

## West Tamar Arts Group

### 1. Name of association

The name of the association is as follows :

**WEST TAMAR ARTS GROUP**

### 2. Interpretation

In these rules;

*Act* means the *Associations Incorporation Act 1964*;

*Association* means the association referred to in rule 1;

*association* has the same meaning as in the Act;

*auditor* means the person appointed as the auditor of the Association under rule 9;

*objects of the Association* means the objects and purposes as described in rule 4 of the Act for the incorporation of the Association;

*committee* means the committee of management referred to in rule 19.1

*financial year* has the same meaning as in the Act;

*general meeting* means -

(a) an annual general meeting; or AGM

(b) a special general meeting;

*officer of the Association* means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under rule 22.2(a);

*ordinary business of an annual general meeting* means the business specified in rule 11(5);

*ordinary committee member* means a member of the committee other than an officer of the Association;

*special committee meeting* means a meeting of the committee that is convened under rule 12.7 by the president or any 4 of the members of the committee;

*special general meeting* means a meeting of the Association, other than an annual general meeting, convened under rule 12;

*special resolution* has the same meaning as in the Act.

### 3. Association's office

Association Office to be at the current secretary of the Association's address or any other address deemed by the committee.

### 4. Objects and purposes of Association

Creating a partnership between artists and the community, to provide an all ,inclusive artistic experience for all.

(a) the purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;

(b) the purchase, sale or supply of, or other dealing in, goods of all kinds

- (c) the acceptance of a gift for any of the objects or purposes of the Association;
- (d) the taking of any step the committee or the members of the Association at a general meeting determine expedient for the purpose of procuring contributions to the funds of the Association;
- (f) the printing or publication of any newspaper, periodical, book, leaflet or other document the committee or the members of the Association at a general meeting determine desirable for the promotion of any of the objects or purposes of the Association;
- (g) the raising of money in any manner and on terms -
- (i) the committee thinks fit; or
- (ii) approved or directed by resolution passed at a general meeting;
- (h) subject to the provisions of the Trustee Act 1898, the investment, in any manner the committee determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;
- (i) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which *section 78A of the Income Tax Assessment Act 1936* of the Commonwealth relates;
- (j) the establishment and support, or aiding in the establishment and support, of the Association formed for any of the objects of the Association
- (k) the doing of any lawful thing incidental or conducive to the attainment of the objects of the Association or of any of the objects and purposes specified in this rule

## **5. Membership of Association**

**5.1** A person is qualified to be a member of the Association if:

- (a) the person has applied for membership of the Association as provided by *rule 5.3*; and
- (b) the person has paid the sum payable under these rules by a member as an annual subscription.

**5.2** An application of a person for membership of the Association:

- (a) be made by an applicant on the form approved by the committee of the Association

and

- (b) lodged with a committee member of the Association.

**5.3** The membership officer must, on receipt of the amount payable by the applicant under these rules by a member as an annual subscription, enter the applicant's name and details in the register of members and, on their name being so entered, the applicant becomes a member of the Association.

**5.4** A person ceases to become a member of the Association and their name removed from the register if the person:

- (a) dies; or
- (b) resigns membership; or
- (c) is expelled from the Association; or

(d) fails to pay subscription 3 months after the end of the financial year or 14 days after the member has received notice in writing, from the public officer or an executive committee member.

5.5 A member of the association may resign from the Association by delivering or sending by post or e-mail to the membership officer a written notice of resignation.

5.6 On receipt of a notice of resignation from a member under *subrule 5.5*, the membership officer is to remove the name of the member from the register of members.

5.7 Any right, privilege or obligation of a person as a member of the association;

(a) to contribute towards the payment of the debts and liabilities of the Association

(b) terminates on the cessation of the membership.

5.8 If the Association is wound up;

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the cost, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by *rule 28.1*.

## **6. Income and property of Association**

6.1 The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.

6.2 No portion of the income or property of the Association is to be paid or transferred to any member of the Association except as provided for under 6.3 or 6.4

6.3 The Association is not to;

(a) appoint a member to any office where they will receive any remuneration other than out of pocket expense ;or

(b) pay to any member any remuneration or other benefit in money or money's worth, other than the repayment of out- of -pocket expenses.

6.4 An employee or member of the Association may be paid;

(a) remuneration in return for services rendered to the Association or for goods supplied to the Association in the ordinary courses of business.

## **7. Accounts of receipts and expenditure**

7.1 True accounts are to be kept of the following:

(a) all money received and expended by the Association and the manner in respect of which the receipt or expenditure takes place; and

(b) the property, assets, credits and liabilities of the Association.

7.2 The accounts are to be open to inspection by the members of the Association subject to any reasonable restrictions as to time and manner of inspecting the committee may impose.

**7.3** The treasurer of the association is to keep all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Association in the form and the manner committee directs, including the use of electronic banking.

**7.4** The accounts, books and records are to be kept at the Association's office or at any other place the committee decides.

**(a)** The accounts, books and records are to be kept at the Association's office or at any other place the committee determines.

## **8. Banking and finance**

**8.1** On behalf of the Association, the treasurer of the Association is to;

**(a)** receive any money paid to the Association; and

**(b)** immediately after receiving the money, issue an official receipts.

**8.2** The committee is to open with an authorised deposit-taking institution the committee selects an account in the name of the association into which all monies received is too be paid as soon as possible after receipt

**8.3** Except with the authority of the committee, a payment of any sum exceeding \$300

is not too made from funds of the Association otherwise than by cheque drawn on the Association's account or by electronic transfer.

**8.4** The committee may provide the treasurer with the sum to meet urgent expenditure, subject to any conditions in relation to the use and expenditure the committee may impose.

**8.5** Cheques or electronic transfers are not to be drawn on the Association's account except for the payment of expenditure that has been authorised by the committee or where written delegation is given to the treasurer.

**8.6** All cheques drafts, bills of exchange, promissory notes, printed records of electronic transfer and other negotiable instruments are to be;

**(a)** signed by the treasurer or, in his or her absence, by any other member or members of the committee the committee nominates for that purpose; and

**(b)** counter signed by another authorised officer.

## **9. Auditor**

**9.(a)** The Association claims the exemption from complying, as the associations financial year revenue is less than \$250,000 by virtue of section 24(1C).

**9.1** At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.

**9.2** The auditor is to hold office until the next annual general meeting and is eligible for reappointment.

**9.3.** The first auditor may be appointed by the committee before the first annual general meeting; and holds office until the first annual general meeting unless earlier removed by a resolution of the members of the association at a general meeting, when that meeting may appoint an auditor to act until the first annual general meeting.

**9.4** If an appointment is not made at an annual general meeting, the committee is to appoint an auditor for the current financial year.

**9.5** The auditor may only be removed from office by special resolution or general meeting.

**9.6** If a casual vacancy occurs in the office of auditor, the committee is to appoint a person to fill the vacancy until the next annual general meeting.

## **10. Audit of accounts**

**10.(a)** Refer to 9.(a).

**10.1** The auditor is to examine the account of the association at least once in each financial year of the Association.

**10.2** The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to

- (a) certify as to the correctness of the accounts of the Association; and
- (b) provide a written report to the members of the Association present at that meeting.

**10.3** In the report and in certifying to the accounts, the auditor is to state if;

- (a) that he or she has obtained the required information; and
- (b) in his or her opinion, the accounts are properly drawn up so as to exhibit true and correct view of the financial position of the Association according to the information at his or her disposal; and the explanation given and;
- (c) as shown by the books of the Association; and
- (d) the rules relating to the administration of the funds of the Association have been observed.

**10.4** The treasurer of the Association is to deliver to the auditor a list of all the accounting records, books and accounts of the Association within 30 days of the end of the financial year of the Association.

**10.5** The auditor may

- (a) have access to the accounting records, books and accounts of the Association; and
- (b) require from any member or employee of the Association any information or explanation the auditor considers necessary for the performance of his or her duties.

## **11. Annual general meeting**

**11.1** The Association is to hold an annual general meeting each year. The minutes of the AGM are to be recorded in the minute book by the public officer or, in the absence from the meeting of the public officer, by an officer of the Association who is nominated by the chairperson of the meeting.

**11.2** An annual general meeting is to be held on any day (being not later than 3 months after the end of the financial year of the Association) the committee determines.

**11.3** An annual general meeting is to be in addition to any other special/general meeting that may be held in the same year.

**11.4** The notice convening an annual general meeting is to specify the purpose of the meeting.

**11.5** The ordinary business of an annual general meeting is to be as follows:

**(a)** to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;

**(b)** to receive from the committee, auditor and employees of the Association reports on the business and finances of the Association during the last preceding financial year and;

**(c)** to elect the officers of the Association and the ordinary committee members;

**(d)** to appoint the auditor and determine his or her remuneration if any,

**(e)** to appoint the Public Officer

**(f)** to determine annual membership subscription to the Association.

**11.6** An annual general meeting may transact special business of which notice is given in the notice convening the meeting.

**11.7** The quorum at the annual general meeting will be 9 members.

## **12. Special general meetings**

**12.1** The committee may convene a special general meeting of the Association at any time.

**12.2** The committee, on the requisition in writing of at least 9 members of the Association, is to convene a special general meeting of the Association.

**12.3** A requisition for a special general meeting;

**(a)** is to state the objects of the meeting; and

**(b)** is to be signed by each of the requisitionist; and

**(c)** is to be deposited at the office of the Association; and

**(d)** may consist of several documents, each signed by one or more of the requisitionists.

**12.4** If the committee does not cause a special general meeting to be held within 21 days after the day on which a requisition is deposited at the office of the Association, anyone or more of the requisitionists may convene the meeting within 3 months after the day of the deposit of the requisition.

**12.5** A special general meeting convened by requisitionists is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.

**12.6** All reasonable expenses incurred by requisitionists in convening a special general meeting are to be refunded by the Association.

**12.7** The quorum for a convened special meeting will be 9 members

## **13. Notices of special general meetings & annual general meetings**

The secretary of the Association at least 14 days before the day on which the annual general meeting of the Association is to be held, is to send a notice to all financial members in writing by post or email at the last known address of the member

- (a) the place, day and time at which the meeting is to be held; and
- (b) the nature of the business that is to be transacted at the meeting.

#### **14. Business and quorum at general meetings**

**14.1** All business transacted at a general meeting, could also be conducted by means of an e-mail or conference call, except the ordinary business of an annual general meeting, is special business.

**14.2** Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time the meeting considers that business.

**14.3** A quorum for the transaction of the business of a general meeting is half of the present members plus 1.

**14.4** If a quorum is not present within 30 minutes after the time appointed for the commencement of a general meeting, the meeting -

- (a) if convened on the requisition of members of the Association, is to be dissolved; or
- (b) in any other case is to be adjourned to a suitable day, time and place in the next week

**14.5** If at an adjourned meeting a quorum is not present 30 minutes after the time appointed for the commencement of the meeting, the meeting is to be dissolved.

- (a) the chairperson may specify another place to which a meeting is to be adjourned
- (b) by notice in a manner determined by the chairperson.

**14.5** If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

#### **15. Chairing general meetings**

**15.1** At each general meeting of the Association, the chairperson is to be -

- (a) the chairperson; or
- (b) in the absence of the chairperson, the vice-chairperson; or
- (c) in the absence of the chairperson and the vice-chairperson, another member of the committee may be elected to preside as chairperson by the members of the Association present.

#### **16. Adjournment of general meetings**

**16.1** The chairperson of a general meeting at which a quorum is present may with the consent of the members who are present and entitled to vote at the meeting, adjourn the meeting of the Association but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

**16.2** If a meeting is adjourned for 14 days or more another meeting must be called.

#### **17. Determination of questions arising at general meetings**

**17.1** A question arising at a general meeting of the Association is to be determined on a show of hands.

**17.2** Unless before or on the declaration of the result of the show of hands a ballot is demanded the vote, carried, or carried unanimously or carried by a particular majority, the result of which will be recorded in the minutes of the Association.

## **18. Votes**

**18.1** On any question arising at a general meeting of the Association, a member of the Association (including the chairperson) has one vote only.

**18.2** All votes are to be given personally.

**18.3** in the case of an equality of votes, the chairperson, have a second or casting vote.

## **19. Affairs of Association to be managed by a committee**

**19.1** The affairs of the Association are to be managed by a committee of management constituted as provided in 20.1

**19.2** The committee;

**(a)** is to control and manage the business and affairs of the Association; and

**(b)** may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and

**(c)** has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association in accordance with the objects of the Association.

## **20. Officers of the Association**

**20.1** The officers of the Association are as follows:

**(a)** one chairperson;

**(b)** one vice-chairperson;

**(c)** one treasurer;

**(d)** one secretary.

**(e)** membership officer (when necessary)

**(f)** one entertainment officer

**(g)** one youth officer (when necessary)

**20.2** Rule 24(2), (3) and (4) applies, with all necessary modifications, to the election of persons to any of the offices referred to in subrule (20.1).

**20.3** Each officer of the Association is to hold office until the next annual general meeting after that at which he or she is elected and is eligible for re-election.

**20.4** If a casual vacancy in an office referred to in subrule (20.1) occurs the committee may appoint one of its members to fill the vacancy until the next annual general meeting after the appointment

## **21. Constitution of the committee**

**21.1** The committee consists of-

- (a) the officers of the Association and other members elected at the annual general meeting.
- (b) an ordinary committee member is to hold office until the next annual general meeting after that at which he or she is elected and is eligible for re-election.
- (c) If a casual vacancy occurs in the office of ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the next annual general meeting after the appointment.
- (d) If certain positions are not filled at the election, they are taken to be casual vacancies.

## **22. Election of numbers of committee**

**22.1** A nomination of a candidate for election as an officer of the Association, or as an ordinary committee member, is to be -

(a) made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and

(b) written consent can be delivered to the Secretary at the AGM

(c) A nominated member must have been a member of the Association for 1 year (with the exception of the West Tamar Councilor).

**22.2** If insufficient nominations are received to fill all vacancies on the committee

(a) nominations may be taken from the floor at the AGM, if the nominee is present at the AGM and agrees to the nomination.

(b) the candidates nominated are taken to be elected.

(c) If the number of nominations received is equal to the number of vacancies on the committee to be filled, the persons nominated are taken to be elected.

(d) If the number of nominations received exceeds the number of vacancies on the committee to be filled, a ballot is to be held.

(e) The ballot for the election of officers and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the committee.

**22.3** No officer of the Association may hold office in the one position for more than 3 years unless;

(a) there is not a nomination for the position and;

(b) there is a unanimous vote from all attending members.

### **23. Vacation of office**

For the purpose of these rules, the office of an officer of the Association, or of an ordinary committee member, becomes casually vacant if the officer or committee member-

- (a) dies; or
- (b) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
- (c) becomes of unsound mind
- (d) resigns office in writing addressed to the committee; or
- (e) ceases to be ordinarily resident in Tasmania; or
- (f) is absent from 3 consecutive meetings of the committee without the permission of the other members of the committee; or
- (g) ceases to be a member of the Association; or
- (h) fails to pay all arrears of subscription within 14 days after receiving a notice in writing signed by the public officer of the Association stating that the officer or committee or committee member has ceased to be a financial member of the Association or fails to pay the annual fee 3 months from the beginning of the financial year.

### **24. Meetings of the committee and subcommittees**

**24.1** The committee is to meet at least 10 times per year at any place and time the committee determines, unless there are unprecedented circumstances.

- (a) sub committees are to meet at least 5 times or as deemed necessary.
- (b) a meetings of the committee may be convened by the chairperson or any 4 of the members of the committee.

**24.2** notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted.

**24.3** a special committee meeting may only transact business of which notice is given.

**24.4** any 4 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.

**24.5** business is not to be transacted at a meeting of the committee unless a quorum is present.

- (a) if a quorum is not present within half an hour after the time appointed for the commencement of;
- (b) a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
- (c) a special committee meeting, the meeting is dissolved.
- (d) At each meeting of the committee, the chairperson is to be the chairperson or the vice chairperson in the absence of the chairperson

(e) in the absence of the president and both vice-presidents, a member of the committee elected to preside as chairperson by the members of the committee present at the meeting.

**24.6** any question arising at a meeting of the committee is to be determined -

(a) on a show of hands; or by voice and noted

(b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.

**24.7** On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.

(a) in the case of an equality of votes, the chairperson has a second or casting vote.

**24.8** notice of each committee meeting is to be served on each member of the committee by

(a) emailing, personal phone call, delivery by post or person in a reasonable time prior to the meeting

## **25. Disclosure of interests**

**25.1** A member of the committee or subcommittee who is interested in any contract or arrangement made or proposed to be made with the Association is to disclose the interest;

(a) at the first meeting of the committee at which the contract or arrangement is first taken into consideration, if the interest then exists; or

(b) in any other case at the first meeting of the committee after the acquisition of the interest.

(c) if a member of the committee becomes interested in a contract or arrangement after it is made or entered into, he or she is to disclose at the first meeting of the committee after he or she becomes so interested.

(d) a member of the committee is not to vote as a member of the committee in respect of any contract or arrangement in which he or she is interested and any such vote is not to be counted.

## **26. Subcommittees**

**26.1** The committee may;

(a) appoint a subcommittee from the committee; and

(b) nominate a committee member as coordinator of that subcommittee; and

(c) prescribe the powers and functions of that subcommittee

**26.2** The committee may co-opt any person as a member of that committee without voting rights, whether or not the person is a member of the Association.

**26.3** A quorum at a subcommittee is 2 appointed members.

**26.4** The nominated committee member of the Association is to convene meeting of a subcommittee

**26.5** Notice of each committee meeting is to be served on each member of the committee by;

(a) emailing, electronic means, personal phone call, delivery by post or in person in a reasonable time prior to the meeting.

## **27. Executive committee**

**27.1** The chairperson, vice chairperson, treasurer and secretary constitute the executive committee.

**27.2** The executive committee may issue instruction to the public officer and the employees of the Association in matters of urgency connected with management of the affairs of the Association during the period between meetings of the committee.

**27.3** The executive committee is to report on any instructions issued under subrule 27.2 to the next meeting of the committee

## **28. Annual subscription**

**28.1** Membership of the Association is subject to payment of the annual membership fee. This fee will be determined at the AGM and is non-refundable. The committee may reduce the fee after *July 31st*

(a) a member of the Association must pay to the association an amount prescribed under clause 28.1 and is non-refundable

**28.2** The members of the Association may alter the annual subscription by special resolution or at the AGM.

**28.3** The annual subscription of a member of the Association is due and payable on or before the AGM.

## **29. Financial**

The financial year Of the Association is the period beginning on the 1st April ending on the 31st March the following year.

## **30. Service of notices**

**30.1** A Notice may be served by or on behalf of the Association on any member-

(a) personally; or

(d) by emailing it to the person's email address, through the post in a prepaid envelope addressed to the member at his or her usual last known address.

## **31. Expulsion of members**

**31.1**The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.

**31.2** If deemed necessary this can be conducted at a closed meeting

**31.3** The expulsion of a member under subrule 31.1 does not take effect until the later of the following:

(a) until the expiration of 10 days after the service on the member of a notice served under subrule 31.1

(b) if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.

**31.4** If the committee expels a member from the Association, the public officer of the Association, without undue delay, is to cause to be served on the member a notice in writing

- (a) stating that the committee has expelled the member; and
- (b) specifying the grounds for the expulsion; and
- (c) informing the member of the light to appeal against the expulsion under rule 32 .

### **32. Appeal against expulsion**

**32.1** A member may appeal against an expulsion under rule 31 by delivering or sending by post to the Secretary of the Association, within 10 days after the service of a notice under rule 31.3 , a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.

**32.2** on receipt of a requisition, the secretary is to immediately notify the committee of the receipt and;

(a) the committee is to cause a special general meeting of members to be held within 21 days after that date on which the requisition is received

**32.3** At a special general meeting convened for the purpose of hearing an appeal under this rule

- (a) no business other than the question of the expulsion is to be transacted; and
- (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
- (c) the expelled member must be given an opportunity to be heard; and
- (d) the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.

**32.4** If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion -

- (a) the expulsion is lifted; and
- (b) the expelled member is entitled to continue as a member of the Association.

**32.5** If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion -

- (a) the expulsion takes effect; and
- (b) the expelled member ceases to be a member of the Association.

### **33. Disputes**

**33.1** A dispute between a member of the Association, in the capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 1986*.

**33.2**This rule does not affect the operation of rule 32.

### **34. Amendments to Constitution**

**34.1** The constitution may be altered at the Annual General Meeting or at a Special General Meeting.

**34.2** The secretary of the Association at least 21 days before the dates fixed for holding a general meeting of the Association for the purpose of altering the constitution is to send a written notice to all financial members via post or email to their last known address .

(a) specifying the place, date and time of the meeting, and

(b) detailing the proposed alterations to the Constitution

**34.3** Constitutional amendments must have a two -third majority of the members both present and voting.

**34.4** The quorum of the meeting convened to change the Constitution must be at least 15 members or a two-thirds of the financial members in attendance.

### **35. Dissolution**

In the event of the Association being wound up or dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities the balance shall be transferred to another organisation with similar purposes which is not carried out for the profit or gain of its individual members.