

CONSTITUTION  
OF THE  
WESTON CREEK CITIZENS COUNCIL INCORPORATED

AN ASSOCIATION  
INCORPORATED UNDER THE  
ASSOCIATIONS INCORPORATIONS ACT 1991

Registered No. A 2637

*As Adopted by Special Resolution at the  
Special General Meeting of the Council  
held on 25 May 2005*

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## Part 1 Preliminary

### 1. Name of the Association

(1) The name of the association shall be the **Weston Creek Citizens Council Incorporated** (hereinafter called **The Council**).

### 2. Operating name

(1) The operating names of The Council shall be the **Weston Creek Community Council** or **WCCC**.

### 3. Definitions

In this Constitution:

*Note* A definition applies except so far as the contrary intention appears (see *Legislation Act 2001*, Section 155).

**affinity** within the context of Section 6(3) means having close connections to Weston Creek or having an interest in the affairs of Weston Creek.

**financial year** means the year ending on 30 June.

**general meeting** means a monthly general meeting of members called in accordance with Section 30(1).

**member** means a member, however described, of The Council.

**ordinary Committee member** means a member of the Committee who is not an office-bearer of The Council as mentioned in Section 17(3).

**Secretary** means the person holding office under this Constitution as Secretary of The Council or, if no such person holds that office, the Public Officer of The Council.

**special general meeting** means a meeting of members called in accordance with Section 30(3) that has business to be dealt with which requires a special resolution.

**the Act** means the *Associations Incorporation Act 1991*.

**the Regulation** means the *Associations Incorporation Regulation 1991*.

**written notice** refers to a visible representation of the written word, including, but not limited to electronic transmissions, printing, lithography and photography.

### 4. Application of Legislation Act 2001

(1) The *Legislation Act 2001* applies to this Constitution in the same way as it would if it was an instrument made under the Act.

## **5. Objects and Purposes**

(1) The objects and purposes of The Council are:

- (a) To promote the interests of the Weston Creek community;
- (b) To enhance and improve the economic, cultural, social and environmental wellbeing of Weston Creek residents, and community groups;
- (c) To identify community groups, and establish and maintain a close liaison amongst them;
- (d) To contribute to the physical and social planning of, and the development of, Weston Creek;
- (e) To ensure that the interests of youth, the aged and other groups in Weston Creek are properly represented; and
- (f) To inform the community about matters affecting Weston Creek.

## **Part 2 Membership**

### **6. Membership qualifications**

(1) A member of The Council may be a voting member or a non-voting member.

(2) A person is qualified to be a voting member if –

(a) The person is a person mentioned in the Act, Section 21(2)(a) or (b) and has not ceased to be a member of The Council at any time after incorporation of The Council under the Act; or

(b) The person –

(i) Has been nominated for membership in accordance with Section 7(1); and

(ii) Is a resident of Weston Creek; and

(iii) Has been approved for membership of The Council by the Committee of The Council; or

(c) The person is an honorary life member.

(3) A person is qualified to be a non-voting member if –

(a) The person claims an affinity with the Weston Creek district by satisfying one of the following criteria–

(i) Representing a community organisation active in Weston Creek; or

- (ii) Owning a business based in Weston Creek; or
  - (iii) Being employed in a business based in Weston Creek; or
  - (iv) Being a former Weston Creek resident or employer or employee; or
  - (v) Has an interest in the affairs of Weston Creek;
- and
- (vi) Has been approved for membership of The Council by the Committee of The Council.

## **7. Nomination for membership**

(1) A nomination of a person for membership of The Council –

(a) Must be made in writing in the form set out in Appendix 1, signed by 2 members of The Council and be accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(b) Must be lodged with the Secretary or Chairperson of The Council.

(2) As soon as is practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Committee which must decide whether to approve or to reject the nomination.

(3) If the Committee decides to approve a nomination for membership, the Secretary must as soon as practicable after that decision advise the nominee of that approval and request the nominee to pay within 28 days after receipt of the notification the sum payable under this Constitution by a member as the entrance fee and the first year's annual subscription.

(4) The Secretary must, on payment by the nominee of the amounts mentioned in Subsection (3) within the period mentioned in that Subsection, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of The Council.

## **8. Membership entitlements not transferable**

(1) A right, privilege or obligation that a person has because of being a member of The Council –

(a) Cannot be transferred or transmitted to another person; and

(b) Terminates on cessation of the person's membership.

## **9. Cessation of membership**

(1) A person ceases to be a member of The Council if the person satisfies one of the following criteria –

- (a) Dies; or
- (b) Resigns from membership of The Council; or
- (c) Ceases to have an affinity with the Weston Creek district; or
- (d) Is expelled from The Council; or
- (e) Fails to pay all arrears of subscription due by the member within 14 days after the member has received a written notice signed by the Secretary that the member has ceased to be a financial member of The Council; or
- (f) Fails to maintain the member's contact details recorded in the register of members as required by Section 46, such failure to maintain contact details being indicated by any two (2) of returned mail, disconnected telephone number, re-allocated telephone number or undelivered email message(s).

(2) A person who represents a community organisation ceases to be a member of The Council if –

- (a) The community organisation gives written notice to the Secretary advising that the person no longer represents the organisation; or
- (b) The community organisation is wound up or otherwise dissolved; or
- (c) The community organisation ceases to be active in Weston Creek.

#### **10. Resignation of membership**

(1) A member resigns from The Council by giving written notice (of not less than 1 month or, if the Committee has determined a shorter period, that shorter period) to the Secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.

(2) If a person ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

#### **11. Fee, subscriptions, etc**

(1) The entrance fee to The Council is \$1 or, if any other amount has been determined by resolution of the Committee, the other amount.

(2) Except for Subsection (4), the annual membership fee of The Council is \$2 or, if any other amount has been determined by resolution of the Committee, that other amount.

(3) The annual membership fee is payable –

- (a) Except as provided by paragraph (b) – on or before the first day of the financial year of The Council; or

(b) If a person becomes a member on or after 1 July in any calendar year – before 1 July in each succeeding calendar year.

(4) Honorary life members pay no annual membership fees.

## **12. Honorary life membership**

(1) The Committee may confer honorary life membership on a member of The Council in recognition of the member's outstanding contribution to The Council in the pursuit of The Council's objects and purposes.

## **13. Members' liabilities**

(1) The liability of a member to contribute towards the payment of the debts and liabilities of The Council or the costs, charges and expenses of the winding up of The Council is limited to the amount (if any) unpaid by the member in relation to membership of The Council as required by Section 11.

## **14. Disciplining of members**

(1) If the Committee is of the opinion that a member –

(a) Has persistently refused or neglected to comply with a provision of this Constitution; or

(b) Has persistently and wilfully acted in a manner prejudicial to the interests of The Council;

The Committee may, by resolution –

(c) Expel the member from The Council; or

(d) Suspend the member from the rights and privileges of membership of The Council that the Committee may decide for a specified period.

(2) A resolution of the Committee under Subsection (1) is of no effect unless the Committee, at a meeting held not earlier than 14 days and not later than 28 days after service on the member of a notice under Subsection (3), confirms the resolution in accordance with this Section.

(3) If the Committee passes a resolution under Subsection (1), the Secretary must, as soon as practicable, serve a written notice on the member –

(a) Setting out the resolution of the Committee and the grounds on which it is based; and

(b) Stating that the member may address the Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and

(c) Stating the date, place and time of that meeting; and



- (d) Informing the member that the member may do either or both of the following:
- (i) Attend and speak at that meeting;
  - (ii) Submit to the Committee at or before the date of that meeting written representations relating to the resolution.
- (4) Subject to the Act, Section 50, at a meeting of the Committee mentioned in Subsection (2), the Committee must –
- (a) Give to the member mentioned in Subsection (1) an opportunity to make oral representations; and
  - (b) Give due consideration to any written representations submitted to the Committee by that member at or before the meeting; and
  - (c) By resolution decide whether to confirm or to revoke the resolution of the Committee made under Subsection (1).
- (5) If the Committee confirms a resolution under Subsection (4), the Secretary must, within 7 days after that confirmation, by written notice inform the member of that confirmation and of the member's right of appeal under Section 15.
- (6) A resolution confirmed by the Committee under Subsection (4) does not take effect –
- (a) Until the end of the period within which the member is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
  - (b) If within that period the member exercises the right of appeal – unless and until the members in general meeting confirm the resolution in accordance with Section 15(4).

## **15. Right of appeal of disciplined member**

- (1) A member may appeal to the members in general meeting against a resolution of the Committee that is confirmed under Section 14(4), within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) On receipt of a notice under Subsection (1), the Secretary must notify the Committee which must call a general meeting of the members to be held within 21 days after the date when the Secretary received the notice or as soon as possible after that date.
- (3) Subject to compliance with the rules of natural justice, at a general meeting of the members called under Subsection (2) –
- (a) No business other than the question of the appeal may be transacted; and
  - (b) The Committee and the member must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
  - (c) The members present must vote by secret ballot on the question of whether the resolution made under Section 14(4) should be confirmed or revoked.



the members in general meeting may think desirable for the promotion of the objects and purposes of The Council;

(vii) The borrowing and raising of money in such a manner and on such terms as the Committee may think fit or as may be approved or directed by resolution passed at a general meeting; and securing the repayment of money so raised or borrowed or the payment of a debt or liability of The Council by giving mortgages, charges or securities upon or over all or any of the real or personal property of The Council;

(viii) Subject to the provisions of the *Trustee Act 1957* or subsequent Act(s) – the investment of any moneys of The Council not immediately required for any of its objects or purposes in such manner as the Committee may from time to time determine;

(ix) The making of gifts, subscriptions, or donations to any of the funds, authorities, or institutions to which Section 78(1)(a) of the *Income Tax Assessment Act 1936* (Cwlth) or subsequent Act(s) relates;

(x) The establishment and support, or aiding in the establishment or support, of associations, institutions, funds, trusts, schemes, and conveniences calculated to benefit servants or past servants of The Council and their dependents, and the granting of pensions, allowances, or other benefits to servants or past servants of The Council and their dependents, and the making of payments towards insurance in relation to these purposes;

(xi) The establishment or support, or aiding in the establishment or support, of any other association formed for any of the basic objects of The Council;

(xii) The doing of all such lawful things as are incidental or conducive to the attainment of the objects of The Council specified Section 5.

(2) The Chairperson, the Deputy Chairperson (if appointed), the Secretary, The Treasurer, and the Executive Officer (if appointed) constitute the Executive Committee, which may issue instructions to the Public Officer and the servants of The Council during the intervals between meetings of the Committee, and where any such instructions are issued shall report thereon to the next meeting of the Committee.

## **17. Constitution and membership**

(1) Membership of the Committee is limited to a maximum of 10 persons consisting of –

- (a) The office-bearers of The Council; and
- (b) 3 or more ordinary Committee members.

(2) Members of the Committee must be elected under Section 18 or appointed in accordance with Subsection (7) or Subsection (8).

(3) The office-bearers of The Council are –

- (a) The Chairperson; and
- (b) The Deputy Chairperson (optional); and
- (c) The Executive Officer (optional); and
- (c) The Treasurer; and
- (d) The Secretary; and
- (e) The Assistant Secretary (optional).

(4) A voting member of The Council who holds any position other than ordinary membership in a political party, or is an elected representative or is standing for election in either the Australian Federal Parliament or the Legislative Assembly of the Australian Capital Territory, is not eligible to be an office-bearer of The Council, nor eligible to be an ordinary Committee member of The Council.

(5) A non-voting member of The Council is not eligible to be an office-bearer of The Council, nor eligible to be an ordinary Committee member of The Council.

(6) Each member of the Committee holds office, subject to this Constitution, until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

(7) In the event of a vacancy in the office-bearers of The Council, the Committee may appoint one of its members to the vacant office, and the member so appointed holds office, subject to this Constitution, until the conclusion of the next annual general meeting after the date of the appointment.

(8) In the event of a vacancy in the office of an ordinary Committee member, the Committee may appoint a voting member of The Council to fill the vacancy and the voting member so appointed holds office, subject to this Constitution, until the conclusion of the next annual general meeting after the date of the appointment.

(9) If there is a vacancy on the Committee and a voting member of The Council requests by written notice to join the Committee, the Committee will meet and consider the request as soon as practical after receipt of that request.

(10) Where there is no vacancy on the Committee, a voting member of The Council may not seek to join the Committee except by way of election at the annual general meeting.

## **18. Election of Committee members**

(1) Nominations of candidates for election as office-bearers of The Council or as ordinary Committee members –

(a) Must be made in writing, signed by 2 members of The Council and be accompanied by the written consent of the candidate (which may be endorsed on the nomination form); and

(b) Must be given to the Secretary of The Council not less than 7 days before the date fixed for the annual general meeting at which the election is to take place.

(2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and any vacant positions remaining on the Committee are taken to be vacancies.

(3) If the number of nominations received is equal to the number of vacancies to be filled, the members nominated are taken to be elected.

(4) If the number of nominations received exceeds the number of vacancies to be filled, a ballot must be held.

(5) The ballot for the election of office-bearers and ordinary Committee members must be conducted at the annual general meeting in the way the Committee may direct.

(6) Except for combining the positions of Secretary and Treasurer – a person is not eligible to simultaneously hold more than 1 position on the Committee.

#### **19. Secretary**

(1) The Secretary of The Council must, as soon as practicable after being appointed as Secretary, notify The Council of their address.

(2) The Secretary or delegate must keep records of –

(a) All elections and appointments of office-bearers and ordinary Committee members; and

(b) The names of members of the Committee present at a Committee meeting; and

(c) Proceedings at Committee meetings and meetings of The Council.

(3) Records of proceedings at a general meeting of The Council are to be published electronically, and paper copies may be made available on request.

#### **20. Treasurer**

(1) The Treasurer of The Council must –

(a) Collect and receive all amounts owing to The Council and make all payments authorised by The Council; and

(b) Keep correct accounts and books showing the financial affairs of The Council with full details of all receipts and expenditure connected with the activities of The Council; and

(c) Report to the Committee at every Committee meeting the actual status of The Council's financial account(s) and seek endorsement from the Committee on that status.

## **21. Vacancies**

(1) For this Constitution, a vacancy in the office of a member of the Committee happens if the member –

- (a) Dies; or
- (b) Ceases to be a member of The Council; or
- (c) Resigns the office; or
- (d) Is removed from office under Section 22; or
- (e) Becomes an insolvent under administration within the meaning of the *Corporations Act* or subsequent Act(s); or
- (f) Suffers from mental or physical incapacity; or
- (g) Is disqualified from office under the Act, Section 63(1); or
- (h) Is disqualified from office under Section 17(4) or Section 17(5); or
- (j) Is absent without the consent of the Committee from all meetings of the Committee held during a period of 6 months.

## **22. Removal of Committee members**

(1) The members in general meeting may by resolution, subject to compliance with the rules of natural justice, remove any member of the Committee from the office of member of the Committee before the end of the member's term of office.

## **23. Committee meetings and quorum**

(1) The Committee must meet at least once in each quarter at the place and time that the Committee may decide.

(2) Special meetings of the Committee may be convened by the Chairperson, or any 4 members of the Committee.

(3) Oral or written notice of a meeting of the Committee must be given by the Secretary to each member of the Committee at least 48 hours (or any other period that may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.

(4) 50 percent plus 1 of the occupied positions of the Committee constitutes a quorum for the transaction of the business of a meeting of the Committee.

- (5) No decisions may be taken by the Committee unless a quorum is present.
- (6) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (7) At meetings of the Committee –
  - (a) The Chairperson or, in the absence of the Chairperson, the Deputy Chairperson presides; or
  - (b) If the Chairperson and the Deputy Chairperson are absent – 1 of the remaining members of the Committee may be chosen by the members present to preside.

#### **24. Subcommittees**

- (1) The Committee may, through the record of a Committee meeting, delegate to 1 or more Subcommittees (consisting of the members of The Council that the Committee considers appropriate) the exercise of the functions of the Committee that are specified in the record, other than –
  - (a) This power of delegation; and
  - (b) A function that is a function imposed on the Committee by the Act, by any other Territory law, or by resolution of the members in general meeting.
- (2) A function, the exercise of which has been delegated to a Subcommittee under this Section may, while the delegation remains unrevoked, be exercised from time to time by the Subcommittee in accordance with the terms of the delegation.
- (3) A Subcommittee may co-opt as members of the Subcommittee such persons as it thinks fit, and co-opt persons who are not members of The Council as required.
- (4) A delegation under this Section may be made subject to any conditions or limitations about the exercise of any function, or about time or circumstances, that may be specified in the instrument of delegation.
- (5) Despite any delegation under this Section, the Committee may continue to exercise any function delegated.
- (6) Any act or thing done or suffered by a Subcommittee acting in the exercise of a delegation under this Section has the same force and effect as it would have if it had been done or suffered by the Committee.
- (7) The Committee may, in a record of a Committee meeting, revoke wholly or in part any delegation under this Section.
- (8) Any 3 appointed members of the Subcommittee constitute a quorum for the purposes of making decisions on the functions delegated to the Subcommittee by the Committee.
- (9) The presiding member of the Subcommittee is responsible for calling meetings of a Subcommittee.

(10) A Subcommittee may meet and adjourn as it considers appropriate.

## **25. Voting and decisions**

(1) Questions arising at a meeting of the Committee or of any Subcommittee appointed by the Committee are decided by a majority of the votes of members of the Committee or Subcommittee present at the meeting, except that:

(a) A person co-opted on to a Subcommittee in accordance with Section 24(3) who is not a member of The Council is not entitled to vote.

(2) Subject to Subsection (1), each member present at a meeting of the Committee or of any Subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to 1 vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.

(3) Subject to Section 23(5), the Committee may act despite any vacancy on the Committee.

(4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a Subcommittee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or Subcommittee.

## **26. Disclosure of interest**

(1) A member of the Committee or a Subcommittee who has an interest in any contract or arrangement made or, proposed to be made with The Council, shall disclose their interest at the first meeting of the Committee or Subcommittee at which the contract or arrangement is first taken into consideration, if their interest then exists, or, in any other case, at the first meeting of the Committee or Subcommittee after the acquisition of their interest.

(2) If a member of the Committee or a Subcommittee becomes interested in a contract or arrangement after it is made or entered into, they shall disclose their interest at the first meeting of the Committee or Subcommittee after they become so interested.

(3) No member of the Committee or a Subcommittee shall vote as a member of the Committee or Subcommittee in respect of any contract or arrangement in which they are knowingly interested.

## **Part 4 Meetings**

### **27. Annual general meetings – holding of**

(1) The Council must, at least once in each calendar year and within 5 months after the end of each financial year of The Council, call an annual general meeting of its members.

(2) Subsection (1) has effect subject to the powers of the Registrar-General under the Act, Section 120 in relation to extensions of time.



**28. Annual general meetings – calling of and business at**

(1) The annual general meeting of The Council must, subject to the Act, be called on the date and at the place and time that the Committee considers appropriate.

(2) An annual general meeting must be specified as such in the notice calling it in accordance with Section 30(2).

(3) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

(4) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is –

- (a) To confirm the record of the last annual general meeting; and
- (b) To receive from the Committee and servants of The Council reports on the activities of The Council during the last financial year; and
- (c) To receive and consider the statement of accounts and the reports that are required to be submitted to members under the Act, Section 73(1); and
- (d) To elect members of the Committee, including office-bearers; and
- (e) To consider the appointment of an Auditor, and where it is decided that an Auditor is needed, determine their remunerations; and
- (f) To determine the remuneration of servants of The Council.

(5) The annual general meeting may transact special business of which notice is given in accordance with Section 30(3).

(6) An annual general meeting must be conducted in accordance with the provisions of this part.

**29. Special general meetings – calling of**

(1) The Committee may, whenever it considers appropriate, call a special general meeting of The Council. These meetings are in addition to general meetings.

(2) The Committee must, on the requisition in writing of not less than 10 members, or 5 percent of the total number of members, whichever is the greatest, call a special general meeting of The Council.

(3) A requisition of members for a special general meeting –

- (a) Must state the purpose or purposes of the meeting; and
- (b) Must be signed by the members making the requisition; and
- (c) Must be lodged with the Secretary or Chairperson; and

(d) May consist of several documents in a similar form, each signed by 1 or more of the members making the requisition.

(4) If the Committee fails to call a special general meeting within 1 month after the date when a requisition of members for the meeting is lodged with the Secretary or Chairperson, any 1 or more of the members who made the requisition may call a special general meeting to be held not later than 3 months after that date.

(5) A special general meeting called by a member or members mentioned in Subsection (4) must be called as nearly as is practicable in the same way as special general meetings are called by the Committee and any member who thereby incurs expense is entitled to seek reimbursement from The Council for any reasonable expense so incurred insofar as the amount reimbursed may not exceed comparable expenses incurred for similar meetings called by the Committee.

### **30. Notice**

(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of The Council, the Secretary each year shall fix the dates for the holding of the general meetings of The Council, and advertise these dates.

(2) Except if the nature of the business proposed to be dealt with at an annual general meeting requires a special resolution of The Council, the Secretary must, at least 14 days before the date fixed for the holding of the annual general meeting, provide written notice to each member appearing in the register of members of the place, date and time of the annual general meeting.

(3) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of The Council, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, provide written notice to each member at the member's address appearing in the register of members of the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting, together with the intention to propose the resolution as a special resolution.

(4) No business other than that specified in the notice calling a special general meeting may be transacted at a special general meeting except, for an annual general meeting, business that may be transacted under Sections 28(4) and 28(5).

(5) A member desiring to bring any business before a general meeting may give notice of that business to the Secretary who must include that business in the agenda for the general meeting held after receipt of the notice from the member.

(6) The Council may accept business at a general meeting other than those items appearing on the agenda, from the floor, on issues directly affecting Weston Creek.

### **31. Meetings – procedure and quorum**

(1) No item of business may be transacted at a meeting unless a quorum of members entitled under this Constitution to vote is present during the time the meeting is considering that item.

(2) 5 members present in person (who are entitled under this Constitution to vote at a meeting) constitute a quorum for the transaction of the business of a general meeting, special general meeting or an annual general meeting.

(3) If within 30 minutes after the appointed time for the start of a meeting a quorum is not present, the meeting if called on the requisition of members is dissolved and in any other case stands adjourned to the same day in the following week at the same time and (unless another place is specified at the time of adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

(4) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the start of the meeting, the voting members present (being not less than 3) constitute a quorum.

(5) General meetings, Special General Meetings and Annual General Meetings are open to the public, however, members of the public are not entitled to vote on any question before The Council.

### **32. Presiding member**

(1) The Chairperson, or in the absence of the Chairperson, the Deputy Chairperson, presides at each meeting of The Council.

(2) If the Chairperson and the Deputy Chairperson are absent from a meeting, the members present must elect 1 of their number to preside at the meeting.

### **33. Adjournment**

(1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

(3) Except as provided in Subsections (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **34. Making of decisions**

(1) Matters arising at a general meeting of The Council which require a decision are to be decided on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the records of The Council, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

(2) Matters which require a decision as set out in Subsection (1) are limited to those matters which affect the running of the meeting or administrative functions of The Council.

(3) At a general meeting of The Council, a poll may be demanded by the person presiding or by not less than 3 members present in person at the meeting.

(4) If the poll is demanded at a general meeting, the poll must be taken –

(a) Immediately if the poll relates to the election of the person to preside at the meeting or to the question of an adjournment; or

(b) In any other case – in the way and at the time before the close of the meeting that the person presiding directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

(5) Except for Section 15(3)(c), a special resolution is decided in the positive if it is passed by at least 75 percent of the votes of those members of The Council who, being entitled to vote, vote in person or vote by proxy at the meeting.

### **35. Voting**

(1) Subject to Subsection (3), on any question arising at a general meeting of The Council a member has 1 vote only, provided that where a community organisation has more than one member present, only 1 vote per community organisation is allowed.

(2) Proxy voting is only allowed at meetings which decide special resolutions, except for meetings called under Section 15 where members must vote in person.

(3) If the votes on a question at a general meeting are equal, the person presiding is entitled to exercise a second or casting vote.

(4) A member or proxy is not entitled to vote at any meeting of The Council unless all money due and payable by the member or proxy to The Council has been paid, other than the amount of the annual subscription payable for the then current year.

(5) A person who is a non-voting member of The Council by virtue of claiming affinity under Section 6(3) is not entitled to vote at an annual general meeting or at a special general meeting of The Council, but is entitled to vote at a general meeting of The Council.

### **36. Appointment of proxies**

(1) Each voting member is entitled to appoint the person presiding at an annual general meeting or a special general meeting to be their proxy by notice given to the Secretary no later than 24 hours before the time of the meeting for which the proxy is appointed.

(2) The notice appointing the proxy must be in the form set out in Appendix 2.



(7) Nothing in the foregoing provisions of this section prevents the payment in good faith to a servant or member of The Council –

(a) Remuneration in return for services actually rendered to The Council by the servant or member or for goods supplied to The Council by the servant or member in the ordinary course of business;

(b) Interest at current bank overdraft rate on money lent; or

(c) A reasonable or proper sum by way of rent for premises let to The Council by the servant or member.

### **39. Alteration of objects and rules**

(1) Neither the objects of The Council mentioned in the Act, Section 29 nor this Constitution may be altered except in accordance with the Act.

### **40. Common seal**

(1) The common seal of The Council must be kept in the custody of the Secretary.

(2) The common seal must not be attached to any instrument except by the authority of the Committee and the attaching of the common seal must be attested by the signatures either of 2 members of the Committee or of 1 member of the Committee and of the Secretary.

### **41. Auditor**

(1) At each annual general meeting of The Council, the Committee shall determine the need to appoint a person as Auditor of The Council. The need will be determined on the basis that The Council receives funding which requires independent acquittal. Where the person is appointed as Auditor that person must be a person who:

(a) Is not an office-bearer of The Council; and

(b) Has not prepared or assisted with the preparation of the accounts.

(2) A person so appointed shall hold office until the annual general meeting next after that at which they were appointed, or until relieved by the Committee.

(3) If an appointment is not made at an annual general meeting the Committee can appoint an Auditor of The Council for the current financial year at a later time.

(4) If a casual vacancy occurs in the office of Auditor during the course of the financial year of The Council, the Committee may appoint a person as the Auditor and that person so appointed shall hold office until the next succeeding annual general meeting.

### **42. Audit of Accounts**

(1) Once at least in each financial year, the accounts of The Council shall be examined by the Auditor, if appointed, and the accounts reported to the annual general meeting.

(2) The Committee shall take all reasonable steps to ensure that the audit of The Council's accounts is completed at least 14 days before the annual general meeting.

(3) In their report, and in certifying the accounts, the Auditor shall state:

(a) Whether they have obtained the information required by them; and

(b) Whether in their opinion, the accounts are properly drawn up as to exhibit a true and correct view of the financial position of The Council according to the information at their disposal and the explanations given to them and as shown by the books of The Council; and

(c) Whether the rules relating to administration of the funds of The Council have been observed.

(4) The Public Officer, Treasurer or Committee of The Council shall cause to be delivered to the Auditor a list of all accounts, books and records of The Council.

(5) The Auditor –

(a) Has a right of access to the accounts, books, records, vouchers, and documents of The Council; and

(b) May require from the servants of The Council such information and explanations as may be necessary for the performance of their duties as Auditor; and

(c) May, in relation to the accounts of The Council, examine any member of the Committee or any servant of The Council.

#### **43. Custody of books**

(1) Subject to the Act, the regulation and this Constitution, the Public Officer and office bearers of The Council must keep in their custody or under their control all records, books, and other documents relating to their respective duties for The Council.

#### **44. Inspection of books**

(1) The records, books and other documents of The Council must be open to inspection at a place in the ACT, free of charge, by a member of The Council at any reasonable hour.

#### **45. Service of notice**

(1) For this Constitution, a notice may be served by or on behalf of The Council on any member either personally or by sending it by post or by sending it electronically to the member at the member's address shown in the register of members.

(2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is taken for this Constitution, unless the contrary is proved, to have been served on the person at the time when the letter would have been delivered in the ordinary course of post.

(3) If a document is sent to a person by electronic means, the document is taken for this Constitution, unless the contrary is proved, to have been served on the person at the time when the document was sent except if an undelivered message is received by the sender.

#### **46. Maintenance of the register of members**

(1) Members must advise the Secretary of any changes to the member's residential address and/or other details that are kept in the register of members within 1 month of the change occurring, or if any other reasonable period has been determined by resolution of the Committee, that other reasonable period.

(2) The Secretary will enter any changes mentioned in Subsection (1) into the register of members.

(3) A voting member of The Council as specified in Section 6(2)(a) or (b) who changes their residential address to a place outside of the boundaries of Weston Creek automatically loses their voting status and becomes a non-voting member.

(4) The Council is not liable for any loss of right, privilege or obligation that a member may suffer as a result of the member not advising the Secretary of any changes to the member's residential address and/or other details that are kept in the register of members.

#### **47. Surplus property**

(1) Surplus property in the event of the dissolution or winding up of The Council will be vested with another community organisation as specified from time-to-time by the Committee.





(see Section 36(2))

**Form of appointment of proxy**

I, .....  
(full name)

of .....  
(Street address)

a voting member of the Weston Creek Citizens Council Incorporated, operating as the Weston Creek Community Council (WCCC),

appoint the person presiding as my proxy to vote for me on my behalf at the annual general meeting or special general meeting, as the case may be, of The Council to be held on

..... and at any adjournment of that meeting.

My proxy is authorised to vote: **(Please mark one box only)**

in favour of

against

the resolution (insert details).

.....  
(Signature of member appointing proxy)

Date .....