

Constitution of the Dapto Camera Club

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Part 1 Preliminary

1. Definitions

- 1) In these rules:
 - “Director-General” means the Director-General of the **Department of Fair Trading**.
 - “Ordinary member” means a member of the committee who is not an office-bearer of the Club, as referred to in rule 12.
 - “Secretary” means:
 - (a) The person holding office under these rules as secretary of the Club, or
 - (b) If no such person holds that office -the public officer of the Club.
 - “Special general” meeting means a general meeting of the Club other than an annual general meeting.
 - “The Act” means the *Association Incorporation Act 1984*.
 - “The Club” means The Dapto Camera Club.
 - “The Regulations” means the *Associations Incorporation Regulation 1999*.
- 2) In the rules:
 - a) A reference to a function includes a reference to a power, authority and duty.
 - b) And reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- 3) The provisions of the *Interpretation Act 1987* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an Instrument made under the Act.

Part 2 Membership

1 Membership qualifications

A person is qualified to be a member of the Club if, but only if:

- 1) It is voluntary;
- 2) The person submits the form at Annexure (A) with their membership fees.
- 3) The person(s) must be a paid financial member for that current financial year.

2 Cessation of membership

A person ceases to be a member of the Club if the person:

- 1) Becomes Un- Financial;
- 2) Resigns membership;
- 3) Is expelled from the Club;
- 4) Does not adhere to the rules and or constitution of the club; or
- 5) Brings the club into disrepute.

3 Membership entitlements not transferrable

Any right, privilege or obligation which a person has by reason of being a member of the Club

- 1) Is not capable of being transferred or transmitted to another person, and
- 2) Terminates on cessation of the person’s membership.

4 Classes of Member

Single Member of the Association is a person;

- Who is over the age of 18 and whose name has been entered into the Register of Members.
- Is entitled to one vote at any appropriately convened meeting.
- Ordinary Members will pay the annual membership renewal fee as approved by the committee.

Family Member of the Association are persons;

- All reside at the same address
- Whose names has been entered into the Register of Members.
- All persons over the age of 18years listed on the membership application form are entitled to one vote each at any appropriately convened meeting.
- Family Members will pay the annual Family membership renewal fee as approved by the committee.

Life Member of the Association is a person who has achieved the following;

- who has been an Ordinary Member for at least 10 years, and
- who has made an outstanding contribution to the Association, and
- who has been nominated to become a Life Member by 3 Ordinary Members of the Association, and
- Has been recommended to the membership, and approved at a Special General meeting or Annual General Meeting
- Life Members have the same rights and entitlements as an Ordinary Members
- Annual membership renewal fee is waived for Life Members

Honorary member

- Can be a person or corporation that has supplied an outstanding contribution to the Association, and
- The awarding of Honorary membership is to be by special resolution at an AGM or Special General Meeting on the recommendation of the committee.

5 Register of members

The public officer of the Club must establish and maintain a register of members of the Club specifying the name, address, email contact and phone contact number of each person who is a member of the Club together with the date on which the person became a member or non-member of the Club.

6 Fees and subscriptions

- 1) A member of the Club must pay to the Club an annual membership subscription due as at the 30th June each year.
- 2) The annual fee will be pro-rata on a quarterly basis i.e. If a person joins mid-year they will only pay 50% of the annual fee. The annual fee will be set by the committee at the April committee meeting.

- 3) A meeting attendance fee is payable at each meeting to assist with the cost of room hire, this fee will be reviewed annually by the committee and put to the AGM for approval by the members.

7. Members' liabilities

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the member in respect of due memberships of the Club.

8. Resolution of internal disputes

- 1) Disputes between members (in their capacity as member) of the Club, and disputes between members of the Club, are to be referred to a community justice center of mediation in accordance with the *Community Justice Centre's Act 1983*.
- 2) At least 7 days before the mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

9. Disciplining of members

- 1) A complaint may be made to the committee by any person that is a member of the Club if a member has.
 - a Has Persistently refused or neglected to comply with a provision or provisions of these rules, or
 - b Has persistently and willfully acted in a manner prejudicial to the interests of the Club.
- 2) On receiving such a complaint, the committee:
 - a Must cause notice of the complaint to be served on the member concerned,
 - b Must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint,
 - c Must take into consideration any submissions made by the member in connection with the complaint.
- 3) The committee may, by resolution, expel a member from the Club or suspend the member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- 4) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, give written notice to the member of the action taken, of the reasons given by the committee for having taken that action of and the member's right of appeal under rule 10
- 5) The expulsion or suspension does not take effect:
 - a Until the expiration of the period within which a member is entitled to appeal against the resolution concerned,
 - b If within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under rule 10 (5), whichever is later.

10. Right of appeal of disciplined member

- 1) A member may appeal to the Club in general meeting against a resolution of the committee under rule 9, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.

- 3) On receipt of the notice from a member under clause (1), the secretary must notify the committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the secretary received the notice.
- 4) At the general meeting of the Club covered under clause (3):
 - a. No business other than the question of the appeal is to be transacted, and
 - b. The committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c. The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked
- 5) If at the general meeting the Club passes a special resolution in favor of the confirmation of the resolution, the resolutions confirmed.

Part 3 The Committee

11. Powers of the Committee

The Committee is to be called the Committee of management of the Club and, subject to the Act, the Regulation and these rules, to any resolution passed by the Club in general meeting:

- 1) Is to control and manage the affairs of the Club, and
- 2) May exercise all such functions as may be exercised by the Club, other than those functions that are required by these rules to be exercised by a general meeting of members of the Club, and
- 3) Has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Club.
- 4) All committee members must hold or obtain as soon as possible a Working with Children Check (WWCC). Failure to pass or maintain a WWCC will disqualify the person from holding any committee position.

12 Constitution and membership

- 1) The committee is to consist of:
 - a. The office-bearers of the Club, and
 - b. At least 3 ordinary members,
 Each of whom is to be elected at the annual general meeting of the Club.
- 2) The Office-bearers of the Club are to be:
 - a. The president,
 - b. The vice-president,
 - c. The treasurer,
 - d. The secretary.
- 3) In event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the Club to fill the vacancy and the member so appointed is to hold office, subject to these rules until the conclusion of the annual general meeting next following the date of the appointment.

13 Election of Committee Members

- 1) Nominations of candidates for election as office-bearers of the Club or as ordinary members of the committee:
 - a. Will be received in writing by the Secretary or accepted from the floor at the AGM

- b. If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
 - c. If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
 - d. If the number of nominations are received is equal to the number of vacancies to be filled, the persons nominated are to be taken elected.
 - e. If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot is to be held.
- 2) The ballot for the election of office-bearers and ordinary members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

14 Secretaries

- 1) The secretary of the Club must, as soon as practicable after being appointed as secretary, lodge notice with the **Federation of Camera Clubs (NSW) Inc.**
- 2) It is the duty of the secretary to keep minutes of:
 - a. All appointments of office-bearers and members of the committee,
 - b. The names of members of the committee present at a committee meeting or a general meeting, and
 - c. Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

15 Treasurer

It is the duty of the treasurer of the Club to ensure:

- 1) That all money due to the Club is collected and received and that all payments authorised by the Club are made,
- 2) That correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club.

16 Casual vacancies

For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- 1) Dies, or
- 2) Ceases to be a member of the Club, or
- 3) Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* (cth), or
- 4) Resigns office by notice in writing given to the secretary, or
- 5) Is removed from office under rule 17, or
- 6) Becomes a mentally incapacitated person, or
- 7) Is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

17 Removal of a member of the committee

- 1) The Club in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by

resolution appoint another person to hold office until the expiration of the term of the office of the member so removed.

- 2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representatives be notified to the members of the Club, the secretary or the president may send a copy of the representations to each member of the Club or, if the representations are not sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

18. Meetings and Quorum

- 1) The Committee must meet at least four (4) times in each period of 12 months at such place and time as the committee may determine.
- 2) The committee would meet 4 times a year in /January /April/ July/ October
- 3) Additional meetings of the committee may be convened by the president or by any member of the committee after consulting the president.
- 4) Oral or written notice of a **meeting of the committee** must be given by the secretary to each member of the committee at least 7 days before the time appointed for the holding of the meeting.
- 5) Notice of a meeting given under clause (4) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except which the committee members present at the meeting unanimously agree to treat as urgent business.
- 6) The minimum of members of the association required as a quorum for each of the following meeting types are as follows;

• General Meeting	10
• Special General Meeting	10
• Annual General Meeting	10
• Committee Meeting	4
- 7) That there will now be required 4 members in all meetings to be a quorum.
- 8) No Business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and the same hour the same day the following week.
- 9) If at that adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting the meeting is to be dissolved.
- 10) At a meeting of the committee
 - a. The president or, in the presidents absence, the vice president is to preside, or
 - b. If the president and vice president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting to preside.

19. Delegation by committee to sub-committee

- 1) The committee may by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Clubs committee sees fit). The exercise of such of the functions of the committee as are specified in the instrument, other than:
 - a. This power of delegation, and
 - b. A function which is a duty imposed on the committee by the Act or by any other law.
- 2) A function the exercise go which has been delegated to a sub-committee under this rule may, while delegation remains unprovoked, be exercised from time to time by the sub-committee in accordance with terms of delegation.

20. Annual General Meeting

- 1) AGM will be in August every year and the date will be set by the President.
- 2) AGM meetings are not to be held on the same night as a club meeting.
- 3) Office bearers may only hold office for three (3) consecutive years, then must stand down for a minimum of twelve (12) months but are able to hold a different position on the committee after standing down.
- 4) The annual general meeting of the Club is, subject to the Act and to rule 2, to be convened on such date and at such place and time as the committee thinks fit.
- 5) In addition to any other business which may be transacted at an annual general meeting is to include the following:
 - a. To confirm the minutes of the last preceding annual general meeting and of any
 - b. Special general meeting held since that meeting.
 - c. To receive from the committee reports on activities of the Club during the last preceding financial year,
 - d. To elect office-bearers of the Club and ordinary members of the committee.
 - e. To receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.

21. Special general meetings

- 1) The committee may, whenever it sees fit, convene a special general meeting of the Club.
- 2) The committee must, on the requisition in writing convene a special general meeting of the Club.
- 3) A requisition of members for a special general meeting:
 - a. must state the purpose or purposes of the meeting and
 - b. Must be signed by the members making the requisition, and
 - c. Must be lodged with the secretary,
 - d. May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 4) If a committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held no later than 3 months after that date.
- 5) A special general meeting convened by a member or members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expense is entitled to be reimbursed by the Club for any expense so incurred.

22. Notice

- 1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 14 days before the date fixed for holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the secretary must, at least 21 days before the date fixed for the holding of the **General meeting**, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolutions a special resolution.

- 3) No Business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted.
- 4) A member desiring to bring any business before a General Meeting/ Special General Meeting or AGM will give notice in writing of that business to the secretary, who must include the business on the agenda of the next available General Meeting/ Special General Meeting or AGM
- 5) In the next notice calling a general meeting given after receipt of the notice from the member.

23. Procedure

- 1) No Item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- 2) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a. if convened on the requisition of members, is to dissolved, and
 - b. In any case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- 3) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least three (3) members to constitute a quorum.)

24. Presiding member

- 1) The President or, in the presidents absence, the Vice President, is to preside as chairperson at each general meeting the Club.
- 2) If the President and Vice President are absent or unwilling to act, the members present must elect one of their members to preside as chairperson at the meeting.

25. Adjournments

- 1) The Chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at a meeting at which the adjournment took place.
- 2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of adjourned meeting to each member of the Club. And states the place, date and time of the rescheduled meeting and the nature of the business to be transacted at the meeting.
- 3) Except as provided in clauses (1) and (2), notice of adjournment of a general meeting or of the business to be transacted at and adjourned meeting is not required to be given.

26. Making of Decisions

- 1) Any question arising at a general meeting at the Club can be determined by a show of hands. Or if requested by the members a silent ballot is to be taken.
- 2) A declaration by the chairperson that a resolution has been carried, on show of hands, is to be entered into the minute book of the Club

- 3) At a general meeting of the Club, a poll may be demanded by the chairperson or by at least 3 members present in person.
- 4) If a poll is demanded at a general meeting, the poll must be taken:
 - a. immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - b. In any other case in such manner and at such time before the close of the meeting as the chairperson directs,

And the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

27. Special Resolution

A resolution to change this constitution is a special resolution:

- 1) This resolution must be passed at an Annual General Meeting or a Special General Meeting convened for the purpose of amending this constitution.
- 2) The special resolution must be passed by a majority of at least three quarters of the members of the Club present and entitled to vote at the meeting.
- 3) Can only be passed at a Special General Meeting or AGM
- 4) Must be submitted in writing signed by at least 2 members of the association.

28. Voting

- 1) On any questions arising at a general meeting of the Club a member has one vote only.
- 2) All votes must be given personally, proxy votes are not allowed.
- 3) In the case of equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 4) A member is not entitled to vote at any general meeting of the Club unless all money due and payable by the member to the Club has been paid, eg; (A financial member)

Part 4 Miscellaneous

29. Insurance

Public liability insurance is currently offered through the Federation of Camera Clubs NSW, however the Club may effect and maintain insurance as it see fit.

30. Funds-source

- 1) The funds of the Club are to be derived from the entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the committee determines.
- 2) All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank account.
- 3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

31. Funds - management

- 1) Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the committee determines.
- 2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two (2) of the office-bearers of the Club.

32. Alteration of Objects and rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Club

33. Custody of books

Other than the membership register (required by the legislation to be held by the Public Officer) all books and records should be held by the committee member responsible for the job function i.e. The Secretary would hold the minutes book, The Registration Officer should hold the attendance records & The Treasurer should hold the account Books etc.

34. Inspection of Books

The records, books and other documents of the Club must be open to inspection, free of charge, by members of the Club at any reasonable hour.

35. Service of notices

- 1) For the purpose of these rules, a notice may be served on or given to a person:
 - a. By delivering it to the person personally,
 - b. By sending it by prepaid post to the address of the person, or
 - c. By sending it by some form of electronic transmission to an address specified by the person for giving or serving the notice.
- 2) For the purpose of these rules a notice is taken, unless contrary is proved, to have been given or served;
 - a. In the case of a notice given or served personally, on the date on which received by the addressee, and

- b. In the case of a notice sent by prepaid post, on the date when it would have been delivered in the ordinary course of post, and
- c. In the case of a notice sent by other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

36. Certificates and awards

From time to time the committee may award certificates of appreciation for exceptional service as required.

37. Association is non-profit

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

38. Financial year

The financial year of the association will be each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

39. Public Officer

Means the Secretary or another Committee Member who is appointed by the Committee as the Association's Public Officer until he or she is replaced by a resolution of the Committee

40. Distribution of property on winding up of association:

All assets are to be sold and monies passed over to the Federation of Camera Clubs NSW Inc.(FCC)

The FCC will hold the funds in trust until a new Photography related group forms in the greater Dapto area.(western side of lake Illawarra)

The FCC will be obliged to pay the fund held in trust and interest to this new group subject to the following condition.

The new group must be an incorporated association and 12 month has elapsed since the said incorporation.

Annexure A



EST: 1982

Membership Application Form

Name

Address.....

Home Number

Mobile Number

Email Address.....

Single Membership \$40.00 ————— Family Membership \$60.00

(Discounted % due month joined refer to (6) section (1))

Amount paid \$.....

Do you consent to your contact details being viewed and by the committee?

Yes No

Office use:

Receipt Number and Date/...../.....

