

11 Duties of Office Bearers

- 11.1 The duties and responsibilities of Office Bearers of the Association are shown in Appendix B to this Constitution.

12 Election of Office Bearers and Members of the Committee

- 12.1 Executive Committee members (Office Bearers) and ordinary members of the Committee shall be financial members of the Association and shall be elected at each Annual General Meeting (AGM).
- 12.2 In addition to the Office Bearers (as described in Appendix B), up to six ordinary committee members may be elected at the AGM.
- 12.3 Candidates for election, who are unable to be present at the Annual General Meeting (AGM), must give prior notice of their nomination in writing prior to the meeting.
- 12.4 Any Canning City Councillor or financial member may preside over the elections at the AGM.
- 12.5 The President shall preside over the remainder of the meeting once elected.
- 12.6 If no President is elected, or the elected President is unable to attend the AGM, a Chairperson shall be nominated to preside over the remainder of the meeting, as described in Rule 10.8.

13 Meetings

- 13.1 The Annual General Meeting (AGM) shall be held at a place and time determined by the Executive Committee in the month of July each year.
- 13.2 Meetings shall be held at such times and places as determined by the Executive Committee.

14 Special Meetings

- 14.1 The Secretary shall convene a Special Meeting when requested by a petition signed by not less than five (5) financial members of the Association or as directed by the Executive Committee.

- 14.2 The only business dealt with by a Special Meeting will be that as outlined in the notice of the meeting.

15 Notice of Meeting

15.1 Annual General Meeting (AGM)

15.1.1 At least fourteen (14) days notice must be given.

15.1.2 Sufficient notice shall be deemed to be written notice to all financial members of the Association, together with a community notice published in one (or more) of the local newspapers and a notice on the homepage of the Association's website.

15.2 Committee Meeting

15.2.1 At least seven (7) days notice must be given to Committee members.

15.3 Special Meeting

15.3.1 At least fourteen (14) days notice must be given. Except when winding up of the Association is proposed when twenty-one (21) days notice is required.

15.4 Executive Committee Meeting

15.4.1 At least twenty-four (24) hours notice must be given.

16 Quorum

16.1 A quorum for Executive Committee meetings, Special meetings, Committee meetings shall comprise fifty-one (51) percent of all duly elected committee members.

16.2 A quorum for a Sub-Committee meeting shall comprise fifty-one (51) percent of the nominated Sub-Committee members.

16.3 A quorum for the Annual General Meeting (AGM) shall comprise ten financial members.

17 Finance

17.1 There shall be maintained adequate books of account.

17.2 All moneys received on behalf of the Association shall have receipts issued therefore on Association receipt forms and shall be deposited without delay in an authorised trustee account approved by the Executive Committee.

- 17.3 Payments made by the Association shall only be at the authority of an Executive or Committee Meeting; all such payments shall be by cheque or withdrawal forms signed by any two Executive Committee members.
- 17.4 The Treasurer shall prepare and certify a financial statement for presentation to each Committee Meeting of the Association and at other times as directed by the Chairperson.
- 17.5 The Treasurer shall prepare a balance sheet and financial statement for presentation together with an annual report to each Annual General Meeting (AGM) and at other times as directed by the Executive Committee.
- 17.6 A person nominated by the Executive Committee shall audit the annual statement of Accounts and Balance Sheet of the Association and certify the accuracy of the financial report.
- 17.7 The Financial Year shall end on the last day of June each year.

18 Income and Property

- 18.1 The income and property of the Association shall be applied solely to the promotion of its objectives and no part thereof shall be paid off or be transferred directly or indirectly by way of dividend, bonus or otherwise by way of pecuniary profit to members. Payment for services rendered or expenses incurred on behalf of the Association excepted.

19 Common Seal of Association

- 19.1 The Association shall have a common seal on which its corporate name shall appear in legible characters.
- 19.2 The common seal of the Association shall not be used without the express authority of the Executive Committee and every use of that common seal shall be recorded in the minutes of the Committee meeting where express authority was granted.
- 19.3 The affixing of the common seal of the Association shall be witnessed by two members of the Executive Committee.
- 19.4 The common seal of the Association shall be kept in the custody of the Secretary.

20 Standing Orders and Rules of Debate

- 20.1 The standing orders and rules of debate to be observed at all General Meetings of the Association are shown in Appendix C.

21 Interpretation

- 21.1 The interpretation of the Constitution, “Rules and by-laws of the Wilson Residents and Ratepayers' Association Inc” shall be at the determination of the Executive Committee whose decision shall be binding on all members.

22 Alteration to Constitution and Rules

- 22.1 No new clauses may be added; nor shall any clause be amended, altered or rescinded unless by consent of two-thirds majority of the financial members present at an Annual General Meeting (AGM), Committee Meeting or Special Meeting.
- 22.2 At least twenty-one (21) days notice prior to the date of the meetings shall be given by the Secretary to financial members of the Association of any proposal to alter the Constitution or rules. Notice of such proposal shall be included in the notice convening the meeting at which the proposal is to be considered. Copies of new or amended clauses shall be made available for public viewing.

23 Winding Up

- 23.1 A Special Meeting called for the purposes may, by a three quarter majority vote of the members present and eligible to vote, resolve to dissolve the Association. If such a resolution is confirmed by a similar majority at a subsequent Special Meeting held not less than twenty-one days thereafter, then the Association shall be deemed to be dissolved.
- 23.2 If on winding up or dissolution of the Association there remains after satisfaction of all its debts and liabilities, any property whatsoever, such property shall be given or transferred to any organisation constituted with objectives similar to those of the Association, or in the absence of such an organisation, shall be disposed of to any charitable organisations as may be determined by the members present.

Signed this the **9th** day of **April** in the **Year of 2006** by:

Honorary President
Max Zeller

Honorary Secretary
Lester Durbin

APPENDIX A

BOUNDARIES

The boundaries of the Association shall be in the area as defined by the City of Canning for Wilson and adjacent parts of Cannington bounded by Albany Highway (west side), Manning Road (south side), Fleming Avenue (east side) and Mason Street.

APPENDIX B

DUTIES OF OFFICERS

1. The **Honorary President** shall act as head of the Executive Committee. He / she shall carry out the duties described in Rule 12 and Appendix C and is to preside at all meetings of the Association, unless the President nominates the Vice President or a Committee member to chair the meeting.
2. The **Honorary Vice-President** shall assist the President in the discharge of his or her duties.
3. The **Honorary Secretary** shall conduct the correspondence of the Association and shall have custody of its documents. His / Her duties are described in Rules 14, 19 and 22, including the keeping of correct minutes of proceedings and the giving notice of meetings and agendas.
4. The **Honorary Treasurer** shall be responsible for the implementation of Rules 6, 17 and 18. He or she shall also carry out such duties, related to financial affairs of the Association, as may be decided from time to time by the Executive Committee.

APPENDIX C

STANDING ORDERS AND RULES OF DEBATE

The following order or procedure shall be adhered to as far as they are relevant at all meetings of the Association:

STANDING ORDER OF PROCEDURE

1. President (or a nominated Chairperson) shall take the Chair at the time The appointed for the meeting, and, upon ascertaining that a Quorum is present, shall then declare the meeting open for the transaction of business.
2. The Chairperson shall cause the notice convening the meeting to be read.
3. Introduction and welcome to new members, visitors and observers.
4. Apologies and non-attendance.
5. Minutes of previous meeting(s). Minutes shall be presented for confirmation but no discussion shall be allowed except as to their accuracy as a record the proceedings.
6. Business arising out of previous minutes.
7. Inwards correspondence - received. Communications, letters, etc. shall be held as received unless a contrary motion be carried. Correspondence ruled as not received shall not be discussed. Correspondence may be read and dealt with as necessary. Outwards correspondence - tabled.
8. Reports: (including financial statement etc). Consideration and action. Note: Previously deferred or postponed reports should take precedence.
9. Motions on Notice: No Notice entered on the Notice Paper shall be proceeded with unless the member / delegate who has given such Notice be present when business called in order. Notices not proceeded with shall be struck out.
10. Notice of Motion: Every member / delegate on giving Notice of Motion shall read it aloud and give to the Secretary a copy of such Notice together with his or her name and the date proposed for bring on such Notice. Notice of Motion shall be required for the rescission or alteration of By-laws, Standing Orders, Rules of Debate, a previous resolution or as stipulated by the Constitution.
11. Adjourned Business.
12. Business (as specified on the Agenda).
13. Other business.

14. Next Meeting(s).

15. Closure of Meeting.