

**WANDI PROGRESS ASSOCIATION
OF
WESTERN AUSTRALIA (INC)
CONSTITUTION**

1 NAME

Wandi Progress Association of Western Australia (Inc)

2 OBJECTS

- 2.1 To provide the ratepayers and residents of Wandi with a local community organisation for the development and promotion of community needs, and to make appropriate representation.
- 2.2 The property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the association, except in good faith in the promotion of those objects or purposes.

3 POWERS

The Association has the power to do all such things as are necessary, incidental or conducive to the attainment of the objects of the Association.

4 MEMBERSHIP

Eligibility

- 4.1 Membership of the Association is open to all persons interested in the objectives of the Association.

4.2 VOTING MEMBER

A voting member is a member who is a ratepayer or resident and is financial at the General Meeting. Any family membership shall entitle the family to two votes at any General Meeting.

4.3 REGISTER OF MEMBERS OF THE ASSOCIATION

- 4.3.1 The Secretary shall on behalf of the Association keep and maintain the register of members in accordance with Section 27 of the Associations Incorporation Act 1987 (hereinafter called "the Act") and that register shall be so kept and maintained at his or her place of residence.
- 4.3.2 The Secretary shall cause the name of a person who dies or ceases to be a member under Rules 4 or 5 (and their relevant subsections) to be deleted from the register of members referred to in subrule 4.3.1.

5 EXPULSION OF MEMBERS

- 5.1 If the Committee considers that a member should be expelled from membership of the Association because of his/her conduct detrimental to the interests of the Association, the Committee shall communicate, either orally or in writing, to the member -
 - 5.1.1 a notice of the proposed expulsion and of the time, date and place of the Committee meeting at which the question of that expulsion will be decided; and
 - 5.1.2 particulars of that conduct, not less than thirty days before the date of the Committee meeting referred to in 5.1.1
- 5.2 At the Committee meeting referred to in a notice communicated under Subrule 5.1, the Committee may, having afforded the member concerned a reasonable opportunity) to be heard by, or to make representations in writing to, the Committee, expel or decline to expel that member from membership of the Association and shall, forthwith after deciding whether or not so to expel that member, communicate that decision in writing to that member.
- 5.3 Subject to Subrule 5.5, a member who is expelled under Subrule 5.2 from membership of the Association ceases to be a member fourteen days after the day on which the decision so to expel him/her is communicated to him/her under Subrule 5.2.
- 5.4 A member who is expelled under Subrule 5.2 from membership of the Association shall, if he or she wishes to appeal against that: expulsion, give notice to the Secretary of his/her intention to do so within the period of fourteen days referred to in Subrule 5.3

- 5.5 When notice is given under Subrule 5.4 -
- 5.5.1 the Association in a general meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the Association in the general meeting, confirm or set aside the decision of the Committee to expel that member; and
 - 5.5.2 the member who gave that notice does not cease to be a member unless and until the decision of the Committee to expel him or her is confirmed under this Subrule.

6 ANNUAL SUBSCRIPTION

- 6.1 The annual subscription fee shall be determined at the Annual General Meeting by the vote of the members.
- 6.2 Each member shall pay to the Treasurer, annually on or before a date within two months from 31 December each year, the amount of the subscription determined under Subrule 6.1
- 6.3 Subject to Subrule 6.4, a member whose subscription is not paid within three months after the relevant date fixed by or under Sub clause 6.2 ceases on the expiry of that period to be a member, unless the Committee decides otherwise.
- 6.4 A member is a financial member for the purposes of these rules if his or her subscription is paid on or before the relevant date fixed by or under Sub rule 6.2 or within three months thereafter.

7 THE COMMITTEE

7.1 THE FUNCTION OF THE COMMITTEE

The administration of the association shall be conducted by a Committee elected at the Annual General Meeting.

7.2 THE COMPOSITION OF THE COMMITTEE

- 7.2.1 The Executive; Committee shall consist of
 - The President
 - Two Vice Presidents
 - The Secretary
 - The Treasurerwho shall not hold the same office more than three years consecutively.

7.2.2 DUTIES

President

Subject to this Rule, the President shall preside at all General Meetings and Committee Meetings.

In the event of the absence from a General Meeting of the President, the Vice-Presidents or both the President and the Vice-Presidents, a member elected by the other members present at the General Meeting: or a Committee Meeting of the President, the Vice Presidents, or both the President and the Vice Presidents, a committee member elected by the other Committee members present, shall preside at the General Meeting or Committee Meeting, as the case requires.

Secretary

The Secretary shall -

co-ordinate the correspondence of the Association;

keep full and correct minutes of the proceeding of the Committee and of the Association;

comply on behalf of the Association with - Section 27 of the Act in respect of the register of members of the Association; Section 28 of the Act in respect of the Rules of the Association; and Section 29 of the Act in respect of the record of the office holders, and any trustees, of the Association;

have custody of all books, documents, records and registers of the Association, including those referred to above, other than those required to be kept and maintained by, or in the custody of, the Treasurer; and

perform such other duties as are imposed by these rules on the Secretary.

Treasurer

The Treasurer shall -

be responsible for the receipt of all moneys paid to or received by, or by him on behalf of, the Association and shall issue receipts for those moneys in the name of the Association;

pay all moneys into such account or accounts of the: Association as the Committee may from time to time direct;

make payments from the funds of the Association with the authority of a General Meeting or of the Committee and in so doing ensure that all cheques are signed by two Committee members;

comply on behalf of the Association with Sections 25 and 26 of the Act in respect of the accounting records of the Association;

whenever directed to do so by the President, submit to the Committee a report, balance sheet or financial statement in accordance with that direction;

have custody of all securities, books and documents of a financial nature and accounting records of the Association; and

perform such other duties as are imposed by these rules on the Treasurer.

7.3 OTHERS

Plus other such Committee members as may be elected at the Annual General Meeting, or any Special Meeting, which number shall not be less than five or more than nine.

7.4 SPECIAL VACANCIES

In the event of any vacancy occurring in any office from any cause whatever between Annual General Meetings, such vacancy shall be filled by the Committee as soon as convenient after the vacancy occurs and the person so appointed to such vacancy shall hold office only for the remainder of the term for which his predecessor was elected.

8 ADMINISTRATION

Except by resolution of the committee, no person other than the President or, in his absence, the acting President shall appear to represent the Association in any way whatever.

9 SUB-COMMITTEES

9.1 THE COMPOSITION OF SUB-COMMITTEES

Each sub-committee shall consist of at least three Persons including the Chairperson. Sub-committee members are to be appointed by the Committee.

10 COMMON SEAL

The Common Seal of the Association engraved with the name of the Association shall be kept in the care of the President. The Seal shall not be used or offered to any deed or other document except pursuant to a resolution of the Committee and in the presence of the President and two members of the Committee both of whom shall subscribe their names as witnesses.

11 ELECTIONS

11.1 NOMINATION FOR OFFICE

11.1.1 Nomination forms are to be sent to members with the Annual General Meeting notice and the Secretary is to call for any additional nominations before the Annual General Meeting is opened.

11.1.2 Nominations are to close before the opening of the Annual General Meeting.

11.1.3 Nominations must be signed by the nominee, a nominator and seconder, each of whom must be a financial member of the Association.

11.2 METHOD OF ELECTION

Committee members shall be elected by a simple majority.

11.3 PROXIES OF MEMBERSHIP OF THE ASSOCIATION

A member (in this Rule called "the appointing member") may appoint in writing another member who is a natural person to be the proxy of the appointing member and to attend, and vote on behalf of the appointing member at, any General Meeting.

12 MEETINGS

12.1 COMMITTEE MEETINGS

There shall be at least four Committee Meetings each year at which the quorum will be two-thirds of the total Committee.

12.2 GENERAL MEETINGS

12.2.1 There shall be an Annual General Meeting within two months of the end of the financial year and such other Special General Meetings as the President shall convene.

12.2.2 Special General Meetings shall be called by the President at the request of at least ten voting members.

12.2.3 The quorum for all General Meetings shall be ten voting members.

12.2.4 At least fourteen days notice shall be given to members of the intention to hold such General Meetings. Such notice to be given in writing and include any notices of motion intended to be put before the members of the association at any particular general meeting.

12.3 MINUTES OF THE MEETINGS OF THE ASSOCIATION

The Secretary shall cause proper minutes of all proceedings of all General Meetings and Committee Meetings to be taken and then to be entered within thirty days after the holding of each General Meeting or Committee Meeting, as the case may require, in a Minute Book kept for that purpose.

The President shall ensure that the minutes taken of a General Meeting or Committee Meeting under Subrule 12.3 are checked and signed as correct by the President of the General Meeting or Committee Meeting to which those minutes relate or of the next succeeding General Meeting or Committee Meeting, as the case required.

When minutes have been entered and signed as correct under this Rule, they shall, until the contrary is proved, be evidence that -

- 12.3.1 the General Meeting or Committee Meeting to which they relate (in this Sub rule called "the Meeting") was duly convened and held;
- 12.3.2 all proceedings recorded as having taken place at the meeting did in fact take place thereat, and
- 12.3.3 all appointments or elections purporting to have been made at the meeting have been validly made.

13 FINANCIAL YEAR

The financial year shall close on the 31st December annually

14 NON-PROFIT

The income and property of the Association shall be applied solely toward the promotion of the objectives of the Association. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association, providing that nothing shall prevent the payment in good faith of remuneration or recoupment of expenses to any officer or employee of the Association or to any person other than a member in return for services rendered to the Association.

15 AUDIT

15.1 ACCOUNTS OF THE ASSOCIATION

An audited set of accounts of the Association for the previous financial year shall be presented to the members at the Annual General Meeting.

15.2 ELECTION OF AUDITOR

An auditor, who is not a member, shall be appointed by the, members at the Annual General Meeting.

16 ALTERATIONS TO THE CONSTITUTION

16.1 Alterations to the Constitution shall only be made at an Annual General Meeting .

16.2 Notice of a proposed alteration shall be given to the Secretary in writing at least one month prior to the Annual General Meeting

16.3 Notice of such proposal shall be circulated with the Notice of the Annual General Meeting
16.4 No alterations to the Constitution shall be made unless two thirds of the members present at the Annual General Meeting vote in favour of the change.

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16.5 These rules bind every member and the Association to the same extent as if every member and the Association had signed and sealed these rules and agreed to be bound by all their provisions.

17 DISSOLUTION

The Association may be dissolved or wound up by a resolution at an Annual General Meeting or at a Special General Meeting called for such purpose. If upon the dissolution or winding up of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to, transferred or distributed amongst the members of the Association. It shall be given to some other Association, institution or body having objectives similar wholly or in part to the objectives of the Association, provided that the Association, institution or body shall prohibit the distribution of its income and its property among its members, or it shall be paid to or transferred to some charitable object, which association, institution, body or object shall be determined by the members of the Association at or before the time of dissolution or winding up. In default of any such resolution such payment, transfer or distribution shall be determined by a Judge of the District Court.

18 INSPECTION OF RECORDS, ETC, OF THE ASSOCIATION

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.