

## **AGRA Constitution Operating as of 23<sup>rd</sup> August 2006.**

### MODEL RULES FOR THE ASPENDALE GARDENS RESIDENTS ASSOCIATION, Inc

1. NAME

The organization shall be known as the Aspendale Gardens Residents Association, Inc hereinafter referred to as AGRA.

2. DEFINITIONS

In these Rules unless inconsistent with the context or the subject matter; -

“Aspendale Gardens” means that area as defined by the Place Names Committee or such extension to this area as may be approved by a special resolution of the members.

“Developers” shall include any company or individual who is developing land or buildings in Aspendale Gardens.

“Resolutions” shall be decided by a simple majority of those present and voting, except as otherwise prescribed herein.

“He” shall be male or female.

Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

3. OBJECTIVES

- (a) To promote the welfare and improvement of all areas of interest to AGRA.
- (b) To foster a spirit of community involvement, and to work towards the provision of community facilities.
- (c) To liaise with the City of Kingston  
and other Government or Private Instrumentality in the matters involving the residents of Aspendale Gardens, and pertaining to the area in general.
- (d.) To liaise with Developers in regard to the overall future development of the area known as Aspendale Gardens.
- (e) To act on behalf of, or in conjunction with any resident or residents of Aspendale Gardens in any matter in which AGRA regards, in its considered opinion, to be right and just.
- (f) To do all such things as AGRA may consider to be incidental or conducive to the attainment of all or any of these objectives.
- (g) To remain non-sectarian and free from party politics.

4. MEMBERSHIP

- (a) Any adult person, being a resident and/or owner of land at Aspendale Gardens, shall be eligible for membership in the Association.
- (b) The recommended voluntary donation for members shall be such an amount as determined by a majority of members at the Annual Meeting.
- (c) The voluntary membership donation shall be due and payable at the time of joining and renewed on the anniversary of the date of joining.

5. MEETINGS

(a) At any meeting members may appoint special committees to assist the Executive on matters of specific interest.

(b) (i) COMMITTEE MEETINGS  
The Duly elected Committee shall meet at 7.30pm on the last Wednesday of each month (Except December or during the month the AGM is held) in the Aspendale Gardens Community Centre

(c) SPECIAL MEETINGS OF MEMBERS/RESIDENTS

Special meetings may be called by the Executive, or at the written request of at least 20% of the members submitted to the Secretary and giving brief details of the relevant business. The Secretary shall call the meeting within 28 days of the receipt of the request.

Notice of these meetings showing date, time, venue and business shall be given to the members at least 21 days prior to such meetings, by being displayed on local Community Notice boards and at local retail outlets.

(d) ANNUAL MEETINGS

These meetings shall be held at 7.30pm on the last Wednesday in August each year. The committee may decide to change this date to a date within 21 days either side of the last Wednesday of the month. Notice of these meetings showing date, time, venue and business shall be given to members at least 21 days prior to such meetings, by being displayed on local Community Notice boards and in the preceding AGRA Newsletter.

The business shall include:-

- (i) Minutes of the previous Annual Meeting.
- (ii) The Annual Statement of Accounts.
- (iii) Any proposed amendments to the constitution of which due notice has been given.
- (iv) Election of the Executive.
- (v) Election of any other delegates as in Clause 8.
- (vi) Setting of the membership donation for the ensuing year.
- (vii) Any other business.

(e) AMENDMENTS TO THE CONSTITUTION AND PURPOSES

Proposals for such amendments are to be: -

- (i) Advised in writing to the Secretary and signed by at least 20% of the financial members, or originated by the Executive.
- (ii) Discussed and decided at a Special Meeting or at an Annual Meeting with a minimum 21 days notice to members.
- (iii) Subject to the approval of not less than 75% of those members present and voting.

(f) VOTING

Voting shall be done by members present in person at any meeting of the Association. Members are not entitled to vote by proxy at any meeting of the Association.

(g) ELECTION OF OFFICERS, VACANCY AND REMOVAL OF COMMITTEE MEMBERS

(i) Nominations of candidates for election as officers of the Association or as ordinary members of the Committee:- shall be made at the Annual General Meeting supported by two members moving and supporting the nomination.

(ii) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected

- (iii) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (iv) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (v) The ballot for the election of officers and ordinary members of the Committee shall be conducted at the Annual General Meeting in such usual and proper manner as the Committee may direct.
- (vi) For the purposes of these rules, the office of another officer of the Association or of an ordinary member of the Committee becomes vacant if the officer or member:-
  - ceases to be a member of the Association;
  - becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or - resigns his office by notice in writing given to the Secretary.
- (vii) The Association shall not instigate any disciplinary action (other than that detailed in Clause 5 (g) (vi) ) against any member and as such no disciplinary procedure shall exist under these rules.

(h) QUORUMS

Five members shall constitute a quorum for all meetings of members.

6. FINANCE

(a) BANK ACCOUNT AND PAYMENTS

AGRA shall operate a bank account in its own name and may further lodge funds in interest bearing deposits or in a savings account. All payments shall be made by cheque (except payments of a petty cash nature) and only as authorised by the meetings of the Association, or its Executive. All cheques shall be signed by any 2 of the President, Secretary, Treasurer or Assistant Treasurer.

(b) AUDITOR

The books of account shall be audited as at the 30th June each year by a person who is competent to do so and is not a member of the Executive. The Auditor shall be appointed at a General Meeting of the Association.

(c) FINANCIAL YEAR

The financial year of the Association shall be from the first day of July in any year to the thirtieth day of June in the following year.

(d) FUNDS

The funds of the Association shall be derived from donations and such other sources as the Committee determines.

(e) INSPECTION OF BOOKS AND DOCUMENTS

- (i) Any member may inspect books and documents of the Association after notice to any member of the Executive. The books and documents shall be made available to that person within 14 days of the request and only in the presence of a member of the Committee.
- (ii) Personal details of members (as listed on membership forms) shall be excluded from documents made available to members of the Association.

7. AGRA EXECUTIVE

- (a) The Executive shall be drawn from the members of the Association and shall comprise:-
  - (i) President

- (ii) Vice-President
  - (iii) Secretary or Minute Taker
  - (iv) Assistant Secretary or Minute Taker
  - (v) Treasurer
  - (iv) Assistant Treasurer
- and up to six other members.

(b) Meetings - The Executive shall meet whenever necessary, and five shall be a quorum.

(c) The President, Secretary (or Minute Taker) and the Treasurer to be elected at the Annual General Meeting.

(d) If more than one nomination is received for any position of the Executive, a ballot under the direction of those present shall apply. Absent members cannot be elected without their written consent.

(e) ROLE OF THE EXECUTIVE

The Executive shall manage the business and funds of the Association in accordance with the direction and resolutions of the meetings of the Association.

The Executive may make suggestions and recommendations to such meetings.

(f) DUTIES OF THE EXECUTIVE

PRESIDENT

- (i) The President shall preside at all meetings of the Association where possible.
- (ii) The President shall act as a spokesperson for the Association, unless there is a specific person elected or seconded to act as spokesperson on a particular issue.
- (iii) Any other duties as shall from time to time be decreed by the Executive.
- (iv) The President shall keep in his custody or under his control those books and documents necessary for him to carry out his duties for the Association.

VICE-PRESIDENT

- (i) The Vice-President shall take over the duties of the President during the Presidents absence.

SECRETARY OR MINUTE TAKER

- (i) Except as otherwise provided in these rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.
- (ii) The Secretary shall keep in a book provided for the purpose, Minutes of all Meetings of the Association, and of the Executive, and shall be subject to the direction of the Association and the Executive, in the conduct of its business.
- (iii) The Secretary or the President shall ensure that all outward correspondence resulting from a meeting shall be forwarded to the proper quarter within a reasonable time, after such a meeting.
- (iv) The Secretary shall give notice of all Special and Annual meetings of members as prescribed in Clause 5 (c) and 5 (d), and at least 21 days notice of meetings of the Executive to the members thereof.

- (v) In the absence of the Secretary any member of the AGRA Executive may be appointed by the Executive to the position of Acting Secretary until the Secretary is able to resume duties.
- (vi) Any other duties as shall from time to time be decreed by the Executive.

#### ASSISTANT SECRETARY OR MINUTE TAKER

- (i) The Assistant Secretary shall, at the Secretary's direction, assist in all duties for which the Secretary is responsible.
- (ii) Any other duties as shall from time to time be decreed.
- (iii) In the absence of the Assistant Secretary any member of the AGRA Executive may be appointed by the Executive to the position of Acting Assistant Secretary until the Assistant Secretary is able to resume duties.

#### TREASURER

- (i) The Treasurer shall issue receipts for all monies received and shall pay all accounts when passed for payment at meetings of the Association or of the Executive.
- (ii) All monies shall be lodged in a bank account (as per Clause 6) in the name of the Association, within a reasonable period after their receipt.
- (iii) The Treasurer shall present a financial statement of the affairs of the Association at each Monthly Committee Meeting of Members. He shall also present the audited Annual Statement of Accounts, setting out the financial position of the Association, to the Annual Meeting.
- (iv) The Treasurer shall keep and maintain an up to date register of members in which shall be entered the full name and address and date of entry of the name of each member of the Association and the register shall be available for inspection on request by the Executive.
- (v) Any other duties as shall from time to time be decreed by the Executive.
- (vi) In the absence of the Treasurer any member of the AGRA Executive may be appointed by the Executive to the position of Acting Treasurer until the Treasurer is able to resume duties.

#### ASSISTANT TREASURER

- (i) The Assistant Treasurer shall, at the Treasurers direction, assist in all duties for which the Treasurer is responsible.
- (ii) Any other duties as shall from time to time be decreed.
- (iii) In the absence of the Assistant Treasurer any member of the AGRA Executive may be appointed by the Executive to the position of Acting Treasurer until the Assistant Treasurer is able to resume duties.

#### 8. DELEGATES

Any delegates appointed to represent the Association shall not be called upon to divulge confidential business of the body to which he has been appointed, but shall report to the Association on matters relevant to the Association.

#### 9. WINDING UP

- (a) The Association shall continue to operate for as long as 15 members actively favour its continuation.
- (b) Should it cease to function, its assets, excluding liability, property and affairs shall be handed over to the Committee of the Aspendale Gardens Community Centre.
- (c) At any future time, when Aspendale Gardens has more community based organisations and should AGRA cease to function, Clause 9 (b) may at the digression of the Executive be amended to include one or more of these organisations.

10. SEAL

- (i) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (ii) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and of the Public Officer of the Association.