



MAITLAND CITY CHOIR INC.

ABN: 98420628388

CONSTITUTION

1 **NAME:**

The name of the organisation shall be:

THE MAITLAND CITY CHOIR INC.

Herein after called: *The Choir.*

2. **OBJECTS:**

The aims and object of *The Choir* are:

- a) To bring together persons in the Maitland area to form a choir
- b) To rehearse on a regular basis to attain a choral standard acceptable at any public performance.
- c) To be sensitive to the needs of the Maitland City Council and of the Maitland Community in respect of choral performances by *The Choir*.
- d) To have a wide repertoire of music such that will appeal to a range of audiences.
- e) To have a uniform and code of behaviour befitting both choral tradition and representatives of the City of Maitland.
- f) To raise money through public appeal to enable *The Choir* to achieve its Objectives.
- g) To help raise the awareness and enjoyment both of music and of community activities through performances and fund-raising of *The Choir*.
- h) Any funds raised for and by *The Choir*, to be used as determined at any General Meeting of *The Choir* by a majority vote according to the aims and objectives of *The Choir* as soon as is practicable.
- i) To have the aims and objectives of *The Choir* set out as a policy and with alterations to be approved by a general meeting of *The Choir*.

3. **MEMBERSHP:**

- a) Membership will consist of members of *The Choir*.
- b) Community members may become members of *The Choir* after regular attendance over a month period and payment of membership fees. Each new member shall be informed of the aims and objectives of *The Choir* and it's policy.
- c) Subscription to *The Choir* shall be determined and paid annually at the Annual General Meeting or on admission to *The Choir*.
- d) A register of members shall be kept showing the name, address and the date of commencement of membership in respect of each member.
- e) The Maitland City Choir Honorary Patron is the Earl of Lauderdale.

The Official Foundation Patron is The Mayor of Maitland.

The Committee shall have up to (4) four Patrons appointed on an annual basis at the Annual General Meeting.

4. **MANAGEMENT:**

a) The Management of the organisation shall be vested in a Management Committee consisting of:

- President
- Vice President
- Secretary
- Treasurer and
- Musical Director.

b) No member of the Committee shall be appointed to any salaried office or any office paid by fees. At the discretion of the Committee an honorarium may be given on an annual basis to those approved by the Committee. Any member of *The Choir* may receive a repayment of out-of-pocket expenses after approval of the purchase is accepted by the Committee. All receipts are to be provided for reimbursement. #rule 18(b).

c) The Committee may organise all such functions as may be undertaken by *The Choir*, other than those functions that are required to be approved by a General Meeting of members of *The Choir*.

d) The Committee has authority to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of *The Choir*.

e) Decisions at meeting of the Committee shall be decided by a majority of votes of those present. A determination by a majority of the members of the Committee present shall for all purposes be a determination of the Committee. Where there are equal votes, the President or the person acting for the President shall have a second or casting vote.

f) Each member of the Committee is, subject to these rules, to hold office until the conclusion of the Annual General Meeting following the date of the member's election, but is eligible for re-election.

g) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of *The Choir* to fill the vacancy, and the member so appointed is to hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

h) A register of Committee members is to be kept containing the following particulars in relation to each Committee member:

- Name and residential address
- Date member takes office
- Date member vacates office
- Other particulars as prescribed by the regulations.

5a **OFFICE - BEARERS:**

The office-bearers shall consist of a President, Vice President, Secretary, Treasurer and Musical Director. The Office-Bearers shall be decided by the members of *The Choir* at the Annual General Meeting.

The Management Committee is given the authority to appoint members of Sub Committee including:

- Librarian
- Social Convener/Fundraiser
- Publicity Officer
- Other positions as they arise.

The Librarian, Social Convener/Fund Raiser and Publicity Officer are included in the Management Committee.

5b) PUBLIC OFFICER:

A Public Officer must be appointed within 28 days from the date of registration of the serving Public Officer.

6) ELECTION OF MEMBERS:

- Nomination of candidates for election as Office Bearers of *The Choir* must be made in writing, signed by two (2) members of *The Choir* and the nominated candidate. (appendix 1)
- Nominations must be delivered to the Secretary before the commencement of the Annual General Meeting at which election is to be held.
- If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected. Further nominations are to be received at the Annual General Meeting.
- If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- If the number of nominations received exceeds the number of vacancies to be filled a ballot is to be held.
- The ballot for the election of Office Bearers of the Committee is to be conducted at the Annual General Meeting by secret ballot.

7 SECRETARY:

- The Secretary must be a person 18 years or more and an ordinary resident of Australia.
- Within 14 days after vacating office, the former Secretary ensures all documents in his/her possession, belonging to *The Choir*, are given to the newly elected Secretary or President of the Committee.
- It is the duty of the Secretary to keep minutes of:
 - a) All appointments of Office Bearers and members of the Committee.
 - b) The names of members of the Committee present at a Committee Meeting or a General Meeting.
 - c) All proceedings at a Committee or General Meeting.

- Minutes of proceedings at a meeting must be signed by the Chairperson of the meeting.
- If the position of Secretary becomes vacant causing a casual vacancy, the position will be filled according to Rule 4(g).
- The Australian Business Registry to be informed of any change of Contact Person and/or Associate Person who are registered with the Australian Business Registry on behalf of *The Choir*.

8 TREASURER:

It is the duty of the Treasurer to ensure:

- That all money due to *The choir* is collected and received and that all cheque payments are signed by two signatories and all electronic payments are authorised by two signatories.
- That correct books and accounts are kept showing the financial affairs of *The Choir*, including full details of all receipts and expenditure.
- That the "Annual Summary of Financial Affairs - Tier 2" form is completed and lodged with the NSW Department of Fair Trading, together with the prescribed fee, within one month of the Annual General Meeting if possible, to avoid a larger fee.
- That the online completion of the Australian Charities and Not-for-Profits Commission "Annual Information Statement" is completed after the Annual Financial Statements have been approved at the Annual General Meeting.
- That acquittals for funding grants are completed in the required time frame.

9 CASUAL VACANCIES:

• For the purposes of these rules, a casual vacancy in the office of a member of the Committee occurs if the member:

- Dies or
- Ceases to be a member of the Choir or
- Becomes an insolvent under administration within the meaning of the *Corporations Act 2001 of the Commonwealth*, or
- Resigns office by notice in writing given to the Secretary, or
- is removed from Office under rule 10, or
- Becomes a mentally incapacitated person, or
- No longer resides in Australia, or
- Is absent without consent of the Committee from all meetings of the Committee held during a period of three months.

10 DISCIPLINING OF MEMBER:

- A complaint may be made to the Committee, in writing by any person, that a member of *The Choir*.

- a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - b) has persistently and wilfully acted in a manner prejudicial to the interests of *The Choir*.
- On receiving such a complaint, the Committee:
 - a) must cause notice, in writing, of the complaint to be served on the member concerned and:
 - b) must give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
 - c) must take into consideration any submissions in writing made by the member in conjunction with the complaint.
- The Committee may, by resolution, expel the member from *The Choir* or suspend the member from membership of *The Choir* if, after considering the complaint and any submissions made in conjunction with the complaint, it is satisfied that the facts alleged in the complaint have been provided.
- If the Committee expels or suspends a member, the Secretary must within seven (7) days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and the member's right of appeal.
- The expulsion or suspension does not take effect:
 - a) until the expiration of the period within which the member is entitled to appeal in writing against the resolution concerned, or
 - b) if within that period the member exercises the right of appeal, unless and until *The choir* confirms the resolution.

11 **RIGHT OF APPEAL OF DISCIPLINED MEMBER:**

- A member may appeal to *The Choir* at a General Meeting against a resolution of the Committee within seven (7) days after the notice of the resolution is served on the member, by lodging a notice in writing to that effect.
- The notice may be accompanied by a written statement of the grounds on which the member intends to reply for the purposes of the appeal.
- On receipt of notice, the Secretary is to notify the Committee, which is to convene a General Meeting of *The Choir* to be held within 28 days after the date the Secretary received the notice.
- At the General Meeting of *The Choir*:
 - a) No business other than the question of the appeal is to be transacted, and
 - b) The Committee and the member must be given the opportunity to state their respective cases both orally and in writing and
 - c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- If the General Meeting passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

12 MEMBERS' LIABILITIES:

The liability of a Member of *The Choir* to contribute towards the payment of debts and liabilities of *The Choir* or the costs, charges and expenses of winding up of *The Choir* is limited to the amount, if any, unpaid by the member in respect of membership of The Choir. #rule 3(c)

13 MEETING AND QUORUM:

COMMITTEE

- The Committee must meet at least three (3) times in each period of 12 months at such place and time as the Committee may determine.
- Additional meetings may be convened by the President or by any member of the Committee.
- Oral or written notice of a meeting of the Committee must be given to each member of the Committee at least 48 hours (or such other period unanimously agreed upon) before the time appointed for the holding of the meeting. The notice is to specify the general nature of the business to be transacted and no other business is to be transacted unless the members present unanimously agree to deal with matters of urgent business.
- Any four members of the Committee constitute a quorum for the transaction of business of a meeting of the Committee.
- No business is to be transacted by the Committee unless a quorum is present. If after 30 minutes of the appointed time for the meeting, a quorum is not present, the meeting is to stand adjourned to a time and place agreed to by the Committee.
- If at the adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the meeting is to be dissolved.
- Transactions of the Committee shall be decided by a majority of votes of those present and a determination by a majority of the members of the Committee present shall for all purposes be a determination of the Committee. Where there is an equality of votes the President or the person acting for the President shall have a second or casting vote.

14 GENERAL METINGS:

- General Meetings of *The Choir* are to be held at least three (3) times each period of 12 months at such time and place as the Committee may determine.
- At meetings of members a quorum shall consist of twelve members.
- If a quorum is not present within 30 minutes of the time appointed for the meeting, the meeting is to stand adjourned to the same time, place and days in the following week.
- If at the adjourned meeting a quorum is not present with 30 minutes of the time appointed for the meeting, those members attending shall be deemed to be a quorum, provided the number of such members is not less than three (3).
- The Secretary shall give at least seven (7) days notice of all General Meetings to the membership of *The Choir* specifying the place, date and time of the meeting and the general nature of business to be dealt with at the meeting.
- The President shall preside at every General Meeting of *The Choir*. If the President is unable to chair a meeting the Vice President shall chair the meeting. In the event of

neither President nor Vice President being able to chair the meeting, a member of the Management Committee shall be elected to chair the meeting.

- At any General Meeting a resolution put to the vote shall be decided by a simple majority on a show of hands. The Person in the chair shall have a casting vote in the case of an equal count.

15 SPECIAL GENERAL MEETINGS:

- Any two (2) members of the Committee may at any time convene a Special General Meeting of *The Choir*. Special General Meetings shall also be convened by the Secretary upon a request of not less than five percent (5%) in number of the members of *The Choir* and shall be held within one (1) month of the date of receipt of the request. The reason for the Special General Meeting shall be stated in writing to the Secretary. Within one (1) week of receipt of the request, the Secretary shall inform the members of *The Choir*, either verbally or in writing, of the Special General Meeting and the reasons for the meeting.
- Voting on special resolutions must be supported by at least three quarters of the vote that are cast.
- There is No provision for a postal ballot or proxy vote.

16 FINANCIAL YEAR:

The financial year shall conclude on the 31st day of December each year.

17 THE ANNUAL GENERAL MEETING:

- The Annual General Meeting shall be held by the month of March each year when the following business shall be transacted:
 - To confirm the Minutes of the last preceding Annual General Meeting and any Special General Meeting held since that meeting.
 - To receive written reports from the President, Treasurer, Music Director and Social Committee on the activities of *The Choir* during the last preceding financial year.
 - To elect Office Bearers of *The Choir* and ordinary members of the Committee.

18 FUNDS:

- (a) The Choir shall authorise three of the Management Committee to be signatories of the Bank account with two to sign conjointly any approved payment.
- b) All payments in excess of \$150 made by *The Choir* shall be paid by direct deposit into the payee's bank account.
- c) All monies received by *The Choir* shall be deposited intact at the earliest possible date to the credit of *The Choir* bank account. Receipts for money received shall be issued promptly.
- d) Subject to any resolution passed by *The Choir* in General Meetings, the funds of *The Choir* are to be used in pursuance of the Objects of The Choir in such manner as the Committee determines.

e) All accounts shall be presented to a Committee Meeting and details of all such approvals shall be appended to the minute book.

19 ALTERATION OF OBJECTS AND RULES:

The statement of object and these rules may be altered, rescinded or added to only by a special resolution of the Choir (Rule 13)

20 CUSTODY OF BOOKS:

The Secretary must keep in his or her custody or under his or her control, all records, books and other documents relating to *The Choir*.

21 INSPECTION OF BOOKS:

a) The records, books and other document of *The Choir* must be open for inspection, free of charge, by a member of *The Choir* at any reasonable hour.

b) FINANCIAL RECORDS CHECK

- According to the Department of Fair Trading, *The Choir* is classified as a Tier 2 organisation and as such no audit is required, however in place of an audit the financial records will be reviewed by a person who has a financial background who is nominated by *the Choir*.

22 SERVICE OF NOTICE:

A notice may be given to any member either personally by email or by sending it by post to the address registered with *The choir* or if there is no registered address to the place of abode of the member last known to the Committee.

Where a notice is sent by post or email, service of the notice shall be deemed to be effected. By properly addressing, prepaying and posting a letter or envelope (or email) containing the notice it is deemed to be effected.

In case of notice of meeting, on the day after its posing, and in any other case the time at which the letter would be delivered in the ordinary course of post.