

CONSTITUTION

WEST STIRLING NEIGHBOURHOOD HOUSE

1. NAME

The name of the Association shall be:

WEST STIRLING NEIGHBOURHOOD HOUSE INCORPORATED

2. DEFINITIONS

The expression 'The Association' shall mean;

WEST STIRLING NEIGHBOURHOOD HOUSE

'Committee' means the Management Committee as provided for in this Constitution

3. OBJECTS

3.1 To create an environment in which personal and community development can take place in a friendly neighbourhood context.

3.2 To promote the well being and care of children and families.

3.3 To provide classes and educational opportunities in response to community needs.

3.4 To provide a crèche for children whose parents/caregivers are attending the centre for courses/classes whenever possible.

3.5 To provide a meeting place in the community as a means of breaking down barriers and isolation.

3.6 To provide and maintain suitable grounds, buildings and equipment for such purposes.

3.7 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. Payment can only occur if it is authorized by resolution of the Association or the Management Committee.

4. POWERS

The regulations control and conduct of all business of the Centre shall be vested in the Management Committee with the power to do such things as are necessary, incidental or conducive to the attainment of the objects of the centre.

5. MEMBERSHIP

5.1 A person is eligible to apply for membership who is interested in the objects of the Association, who applies for admission, and who pays the annual fee as prescribed by the Management Committee.

5.2 A register of members shall be kept.

5.3 All financial members will be entitled to enroll for classes and will receive the Newsletter.

5.4 Suspension of members

Any Financial member acting in any way prejudicial to the interests of the Centre, whether

pecuniary, ethical or otherwise, may be expelled or suspended from the membership for such period as determined by the Management Committee but not exceeding 12 months provided that any member so suspended shall have the right to appeal to a General Meeting of the Centre. The appeal shall be dismissed if a simple majority of members present vote for a dismissal of the appeal. Any such vote shall be a secret ballot.

5.4.1 A suspended person shall not be entitled to any refund of fees

5.5 Cessation Membership shall cease on:

5.5.1 Failure to renew membership by paying the prescribed membership fee within two months of expiry.

5.5.2 Failure to pay any other fees due within two months of the same having been sought.

5.5.3 Resignation.

5.6 Constitution for members – A copy of the Constitution must be given to each person who becomes a member of the Association. It can be provided by email or obtained directly from the Associations website.

6. MANAGEMENT

6.1 Structure

6.1.1 Management of the Association shall be vested in a Committee comprising of a Chairperson, a Vice Chairperson, a Secretary and a Treasurer, and not less than four and not more than eight other members.

6.1.2 The paid co-ordinator(s) shall be ex-officio.

6.1.3 The committee may co-opt, for such duration as is necessary, up to two persons with special interests or knowledge relevant to the Association. Such persons shall be ex-officio.

6.2 Committee members who meet the Management Committee Eligibility Criteria, shall be elected at the Annual General Meeting and shall retire at the next Annual General Meeting.

6.3 Members may serve on the committee for an indefinite period.

6.4 Office bearers shall be eligible to serve two full consecutive years in any one office, at which time (subject to clause 6.4A) such office bearer shall stand down from the position held for at least two years, before being eligible for re election to that particular office.

6.4A In the event of an office bearer's position not being filled within one month of the Annual General Meeting then the previous office bearer may be re-appointed to the position by a unanimous vote of the committee and may serve in that position until the next Annual General Meeting.

6.5 Casual vacancies on the Management Committee may be filled by the Members of the Association and voted in by the Management Committee until the next Annual General Meeting

6.6 Cessation of Office

An office bearer or member of the Committee shall cease to hold such office on:

6.6.1 Resignation in writing as a Committee Member.

6.6.2 Resignation or suspension as a Member of the Association.

6.6.3 Absence from three successive Committee Meetings without explanation acceptable to the Committee.

6.7 Functions and Powers

The Management Committee shall have the following powers:

6.7.1 To appoint sub-committees from amongst members of the Management Committee for such purposes and on such terms as it deems necessary.

6.7.2 To take and defend all legal proceedings by or on behalf of the Association.

6.7.3 To appoint, employ, pay, dismiss, or suspend staff.

6.7.4 To do all other things incidental to or conducive to the attaining of the objects of the Association.

7. MEETINGS

7.1 Committee meetings

7.1.1 The Committee may meet as frequently as it may deem necessary, but must meet at least eight times a year.

7.1.2 Schedules of Committee meetings will be given at the first committee meeting after the Annual General Meeting, or by seven days written notice to all Committee Members, or in any emergency such other notice as the Committee shall ratify at the next Committee Meeting attended.

7.1.3 A quorum at a Committee Meeting shall be a minimum of four voting members of the Committee and shall include at least one office bearer.

7.1.4 If the quorum is not present, a meeting shall be called within fourteen days. If there is again no quorum the meeting shall take place, and notice given to other Committee members regarding all business dealt with.

7.3 Annual General Meeting

7.3.1 The Annual General Meeting shall be held within four months after the end of the Associations Financial Year.

7.3.2 The business of the Annual General Meeting shall be:

- Minutes of the previous Annual General Meeting
- Presentation and adoption of reports
- Election of Office Bearers
- Appointment of Auditor
- General Business

7.4 Special General Meeting

7.4.1 A Special General Meeting can be called by the directive of the Management Committee, of three committee members or six members of the Association.

7.4.2 At least twenty one (21) days notice in writing will be given of the Special General Meeting.

7.4.3 The directive, or request, and the subsequent notice calling a Special General Meeting should specify the general nature of the business to be carried out at that meeting.

7.5 Notice of meetings

Notice of any kind, including of a meeting, Annual General Meeting, Special General Meeting, and of any business (including special business or resolutions) may be given by either

- a) Ordinary prepaid post addressed to the recipient of the address shown in the records of the Association as the last known address
- b) By being handed personally to a member
- c) Being contained in any newsletter or other pamphlet distributed to members
- d) Being displayed upon any notice board at the premises of the Association for not less than fourteen days.

7.6 Quorum

7.6.1 No business shall be transacted at any Annual General Meeting unless a quorum of members is present at the time when the meeting proceeds to its business.

7.6.2 Quorum at any Annual General Meeting or Special General Meeting shall be eight members of the association and entitled to vote. This includes personally present or by proxy.

7.6.3 If at any Annual General Meeting or Special General Meeting there is no quorum within thirty minutes of the time appointed for the meeting, then a majority of members present may decide to adjourn the meeting for a period of not more than fourteen days.

7.6.4 If at the subsequent meeting there is again no quorum, the meeting shall continue and a notice be displayed regarding all business transacted, and if no written complaint is received within seven days the business shall be ratified at the next Committee meeting.

7.7 Voting

7.7.1 Each member is entitled to a deliberative vote.

7.7.2 All voting shall be in person.

7.7.3 Voting shall be by show of hands, except that:

- i) any contested election at an Annual General Meeting or otherwise shall be by secret ballot
- ii) the meeting may, by show of hands require any other vote to be by secret ballot.

7.7.4 Ex-officio or co opted persons shall have the right to address any Committee Meeting but shall have no right to vote at that Meeting unless in the case of an Annual General Meeting, or Special General Meeting the person is a member of the Association and may vote in their own right, unless said member is an employee of the association.

8. COMMON SEAL

The Common Seal of the Association shall be engraved in the name of the Association and be kept in the care of the Secretary. The Common Seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Committee and in the presence of any two of the Chairperson, Vice-chairperson, Secretary and Treasurer, both of whom shall subscribe their names as witnesses.

9. AUDITOR

Financial Statements and Financial Reports

- (a) For each financial year, the Association must ensure that the requirements of the Associations Incorporation Act (WA) are met.
- (b) Without limiting sub-rule (a), those requirements include-
 - (i) the preparation of the Financial Statements and Report;
 - (ii) if required, the review or auditing of the Financial Statements or Financial Report (whichever applicable);
 - (iii) the presentation of the Financial Statements to the annual general meeting of the Association (and, if required, a copy of the report of the review or auditor's report, whichever is applicable);
 - (iv) if required by the regulations made under the Act, the lodgment of the annual return with the Commissioner.

Review or Audit of Financial Statements or Financial Report

The Association must ensure that a review or audit is undertaken of the Financial Statements or Financial Report of the Association if:

- (c) the by-laws (if any) of the Association require a review or audit;
- (d) the Members require a review or audit by resolution at a General Meeting;

- (e) an audit or review is directed by the Commissioner; or
- (f) an audit or review is required as a condition of a funding arrangement; or holding of a charitable collections license or registration as a charity under State or Commonwealth legislation.

10. CUSTODY OF RECORDS, ETC

Except as otherwise decided by the Management Committee from time to time:

10.1 The secretary shall be responsible for ensuring the maintenance and control of the association's books (except for the Association's financial records).

10.2 The treasurer is responsible for ensuring the custody and maintenance of the association's financial records and securities.

10.3 The Association's books shall be retained for at least 7 years.

10.4 A member may at any reasonable time provide a Statutory Declaration to the Management Committee setting out the purpose for which the copy of the Register of Members is required and may be charged a reasonable amount for the inspection of the Register of Members and the books, documents, records and securities of the Association.

11. AMENDMENT OF THE CONSTITUTION AND RULES

11.1 This Constitution may be altered, amended or replaced by a seventy five percent majority of members present at a meeting of the Association, provided that notice of the proposed changes to the Constitution shall have been given in writing to the Secretary at least forty two days prior to that meeting, and all members of the Association have been notified of the proposed changes at least twenty eight days prior to that meeting.

11.2 A Special General Meeting may alter, amend or replace rules for the proper administration of meetings or business by a majority of members present at a meeting of the Association, provided that not less than seven days written notice, including notice of the proposed changes, has been distributed to all members.

12. DISSOLUTION

12.1 The Association, with approval of not less than 75% of the members present and voting, may be dissolved or wound up by a resolution at a Special General Meeting called for such a purpose.

12.2 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 or distributed among the members or former members of the Association. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purpose of profit or gain to its individual members and which association shall be determined by resolution of the Association members.

13. TRUSTEES

Unless otherwise determined by the members, the committee of the Centre for the time being shall be deemed to be the trustees of the Centre to hold any property real or personal belonging to the Centre.

14. FINANCES

14.1 The financial year for the West Stirling Neighbourhood House will commence on the first of July and finish on the thirtieth of June the following year.

14.2 The treasurer is to ensure that proper accounts of all monies received and expended are kept.

14.3 The Treasurer will report on all the financial affairs of the Association at each meeting of the Management Committee.

14.4 Funds of the Association shall be kept in an account with the name of the Association at either a bank or building society nominated by the Management Committee. Payments shall be made as Petty Cash signed by two (2) of the authorized signatories. The Treasurer must be included as an authorized signatory. Major or unusual expenses shall be authorized by the Management Committee.

14.5 All records and books will be available for viewing at the office of West Stirling Neighbourhood House (on request) by financial Members as per section 10.4.