



Constitution of Molonglo Valley Community Council

Endorsed by members at Special General Meeting on 23 August 2021

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PART 1 - PRELIMINARY

1 Name

The name of the Association shall be Molonglo Valley Community Council.

2 Preamble

The Molonglo Valley Community Council was established to preserve and improve the social, cultural, economic and environmental wellbeing of the Molonglo Valley and its community.

3 Definition and Interpretation

3.1 Definitions

In this Constitution, unless the contrary intention appears:

without regard to the gender, sexual orientation, health status or other status of such a person.

Association means the Molonglo Valley Community Council.

Associations Act means the *Associations Incorporation Act 1991 (ACT)*.

Associations Regulations means the *Associations Incorporation Regulation 1991 (ACT)*.

Executive Committee means the management committee of the Association.

Executive Committee Member means any member of the Executive Committee.

Executive Officer means a person responsible for the management of an organisation.

Chair means the person holding that office under this Constitution and includes any assistant or acting chair.

Co-Opted Board Members means a Board Member appointed by the Board in accordance with **clause 16.4** or **clause 19(a)(ii)**.

Committee means a committee within the meaning of **clause 28**.

Community Council means the voluntary, not-for-profit community councils that serve the interests of citizens in their boundaries across the Australian Capital Territory from time to time, including but not limited to the community councils for Belconnen, Gungahlin, North Canberra, Inner South Canberra, Tuggeranong, Weston Creek and the Woden Valley districts.

Constitution means this constitution as amended from time to time.

DGR means deductible gift recipient as defined by the law.

Elected Executive Committee Members means an Executive Committee Member elected by the members in accordance with **clause 16** or appointed by the Executive Committee to fill an Elected Executive Committee Member Vacancy in accordance with **clause 19(a)(i)**.

Honorary Life Membership means membership granted in accordance with clause 5.4.

Law means the Associations Act and the Associations Regulations.

Member means a member of the Association pursuant to Part II of this Constitution (and **Membership** has a corresponding meaning) and includes both Voting Members and Non-Voting Members.

Molonglo Valley District means the area identified on a map and as resolved by the Executive Committee from time to time.

Non-Voting Member means a Member (and Non-Voting Membership has a corresponding meaning) who:

- (a) is entitled to attend but not entitled to vote at a general meeting pursuant to **clause 5**; and
- (b) has paid any fee payable under **clause 10** no later than thirty (30) days after having been notified by the Association that that Member is in arrears to the Association.

Non-Voting Membership Criteria means the eligibility requirements for Membership set out at clause 5.3.

Objects means the objects of the Association as set out in **clause 4.1**.

Office means the registered office of the Association from time to time.

Office-Bearer means a person holding any of the offices specified in **clause 15.3(a)**.

Public Officer means a person appointed as the public officer pursuant to **clause 27**.

Register of Members means the register of Members to be kept pursuant to the Associations Act.

Registrar-General means the Registrar-General referred to in the Associations Act.

Secretary means the person holding office as secretary of the Association or, where no person holds that office, the Co-Convenor of the Association.

Voting Member means a Member (and **Voting Membership** has a corresponding meaning) who:

- (a) is entitled to attend and vote at a general meeting pursuant to **clause 5**; and
- (b) has paid any fee payable under **clause 10** no later than thirty (30) days after having been notified by the Association that that Member is in arrears to the Association.

Voting Membership Criteria means the eligibility requirements for Voting Membership set out at clause 5.2;

Working Group means a working group within the meaning of **clause 29**.

3.2 Interpretation

In this Constitution:

- (a) the singular includes the plural and vice versa;
- (b) a reference to any gender includes all genders;

- (c) the word **person** means a natural person and any partnership, association, body or entity whether incorporated or not;
- (d) a reference to a function includes a reference to a power, authority or duty;
- (e) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or the performance of the duty;
- (f) unless the contrary intention appears in the rules, words or expressions contained in these rules shall be interpreted so far as is possible in accordance with the provisions of the *Interpretation Act 1967 (ACT)*; and
- (g) reference to an Act of the Commonwealth Parliament or of the ACT Legislative Assembly or to Regulations made under an Act shall so far as is possible include reference to any Act or Regulations replacing the Act or Regulations or part thereof.

4 Objects

4.1 The objects of the Association are to preserve and improve the social, cultural, economic and environmental wellbeing of the Molonglo Valley and the Molonglo Valley community.

4.2 The Association will achieve its Objects by:

- (a) providing a local forum in a non-political and secular environment for Molonglo Valley District residents and businesses to express their aspirations and suggestions;
- (b) providing a strong local voice;
- (c) addressing matters of local interest;
- (d) ensuring that legislators and officials are informed of community needs and expectations;
- (e) fostering a community identity;
- (f) communicating issues locally and regionally;
- (g) initiating, supporting and undertaking any appropriate action advantageous for the community;
- (h) continuing to represent for all facilities and services expected by the community;
- (i) seeking to maintain and improve the quality of life in the Molonglo Valley;
- (j) providing a deterrent against party politics impeding or overriding community wishes;
and
- (k) undertaking any ancillary tasks to achieve the Objects.

PART II – MEMBERSHIP

5 Membership and Membership qualifications

5.1 Eligibility for Membership

A natural person may be a Voting Member or Non-Voting Member of the Association. Any natural person is eligible for Membership if the natural person:

- (a) is eligible for membership under the Law;
- (b) supports the Objects of the Association;
- (c) pays any applicable membership fee in accordance with **clause 10**;
- (d) applies for Membership in accordance **clause 6**;
- (e) satisfies:
 - (i) for Voting Members, the Voting Membership Criteria as provided for in **clause 5.2**; or
 - (ii) for Non-Voting Members, the Non-Voting Membership Criteria as provided for in **clause 5.3**,and any other criteria determined by the Executive Committee from time to time;
- (f) has not been expelled or suspended in accordance with **clause 11.2** within the previous 12 months; and
- (g) for the avoidance of doubt, is not a partnership, association, body or entity whether incorporated or not.

5.2 Voting Membership Criteria

A person is eligible to be a Voting Member of the Association if the person is at least 16 years of age and meets one of the following criteria:

- (a) is a person mentioned in section 21(2)(a) or (b) of the Associations Act and has not ceased to be a member of the Association at any time after the incorporation of the Association under the Associations Act; or
- (b) lives in the Molonglo Valley District; or
- (c) is an Honorary Life Member.

5.3 Non-Voting Membership Criteria

A natural person is eligible to be a Non-Voting Member of the Association if the person is at least 16 years of age and meets one of the following criteria:

- (a) works in the Molonglo Valley District or is employed by a business based in the Molonglo Valley District;
- (b) conducts a business in the Molonglo Valley District;
- (c) formerly lived, worked or conducted business in the Molonglo Valley District; or
- (d) has an interest in the affairs of the Molonglo Valley District.

5.4 Honorary Life Membership

- (a) The Executive Committee may confer honorary life Membership on a member of the Association in recognition of the member's outstanding contribution to Association in the pursuit of the Association's objects and purposes.

6 Application for and admission to Membership

6.1 Applications for Membership

- (a) An application for Membership of the Association must:
 - (i) be made in writing in accordance with **Schedule 1** or in any other form prescribed by the Executive Committee from time to time provided that the application form must:
 - (A) advise the applicant that as a Member of the Association, the applicant shall be bound to comply with this Constitution as amended from time to time; and
 - (ii) be signed by the applicant and accompanied by any required Membership fee as set out in **clause 10**; and
 - (iii) be lodged with the Secretary or a delegate of the Secretary.
- (b) As soon as practicable after receiving an application for Membership properly submitted in accordance with clause 6.1(a), the Secretary must refer the application to the Executive Committee which is to determine whether to ratify the application at the next Executive Committee meeting following the date the application is referred to it. The Board is not required to provide the applicant with any reason for acceptance or rejection of the application.
- (c) The Executive Committee may create additional policies or procedures relating to ratifying applications for Membership, including policies providing for the rejection of applications by resolution of the Executive Committee and appeal processes for any decision made under any such policy.

6.2 Register of Members

The Secretary or delegate shall maintain the Register of Members of the Association and it will include the following details for every Member of the Association:

- (a) name of the person;
- (b) mailing address of the person (physical/digital);
- (c) the criteria for Membership at clause 5.2 and 5.3 satisfied by the Member;
- (d) the date the Membership commenced; and
- (e) the date the Membership ceased (as applicable).

7 Membership Entitlements not Transferable

A right, privilege or obligation which a person has by reason of being a Member of the Association:

- (a) is not capable of being transferred or transmitted to another person; and
- (b) terminates on cessation of Membership.

8 Cessation of Membership

8.1 An individual ceases to be a Member of the Association if the individual:

- (a) dies; or
- (b) ceases to satisfy the criteria for Membership at clause 5.2; or
- (c) resigns from Membership in accordance with **clause 9**; or
- (d) subject to **clause 10(b)**, if that Member fails to pay a joining fee or an annual Membership fee payable under **clause 10**:
 - (A) within thirty (30) days after it falls due; and
 - (B) then fails to rectify this default within thirty (30) days of being notified of the default by the Association; or
- (e) is expelled from the Association pursuant to **clause 11**.

9 Resignation of Membership

9.1 A Member may at any time resign from Membership by giving notice of their resignation:

- (a) to the Secretary in writing; or
- (b) at a meeting of the Association.

9.2 A Member's resignation will take effect:

- (a) if notice is given in writing in accordance with clause 9.1(a), from the date the Secretary receives the notice, or if the member specifies another resignation date in the notice, from that date being not more than one month from the date of the notice; and
- (b) if a notice is given at a meeting in accordance with clause 9.1(b), at the end of the meeting, or if the member specifies another date in their resignation from that date being not more than one month from the date of the meeting.

9.3 A person ceases to be a Member once the Member's resignation takes effect in accordance with clause 9.2.

9.4 Upon receipt of the notice, the Secretary shall as soon as possible enter the date the individual ceases to be a Member, in the Register of Members.

10 Membership Fees

- (a) Subject to **clause 10(b)**, the Executive Committee may determine from time to time that a Member must pay to the Association an annual membership fee in the amount as determined by the Executive Committee from time to time.

- (b) The Executive Committee may in its discretion:
 - (i) determine that no annual membership fee is payable by a Member or Members (in whole or in part) in a given year; and
 - (ii) extend the time for payment of any annual membership fee by any Member.

No part of any annual Membership fee shall be refunded to a Member who ceases to be a Member in accordance with **clause 8**.

11 Dispute Resolution and Disciplinary Procedures

11.1 Dispute Resolution

- (a) The dispute resolution procedure in this clause applies to disputes (disagreements) under this Constitution between a Member or Executive Committee Member and:
 - (i) one or more Members;
 - (ii) one or more Executive Committee Members; or
 - (iii) the Association.
- (b) A Member must not start a dispute resolution procedure in relation to a matter which is the subject of a disciplinary procedure under **clause 11.2** until the disciplinary procedure is completed.
- (c) The Executive Committee must not start a disciplinary procedure under **clause 11.2** in relation to a matter which is the subject of a dispute resolution procedure under **clause 11.1**, until the dispute resolution procedure is completed.
- (d) Those involved in the dispute must try to resolve it between themselves within 14 days of the dispute arising.
- (e) If those involved in the dispute do not resolve it under **clause 11.1(d)**, they must within 10 days:
 - (i) tell the Executive Committee about the dispute in writing;
 - (ii) agree or request that a mediator be appointed; and
 - (iii) attempt in good faith to settle the dispute by mediation.
- (f) The mediator must:
 - (i) be chosen by agreement of those involved; or
 - (ii) where those involved do not agree:
 - (A) for disputes between Members, a person chosen by the Executive Committee; or
 - (B) for other disputes, a person chosen by either the Commissioner of the Australian Charities and Not-for-profits Commission or the president of the ACT Law Society.
- (g) A mediator chosen by the Executive Committee:
 - (i) may be a Member or former Member of the Association;

- (ii) must not have a personal or financial interest in the dispute; and
 - (iii) must not be biased towards or against anyone involved in the dispute.
- (h) When conducting the mediation, the mediator must:
- (i) allow those involved a reasonable chance to be heard;
 - (ii) allow those involved a reasonable chance to review any written statements;
 - (iii) ensure that those involved are given natural justice; and
 - (iv) not make a decision on the dispute.

11.2 Disciplining of Members

- (a) Where the Executive Committee is of the opinion that a Member:
- (i) has persistently refused or neglected to comply with a provision of this Constitution;
 - (ii) acted in a disruptive or aggressive manner towards another Member;
 - (iii) has brought the Association into disrepute; or
 - (iv) has wilfully acted in a manner prejudicial to the interests of the Association,
- the Executive Committee may, by resolution:
- (i) expel the Member from the Association; or
 - (ii) suspend the Member from such rights and privileges of Membership of the Association as the Executive Committee may determine for a specified period up to 12 months.
- (b) The resolution made under **clause 11.2(a)** shall not take effect:
- (i) until the Executive Committee confirms the resolution in accordance with this **clause 11.2** at an Executive Committee meeting held not earlier than fourteen (14) days and not later than twenty-eight (28) days after the service on the Member of a notice under **clause 11.2(c)**; or
 - (ii) if the Member notifies the Secretary that the Member intends to exercise a right of appeal under **clause 11.3(a)**, until the appeal is determined under **clause 11.2(d)**.
- (c) Where the Executive Committee makes a resolution under **clause 11.2** to expel or suspend any Member, the Secretary shall, as soon as practicable, cause a notice in writing to be served on the Member:
- (i) setting out the resolution of the Executive Committee and the grounds on which it is based;
 - (ii) informing the Member that they may address the Executive Committee at a meeting held within seven (7) days of service of the notice; and
 - (iii) informing the Member that they may do either or both of the following:
 - (A) attend and speak at that meeting; or

- (B) submit to the Executive Committee at or before the date of that meeting written representations relating to the resolution.
- (d) Subject to Section 50 of the Associations Act, at the Executive Committee meeting mentioned in **clause 11.2(c)(ii)** the Executive Committee shall:
 - (i) give to the Member mentioned in **clause 11.2** an opportunity to make oral representations;
 - (ii) give due consideration to any written representations submitted to the Executive Committee by that Member at or prior to the meeting; and
 - (iii) by resolution determine in its absolute discretion whether to confirm, revoke or vary its resolution made under **clause 11.2(a)**, and that resolution shall be final and of immediate effect.
- (e) The Secretary, as soon as practicable after the making by the Executive Committee of a resolution under **clause 11.2(d)(iii)**, shall by notice in writing inform the Member of the resolution. If the Executive Committee resolves to confirm the expulsion or suspension, the Member must also be notified of the right of appeal available under **clause 11.3**.
- (f) A resolution confirmed by the Executive Committee under **clause 11.2(d)(iii)** does not take effect:
 - (i) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; and
 - (ii) where, within that period, the Member exercises the right of appeal, unless and until the Members confirm the resolution pursuant to **clause 11.3**.

11.3 Right of Appeal of a Disciplined Member

- (a) A Member who has been served a notice of suspension or expulsion under **clause 11.2(e)** may appeal the decision by requisitioning a special general meeting for the purpose of hearing their appeal against the expulsion or suspension, by providing a requisition pursuant to **clause 31(c)** to the Secretary.
- (b) Upon receipt of the requisition made pursuant to **clause 11.3(a)**, the Executive Committee will, within thirty (30) days from receipt the requisition convene a special general meeting.
- (c) At the special general meeting convened under **clause 11.3(b)**:
 - (i) no business other than the question of the appeal shall be transacted;
 - (ii) the Member must be given the opportunity to state their case orally or in writing, or both using any technology (reasonably available to the Executive Committee) that gives the Member a reasonable opportunity to do so;
 - (iii) the Executive Committee shall be given the opportunity to make representations in relation to the appeal; and
 - (iv) the Members present must vote by ballot on the question of whether the resolution will be confirmed.

- (d) The resolution made pursuant to **clause 11.3(c)(iv)** is final. The Member is not entitled to appeal the Members' decision.
- (e) The Member the subject of these disciplinary procedures is entitled to:
 - (i) subject to **clause 11.3(e)(ii)**, bring a support person to the special general meeting held in accordance with **clause 11.3(b)** any meeting with the Executive Committee held pursuant to this **clause 11.3**; and
 - (ii) if the support person is legally qualified, the Member must notify the Executive Committee at least five (5) business days before the meeting that the support person attending the meeting will be legally qualified.
- (f) Natural justice will be applied during every disciplinary process under this **clause 11.3**, requiring the Executive Committee to act fairly, in good faith and without bias or conflict of interest when making its decision.

12 Member's liabilities

The liability of a Member to contribute towards the payment of the debts and liabilities of the Association or the costs, 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.

PART III - THE EXECUTIVE COMMITTEE

13 Name

The committee of the Association shall be known as the Executive Committee of the Molonglo Valley Community Council.

14 Powers and duties of the Executive Committee

- (a) The Executive Committee, subject to the Law, this Constitution and any resolution passed by the Association in general meeting:
 - (i) shall control and manage the affairs of the Association;
 - (ii) may exercise all such functions as may be exercised by the Association other than those functions that are required to be exercised by the Association in general meetings;
 - (iii) has the power to perform all such acts and do all such things as appear to the Executive Committee to be necessary or desirable for the proper management of the affairs and the furtherance of the Objects.
- (b) Without limiting the Executive Committee's powers under this Constitution, the Executive Committee may from time to time, by resolution of the Executive Committee, make by-laws, policies, and rules, relating to the governance and operation of the Association, including:
 - (i) the criteria of Membership and qualifications of Members;
 - (ii) the criteria for appointment for Executive Committee Members;
 - (iii) and any other matter not inconsistent with this Constitution,which will be binding on the Association, the Executive Committee, and Members as if they were part of this Constitution.

15 Membership of the Executive Committee and period of office

15.1 Number of Executive Committee Members

- (a) The Executive Committee shall consist of no fewer than seven (7) and no more than eleven (11) persons comprising:
 - (i) seven (7) Elected Executive Committee Members; and
 - (ii) up to four (4) Co-Opted Executive Committee Members.
- (b) Elected Executive Committee and Co-Opted Executive Committee Members must be Voting Members.

15.2 Constitution of Executive Committee

- (a) Subject to **clause 15.1**, the Executive Committee shall consist of:
 - (i) the Office-Bearers of the Association; and
 - (ii) up to 7 ordinary Executive Committee members.

15.3 Office-Bearers

- (a) The Office-Bearers shall be the:
 - (i) Convenor;
 - (ii) Co-Convenor;
 - (iii) Treasurer; and
 - (iv) Secretary.
- (b) The Executive Committee shall, at the first meeting of the Executive Committee held after an annual general meeting where an Office-Bearer has retired or been removed, fill the vacant Office-Bearer positions by appointing:
 - (i) from amongst the Elected Executive Committee Members sitting on the Executive Committee at the time of the first Executive Committee meeting; or
 - (ii) if an insufficient number of Elected Executive Committee Members are able or willing to accept an appointment as Office-Bearer, from amongst the Co-Opted Executive Committee Members sitting on the Executive Committee at the time of the first Executive Committee Meeting
- (c) The Office-Bearers shall hold office for a term of one (1) year but shall be eligible for reappointment for two (2) further terms of one (1) year each. Office-Bearers shall not hold office beyond their retirement or removal from the Executive Committee as a Executive Committee Member.
- (d) A person is not eligible to be appointed as an Office-Bearer in accordance with clause 15.3(b) if the person is:
 - (i) An Executive Officer of a political party;
 - (ii) A person employed by a registered political party or employed to undertake work for a registered political party;
 - (iii) A registered candidate for a forthcoming election;
 - (iv) An elected member of the Territory or Federal Government;
 - (v) A member of another Community Council.

15.4 Term

- (a) An Elected Executive Committee Member shall hold office for a term of two (2) years, but shall be eligible for reappointment subject to a maximum term of six (6) consecutive years.
- (b) For the purposes of **clause 15.4(a)**, any terms as a Co-Opted Executive Committee Member will not be counted towards the maximum term stipulated by **clause 15.4(a)**.

16 Election of Executive Committee Members

16.1 Nomination and Election Policy

Notwithstanding **clause 16.2**, the Executive Committee may determine alternative Executive Committee Member nomination procedures, by the Executive Committee making a policy or policies in accordance with **clause 14(b)**, and such policies will take precedent over this Constitution, provided they comply with the Law.

16.2 Eligibility

- (a) An Elected Executive Committee Member must be a Voting Member.
- (b) The Executive Committee must strive to ensure that the Executive Committee has an appropriate balance of diversity, skills and experience having regard to the nature of the Association and the Molonglo Valley District. The Executive Committee may determine position or role descriptions or necessary requirements for Executive Committee positions. The Election Policy may specify requirements for nomination, exclusion from nomination or recommendation for nomination by the Executive Committee on this basis.

16.3 Nomination of Executive Committee Members

- (a) At least fifteen (15) days before a notice is sent, in accordance with **clause 32**, for the annual general meeting, or other general meeting at which a Executive Committee Member election is to take place, the Secretary must send a notice to Voting Members calling for nominations for Elected Executive Committee Members.
- (b) The notice calling for nominations in **clause 16.3(a)** must provide a date that nominations must reach the Secretary (or other persons authorised by the Executive Committee for the purpose) by hand or by post (**Close of Nominations**), with such date not to be less than ten (10) days after the date the notice is sent.
- (c) Nominations will be only be valid if the nomination is:
 - (i) in writing in the form prescribed by the Executive Committee from time to time;
 - (ii) signed by two Voting Members, being the proposer and seconder, who are not the nominee;
 - (iii) accompanied by the written consent of the nominee;
 - (iv) for a nominee that is eligible to be a Executive Committee Member; and
 - (v) received by the Secretary (or other persons authorised by the Executive Committee for the purpose) by hand or by post by the Close of Nominations.
- (d) For the avoidance of doubt, the Members proposing and seconding the nominee must be Voting Members, and have paid the Membership Fee payable under **clause 10** at the time of Close of Nominations.
- (e) If insufficient nominations are received to fill all positions on the Executive Committee which are to be filled at the election, the candidate or candidates nominated shall be deemed to be elected and any unfilled positions remaining on the Executive Committee shall be deemed to be casual vacancies.

- (f) If the number of nominations received is equal to the number of positions to be filled, the persons nominated shall be taken to be elected.
- (g) If the number of nominations received exceeds the number of positions to be filled, a ballot shall be held in accordance with a policy made by the Executive Committee in accordance with **clause 14(b), (Election Policy)** which will include matters such as:
 - (i) the manner in which the ballot will be conducted, including by electronic or postal means;
 - (ii) the determination of results; and
 - (iii) other such matters relating to the election of the Executive Committee
- (h) The Executive Committee must ensure an Election Policy is in place.

16.4 Co-opted Executive Committee Members

- (a) The Executive Committee may at any time appoint any Voting Member whom the Executive Committee determines will bring required skills and experience to the Executive Committee to enable the Executive Committee to advance the Objects, to be a Co-Opted Executive Committee Member to fill the positions provided for at **clauses 15.2(a)(ii) and 19(a)(ii)**, for a term of two (2) years from the date of appointment.
- (b) A Co-Opted Executive Committee Member may be reappointed at any time for a maximum of term of six (6) consecutive years.

17 Vacancies in the Membership of the Executive Committee

- (a) For the purposes of this Constitution, a vacancy in the position of a Executive Committee Member occurs if the Executive Committee Member:
 - (i) dies;
 - (ii) in the case of any Elected Executive Committee Member, that person ceases to be a Member;
 - (iii) resigns the position by notice in writing delivered to the Secretary or Public Officer;
 - (iv) is removed from the Executive Committee pursuant to **clause 18**;
 - (v) has completed his or her or her term in office as a Executive Committee Member pursuant to **clause 15.4**;
 - (vi) becomes bankrupt or makes any arrangement or composition with creditors generally;
 - (vii) becomes of unsound mind or a person whose person or estate is liable to be dealt with under any law relating to mental health;
 - (viii) is disqualified under subsection 63(1) of the Associations Act;
 - (ix) becomes prohibited from being a director of, or managing, a company by reason of any order made under the *Corporations Act 2001*; or

- (x) is absent without consent of the Executive Committee from four consecutive meetings of the Executive Committee.
- (b) Where a vacancy in the position of a Executive Committee Member occurs because that person has failed to renew Membership, the reinstatement of the person's Membership shall not thereby restore that person to the position of Executive Committee Member.

18 Removal of Executive Committee Members

Subject to section 50 of the Act, the Association in general meeting may by resolution remove any Executive Committee Member from the Executive Committee.

19 Filling of vacancies on the Executive Committee

- (a) In the event of a casual vacancy occurring on the Executive Committee, the Executive Committee:
 - (i) In relation to an Elected Executive Committee Member vacancy shall:
 - (A) appoint a Member; or
 - (B) convene a general meeting to elect a Member to fill the vacancy; or
 - (ii) in relation to a Co-Opted Executive Committee Member vacancy, may appoint any person in accordance with **clause 16.4**.
- (b) Any Executive Committee Member appointed or elected pursuant to **clause 19(a)(i)** shall hold office until the conclusion of the next annual general meeting following the date of the appointment, which shall not be counted towards the maximum term stipulated by **clause 15.4(a)**.
- (c) Any Executive Committee Member appointed pursuant to **clause 19(a)(ii)** shall hold office for a period determined by the Executive Committee.
- (d) The Executive Committee may act despite any vacancy in their body but if the number falls below the minimum fixed in accordance with **clause 15.1** the Executive Committee may act:
 - (i) for the purpose of:
 - (A) increasing the number of Executive Committee Members to the minimum; or
 - (B) convening a general meeting; or
 - (ii) in emergencies,but for no other purpose.

20 Acting Office-Bearers

- (a) In the event of a vacancy occurring in the position of Convenor, the Co-Convenor shall assume office as Acting Convenor until the next meeting of the Executive Committee at which time the Executive Committee shall appoint a new Convenor to fill the vacancy in accordance with clause 15.3(b).

- (b) Any new Convenor appointed to hold office pursuant to clause 20(a) shall hold office until the first meeting of the Executive Committee following the next annual general meeting.
- (c) If any Office-Bearer is temporarily absent or temporarily unable to perform his or her duties, the Executive Committee may authorise another Executive Committee Member to act in the vacant position during the absence or inability of the Office-Bearer.
- (d) Nothing in **clause 20** permits any person to simultaneously hold more than one position of Office-Bearer.

21 Duties of Office-Bearers

21.1 Duties of Convenor

- (a) The Executive Committee may develop policies that set out the responsibilities of the Convenor. The responsibilities may include, but are not limited to:
 - (i) arranging the meeting venues, and notice, for Executive Committee meetings and general meetings;
 - (ii) ensuring that meetings of the Association meetings are regular and orderly;
 - (iii) ensuring that Executive Committee functions are structured, cohesive and efficient;
 - (iv) representing the Association at official functions, hearings, interviews and community liaison opportunities; and
 - (v) provide direction for the Association to ensure that the Association objectives are promoted and followed.
- (b) The Convenor may delegate their responsibilities to a Committee or assistant if such delegation is reasonable and appropriate in the circumstances.

21.2 Duties of Co-Convenor

- (a) The Executive Committee may develop policies that set out the responsibilities of the Co-Convenor. The responsibilities may include, but are not limited to:
 - (i) assisting the Convenor in their duties; and
 - (ii) act in the capacity of Convenor when the Convenor is absent.

21.3 Duties of Treasurer

- (a) The Treasurer of the Association shall be responsible for:
 - (i) collecting and receiving all monies due to the Association and make all payments authorised by the Association;
 - (ii) keeping correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association;
 - (iii) management of the Association's petty cash;

- (iv) preparation of the Association's auditor's report, financial report and presentation of these reports at each AGM; and
- (v) the production of annual financial statements as required.
- (b) The Treasurer may delegate their responsibilities to a Committee or assistant if such delegation is reasonable and appropriate in the circumstances.

21.4 Duties of Secretary

- (a) The Secretary of the Association must, as soon as practicable after being appointed as Secretary, notify the association of their address.
- (b) The Secretary of the Association shall be responsible for keeping minutes of:
 - (i) all elections and appointments of Office-Bearers and ordinary Executive Committee Members;
 - (ii) the names of Members present at a Executive Committee meeting or a general meeting;
 - (iii) all proceedings of Executive Committee meetings and general meetings and ensuring these are held on the Association's website;
- (c) The Secretary of the Association shall be responsible for all correspondence sent or received by the Association, relating to business of the Association.
- (d) The Secretary of the Association shall prepare meeting agendas and arrange for their distribution;
- (e) The Secretary may delegate their responsibilities to a Committee or assistant if such delegation is reasonable and appropriate in the circumstances.

22 Executive Committee meetings

- (a) The Executive Committee shall meet at least four times in each calendar year at such place, being in the Molonglo Valley, and time as the Executive Committee shall determine. The Executive Committee intends to meet in the Molonglo Valley but is not required to.
- (b) The Executive Committee may determine that a general meeting be held in two or more places using a method of communication, or a combination of methods of communication, that allows a Member taking part to hear or otherwise know what each other member taking part says without the members being in each other's presence including but not limited to, by using telephone or internet technology.
- (c) If a meeting is held in accordance with clause 22(b), for the purposes of 22(g) a person is taken to be present for the meeting if they take part in the meeting using the method of communication decided by the Executive Committee.
- (d) Meetings of the Executive Committee shall be convened by the Secretary in accordance with:
 - (i) a resolution of the Executive Committee;
 - (ii) an instruction by the Convenor; or

- (iii) a request signed by any four (4) Executive Committee Members.
- (e) Oral or written notice of a meeting of the Executive Committee shall be given by the Secretary to all Executive Committee Members at least five days before the time appointed for the meeting, or other period of notice as agreed to by the Executive Committee from time to time.
- (f) Notice of a meeting convened in accordance with **clause 22(d)(iii)** shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which Executive Committee Members present at the meeting unanimously agree to transact.
- (g) The quorum for an Executive Committee meeting shall be four Executive Committee Members.
- (h) No business shall be conducted by the Executive Committee unless a quorum is present throughout the entire meeting. If within half an hour after the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and time of the same day in the following week, unless the majority of the Executive Committee Members present at the meeting agree to a different place, time or day.
- (i) If at the adjourned meeting a quorum is not present within half an hour or such further time as those present decide (not being more than 1 hour after the time appointed for the meeting) the meeting shall be dissolved.

23 Disclosure of Material Personal interests

- (a) In accordance with the Associations Act, if a Executive Committee Member has a material personal interest in a matter being considered by the Executive Committee, the Executive Committee Member must:
 - (i) disclose the nature and extent of the interest, and the relation of the interest to the activities of the Association, to the Executive Committee as soon as the Executive Committee member becomes aware of it;
 - (ii) disclose the nature and extent of the interest, and the relation of the interest to the activities of the Association, at the next general meeting of the Association;
 - (iii) not be present while the matter is being considered; and
 - (iv) not vote on the matter.
- (b) If there are insufficient Executive Committee Members without a material personal interest to for a quorum to vote on a matter, a general meeting of the Association may be called and a resolution may be passed to deal with the matter.
- (c) Whether an Executive Committee Member has a personal material interest or not is to be determined in accordance with section 65 of the Associations Act.
- (d) Any material personal interest disclosed by a Executive Committee Member must be recorded in the minutes of the applicable meeting, including the nature and extent of the interest, and the relation of the interest to the activities of the Association.

24 Chair

- (a) The Convenor shall, if present, preside as Chair of every meeting of the Executive Committee.
- (b) If a meeting of Executive Committee is held and the Convenor is:
 - (i) unable or unwilling to act as Chair; or
 - (ii) not present within fifteen (15) minutes after the time appointed for the holding of the meeting,then the Co-Convenor will be Chair in lieu of the Convenor. If the Co-Convenor is:
 - (iii) unable or unwilling to act as Chair; or
 - (iv) not present within fifteen (15) minutes after the time appointed for the holding of the meeting,the other Executive Committee Members present may choose another Executive Committee Member as Chair of the meeting by two-thirds majority, or if their number is not three or a multiple of three, then the nearest number to two-thirds.

25 Voting and decisions

- (a) Questions arising at a meeting of the Executive Committee shall be determined by a majority of the votes of Executive Committee Members present at the meeting.
- (b) If a meeting of the Executive Committee is held in two or more places in accordance with clause 22(b), the Chair will determine the method for Members to vote on resolutions. Any method chosen by the Chair must be suitable and appropriate for the method of communication chosen for the meeting.
- (c) Each Executive Committee Member present at an Executive Committee Meeting (including the Chair) is entitled to one vote but in the event of an equality of votes on any question, the Chair may exercise a second or casting vote and if that person shall not do so the question shall be lost.
- (d) Subject to the presence of a quorum, the Executive Committee may act notwithstanding any vacancy on the Executive Committee.
- (e) Any act or thing done or suffered or purporting to have been done or suffered by the Executive Committee is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any Executive Committee Member.

26 Resolutions by Executive Committee Members

- (a) The Executive Committee may pass a resolution without a Executive Committee meeting being held if 75% of the Executive Committee Members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. For this purpose, signatures can be contained in more than one document.

- (b) An email transmission which is received by the Association and which purports to have been sent by a Executive Committee Member shall for the purposes of this **clause 26** be taken to be in writing and signed by that Executive Committee Member at the time of the receipt of the email transmission by the Association.
- (c) Any resolution proposed to be passed pursuant to this **clause 26** shall be sent to every Executive Committee Member by email transmission or some other form if requested by a Executive Committee Member prior to that resolution being passed.
- (d) Any Executive Committee Member receiving a proposed resolution pursuant to **clause 26(c)** shall respond to the Association within five (5) business days. If the Executive Committee Member does not respond within five (5) business days, that Executive Committee Member will be no longer entitled to vote on that resolution.

27 Public Officer

The Executive Committee shall appoint a Public Officer in accordance with the Associations Act. The Public Officer may be, but need not be, an Executive Committee Member.

28 Committees

- (a) The Executive Committee may, by instrument in writing, delegate any of its powers to one or more Committees, other than:
 - (i) this power of delegation; and
 - (ii) a function which is a function imposed on the Executive Committee by the Law, by any other law of the Commonwealth or the Australian Capital Territory, or by resolution of the Association in general meeting.
- (b) A Committee must in exercise of the powers delegated to it conform to any directions and restrictions that may be imposed on it by the Executive Committee. A power so exercised shall be taken to be exercised by the Executive Committee.
- (c) In respect of a Committee:
 - (i) the Committee shall consist of such Member or Members of the Association as the Executive Committee shall appoint;
 - (ii) at least one member of the Committee shall be an Executive Committee Member; and
 - (iii) the Executive Committee may at any time change the membership of the Committee.
- (d) The meetings and proceedings of any Committee consisting of more than one person will be governed by the provisions for regulating the meetings and proceedings of the Executive Committee contained in this Constitution.
- (e) A minute of all the proceedings and decisions of every Committee shall be made, entered and signed in the same manner in all respects as minutes of proceedings of the Executive Committee are required by the Law and this Constitution to be made entered and signed. A copy of such Committee minutes shall be tabled at the next Executive Committee meeting. Unless otherwise resolved by the Executive Committee, the

minutes of the Executive Committee meeting will be available on the Association's website.

- (f) Notwithstanding any delegation under this **clause 28**, the Executive Committee may continue to exercise any function delegated.
- (g) The Executive Committee may revoke wholly or in part any delegation under this **clause 28**.

29 Working groups

- (a) The Executive Committee may:
 - (i) establish working groups consisting of such persons as it thinks fit whether Members of the Association or not;
 - (ii) assign to a working group such tasks consistent with the carrying out of the Objects of the Association as it thinks fit; and
 - (iii) from time to time wholly or in part revoke or modify the assignment of any task.
- (b) The assignment of a task or tasks under this **clause 29** may be made subject to such conditions or limits as the Executive Committee may from time to time specify.
- (c) The Executive Committee may make directions establishing procedures and guidelines for the conduct of any working group or all working groups and the directions shall be binding on the group or groups.
- (d) Working groups are not Committees and are not authorised to publish materials or communicate on behalf of the Association without explicit approval obtained from the Executive Committee, or in a manner specified by the Executive Committee in the directions referred to in **clause 29(c)**.

PART IV - GENERAL MEETINGS

30 Annual general meetings

- (a) The Association shall each year, within the period of five months after the expiration of the financial year of the Association, convene an annual general meeting of its Members.
- (b) **Clause 30(a)** shall have effect subject to the powers of the Registrar-General under Section 120 of the Associations Act in relation to extensions of time.
- (c) The annual general meeting of the Association shall, subject to the Associations Act, be convened on such date and at such place and time as the Executive Committee thinks fit.
- (d) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
 - (i) to confirm the minutes of the last preceding annual general meeting and any general meeting held since that meeting;
 - (ii) to receive from the Executive Committee reports on the activities of the Association during the last preceding financial year;
 - (iii) to elect Executive Committee Members; and
 - (iv) to receive and consider any reports which the Executive Committee may choose to provide, which must include the statement of accounts and the reports that are required to be submitted to Members pursuant to subsection 73(1) of the Associations Act.
- (e) An annual general meeting shall be specified as such in the notice convening it in accordance with **clause 31**.
- (f) An annual general meeting shall be conducted in accordance with the provisions of this **Part IV**.

31 Calling of general meetings

- (a) The Executive Committee may, whenever it thinks fit, convene a general meeting of the Association.
 - (b) The Executive Committee shall, on the requisition in writing of not less than ten Voting Members or ten per cent of the total number of Voting Members, whichever is lesser, convene a general meeting of the Association.
 - (c) A requisition of Members for a general meeting:
 - (i) shall state the purpose or purposes of the meeting;
 - (ii) shall be signed by the Voting Members making the requisition;
 - (iii) shall be delivered to the Secretary; and
 - (iv) may consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
 - (d) If the Executive Committee fails to convene a general meeting within one month after the day on which a requisition of Voting Members is delivered to the Secretary, any one
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or more of the Voting Members who made the requisition may convene a general meeting not later than three months after that date.

- (e) A general meeting convened by a Voting Member or Voting Members referred to in **clause 31(d)** shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Executive Committee and any Member who thereby incurs any expense is entitled to be reimbursed by the Association for any reasonable expense so incurred.

32 Notice of general meetings

- (a) Subject to consent to shorter notice being given in accordance with the Associations Act, at least fourteen (14) days' notice, or at least twenty one (21) days' notice where a special resolution is to be considered, of any general meeting must be given specifying:
 - (i) the place, day and hour of the meeting;
 - (ii) the general nature of any business to be transacted at the meeting;
 - (iii) if a special resolution is to be proposed, the details of and intention to propose it;
 - (iv) if the meeting is to be held in two or more places, the technology that will be used to facilitate this; and
 - (v) any other information required by the Associations Act.
- (b) The accidental omission to give notice of any general meeting to or the non-receipt of notice of a meeting by any person entitled to receive notice will not invalidate the proceedings at or any resolution passed at the meeting.
- (c) No business other than that specified in the notice convening a general meeting shall be transacted at the meeting, except in the case of an annual general meeting, business which may be transacted pursuant to **clause 30(d)**.
- (d) A Member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the Member.
- (e) The Executive Committee may determine by resolution that the business proposed by a Member in a requisition made in accordance with clause 31(b) or in notice provided to the Secretary in accordance with clause 32(d) be disallowed from the business of a general meeting if the matter has been previously resolved by the Members and no changes affecting the business have occurred between that resolution and the time of the requisition or notice.

33 Procedure and quorum of general meetings

- (a) The Executive Committee may, by resolution, determine that a general meeting be held in two more places using a method of communication, or a combination of methods of communication, that allows a Member taking part to hear or otherwise know what each other member taking part says without the members being in each other's presence including but not limited to, by using telephone or internet technology.

- (b) No item of business shall be transacted at a general meeting unless a quorum of persons entitled to vote is present during the time the meeting is considering that item.
- (c) The presence of ten (10) Voting Members entitled to vote at a general meeting or five per cent (5%) of the total number of Voting Members so entitled, whichever is the greater, constitute a quorum for the transaction of the business of a general meeting.
- (d) If a meeting is held in accordance with clause 33(a), for the purposes of 33(c) a person is taken to be present for the meeting if they take part in the meeting using the method of communication decided by the Executive Committee.
- (e) If within thirty (30) minutes after the appointed time for the commencement of a general meeting a quorum is not present:
 - (i) the meeting, if convened upon the requisition of Voting Members, shall be dissolved; and
 - (ii) in any other case:
 - (A) shall stand adjourned to the same day in the following week at the same time and the same place or to such other day, time and place as the Executive Committee may by notice to the Members appoint; and
 - (B) if at such adjourned meeting a quorum is not present within thirty (30) minutes after the time appointed for the commencement of the meeting, the Voting Members present (being not less than five) shall constitute a quorum.

34 Chair

- (a) The Convenor will be the Chair for all general meetings.
- (b) Where a general meeting is held and the Convenor is:
 - (i) unable or unwilling to act as Chair; or
 - (ii) not present within fifteen (15) minutes after the time appointed for the holding of the meeting,then the following person will be Chair in lieu of the Convenor in the order of availability set out below:
 - (iii) Co-Convenor;
 - (iv) Secretary;
 - (v) another Executive Committee Member chosen by the Executive Committee Members by two-thirds majority, or if their number is not three or a multiple of three, then the nearest number to two-thirds; and
 - (vi) a Voting Member chosen by a majority of the Voting Members present.
- (c) The rulings of the Chair of a general meeting on all matters relating to the order of business, procedure and conduct of the meeting shall be final and no motion of dissent from such rulings shall be accepted.

- (d) The Chair may rule at a general meeting that business be disallowed from the business of a general meeting if the matter has been previously resolved by the Members and no changes affecting the business have occurred between that resolution and the date of the general meeting.

35 Adjournment

- (a) The Chair at a general meeting at which a quorum is present may, with the consent of the majority of persons entitled to vote, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (b) Where a general meeting is adjourned for 14 days or more, the Secretary shall give notice of the adjourned meeting to each Member in the manner specified in **clause 32(a)**.
- (c) Except as provided in **clauses 35(a)** and **35(b)**, notice of the adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

36 Making of decisions

- (a) A question arising at a general meeting may be determined on a show of hands unless the meeting is held in more than one location in accordance with clause 33(a). or if a poll is demanded by:
 - (i) the Chair of the meeting; or
 - (ii) at least two (2) Voting Members present.
- (b) If a general meeting is held in two or more places in accordance with clause 33(a), the Chair will determine the method for Members to vote on a resolution. Any method chosen by the Chair must be suitable and appropriate for the method of communication chosen for the meeting.
- (c) If any question is determined on a show of hands, unless before the declaration of the show of hands a poll is demanded, a declaration by the Chair of the result of the vote and an entry to that effect in the minutes of the Association, which has been signed by the Chair of the meeting or the next succeeding meeting is evidence of that fact without proof of the number or proportion of votes recorded in favour of or against the resolution.

37 Polls

- (a) A poll may be demanded:
 - (i) before a vote on a resolution is taken;
 - (ii) before the voting results on a show of hands are declared; or
 - (iii) immediately after the voting results on a show of hands are declared.
- (b) If a poll is demanded it must be taken in such manner and at such time and place as the Chair of the meeting directs subject to **clause 37(e)**.

- (c) The result of the poll shall be taken to be the resolution of the meeting at which the poll was demanded.
- (d) The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.
- (e) A poll demanded on the election of a Chair or any question of adjournment of the meeting must be taken immediately.

38 The demand for a poll may be withdrawn

- (a) A Voting Member has one (1) vote both on a show of hands and a poll.
- (b) In the case of an equality of votes at a general meeting, the Chair at the time is entitled to exercise a second or casting vote and if that person shall not do so, the question shall be lost.

PART VI - FINANCE

39 Source of funds

- (a) The funds of the Association shall be derived from joining fees, annual Membership fees, donations, grants and service funding agreements.
- (b) Subject to any resolution passed by the Association in general meeting and subject to Section 114 of the Associations Act, the Executive Committee may resolve to accept funds from other sources from time to time.

40 Management of funds

40.1 Income and Property

- (a) The income and property of the Association will only be applied towards the promotion of the Objects.
- (b) No income or property of the Association will be paid, transferred or distributed, directly or indirectly, by way of dividend, bonus or otherwise to any Member of the Association.
- (c) However, nothing in this Constitution will prevent the payment in good faith to any Member of the Association:
 - (i) in return for services rendered to the Association or goods supplied in the ordinary and usual course of business to the Association;
 - (ii) of interest at a rate not exceeding current bank overdraft rates of interest for money lent to the Association;
 - (iii) of reasonable and proper rent for premises leased by any Member to the Association; or
 - (iv) reimbursement of reasonable expenses actually incurred on behalf of the Association or in carrying on the affairs of the Association.

40.2 Remuneration of Executive Committee Members

No payment shall be made to any Executive Committee Member other than the payment:

- (a) of out of pocket expenses incurred by the Executive Committee Member in the performance of any duty as an Executive Committee Member where the amount payable does not exceed an amount previously approved by the Executive Committee; and
- (b) for any service rendered to the Association by the Executive Committee Member in a professional or technical capacity, other than in the capacity as Executive Committee Member, where the provision of the service has the prior approval of the Executive Committee and where the amount payable is approved by the Executive Committee and is not more than an amount which commercially would be reasonable for the service.

40.1 Management of funds

- (a) All money received by the Association shall be deposited as soon as practicable to the credit of a bank account of the Association.

- (b) All cheques and other negotiable instruments shall be signed by two Executive Committee Members of the Association, being Executive Committee Members authorised to do so by the Executive Committee in writing.
- (c) The Executive Committee shall make directions:
 - (i) sufficient to ensure compliance by the Association with Part V of the Associations Act;
 - (ii) prescribing policies and procedures for the control and authorisation of expenditures for the purposes of the Association including the use and control of petty cash, credit cards, and charge accounts and Office- Bearers; and
 - (iii) such other directions as it deems necessary to ensure compliance with sound accounting and financial management practice in the affairs of the Association.

40.2 Audits

The Executive Committee shall:

- (a) cause true accounts and other records to be kept in accordance with the Associations Act;
- (b) if required by the ACNC Act and the ACNC Regulation, prepare and distribute copies of the financial reports of the Association and a Executive Committee report;
- (c) if required by the Associations Act, cause the financial records to be audited by a properly qualified auditor in accordance with Part V of the Associations Act; and
- (d) in the event that the Associations Act no longer require the Association to have its financial records audited, but require the accounts to be reviewed, cause the financial records to be reviewed by a properly qualified auditor or other entity authorised by the Associations Act.

41 Financial year

The financial year of the Association shall begin on 1 July in each year and shall end on 30 June the following year.

PART VII - MISCELLANEOUS

42 Alteration of Objects and rules

- (a) Neither the Objects of the Association nor this Constitution may be altered except in accordance with the Associations Act.
- (b) The Executive Committee shall review the Constitution every five (5) years with the first review occurring 5 years from adoption of the Constitution. The Executive Committee may recommend amendments to the Constitution and must put any proposed amendments to the Members for approval at the first Annual General Meeting following the Executive Committee's review.

43 Custody and Inspection of books

- (a) Subject to the Associations Act, the Associations Regulations and this Constitution, the Secretary or other person so authorised by the Executive Committee shall keep in his or her custody or under his or her control all records, books, and other documents of the Association.
- (b) In accordance with the Associations Act, the Association shall make the records, books, and other documents of the Association available for inspection by Members at reasonable times, at the address of the Public Officer of the Association, at the Office or at another place in the ACT nominated by the Executive Committee.

44 Retention of records

In addition to any requirement of the Law or any other law for the retention of books, the following documents shall be retained in the custody of the Secretary or other Executive Committee Member or Executive Committee Members authorised by the Executive Committee for the purpose for not less than two years:

- (a) in the case of any person accepted for Membership, documents recording:
 - (i) the nomination of the person for Membership;
 - (ii) the acceptance of nomination by that person; and
 - (iii) the approval by the Executive Committee of the nomination;
- (b) with respect to any election of Executive Committee Members:
 - (i) nomination forms;
 - (ii) ballot papers; and
 - (iii) lists of voters marked off in the distribution of ballot papers;
- (c) minutes of Executive Committee meetings and general meetings; and
- (d) any documents relating to disclosure by Executive Committee Members of material personal interests in accordance with section 65 of the Act; and

for not less than six years, documents relating to the resignation, disciplining or expulsion of any Member;

45 Inspection of Register of Members

- (a) In accordance with the Associations Act, the Association shall make the Register of Members available for inspection by Members at reasonable times, at the address of the Public Officer of the Association, at the Office or at another place in the ACT nominated by the Executive Committee.
- (b) The place at which the Register of Members shall be available for inspection shall be published in each annual return of the Association.
- (c) A Member may request in writing to the Public Officer that the personal information of the Member, which is stored on the Register of Members, be restricted so that only the Public Officer is permitted to access the personal information.
- (d) In considering a request by a Member in accordance with **clause 45(c)**, the Executive Committee must accept such a request if it is satisfied that there are special circumstances to justify doing so, otherwise the Executive Committee must refuse the request and notify the member in writing of its reasons for refusal.
- (e) If the Executive Committee accepts a request made in accordance with **clause 45(c)**, access to the personal information of the Member stored in the Register of Members must be restricted to only the Public Officer.
- (f) If the Executive Committee refuses a request made in accordance with **clause 45(c)**, the personal information of the member stored in the Register of Members, must not be disclosed for a period of 28 days after the Executive Committee has provided written notice to the Member of the refusal.

46 Member Access to Documents

- (a) In accordance with the Associations Act, the Association shall, on request of a Member, provide that member with:
 - (i) a copy of the current statement of the objects of the Association;
 - (ii) a copy of the rules of the association currently in force;
 - (iii) a copy of the deeds of trust relevant to the Association;
 - (iv) a summary of the minutes of a meeting of the Executive Committee.(each a **Member Accessible Document**).
- (b) Prior to making any documents available to a Member, the Executive Committee may, at its discretion, require the member to state the purpose for requiring a Member Accessible Document.
- (c) In accordance with the Associations Act, the Executive Committee may refuse access to a Member Accessible Document if satisfied that allowing access would be prejudicial to the interests of the Association.
- (d) The Executive Committee may make policies in accordance with **clause 14(b)** which specifies:
 - (i) the process a Member must follow to request a Member Accessible Document;

- (ii) the fee payable by a Member for each copy of a Member Accessible Document; and
- (iii) the circumstances in which access to a member Accessible Document will be allowed or restricted

47 Service of notices

47.1 Service on Members

- (a) A notice may be given by the Association to any Member by:
 - (i) serving it on the Member personally;
 - (ii) sending it by post to the Member or leaving it at the Member's address shown in the Register of Members or otherwise the address supplied by the Member to the Association for the giving of notices; or
 - (iii) sending it to the electronic address supplied by the Member to the Association for the giving of notices.
- (b) Any Member who has not left at or sent to the Office his or her place of address for inclusion in the Register of Members as the place at which notices may be given to the Member shall not be entitled to receive any notice.
- (c) Where a notice is sent by post, service of the notice shall be taken to be effected by properly addressing, prepaying and posting a letter containing the notice and shall be deemed to have been effected on the day after the date of posting. Service of a notice to a Member outside Australia shall be deemed to have been made in the ordinary course of the post.
- (d) Where a notice is sent by electronic means, service of the notice shall be taken to be effected by properly addressing and sending the notice and in such case shall be taken to have been effected on the business day after it is sent.
- (e) A notice may be given by the Association to the persons entitled to a share in consequence of the death, lunacy or bankruptcy of a Member by:
 - (i) service on the Member personally;
 - (ii) sending it by post addressed to the person by name or by the title of the representative of the deceased or lunatic or the assignee of the bankrupt or by any like description at the address, if any, supplied for the purpose by the person claiming to be entitled;
 - (iii) by giving the notice in any manner in which the same might have been given if the death, lunacy or bankruptcy had not occurred.
- (f) Evidence of service of a notice may be established by proving that the envelope containing the notice and stamped appropriately was properly posted and a certificate given by any officer of the Association to that effect shall be conclusive evidence of service.

47.2 Service on Office-Bearers

Where it is required by this Constitution or a direction made under this Constitution that a document be delivered to an Office-Bearer of the Association, it shall be sufficient that the document is:

- (a) handed to the person to whom it is required to be delivered;
- (b) lodged, addressed to that person, at the Office during ordinary hours of business; or
- (c) sent in the manner specified in **clause 47.1**, addressed to that person at the postal address of the Association.

48 Surplus property on winding up

- (a) In accordance with subsection 92(2) of the Associations Act, if any surplus remains following the winding up of the Association, the surplus will not be paid to or distributed amongst Members, but will be given or transferred to another institution or corporation which has:
 - (i) objects which are similar to the Objects;
 - (ii) a constitution which requires its income and property to be applied in promoting its objects; and
 - (iii) a constitution which prohibits it from paying or distributing its income and property amongst its Members to an extent at least as great as imposed on the Association by **clause 40**;
- (b) The Association shall pass a special resolution nominating another association for the purposes of **clause 48(a)** in accordance with subsection 92(1)(a) of the Associations Act.

Schedule 1 Application for Membership of Association

Molonglo Valley Community Council

Your details

Name: _____

Address: _____

City: _____ State: _____ Postcode: _____

Telephone: _____

Email address: _____

I apply to become a Member of the above named Incorporated Association. On the event of my admission as a Member, I agree to be bound by the Constitution of the Association as may be amended from time to time.

I confirm that I meet the following eligibility criteria (tick at least one as applicable):

Voting Member (clause 5.2)

I live in the Molonglo Valley District

OR

Non-Voting Member (clause 5.3)

- I own property in the Molonglo Valley District
- I conduct a business in the Molonglo Valley District
- I work in the Molonglo Valley District or am employed by a business based in the Molonglo Valley District
- I formerly lived, worked or conducted business in the Molonglo Valley District
- I have an interest in the affairs of the Molonglo Valley District

.....
Name of applicant
(Please print)

.....
Date:

Molonglo Valley Community Council collects, uses, stores and discloses Personal Information in accordance with our Privacy Collection Notice and Privacy Policy, available on our website. By providing your Personal Information, You consent to Molonglo Valley Community Council handling your Personal Information in accordance with our Notice and Policy.