

CHATSWOOD WEST WARD PROGRESS ASSOCIATION INCORPORATED

Founded 1930

CONSTITUTION

1. NAME

The name of the association shall be Chatswood West Progress Association Incorporated (referred to in these rules as “the association”).

2. OBJECTS

The objects of the association shall be:

- i) to provide a co-operative and consultative forum and organisational support for the residents and ratepayers of Chatswood West to discuss and resolve issues relating to their environment and welfare;
- ii) to encourage a keen spirit of community, citizenship and mutual help;
- iii) to co-operate with other associations having similar objects on wider issues;
- iv) to facilitate two-way participative local government representation.

3. MEMBERSHIP

- a) At incorporation, the members of the association shall be the members of Chatswood West Ward Progress Association immediately prior to incorporation.
- b) The number of members shall be unlimited and membership is open to all individuals and organisations who accept the objects and rules of the association.
- c) A person eligible to become a member of the association shall be a resident or ratepayer of Chatswood West (as defined by the association from time to time) and may remain a member when no longer a resident of Chatswood West provided he/she remains a ratepayer of The City of Willoughby or membership exceeds ten years.
- d) The membership of any member of the association who enlists for war service shall be deemed to be continuous for the duration of such service and for six months after the date of discharge.
- e) Members shall pay such fees as are determined by the association at a general meeting. New members' membership fees received from October onwards are deemed to include the following year's membership.
- f) Membership fees shall fall due on the first day of each financial year of the association. The financial year of the association shall run from January 1 to December 31.
- g) Membership shall cease upon resignation or expulsion. In the event of any member failing to renew subscription by June 30, such member shall cease to be a member of the association. Notwithstanding the provisions of this rule and rules 16 a) & g), any member who was financial during the previous financial year shall, on payment of subscriptions due, be reinstated to full membership.

4. MEMBERS' LIABILITY

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

5. DISCIPLINING OF MEMBERS

- a) A member may be expelled from membership of the association (or otherwise disciplined) by the management committee if, in the opinion of the management committee, after affording the member an opportunity of explaining his/her conduct, the conduct is regarded as being detrimental to the interests of the association.
- b) A member who wishes to appeal against a decision expelling or otherwise disciplining him/her may do so by notifying the honorary secretary in writing that s/he wishes the decision to be reviewed at the next general meeting of the association.

6. DISPUTES BETWEEN MEMBERS

- a) There shall be no association involvement with or discussion at meetings concerning religion, gender, party politics, racial difference, sexual preference or any personal matters between residents.
- b) In the event of a dispute arising between members (in their capacity as members), between a member and the association, or between a member and the management committee, the following procedure shall apply:
 - i) each side of the dispute shall nominate a representative who is not directly involved in the dispute;
 - ii) those representatives shall then attempt to settle the dispute by negotiation;
 - iii) should the nominated representatives be unable to resolve the dispute within 14 days (or such other period as they may agree upon) the dispute shall be referred to a person mutually agreed upon for mediation;
 - iv) 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.

7. MANAGEMENT COMMITTEE

- a) The association shall have its affairs controlled and managed by the management committee. This committee shall act in accordance with any resolution passed by a general meeting of the association.
- b) The management committee of the association shall consist of the president, two vice-presidents, honorary secretary, minute secretary (if appointed), honorary treasurer, publicity officer and convenors of association standing sub-committees.
- c) Any financial member is eligible for election to the management committee. Provided that, to be eligible for the

office of president or honorary secretary, members must have been financial for at least twelve months and must have attended at least half of the general meetings in that time.

d) The management committee shall be elected at each annual general meeting. Any casual vacancy occurring in the management committee may be filled by a member appointed by the management committee.

e) Members of the management committee shall hold office from the date of election or appointment until the next annual general meeting.

f) Retiring management committee members are eligible for re-election.

g) The management committee shall meet as often as necessary to conduct the business of the association and shall have the power to expend the funds of the association as it deems fit within the objects of the association, such action to be reported at the next general meeting. Meetings of the management committee may be convened by the president or any two other members of the committee.

h) A member of the management committee shall cease to hold office upon resignation in writing, removal as a member of the association, or absence from three successive management committee meetings without the approval of the management committee.

8. SUB-COMMITTEES

a) The management committee may, as it deems fit, appoint a sub-committee to deal with a particular issue relevant to the objects of the association. Such sub-committee, if necessary to continue, shall be elected at the subsequent annual general meeting and shall become a standing sub-committee, chaired by a convenor.

b) Any financial member is eligible for election to a standing sub-committee.

c) Sub-committees shall act in accordance with any resolution of the management committee or general meeting of the association.

d) Standing sub-committees shall be elected at each annual general meeting. Any casual vacancy occurring in a standing sub-committee may be filled by a member appointed by the management committee.

e) A sub-committee shall meet as often as necessary and business shall be reported at general meetings. Notice of sub-committee meetings shall be given at the previous sub-committee meeting or by such other means as the sub-committee may decide.

9. GENERAL MEETINGS

a) A general meeting of the association shall be held on the third Wednesday of each calendar month at 8:00 pm unless such day be a public holiday, in which case such meeting shall be held on the following Wednesday at the same hour.

b) An annual general meeting of the association shall be held in March each year. At this meeting the following business shall be transacted:

- i) confirmation of the minutes of the last annual general meeting and any recent special general meeting;
- ii) receipt and consideration of annual report and duly audited accounts;
- iii) election of officers of the association;

iv) discussion and/or decision on any question that may have been proposed relative to the affairs of the association.

c) The management committee may, whenever it deems fit, convene a special general meeting of the association. A special general meeting must be convened by the management committee within three months of receiving a written request to do so from not less than six financial members of the association. Such request must be addressed to the honorary secretary stating the objects of such a meeting.

d) At least 14 days' notice of special general meetings and notices of motion shall be given to members. In the case of general meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least 21 days before the meeting.

10. CONDUCT OF MEETINGS

a) No business shall be transacted at any meeting of the association without a quorum. The quorum for a general meeting shall be eight members present in person. The quorum for management committee and sub-committee meetings shall be four members present in person. If a quorum is not present within half an hour of the time appointed, the meeting shall be dissolved.

b) At all meetings of the association, members shall each have one vote. All votes shall be given personally and there shall be no voting by proxy.

c) Voting shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority except for those matters which must be decided by special resolution where a three-quarters majority is required.

d) In the case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote but only to maintain the status quo.

e) Submissions from members or groups on matters deemed by motion of members to be important or controversial shall not be resolved at a general meeting until such matters have been referred to the relevant committee for consideration and recommendation.

f) Any recommendation concerning the residents of a street shall only be made if it can be shown that the majority of the residents are in agreement.

g) At all general meetings, the order of business (standing orders) shall be:

- i) apologies
- ii) reading and confirmation of previous minutes
- iii) business arising from minutes
- iv) new members
- v) correspondence
- vi) motions pursuant to notice
- vii) finance
- viii) deferred business
- ix) reports
- x) general business
- xi) announcements and confirm next meeting

h) If at any general meeting, the agenda item "general business" has not been reached by 9:30 pm, such general business shall be dealt with immediately following the matter before the meeting at that time.

- i) No new business shall be taken after 10:00 pm unless an extension of time for new business is granted by the meeting, provided that no such extension of time shall be granted after 10:30 pm except where a motion is before the meeting, in which case such motion shall be concluded, provided a further extension of time has been granted prior to 10:30 pm.
- j) At any general meeting, the order of business (standing orders) may be suspended by a two-thirds majority of members present, for the purposes of dealing with special or urgent matters.
- k) All discussion at general and committee meetings shall be governed by the usual rules of debate. The chairperson may address the meeting on any motion but in each case must vacate the chair, resuming it at the conclusion of the speech.
- l) At any general meeting, no discussion shall take place on a point of order. The point shall be stated by the member in as few words as possible and shall be decided from the chair forthwith. Provided that, if any member be dissatisfied with the chair's ruling, such member may move that the meeting disagree with such ruling and the motion, if seconded, shall be put forthwith and decided without discussion by a show of hands. The mover and chairperson however, shall be allowed a right of explanation limited to three minutes each prior to the submission of the motion.
- m) No member shall speak for more than five minutes unless an extension of time is granted by the meeting and only once on any motion and/or amendment, but the mover shall have the right of reply limited to three minutes.
- n) The chairperson shall allow any member to make a personal explanation on claims of misquotation or misrepresentation but such explanation shall be offered only at the conclusion of the speech in reference to which it is considered necessary and must be strictly confined to such misquotation or misrepresentation.

11. OFFICE BEARERS

- a) The president, or in the president's absence a vice-president, shall act as chairperson at each general and management committee meeting of the association.
- b) If the president and vice-presidents are absent from a meeting or are unwilling to act, the members present at the meeting shall elect one of their number to act as chairperson.
- c) The honorary secretary shall ensure that records of the business of the association including the rules, register of members and admission dates, minutes of all general and management committee meetings and a file of correspondence are kept. These records shall be available for inspection by any member and shall be held in the custody of the honorary secretary.
- d) The honorary secretary shall conduct correspondence as directed from time to time and may be assisted by an honorary minute secretary (if appointed). All communications shall be addressed to 'The Honorary Secretary' except for subscriptions which shall be addressed to 'The Honorary Treasurer'.
- e) The honorary treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the association. These records shall be available for inspection by

any member and shall be held in the custody of the honorary treasurer. A statement of the affairs of the association shall be presented to each general meeting or at any time required by the management committee.

- f) The honorary treasurer shall ensure that all money received by the association is paid into an account in the association's name. Payments shall be made through a petty cash system or by cheque signed by two signatories authorised by the management committee. Major or unusual expenditures shall be authorised in advance by the management committee or a general meeting.
- g) The association shall appoint an honorary auditor who shall audit the accounts and issue a report for the annual general meeting.
- h) The property of the association shall be vested in trustees who shall be the president, honorary secretary and honorary treasurer for the time being.
- i) Nominations of candidates for election to the management committee or standing sub-committees may be made at the annual general meeting or in such other ways as may be determined by the association at a general meeting.

12. SPECIAL RESOLUTIONS

- a) A special resolution must be passed by a general meeting of the association to effect the following changes:
 - i) a change of the association's name;
 - ii) a change in the association's constitution;
 - iii) a change to the association's objects;
 - iv) an amalgamation with another incorporated association;
 - v) to voluntarily wind up the association and distribute its property; or
 - vi) 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 21 days' notice of the meeting;
 - iii) a quorum must be present at the meeting; and
 - iv) at least three-quarters of those present must vote in favour of the resolution.
- c) In situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Department of Consumer Affairs for permission to pass the resolution in some other way.

13. PUBLIC OFFICER

- a) The management 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 incorporation of the association.
- c) The management 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 the position in the following circumstances:

- i) death;
 - ii) resignation;
 - iii) removal by the management committee or at a general meeting;
 - iv) bankruptcy or financial insolvency;
 - v) mental illness or incapacity; or
 - vi) residency outside New South Wales.
- e) When a vacancy occurs in the position of public officer, the management committee shall, within 14 days, notify the Department of Consumer Affairs by the prescribed form and appoint a new public officer.
- f) The public officer is required to notify the Department of Consumer Affairs 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 association's objects or rules (within one month);
 - iv) of the association's financial affairs (within one month after the annual general meeting); and
 - v) a change in the association's name (within one month).
- g) The public officer may be an office bearer, committee member or any other person regarded as suitable for the position by the management committee.
- h) The public officer shall keep a register of management committee members 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; and
 - iii) be made available for inspection by any person, at all reasonable hours and free of charge.

14. MISCELLANEOUS

- a) The association shall effect and maintain insurance as is required under the Associations Incorporation Act together with any other insurance which may be required by law or regarded as necessary by the association.
- b) The funds of the association shall be derived from membership fees, donations, grants and such other sources approved by the association.
- c) The common seal of the association shall be kept in the custody of the honorary secretary and shall only be affixed to a document with the approval of the management committee. The stamping of the common seal shall be witnessed by the signatures of two members of the management committee.
- d) In the event that the association should be wound up or have its incorporation cancelled, any surplus property shall be distributed in accordance with the provisions of the Associations Incorporation Act 1984.
- e) Service of documents on the association is effected by serving them on the public officer or by serving them personally on two members of the management 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 association shall be used only for promotion of the objects of the association and shall not be paid or transferred to members by way of dividend, bonus or profit.

15. LIFE MEMBERSHIP

Life Membership of the association may be granted. Nomination shall be made in writing to the honorary secretary and shall carry the signatures of a proposer and two seconders. Each signatory to the nomination shall have been a financial member for a period of at least six months immediately preceding the date of nomination. Upon receipt of such nomination, the honorary secretary shall call a meeting of the management committee to consider the nomination. Such meeting shall be held within one calendar month of the date of receipt of the nomination and if a favourable recommendation should result from that meeting, it shall be placed before the next general meeting of the association for determination. The management committee shall consider, every year, if and what life membership awards are to be made at the annual general meeting.

16. CANDIDATES FOR COUNCIL, REPRESENTING THE ASSOCIATION

- a) Any member of the association seeking to represent the association for selection or endorsement to contest or accept the office of Willoughby City Councillor shall have been a financial member of the association for at least six months immediately preceding the date of selection and must have attended at least three general meetings during that period.
- b) Nominations for preselection shall be in writing showing the full name and address of the nominee, proposer and seconder and shall be signed by all three.
- c) The chairperson at the selection ballot shall be a member other than a nominee and shall, during the course of the ballot, act as returning officer. It shall be the duty of the meeting to appoint two scrutineers for the purpose of supervising the ballot.
- d) The time for closing of nominations shall be 8:30 pm on the date of the general or special meeting set for the selection of candidates. The honorary secretary will open the nominations and read out the names and addresses of those nominated in alphabetical order. These names shall be written up on a display board in front of the meeting and each nominee will be asked to stand.
- e) Each nominator will have two minutes in which to address the meeting in support of his/her nominee and each candidate will have five minutes to address the meeting if desired. The order in which each nominator and each candidate will speak shall be in alphabetical order of the candidates. In the event of a nominator or candidate being absent from the meeting, correspondence from the nominator or candidate may be read for periods not exceeding two and five minutes respectively.
- f) No correspondence from a member relative to another member's candidature for selection, other than as provided in rule 16 e) shall be read at the meeting appointed for the selection.
- g) At any ballot conducted for the selection of candidate(s) at any Willoughby City local government election, no person shall be eligible to vote unless such person has been a financial member of the association for not less than six months immediately preceding the meeting at which such ballot is held.

h) Within sixty days of the announcement of the intention to hold a local government election or by-election, the association shall determine:

- i) whether it intends to select candidates; and if so
 - ii) the number of candidates to be selected, up to three in number. An additional reserve candidate will also be selected to ensure an election in the event of the withdrawal of a candidate; and
 - iii) the date on which preselection shall take place.
- i) The method of the ballot will be as follows:

Each eligible member of the association must vote for as many candidates as there are candidates to be selected. It shall be the duty of the honorary secretary and honorary treasurer to hand to the returning officer a certified list showing the names of the members eligible to vote at such meetings. Such list is to be made available in the case of a query of the ballot. Each member qualified by Rule 16 g) shall be handed a blank ballot paper by the scrutineers, initialled by the returning

officer, on which such member shall write in block letters the surnames of the members for whom it is wished to vote. To vote for more or less than the required number will cause the ballot paper to be informal. The candidate receiving the highest number of votes next after the required number of candidates has been selected shall be deemed to have been selected as a candidate in the event of an emergency arising prior to the pending Willoughby City elections. In the event of a tie for the last position, a fresh ballot shall be taken between those tying only. If, after the subsequent ballot a further tie occurs, the chairperson shall exercise a casting vote.

j) After the declaration of the ballot, the meeting will elect a campaign director and a campaign sub-committee.

k) All endorsed candidates successful in a local government election shall work for the betterment of Chatswood West in particular and the City of Willoughby in general but in all matters may act and vote independently.