

Constitution

For

**Banksia Park Concert
Bands Incorporated.**

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1. Name

- 1.1. The name of the Association shall be Banksia Park Concert Bands Incorporated herein after referred to as “the Association.”

2. Objects

- 2.1. The objects of the Association shall be:
 - 2.1.1. To provide opportunities for children and adults to learn to play a musical instrument.
 - 2.1.2. To develop a spirit of co-operation and team work vital to the success of the Association.
 - 2.1.3. To develop the confidence and self-esteem of musicians through performance in a stimulating and safe environment.
 - 2.1.4. To promote musical education and performance amongst children and adults in the community.

3. Affiliation

- 3.1. The Association may each year affiliate with any State or National organisation, which the Management Committee deems advantageous to the Association.

4. Membership

- 4.1. Membership of the Association shall consist of those persons who are registered and financial.
 - 4.1.1. Full Members pay full membership fees and are considered as playing members of the band.
 - 4.1.2. Associate Members, who support the objects of the Association and agree to be bound by the Constitution, may pay a nominal fee as membership. Associate members may hold a position on the Management Committee.
 - 4.1.3. Life members shall not be liable for any fees in respect of the normal membership of the Association.
 - 4.1.4. Members, excluding life members, must renew their membership annually.

5. Life Members

- 5.1. Life Membership does not have to be awarded every year.
- 5.2. All parties involved with the nomination and consideration of the nomination must keep all deliberations confidential.
- 5.3. Any member of the Association may be the proposer or seconder of a nomination of a person for life membership.
 - 5.3.1. The proposer, or the proposer and seconder jointly, shall provide a detailed statement of evidence supporting the nomination.
 - 5.3.2. The nomination shall be received by the Management Committee no later than the thirty-first day of July to be eligible to be considered.
 - 5.3.3. A nomination shall be considered by the Management Committee at its first meeting after the thirty-first of July.
 - 5.3.4. The Management Committee shall consider support for the nomination based on the criteria of rendering outstanding or untiring and devoted service in the best interests of the Association for a period of not less than ten years.
 - 5.3.5. The Management Committee shall, if it declines to support the nomination, advise the proposer and the seconder of its decision.
 - 5.3.6. The Management Committee shall, if it supports the nomination, arrange a citation to be presented at the Annual General Meeting.
 - 5.3.7. No more than two Life Memberships shall be awarded at any Annual General Meeting.
 - 5.3.8. Life Members shall be issued with a suitable badge.
 - 5.3.9. A Life Member shall not be relieved of any financial obligation other than the Association's membership fees.
 - 5.3.10. A Life Member shall not have any voting rights at any Management Committee meetings of the Association unless they are currently on the Management Committee.

6. Management

- 6.1. The affairs of the Association shall be managed and controlled by the Management Committee in accordance with the Objects and in the best interests of the Association.
- 6.2. The Management Committee shall comprise of:
 - 6.2.1. The Officers and a maximum of 5 general members elected at each Annual General Meeting of the Association
 - 6.2.2. The Musical Directors appointed by the Management Committee
 - 6.2.3. A Band Representative appointed by each Band, where necessary.

7. Officers

- 7.1. Officers shall be elected at Annual General Meetings of the Association and shall hold office for the period of one year.
- 7.2. The duties of the Officers shall be those defined in this Constitution.
- 7.3. The Officers of the Association shall comprise of:
 - 7.3.1. President
 - 7.3.2. Vice President
 - 7.3.3. Secretary
 - 7.3.4. Treasurer
 - 7.3.5. Instrument Co-ordinator
- 7.4. The Executive of the Association shall comprise of:
 - 7.4.1. President
 - 7.4.2. Vice President
 - 7.4.3. Secretary
 - 7.4.4. Treasurer
- 7.5. The Executive shall have full power and authority to carry into effect all the business of the Association consistent with the objects and in the best interests the Association.
- 7.6. The Executive is authorised to settle any urgent or unforeseen business as may occur from time to time subject to such ratification as may be necessary by the Management Committee at its next meeting.
- 7.7. Should a vacancy occur in the Management Committee during the course of the Association's year the Executive of the Association shall appoint a suitable person to fill the vacancy. Any person so appointed shall only hold office until the next Annual General Meeting after their appointment.
- 7.8. The Management Committee may appoint any one or more of its members, or any other person or persons, to a sub-committee or to carry out on its behalf and subject to its control and direction, any general or specific duties and may at any time alter or revoke such appointment.
- 7.9. The Management Committee may appoint sub-committees to perform, from time to time, certain tasks. Members of such sub-committees shall carry out their duties in accordance with the directions of the Management Committee. The Management Committee may at any time alter or revoke such appointment.
- 7.10. The Executive shall be entitled to receive notice of, and may attend any or all meetings of sub-committees but shall not be entitled to vote on any issues unless specifically appointed as a member of such a sub-committee.

8. Powers and Duties of the Officers of the Association

8.1. The President shall:

- 8.1.1. Preside at all General Meetings, Committee Meetings and meetings of the Executive. In the absence of the President the Vice President shall be Chairperson.
- 8.1.2. Ensure that the required quorum is present at all times.
- 8.1.3. Conduct the meeting in accordance with the Constitution.
- 8.1.4. Have a casting vote only, and in exercising the casting vote, shall vote in a manner which maintains the status quo.

8.2. The Vice President shall:

- 8.2.1. In the absence of the President, assume the powers, duties and responsibilities of the President.

8.3. The Secretary shall:

- 8.3.1. Attend all Committee and Executive meetings.
- 8.3.2. Attend to all clerical work in connection with the general day to day business of the Association, assisted by such persons as the Executive may appoint.
- 8.3.3. Be responsible for recording the minutes of proceedings of all meetings of the Association and produce them in a timely manner.
- 8.3.4. Receive all correspondence addressed to the Association and submit the same at the next Management Committee meeting.
- 8.3.5. Provide an agenda for all meetings of the Management Committee, Annual General Meeting and Special General Meeting prior to the meeting.

8.4. The Treasurer shall:

- 8.4.1. Be responsible for the receipt of all monies on behalf of the Association and to deposit such monies without undue delay to the credit of the Association Account at the nominated Financial Institution.
- 8.4.2. Be responsible for all payments that have been ratified by the Management Committee which will be paid by cheque drawn on the Association account and such cheques shall be signed by any two of the following Executive: President, Vice President, Treasurer or Secretary.
- 8.4.3. With the approval of the Executive pay an account not exceeding two hundred dollars.
- 8.4.4. Keep proper books and accounts and submit a report on the Association's financial position at each Management Committee meeting.
- 8.4.5. Prepare an annual statement of income and expenditure and submit same duly audited to the Annual General Meeting.

8.5. The Instrument Co-ordinator shall:

- 8.5.1. Be responsible for co-ordinating an annual stock take of the Association's instruments, equipment and property.
- 8.5.2. Be responsible for the management of hiring the Association's hire instruments.
- 8.5.3. Be responsible for the management of repairs of the Association's instruments. Repairs, purchases, replacements or decommissioning of any instrument must receive Management Committee endorsement.

9. Sub Committees

- 9.1. Each Sub Committee shall:
 - 9.1.1. Exist at the pleasure of the Management Committee
 - 9.1.2. Be responsible to the Management Committee
 - 9.1.3. Have such powers and duties as determined by the Management Committee.

10. Elections

- 10.1. The notice calling the Annual General Meeting shall include a call for written nominations for the elections of the Management Committee of the Association whose terms of office expire at the meeting.
- 10.2. The Chairperson may call for nominations at the Annual General Meeting for all vacant positions to be filled.
- 10.3. Nominations shall have a proposer and seconder.
- 10.4. The proposer of the nomination may be the nominee.
- 10.5. A nomination shall not be accepted without the nominee indicating to the meeting of their acceptance of the nomination.
 - 10.5.1. In the event that the nominee is unable to attend the meeting, written acceptance of the nomination shall be accepted at the meeting.
- 10.6. If the number of nominations accepted does not exceed the number of positions vacant, the chairperson shall:
 - 10.6.1. Give the meeting the opportunity to propose that any or all of the nominees be accepted.
 - 10.6.2. If a resolution that not all nominees be elected is carried, further nominations shall be called for.
 - 10.6.3. If no such resolution is made, declare the nominees elected.
- 10.7. If there are more nominees than vacancies, other than for the positions of general member, the election shall be determined by a show of hands.
 - 10.7.1. In the event that two or more candidates receive an equal number of votes the chairperson shall request a ballot of the members present.
- 10.8. If there are more nominees than vacancies for general members, the election shall be by ballot.
- 10.9. Where a ballot is necessary the responsible person overseeing the process shall be the Public Officer or a member of the Executive.
- 10.10. That responsible person shall distribute and collect the ballot papers. The responsible person shall, as required, supervise the counting of votes of the ballot.
- 10.11. At the conclusion of the ballot, where two or more candidates receive an equal number of votes from that ballot, the Chairperson shall draw lots to decide the successful candidate.
- 10.12. When a ballot is taken, the result of each ballot shall be deemed to be a resolution of the Association adopted at such an Annual General Meeting or Special General Meeting.

11. Meetings

- 11.1. Notice of Annual General Meetings and Special General Meetings shall be given to members (including living Life Members) not less than fourteen days or more than twenty-one days prior to the date of the meeting.
- 11.2. The Annual General Meeting of the Association shall be held in October of each year.
 - 11.2.1. The order of the business at the Annual General Meeting shall be:
 - 11.2.1.1. The confirmation of the minutes of the previous Annual General Meeting and of any Special General Meeting held since that meeting.
 - 11.2.1.2. President's Annual Report
 - 11.2.1.3. Secretary's Annual Report
 - 11.2.1.4. Treasurer's Annual Report, which shall include the audited financial statements of the Association
 - 11.2.1.5. Band Reports
 - 11.2.1.6. Instrument Co-ordinator's Report
 - 11.2.1.7. Presentation of Awards and Life Membership
 - 11.2.1.8. Election of Committee members
 - 11.2.1.9. Appointment of Patrons
 - 11.2.1.10. Appointment of Auditor
 - 11.2.1.11. Appointment of Public Officer
 - 11.2.1.12. General Business
- 11.3. A Special General Meeting shall be called at the request of the President or at the written request of not less than five members of the Association.
 - 11.3.1. The notice of a Special General Meeting, issued within one month of receipt of written requisition, shall set out clearly the business for which the meeting has been called. No other business may be dealt with at that Special General Meeting.
 - 11.3.2. Any person who may attend and take part in an Annual General Meeting may also attend and take part in a Special General Meeting.
 - 11.3.3. If the Management Committee fails to convene the Special General Meeting within one month of the request, the requisitionists may convene a Special General Meeting, in the same manner as if the meeting had been called by the Management Committee.
- 11.4. The Management Committee may at its discretion convene such other meetings as it thinks necessary to consider any matters pertaining to the affairs of the Association.

12. Quorum

- 12.1. The Quorum for Management Committee meetings and Executive meetings shall be half the number of voting members plus one.
- 12.2. The quorum for the Annual General Meetings and Special General Meetings shall be half the number of the members aged eighteen or over, plus one.
- 12.3. If a quorum of members is not present within fifteen minutes of the time called for a meeting, the President shall adjourn the meeting to a time and date and place to be fixed.

13. Voting

- 13.1. Subject to these rules, every member of the Association has only one vote at a meeting of the Association.
- 13.2. Persons entitled to vote shall be as follows:
 - 13.2.1. At Committee meetings, all officers, the elected general members and the appointed Band Representatives.
 - 13.2.2. At Annual General Meetings and Special General Meetings all financial members and Life Members, aged eighteen years or over present.
 - 13.2.3. At Annual General Meetings and Special General Meetings, where any financial member is aged under eighteen, their parent/guardian may vote on their behalf. Where there is less representation of parents/guardians compared to members aged under eighteen in that family, the maximum vote will be limited to the parent/guardian representation.
 - 13.2.4. Proxy or postal voting shall not be permitted at any Annual General Meeting or Special General Meeting of the Association.
 - 13.2.5. Voting shall be by a show of hands, unless a division or a ballot is requested and agreed to by the meeting. Resolutions shall be deemed passed by a simple majority in favour.
 - 13.2.6. When a ballot is taken, the result of each ballot shall be deemed to be a resolution of the Association adopted at such an Annual General Meeting or Special General Meeting.

14. Patrons

- 14.1. The Association may appoint one or more patrons at the Annual General Meeting.
- 14.2. The Management Committee is responsible for contacting potential patrons prior to the Annual General Meeting and then making a formal announcement at the Annual General Meeting.
- 14.3. Patrons may be invited to any Association event.

15. Finance and Property

- 15.1. All expenditure must have prior approval.
- 15.2. All funds and property of the Association shall be kept or secured in a manner approved by the Management Committee and consistent with the objects of the Association.
- 15.3. The Management Committee shall cause true accounts to be kept of all monies received and expended, and matters in respect of all property, assets and liabilities.
- 15.4. All accounts due by the Association shall be passed for payment by the Management Committee.
- 15.5. A statement of the financial position of the Association shall be made available to each meeting of the Management Committee.
- 15.6. An annual statement of Income and Expenditure and a Balance Sheet of the Assets and Liabilities together with the Auditor's report shall be presented to each Annual General Meeting.

16. Audit

- 16.1. The Association shall appoint one or more registered auditors and their names shall be advised to the members of the Association.
- 16.2. The accounts of the Association shall be audited by an Auditor appointed at the Annual General Meeting in the preceding year.
- 16.3. The audit shall be carried out as soon as possible after the end of each financial year. The financial year of the Association shall commence on the first day of July each year and end on the thirtieth day of June in the following year.

17. Public Officer

- 17.1. The Association shall appoint a Public Officer in accordance with the requirements of the *Associations Incorporation Act (SA) 1985*, or any equivalent State or Commonwealth legislation, at the Annual General Meeting.
- 17.2. The Public Officer shall:
 - 17.2.1. Act as Chairperson of the Annual General Meeting for the purpose of the election of the President
 - 17.2.2. Ensure the Association's operations comply with the statutory requirements relating to an incorporated body
 - 17.2.3. Upon the request of a member, provide advice on the interpretation of the Constitution and By-Laws and statutory requirements
 - 17.2.4. Other duties as required by relevant State or Commonwealth legislation.

18. Member Protection Information Officer

- 18.1. The Association's Management Committee shall appoint a Member Protection Information Officer in accordance with the requirements of *Children's Protection Act 1993*, or any equivalent State or Commonwealth legislation.

19. Common Seal

- 19.1. The Association shall have a Common Seal upon which its incorporated name shall appear in legible characters.
- 19.2. The Common Seal of the Association shall be affixed to any document requiring to be sealed only with the authority of the Management Committee and in the presence of any two members of the Executive Committee who shall sign the document to which the seal is affixed.
- 19.3. The Common Seal shall be kept in the custody of the Secretary or such other person as the Management Committee decides.

20. Honorarium

- 20.1. An honorarium may be paid to:
 - 20.1.1. An officer of the Association.
 - 20.1.2. A person or official appointed by the Association to act in a specified capacity for or on behalf of the Association.
- 20.2. The amount of honorarium to be paid will be determined by the Management Committee and reviewed annually.
- 20.3. The honorarium shall be paid quarterly or at periods determined by the Management Committee.

21. Alteration to the Constitution

- 21.1. The Constitution of the Association shall define the existence and operations of the Association.
- 21.2. The authority of the Association provided in its Constitution and By-Laws shall extend to, and be recognised by, all members.
- 21.3. No alteration, addition or repeal shall be made to this Constitution except at an Annual General Meeting or Special General Meeting of the Association provided that the notice of such meeting sets out in full the proposed alteration, addition or repeal which shall have been signed by the proposer and seconder, and that any motions regarding them are agreed to by not less than two-thirds of the members present and entitled to vote.

22. Dissolution

- 22.1. The Association shall not dissolve unless with the consent of three-fourths of the persons present and entitled to vote at a General Meeting. The motion to dissolve the Association, signed by the proposer and seconder, shall be submitted in writing to the Management Committee. Such notice will be dealt with at the Annual General Meeting or Special General Meeting.
- 22.2. In the case of dissolution the property, assets and income of the Association remaining after payment of all its debts and liabilities shall be paid to a body having similar objectives as designated by the Committee.
- 22.3. Where the Association is voluntarily winding up then notice should be made to the relevant body that administers Association Incorporation.

23. Indemnity

- 23.1. This constitution shall repeal all previous Constitutions but except as specifically provided shall not affect any right, duty or liability or any matter or thing done or commenced, acquired or imposed under the previous Constitution.
- 23.2. No member or past member shall be entitled to bring any legal action of any kind whatsoever against the Association or any officers or members of the Association, for or in respect of anything done in accordance with the Constitution.

24. Termination of Membership

- 24.1. Membership of the Association shall be terminated and, where appropriate, cause a vacancy of officer, by any of the following events:
 - 24.1.1. Death or incapacitation
 - 24.1.2. Resignation
 - 24.1.3. Breach of the Association's Constitution or By-Laws
 - 24.1.4. Persistent and wilful acts prejudicial to the interests of the Association
 - 24.1.5. Conduct deemed by the Management Committee to be undesirable
 - 24.1.6. Failure to perform duties to the satisfaction of the Association
- 24.2. Termination of Membership shall only be valid provided that:
 - 24.2.1. The proposal for termination is considered at a Management Committee Meeting of the Association
 - 24.2.2. The member concerned has been given the opportunity to put his/her case to the members of the Management Committee of the Association
 - 24.2.3. The proposal for termination is agreed to by not less than three-fourths of the committee members present and entitled to vote at the meeting

25. By-Laws

- 25.1. The Management Committee shall have the power to make, alter, amend or rescind By-Laws as may from time to time be considered necessary for the wellbeing of the Association but which are not inconsistent with these rules.
- 25.2. All members of the Association shall be notified of any amendment made to the By-Laws.

26. Association Powers

- 26.1. The Association shall have all the powers pursuant to section 25 of the Act.