

*CONSTITUTION OF THE YARRALUMLA RESIDENTS
ASSOCIATION INCORPORATED*

Agreed at the Annual General Meeting of the Association
held on 19th September 2009

1. Name:

The name of the Association shall be the "Yarralumla Residents Association Incorporated".

2. Interpretations:

In this Constitution, unless the contrary intention appears:

- (a) *The Association* means the *Yarralumla Residents Association Incorporated*.
- (b) *Member* means a member of the Association pursuant to Clause 6 hereof.
- (c) *'Public Officer'* means the Public Officer of the Association for the purposes of the Associations Incorporation Ordinance.
- (d) *Committee* means the Committee of the Association as defined in Clause 9 hereof.
- (e) *General Meeting, Annual General Meeting* and *Special General Meeting* mean meetings of the Association in accordance with this Constitution.

3. Objectives and Purposes:

The Yarralumla Residents Association aim to represent all those in the community who reside in Yarralumla, with particular emphasis on maintaining and improving the quality of life for the residents of Yarralumla.

Its specific aims are:

- (a) To provide a focus and co-ordination point for representing the views of the Yarralumla community.
- (b). To work towards maintaining and improving the quality of life of the Yarralumla community.
- (c). To keep the Yarralumla community informed, through a regular Newsletter and community meetings.

4. Powers:

The Association may, for the purposes of carrying out these Objectives and Purposes, seek incorporation, hold and dispose of real or personal property, enter into contracts, receive gifts, act as trustees, be a beneficiary and perform all such acts in the law as are required or are incidental to such legal functions.

5. Income and Property:

The income and property of the Association shall be applied to the promotion of the Objectives and Purposes of Association and no portion thereof shall be transferred by way of profit to any individual member;

The Committee shall maintain a record of all tangible assets of the Association.

If, upon winding up the Association there remain, after the satisfaction of its debts, any assets, these shall be distributed equitably only to such societies whose constitutions likewise prohibit the distribution of their income or property to their individual members.

6. Membership, Subscription Status, and Subscriptions from Members in a Household:

Eligibility to be a Member: Any person over 18 years of age who resides in Yarralumla and is interested in the Objects and Purpose of the Association.

Member: A person who retains the requirements of the above "Eligibility to be a Member" and has a "Subscription is Current" status as defined below and has not given the Association notice that they no longer wish to be a member.

"Subscription is Current" status: This status begins from the time of receipting a subscription due for the current financial year, and will continue until 7 days beyond the date of the Annual General Meeting in the following financial year. If receipting is after the 1st April of a financial year, then the receipting will be deemed to have occurred on the 1st July of the following financial year.

Subscriptions from Members in a Household: Any or all persons in a household who are eligible to be a member and wish to be a member will have deemed to have paid their subscription if at least one other person in that household is a member. In these circumstances, the request to be member is indicated by being named on the subscription form when subscription payment is made, or by written request submitted to the Association.

7. Meetings:

- (a) The Annual General Meeting shall be held within three months of the end of each financial year. The business of the meeting shall include:
 - (i) A report by the Committee on the activities of the Association during the past financial year;
 - (ii) An audited statement of accounts presented by the Treasurer;
 - (iii) Election of the Committee for the ensuing year;
 - (iv) Election of an Honorary Auditor, who shall not be a member or Public Officer of the Association; and
 - (v) Fixing of any subscription.
- (b) Notice of Annual General Meetings, Special General Meetings, and General Meetings shall be given in a Newsletter distributed to Yarralumla households not less than one week prior to the meeting;
- (c) Special General Meetings may be held following receipt of a requisition giving reasons for requiring a meeting, signed by five or more members. The notice of meeting shall specify the business to be discussed, and no other business shall be brought forward unless with the consent of not less than two thirds of those present;
- (d) A quorum shall consist of six members;
- (e) A General Meeting shall have the power to make alter or repeal by-laws; and
- (f) Motions may be approved by a simple majority of members who are present at an approved meeting or who have appointed proxies in writing to the Secretary prior to the meeting.

8. Election of Committee:

- (a) Nominations for office bearers and members of Committee should be in the hand of the Secretary prior to the Annual General Meeting;

- (b) In the event of there being more nominations than offices or positions available, an election shall be held and appointments shall be made by preferential ballot of those present at the meeting;
- (c) In the event of there being fewer nominations than offices or positions available, the Secretary may call for nominations from the floor of the Annual General Meeting; and
- (d) Nominees for positions on the Committee must declare any interests that are potentially in conflict with the Objectives and Purposes of the Association at the time of nomination. The officer bearer presiding at the Annual General Meeting will announce all such declarations that have been made prior to the meeting.

9. Committee Management:

- (a) The affairs of the Association shall be managed by a committee, elected from members, consisting of a President, a Secretary, a Treasurer, a Public Officer and not more than five other members;
- (b) The Committee shall assume office upon its election at an Annual General Meeting, and shall retire upon the election of its successor at the next Annual General Meeting;
- (c) Should any office become vacant during the course of the year, the Committee may, at its discretion, appoint a member to fill the vacancy until the next General Meeting;
- (d) The office of any committee member becomes vacant if the committee member:-
 - (i) dies;
 - (ii) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors compounds with his/her creditors;
 - (iii) becomes of unsound mind;
 - (iv) resigns his/her office by writing under his/her hand addressed to the Committee;
 - (v) ceases to be a member of the Association; or
 - (vi) is disqualified from office under subsection 63(1) of the ACT;
- (e) At meetings of the Committee a quorum shall consist of four members;
- (f) Committee meetings shall be called by the Secretary at the request of the President or any other 2 members of the Committee as often as the business of the Committee may require, and shall be so called at least quarterly;
- (g) The Committee may make, alter or revoke by-laws not inconsistent with this Constitution, for the internal management of the Association;
- (h) It is the duty of the Public Officer to ensure Sections 33,59,62(1)&(2) and Regulation 4 of the ACT are followed in the matter of notification at the Registrar's Office;
- (i) Reports of the Committee activities shall be made available to any member of the Association upon request; and
- (j) The Association shall indemnify members of the Committee against actions for damages resulting from actions or omissions of the Committee.

10. Secretary:

The Secretary shall be responsible for:

- (a) Conducting the correspondence of the Association and filing copies or all correspondence;

- (b) Keeping Minutes to include records of votes and decisions of all meetings of the Association and the Committee;
- (c) Sending notices of meetings and reports to each Committee member and making arrangements for meetings; and
- (d) Presiding at meetings in the absence of the President.

11. Treasurer:

The Treasurer shall be responsible for:

- (a) Keeping true accounts of all moneys received and paid by the Association and proper records of the Association's assets and liabilities;
- (b) Issuing receipts for subscriptions and other moneys received on behalf of the Association, and paying such moneys into the Association's bank;
- (c) Paying accounts on behalf of the Association, as approved by the Committee, payment of all sums to be made by cheque apart from petty cash items;
- (d) Keeping a register of members showing their names addressees and telephone numbers and the financial status of these members in respect of Association membership; and
- (e) Preparing a statement of receipts and expenditure and bank account reconciliation for presentation to the Annual General Meeting.

12. Finance:

- (a) The financial year shall end on June 30;
- (b) Any subscription shall be fixed by the Association at its Annual General Meeting for the following financial year;
- (c) The annual subscription shall become due on 1 July of each year, or, in the case of new members, immediately upon joining;
- (d) The Association may, for the purpose of carrying out its objectives, raise and expend moneys except that money may not be raised in the form of loans;
- (e) All monies paid to the Association shall be banked in a bank to be decided upon by the committee;
- (f) Moneys shall not be drawn from an account of the Association except by cheque or order signed by the Treasurer plus one of any other three people on the Committee as nominated by the Committee;
- (g) Not more than one member of any family or any household shall, at any time, be authorised to sign a particular cheque or order against an account of the Association.
- (h) The Treasurer shall, at the request of the Committee, present to the Committee such financial statements and accounts as the Committee may from time to time require;
- (i) The income and property of the Association, however derived, shall be applied solely towards the promotion of the objectives of the Association, and subject to Clause 12 (j), no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any member of the Association; and
- (j) Nothing in Clause 12 (i) prevents the payment to a servant or member of the Association of remuneration in return for services actually rendered by the servant or member at the request of the Association, or for goods supplied by the servant or member at the request of the Association.

13. Insurance:

The Committee shall determine and arrange appropriate insurance cover including public liability insurance.

14. Affiliation:

The Association may affiliate with other like organisations, provided that any other such organisation is not a "national" or "federated" organisation, or any organisation whose rules or practices would remove the autonomy of the Association or the rights of the individual members of the Association, or any organisation which requires a "capitation" fee or any fee proportional to the Association's membership, or any organisation which requires the contribution of the Association's assets to a common pool not under the full control of the Association only.

15. Notices:

The Committee shall give general notices to members by delivery of a newsletter in members household letterboxes.

16. Amendment of Constitution:

- (a) This constitution may be amended or repealed at a General Meeting, at least 28 days notice of the proposed amendments having been sent to members;
- (b) Amendments may be approved by a two-thirds majority of members who are present at such a meeting or who have appointed proxies in writing to the Secretary prior to the meeting; and
- (c) An amendment to the objectives and purposes of the Association shall not be effective until the relevant requirements of the Associations Incorporation Ordinance have been met.

17. Dissolution:

A dissolution of the Association shall not take place except upon a resolution passed at a Special General Meeting by a majority of not less than two-thirds of members present and voting, confirmed by a similar majority of members present and voting at a further Special General Meeting to be held within 30 days of the first mentioned meeting.

18. Distribution Of This Constitution:

Following any amendment to this Constitution, an amended copy shall be distributed to each committee member of the Association and copies shall be provided to any member on request.

Dated:

President
Robyn Cooper

Secretary
Dorothy Jauncey

Treasurer
Les Landau