

Seniors Computer Club Central Coast Incorporated Constitution

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Seniors Computer Club Central Coast Incorporated

PART 1

1.1 Name

The club shall be known as "Seniors Computer Club Central Coast Incorporated"

1.2. Objective

A non-profit self help seniors club. To help its members master computers, services, and associated equipment

PART 2

Definitions

1. In these rules:

- (a) "Ordinary member" means a member of the committee who is not an office-bearer of the club.
- (b) "Secretary": means the person holding office under the rules as secretary of the club or if no such person holds that office the public officer of the club.
- (c) "special general meeting": means a general meeting of the club other than an annual general meeting.
- (d) "the Act": means: the Associations Incorporated Act 1984.
- (e) "The Regulations": means the Associations Incorporation Regulation 1994

2. In these rules:

- (a) A reference to a function includes, a reference to power, authority and duty.
- (b) And a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- (c) 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 3

Membership

- (a) Subject to these rules the members of the club shall be members of the club immediately prior to incorporation together with such people and organisations as the committee admits to membership.
- (b) Membership is open to all individuals and organisations who accept the objects and rules of the club.
- (c) Individuals and organisations wishing to become members of the club shall apply to the committee for membership.
- (d) The committee shall determine whether or not to accept an application for membership. The committee is not required to supply reasons for accepting or rejecting an application for membership.
- (e) Members shall pay such fees as are determined by the committee.
- (f) A register of members shall be kept by the club showing names, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall be contained in the register.
- (g) Membership shall cease upon resignation, death, expulsion, or failure to pay outstanding membership fees within six months of the due date.
- (h) Membership fees shall fall due on the first day of each financial year of the club. The financial year of the club shall run from July 1st to June 30th or such other period as is determined by the committee.

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PART 4

Membership Liability

The Members of the club shall have no liability to contribute towards the payment of debts and liabilities of the club or the costs, charges and expenses of the winding up of the club except to the amount of any unpaid membership fees.

PART 5

Disciplining of Members

(a) A member may be expelled from membership of the club (or otherwise disciplined) by the committee, after affording the member an opportunity of offering an explanation of his/her conduct, the conduct is regarded as being detrimental to the interests of the club.

(b) A member who wishes to appeal against a decision expelling or otherwise disciplining him/her may do so by notifying the secretary in writing that she/he wishes the decision to be reviewed at the next general meeting of the club.

PART 6

Disputes Between Members

(a) In the event of a dispute arising between members (in their capacity as members), or between a member and the club, or a member and the Committee, the following procedure will apply

(b) Each side of the dispute shall nominate a representative who is not directly involved in the dispute. Those representatives shall then attempt to settle the dispute by negotiation.

© Should the nominated representatives be unable to resolve the dispute within fourteen (14) days (or such other period as they may agree upon) the dispute shall be referred to a person mutually agreed upon for mediation.

(d) If the dispute is not resolved by the above procedures it shall be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.

PART 7

Management by Committee

(a) The club shall have its affairs controlled and managed by the office bearers and other members known as the committee. The committee shall act in accordance with its constitution and any resolutions passed at general meetings of the club that complies with the constitution.

(b) The office bearers shall be a President, Vice President, Secretary, Treasurer. There shall be four(4) other members of the committee.

© The office bearers and other members of the committee shall be elected at each annual general meeting. Any casual vacancy occurring in the committee may be filled by a member appointed by the committee.

(d) Each member of the committee shall hold office from the date of their election or appointment until the next annual general meeting.

(e) Retiring committee members are eligible for re-election.

(f) The committee shall meet as often as necessary to conduct the business of the club and not less than once in each month.

(g) The quorum for meetings of the committee shall be one half of the number of committee members elected at the previous annual general meeting.

(h) Notice of committee meetings shall be given at the previous meeting or by such other means as the committee may decide upon.

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(I) A member of the committee shall cease to hold office upon:

- (1) resignation from the committee
- (2) ceasing to be a member of the club
- 3) absence from three successive committee meetings without approval by the committee.

(J) The committee may function validly provided its number is not reduced below the quorum. Should the committee fall below the quorum the remaining committee members may act only to appoint new committee members.

(k) Questions arising at any meeting of the committee shall be decided by the majority of the votes of those present. In case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote.

(L) If within half an hour of the time appointed for a committee meeting a quorum is not present the meeting shall be dissolved.

(m) Additional meetings of the committee may be convened by the President or any two members of the committee.

PART 8

Delegation by Committee to Sub-Committee:

- (a) The committee may form sub-committees of interested people to deal with special needs as they arise. All sub-committees must include at least one member of the committee.
- (b) Sub-committees shall be responsible and accountable to the committee and shall report on their activities at each meeting of the committee.
- (c) Sub-committees shall not incur debt or make contact without prior approval of the committee.
- (d) The committee must provide each sub-committee with a clear statement of the sub-committee's function and the limits of its power.
- (e) The committee may at its own discretion, continue to exercise any of the functions delegated to the sub-committee.
- (f) The committee may at any time, dissolve a sub-committee.
- (g) A sub-committee may meet and adjourn as it thinks proper.

PART 9

General Meetings

- (a) An annual general meeting of the club shall be held each year within six months from the end of the financial year of the club.
- (b) The committee may, whenever it thinks fit, convene a general meeting of the club. A general meeting must be convened by the committee within three months of receiving a written request to do so from at least five percent of the membership.
- (c) At least fourteen (14) days notice of all general meetings and notices of motion shall be given to members. In the case of a general meeting where a special resolution is to be proposed, notice of the resolution shall be given to members at least twenty-one (21) days before the meeting.

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- (d) In the case of the annual general meeting the following business shall be transacted:
1. Confirmation of the minutes of the last annual general meeting and any recent special general meeting
 2. Receipt of the committee's report upon the activities of the club in the last financial year
 3. Election of office bearers and other members of the committee:
 4. Receipt and consideration of a statement from the committee which is not misleading and gives a true and fair view for the last financial year of the club's:
 - *income and expenditures
 - *assets and liabilities
 - *mortgages, charges and other securities
 - *trust properties
- (e) The quorum for a general meeting shall be five members present in person. If within half an hour of the time appointed for a general meeting a quorum is not present the meeting shall be dissolved.
- (f) Voting at a general meeting shall be by show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by a special resolution where a three quarter of the majority is required.
- (g) All votes shall be given personally, and there shall be no voting by proxy.
- (h) In the case of an equality of votes the person appointed to chair the general meeting shall have a second or casting vote
- (i) Nominations of candidates for elections as office bearers or other committee members may be made at the annual general meeting or in other such ways as may be determined by the club at a general meeting.
- (j) Written notice of all general meetings shall be given to members personally or by post.
- (k) Members who have items of business they wish considered at a general meeting shall give written notice of such business to the secretary. The secretary shall include that business in the next notice calling a general meeting,

PART 10

Office Bearers

- (a) The President or, in the president's absence the Vice-President shall act as chairperson at each general meeting and committee meeting of the club.
- (b) If the President and Vice-President are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as chairperson.
- (c) The Secretary shall ensure that records of the business of the club including the rules, minutes of all general meeting and committee meetings and a file of correspondence are kept. These records shall be available for inspection by any member and shall be held custody of the secretary.
- (d) The Treasurer shall ensure that all money received by the club is paid into an account in the club's name. Payments shall be made through a petty cash system or by cheque signed by two signatories authorised by the committee. Major or unusual expenditures shall be authorised in advance by the committee or at a general meeting.
- (e) The Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the club. These records shall be available for inspection by any member and shall be held custody of the Treasurer.

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(f) The Secretary shall keep a register of all members, including membership applications and renewals. These records shall be available for inspection by any member and shall be held in the custody of the Secretary

PART 11

Special Resolutions

(a) A special resolution must be passed by a general meeting of the club to effect the following changes:

- i) a change of the clubs name:
- ii) a change of the clubs rules:
- iii) a change of the clubs objectives
- iv) an amalgamation with another incorporated club.
- v) to voluntarily wind up the club and distribute its property
- iv) to apply for registration as a company or a co-operative.

(b) A special resolution shall be passed in the following manner:

- i) a notice must be sent to all members advising that a general meeting is to be held to consider a special resolution.
- ii) the notice must give details of the proposed special resolution and give at least twenty-one (21) days notice of the meeting.
- iii) a quorum must be present at the meeting:
- iv) and at least three-quarters of the valid vote must be in favour of the resolution.

(c) In situations where it is not possible or impracticable for a resolution to be passed as described above a request may be made to the Department of Fair Trading for permission to pass a resolution in some other way.

PART 12

Public Officer

(a) The committee shall ensure that a person is appointed as public officer.

(b) The first public officer shall be the person who completed the application for the incorporation of the club.

(c) The committee may at any time remove the public officer and appoint a new public officer provided the person appointed is 18 years of age or older and a resident of New South Wales.

(d) The public officer shall be deemed to have vacated their position in the following circumstances:

- i) death
- ii) resignation
- iii) removal by the committee or at a general meeting
- iv) Bankruptcy or financial insolvency;
- v) mental illness or incapacity
- vi) residency outside New South Wales.

(e) When a vacancy occurs in the position of public officer the committee shall within fourteen (14) days notify the Department of Fair Trading by the prescribed form and appoint a new Public Officer.

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- (f) The public officer is required to notify the Department of Fair Trading by the prescribed form in the following circumstances
- i) appointment (within 14 days)
 - ii) a change of residential address (within 14 days)
 - iii) a change in the clubs objects or rules (within one month)
 - iv) of the club's financial affairs (within one month after the annual general meeting.)
 - v) a change in the club's name (within one month)
- (g) The Public Officer may be an office bearer, or a committee member, or any other person regarded as suitable for the position by the committee.
- (h) The public officer shall keep a register of members of the committee which must
- i) contain the name and residential address of each committee member and the date on which they became a member of the committee.
 - ii) be updated within one month of any change taking place:
 - iii) and be made available for inspection by any person, at all reasonable hours and free of charge.

PART 13

Miscellaneous

- (a) The club shall effect and maintain insurance under the Associations Incorporated Act together with any insurance which may be required by law or regarded as necessary by the club.
- (b) The funds of the club shall be derived from the fees of the members, donations, grants and such sources approved by the club
- (c) The common seal of the club shall be kept in the custody of the Secretary and shall be affixed to a document with the approval of the committee. The stamping of the common seal shall be witnessed by the signatures of two members of the committee.
- (d) In the event that the club should be wound up or have its incorporation cancelled any surplus property shall be distributed in accordance with the provisions of the Associations Incorporated Act 1984. Any residue be given to Australian Seniors Computer Clubs Association or its successors.
- (e) Service of documents on the club is effected by serving them on the Public Officer or by serving them personally on two members of the committee.
- (f) Notices sent by post shall be deemed to have been received two days after the date of posting.
- (g) The income and property of the club shall be used only for promotion of the objects of the club and shall not be paid or transferred to members by way of dividend, bonus or profit.