

SWAN VALLEY COMMUNITY CENTRE INC

CONSTITUTION

1. NAME

The name shall be called THE SWAN VALLEY COMMUNITY CENTRE, herein after called 'The Centre'.

2. STATEMENT OF PURPOSE

The purpose of The Centre is to foster the philosophy and practices of community based learning in which community members share responsibility for programming, organisation and management, and where membership of The Centre is open to all without discrimination on the basis of race, colour, creed, sex, marital status, nationality or ethnic origin.

3. OBJECTIVES

The objectives of The Centre are:

- (a) To initiate, organise, sponsor and encourage seminars, workshops, talks and similar activities among members of the community, both adults and children.
- (b) To provide information links between The Centre and other organisations and agencies, including government agencies and the general public.
- (c) To establish a network among the various groups in the area, fostering friendship and unity.
- (d) To provide a social network for isolated people in our community.
- (e) To work towards greater self-esteem and personal growth among our members in a non-threatening environment.
- (f) To conduct other activities necessary to achieve the purpose of The Centre.
- (g) To provide good quality childcare if there is a need.
- (h) To develop a resource centre.
- (i) To change and grow with the needs of the members of The Centre.
- (j) The income and property of The Centre wheresoever derived shall be applied solely towards the promotion of its objects as set forth in this Constitution and no portion there of shall be paid or transferred to its members PROVIDED THAT nothing herein shall prevent the payment on good faith or remuneration to any officer or servant of The Centre for services actively rendered to The Centre.

4. MEMBERSHIP

- (a) Membership shall be open to all people who support the objectives of The Centre as set out in the constitution.
- (b) A person can become a member by payment of an annual subscription fee, to be determined at the AGM, by the Committee.
- (c) A register of members shall be kept.
- (d) The Committee shall reserve the right to cancel the membership of any member where particular circumstances warrant such action.
- (e) At general meetings of The Centre, all financial members shall have full voting and speaking rights.
- (f) Any member is eligible for election to the Committee.
- (g) Membership shall cease upon written resignation or 6 months non-attendance at The Centre.





5. ANNUAL GENERAL MEETING

- (a) An Annual General Meeting shall be held every year , no later than 4 months after the end of the financial year (June 30th).
- (b) At the Annual General Meeting, the following Office Bearers shall be appointed:
 - One (1) President,
 - One (1) Vice President,
 - One (1) Treasurer
 - One (1) Secretary

These persons shall form the Office Bearers of the Committee, along with a General Committee of no less than four (4) persons, along with any other sub Committees established by the Committee. A Committee member's term of office will be from the AGM to which they were elected until the election at the next AGM after they were elected, where they shall be eligible for re-election.

- (c) There shall be no restrictions on Office Bearers seeking re-election.
- (d) A position on the Committee shall be deemed vacant if a Committee member:
 - a. Resigns in writing to the Secretary;
 - b. Is absent without notification of apology for three (3) consecutive Coordinating Group Meetings;
 - c. Ceases to be a member of The Centre.
- (e) The Committee may appoint a new member to fill a vacant position, until the next following AGM.
- (f) Members to be given twenty one (21) days' notice of the Annual General Meeting being held, notice to be given via electronic database, printed material (posters), social media & website.
- (g) The quorum for an Annual General Meeting shall be no less than ten (10) persons.
- (h) The order of business at the AGM will be:
 - (i) Confirmation of previous AGM Minutes & Business Arising from previous AGM minutes
 - (ii) Annual Reports: President, Treasurer, Programme Coordinator
 - (iii) Election of Office Bearers & General Committee
 - (iv) Appointment of Auditor
 - (v) New Business

6. MANAGEMENT & POWERS

- (a) Sole management of The Centre shall be in the hands of the Committee.
- (b) To achieve the objectives of The Centre, the Committee will have the power
 - (i) To enter into any arrangements or partnerships with any government or local government authority
 - (ii) To employ, hire or engage the services of any person deemed necessary.
 - (iii) To manage and control the affairs of The Centre, it's Officers, members & funds.
 - (iv) To control the finances of The Centre.
 - (v) To determine the fees of the classes of The Centre
 - (vi) To determine the Annual membership fee.



7. GENERAL MEETINGS

- (a) General Committee Meetings shall be held as determined by the Committee, but at least four (4) times a year.
Notice of General Meetings shall be given to all members seven (7) days prior to the date of such meeting, either through electronic data base, newsletter, website or printed material. The non-receipt by any member of such notice shall not invalidate any resolution passed at the meeting.
- (b) The President shall be Chairperson for each, unless another Chairperson is nominated.
- (c) The quorum for any General Meeting shall be six (6) members.
- (d) General Meetings shall be open to all interested members of the community. All present at such meetings may speak but only members of The Centre may vote PROVIDED THAT the Chairperson may ask for an expression of opinion from all present on any question before formally putting such question to the vote. The Chairperson shall have a deliberative vote but not a casting vote and in the event of an equality of votes the resolution shall be declared lost.
- (e) Subject to these rules, the procedure and order of business to be followed at a meeting must be determined by the Committee members present at the Committee meeting.

8. SPECIAL GENERAL MEETING

- (a) A Special General Meeting may be called in one of the following ways:
 - (i) by the Committee or the President
 - (ii) by request in writing to the Secretary by no less than twelve (12) members
- (b) Such Special General Meetings must be held within twenty one (21) days of the application being received.
- (c) The Committee shall appoint a Chairperson for each; failing such, the meeting shall nominate its own Chairperson. The Chairperson shall have a deliberative vote but not a casting vote and in the event of an equality of votes the resolution shall be declared lost.
- (d) Special General Meetings are open to all members of The Centre.
- (e) Notice of a Special General Meeting shall be given to all members at least seven (7) days prior to the meeting, either via electronic data base, newsletter or printed material. The non receipt of such notice shall not invalidate any resolution passed at the meeting.
- (f) A Special resolution is required to be passed by a majority of no less than 75% of members voting at said meeting.

9. CUSTODY OF RECORDS

- (a) The secretary shall have custody of all books, documents, records & registers of The Centre, other than those held by the Treasurer.
- (b) A member may at any reasonable time inspect the books, documents, records and securities of the Centre.

10. QUORUM

The quorum for meetings of The Centre will be:

- (i) Annual General Meeting – 10 members
- (ii) General Meeting – 6 members
- (iii) Special General Meeting – 10 members



11. ACCOUNTS & AUDIT

- (a) The Committee shall cause proper accounts to be kept at all times and shall prepare and lay before the members of The Centre at the Annual General Meeting, such profit and loss or income and expenditure, accounts and balance sheets as are applicable to the running of The Centre.
- (b) A bank account shall be held in the name of The Centre. The President/Secretary /Treasurer/ Coordinator to have the power to sign cheques/approvals. Any transaction to have two (2) authorizers.
- (c) An audit shall be performed annually, within three (3) months of the AGM, by a properly qualified Auditor, whom shall not be a member of the Committee of The Centre.
- (d) A properly qualified Auditor or Auditors shall be appointed at the Annual General Meeting.

12. COMMON SEAL CLAUSE

The Common Seal of The Centre shall be in the custody of the Secretary and shall be affixed to any document only pursuant to a resolution of the Committee. The affixation of the Seal shall be witnessed by any of the three Coordinators

13. DISSOLUTION

- (a) The Centre shall be dissolved or wound up by the resolution of at least two thirds of members present at any Extraordinary Meeting called for such purpose.
- (b) Upon the dissolution or winding up of The Centre, there shall remain after the satisfaction of all debts and liabilities, any property whatsoever the same shall not be paid to or distributed amongst members of The Centre but shall be given, paid or transferred to-
 - (i) Somebody having objectives that are similar either wholly or in part to the objectives of The Centre, or
 - (ii) Some charitable body or association whose objectives shall be determined by the members of The Centre at the time of dissolution, to be either wholly or partly similar.
 - (iii) Assets specifically purchased for the Programme for four Year Old children: In the event of dissolution of The Centre, any remaining assets, after satisfaction of all debts and liabilities, including those purchased sales tax free under Item 109, Schedule 1 of the Sales Tax (Exemptions and Classifications) Act 1992, shall be transferred to another incorporated association having objectives similar in whole or part as to the objectives of The Centre, or covered by the provisions of sub paragraph 78(1)(a)(ii) of the Income Tax Assessment Act PROVIDED ALWAYS THAT The Centre shall not be dissolved except by approval of not less than three quarter of the members present, at a meeting called for that purpose of which not less than 28 day written notice including notice of the proposed dissolution has been given to all members.

14. RULES OF ASSOCIATION

The Centre may alter or rescind these rules, or make additional rules by special resolution. This can happen at an Annual General Meeting or at a Special General Meeting. The guidelines are for a Special General Meeting are specified in Clause 8.