

Rules of

‘FRIENDS OF CREEC ASSOCIATION INC’

1. NAME

The name of the association shall be “The Friends of CREEC Association Inc”, in these rules called the “Association”.

2. AIM

The aim of the Association shall be to foster and support environmental education and environmental recreation throughout the Caboolture region by promoting and supporting the activities of CREEC and assisting in the provision of resources for the Centre.

3. OBJECTIVES

In pursuit of the Association’s aim, the objectives of the Association are to –

- (a) Support the development of CREEC (hereinafter known as “the Centre”) as a resource for the use of educational research establishments, community environmental associations and local government, and to promote environmental knowledge, skills and education to all sections and age groups within the community.
- (b) Support community and educational bodies in the provision of programs, workshops, displays, training sessions and other meetings for the purpose of environmental education and appreciation of the need for natural resource management, so as to achieve sustainable use of land, water, vegetation and other biological resources.
- (c) Raise funds as a non-profit organisation to contribute towards the development of the Centre and to its activities.
- (d) Help provide facilities within the Centre including, but not limited to - a meeting place, library, museum, workshop and laboratory for use by members of community environmental associations.
- (e) Develop programs within the Centre and to help integrate, co-ordinate and support the activities of community environmental groups throughout the region.
- (f) Represent the interests of community and community environmental groups within the region, to the Caboolture Shire Council (CSC) and to the Board of Management of the Centre.

(g) Provide for such other matters as may be prescribed.

4. POWERS

The powers of the Association are to –

1. Subscribe to, become a member of and cooperate with any group whose objectives are similar to those of the Association.
2. Acquire, hold, deal in and dispose of goods or property used in connection with the objectives of the Association.
3. Make charges for services and facilities provided for the members of the Association.
4. Enter into contracts or any other arrangements that are conducive to the attainment of the objectives of the Association.
5. Obtain rights, privileges and concessions, which the Association thinks desirable for the furtherance of its objectives.
6. Invest and deal with the moneys of the Association in such a manner as may from time to time be thought fit.
7. Take steps to procure contributions to the funds of the Association, in the shape of donations, subscriptions, sponsorships or otherwise.
8. Print and publish notices that the Association may think desirable for the promotion of its objectives.
9. Do all such things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of the Association.
10. Comply with section 29(4) h of the Collections Act 1996 in that where any local or affiliated branch or section of the Association, is unable to make any lawful appeal for support for that local or affiliated branch or section or for its objects, as distinct from an appeal for support for the central body or the objects of the central body, no moneys or property whatsoever shall be paid or transferred to the local or affiliated branch or section by the central body or any other local or affiliated branch of the Association, or be used for the purposes of the local or affiliated branch or section first mentioned.
11. Honour persons as the Association deems appropriate.

5. CLASSES OF MEMBERSHIP

1. The membership of the Association, and voting rights are as follows: -
 - (a) Group Members – Any organisation, instrument of government, institute of learning or profession, or any other group that supports the objects of the Association. Up to two nominated representatives, with one vote per organisation.
 - (b) Company Members – Any business, corporation, company, firm or individual engaged in trade that supports the objectives of the Association. Any one permanent, full time employee or executive officer of such business, corporation, company, firm or individual may be nominated as the representative of that organisation, with one vote per organisation or individual.
 - (c) Family Members – Any individual or family who supports the objectives of the Association, with one vote per membership.
 - (d) Concession / Student - Any individual or family, with supporting concession or student documentation who supports the objectives of the Association, with one vote per membership.
 - (e) Life Members – Life membership may be granted to members with at least 10 years membership of the Association and carried by a two-third majority of votes. A life member will have one vote per individual or organisation.
 - (f) Honorary Members – Honorary membership may be given to persons, or organisations that have given exceptional service in raising the standard and profile of the Association. Nominations must be carried by a two - third majority of votes. Honorary members will not have voting rights.
2. The number of members in each class shall be unlimited.
3. Every applicant for any class of membership of the Association shall be proposed by one financial member of the Association and seconded by another member. The application for membership shall be made in writing, signed by the applicant and the proposer and seconder and shall be in such form as the Management Committee from time to time prescribes. The proposer and seconder are authorised to conduct such for discussion enquiries as are necessary to ensure the character, interests or standing of the Association is not put at risk by the applicant for membership.
4. No persons shall be allowed to become honorary members of the Association, or be relieved of the payment of the regular subscription, except those possessing certain qualifications defined in this constitution and subject to the conditions and provisions provided herein.

6. MEMBERSHIP FEES

1. The membership fees for every class of membership shall be such sum as the members shall, from time to time, at any General Meeting so determine.
2. The membership fees for each class of membership shall be payable at such time and in such manner as the Management Committee from time to time determine.
3. A financial member will not owe an annual subscription, levy or other amount to the Association.
4. Only financial members may speak or vote on a motion at a meeting of the Association.

7. ADMISSION AND REJECTION OF MEMBERS

1. At the next meeting of the Management Committee after the receipt of any application and the fee payable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
2. Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting, at which such membership is being considered, shall be accepted as a member to the class of membership applied for.
3. Upon acceptance or rejection of an applicant for any class of membership, the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

8. TERMINATION OF MEMBERSHIP

1. A member may resign from the Association at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice, when it shall take effect on the later date.
2. If a member –
 - (a) is convicted of an indictable offence; or
 - (b) fails to comply with any of the provisions of the Rules; or
 - (c) has membership fees in arrears for a period of two months; or
 - (d) acts in a manner considered to be injurious or prejudicial to the character or interests of the Association; or
 - (e) ceases to be a nominated representative of a member organisation,the Management Committee shall consider whether membership shall be terminated.
3. The member concerned shall be given a full and fair opportunity to present a case against termination and if the Management Committee then resolves to terminate membership, it shall instruct the Secretary to advise the member in writing accordingly.

9. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

1. A person whose application for membership has been rejected, or whose membership has been terminated, may within one month of receiving written notification thereof, lodge with the Secretary written notice of intention to appeal against the decision of the Management Committee.
2. Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by a member of such notice, a Special General Meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present a case and the Management Committee or those members thereof who rejected the application for those membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.
3. Where a person, whose applicant is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these Rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

10. REGISTER OF MEMBERS

1. The Management Committee shall cause a Register of Members to be kept in which shall be entered: -
 - (a) name;
 - (b) address;
 - (c) contact telephone number; fax number and, or E-mail address;
 - (d) date membership commenced;
 - (e) date membership ceased;
 - (f) organisation or affiliation of nominated representativesof all persons admitted to membership of the Association.
2. Particulars shall also be entered into the Register of death, resignations, terminations and reinstatements of membership and any further particulars as the Management Committee or the members at any General Meeting may require from time to time.
3. The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

11. MEMBERSHIP OF MANAGEMENT COMMITTEE

1. The Management Committee of the Association shall consist of a President, a Vice-president, Secretary and Treasurer, hereinafter referred to as the "Executive", and such others as the members of the Association at any General Meeting may from time to time elect or appoint.

2. At the Annual General Meeting of the Association, the President and the Vice-president shall retire from office, but shall be eligible for re-election, except that the maximum period of service of any one President shall be three consecutive years.
3. The election of the Executive and other members of the Management Committee shall take place in the following manner –
 - (a) Any two members of the Association shall be able to nominate any other member to serve as an Executive or other member of the Management Committee;
 - (b) The nomination, which shall be in writing and signed by the member and its proposer and seconder, shall be lodged with the Secretary at least 14 days before the Annual General Meeting at which the election is to take place;
 - (c) Each member present at the Annual General Meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
 - (d) Should, at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

12. RESIGNATION OR REMOVAL FROM MANAGEMENT COMMITTEE

1. Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
2. Any member may be removed from the office at a Special General Meeting of the Association where that member shall be given the opportunity to fully present a case against removal. The question of removal shall be determined by the vote of the members present at such a Special General Meeting.
3. There is no right of appeal against a member's removal from office under this section.

13. VACANCIES ON MANAGEMENT COMMITTEE

1. The Management Committee shall have power at any time to appoint any member of the Association to fill any casual vacancy on the Management Committee until the next Annual General Meeting.

14. FUNCTIONS OF MANAGEMENT COMMITTEE

1. Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any General Meeting, the Management Committee shall have –
 - (a) The general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) Authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent.
2. The Management Committee may exercise all powers of the Association to –
 - (a) Borrow or raise or secure the payment of money in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;
 - (b) Borrow amounts from members and to pay interest on the amounts borrowed to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities; and
 - (c) Invest in such a manner as the members of the Association may from time to time determine.
3. For sub-section 2 (b), the rate of interest must not be more than the rate for the time being charged for overdrawn accounts on money lent (whatever the term of the loan) by:
 - (a) The financial institution for the Association; or
 - (b) If there is more than one financial institution for the Association – the financial institution nominated by the Association.

15. MEETINGS OF MANAGEMENT COMMITTEE

1. The Management Committee shall meet at least every two calendar months to exercise its functions. The Management Committee will decide how each meeting is to be convened, the notice required, venue and timing.
2. A Special Meeting of the Management Committee shall be convened by the Secretary on the requisition in writing signed by not less than one-third of the members of the Management Committee, which requisition shall clearly state the reasons why such a

Special Meeting is being convened and the nature of the business to be transacted thereat.

3. At every meeting of the Management Committee, a simple majority of a number equal the number of members elected and/or appointed to the Management Committee as at the close of the last General Meeting of the members shall constitute a quorum.
4. Subject as later provided in this Rule, the Management Committee shall meet together and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes and, in the case of equality of votes, the question shall be deemed to be decided in the negative.
5. A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Association in which the member is interested, or any matter arising thereout, and if the member does so vote shall not be counted.
6. The Secretary shall give not less than 14 days notice to members of the Management Committee of any Special Meeting of the Management Committee. Such notice shall clearly state the nature of the business to be discussed thereat.
7. The President shall preside as Chairperson at every meeting of the Management Committee, or if there is no President, or if at any meeting the member is not present within 10 minutes after the time appointed for holding the meeting, the Vice-president shall be Chairperson or if the Vice-president is not present at the meeting, then the members may choose one of their number to be chairperson of the meeting.
8. If within half an hour from the time appointed for the commencement of a Management Committee meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.

16. SUB-COMMITTEES

1. The Management Committee may delegate any of its powers to a sub-committee consisting of such members of the Association and individuals not members of the Association whose contribution is thought essential to the deliberations of the sub-committee, as the Management Committee thinks fit. Any sub-committee so formed shall in exercise of the powers so delegated conform to any regulations that may be imposed on it by the Management Committee.
2. A sub-committee may elect a Chairperson of its meetings. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within 10 minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be chairperson at the meeting.

3. A sub-committee may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members present and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.

17. ACCOUNTABILITY

1. All acts done by any meeting of the Management Committee or of a sub-committee or by any person acting as a member of the Management Committee shall, notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the Management Committee or person acting as aforesaid, or that the members of the Management Committee or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a member of the Management Committee.

18. RESOLUTIONS IN WRITING

1. A resolution in writing signed by all members of the Management Committee for the time being entitled to receive notice of a meeting of the Management Committee shall be as valid and effectual as if it had been passed at a meeting of the Management Committee duly convened and held. Any such resolution may consist of several documents in like form, each signed by one or more members of the Management Committee.

19. ANNUAL GENERAL OR GENERAL MEETINGS

1. The Annual General Meeting shall be held within three months of the close of the financial year.
2. The business to be transacted at every Annual General Meeting shall include: -
 - (a) The receiving of the Management Committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
 - (b) The receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - (c) The election of members of the Management Committee;
 - (d) The appointment of an auditor, and
 - (e) Any other business given in writing to the Secretary at least two weeks prior to the Annual General Meeting.

20. SPECIAL GENERAL MEETINGS

The Secretary shall convene a Special General Meeting within 14 days of: -

- (a) When directed to do so by the Management Committee; or
- (b) On the requisition in writing signed by not less than one-third of the members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such a Special General Meeting is being convened and the nature of the business to be transacted thereat; or
- (c) On being given a notice in writing of an intention to appeal against the decision of the Management Committee to reject an application for membership or to terminate the membership of any person.

21. QUORUM

1. At any Annual, General, or Special meeting, the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
2. No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the meeting proceeds to business. For the purposes of the Rule “member” includes a person attending as a proxy or as representing as organisation or corporation which is a member.
3. If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee of the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week and the time and place, or to such other day and such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present shall be a quorum.
4. The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjourned took place. When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

22. NOTICE OF MEETINGS

1. The Secretary shall convene all General Meetings of the Association by giving not less than 14 days notice of any such meeting to the members of the Association.
2. The manner by which such notice shall be given shall be determined by the Management Committee provided that notice of any meeting convened for the purpose of hearing and determine the appeal of a member against the rejection or termination of membership by the Management Committee, shall be given in writing. Notice of a General Meeting shall clearly state the nature of the business to be discussed thereat

23. CONDUCTING MEETINGS

Unless otherwise provided by these Rules, at every General Meeting –

1. The President shall preside as Chairperson, or if there is no President, or if the President is not present within 15 minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-president shall be the Chairperson or if the Vice-president is not or is unwilling to act, then the members present shall elect one of their number to be Chairperson at the meeting;
2. The Chairperson shall order and conduct the meeting in a proper and orderly manner;
3. Every question, matter or resolution shall be decided by a majority of votes of the members present;
4. Every voting member present shall be entitled to one vote and in the case of equality of votes, the question shall be deemed to be decided in the negative.
5. Voting shall be by a show of hands or a division of members, unless not less than one fifth of the members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two members to conduct the secret ballot in such a manner as the Chairperson shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded;
6. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a voting member or a representative of a member shall have one vote and in a secret ballot every voting member present in person or by proxy or by attorney or other duly authorised representative shall have one vote;
7. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointer or of the appointer's attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy shall be deemed to confer authority to demand or join in demanding a secret ballot;

8. Where it is desired to afford members an opportunity of voting for or against a resolution, the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit.

PROXY INSTRUMENT

The Friends of CREEC Association Inc.,

I, _____ of _____

Being a member of the above named Association, hereby appoint _____

_____ of _____ or failing him,

_____ of _____,

as my proxy to vote for me on my behalf at the (Annual) General Meeting of the Association, to be held on the _____ day of _____, _____, and at any adjournment thereof.

Signed this _____ day of _____, _____.

Signature

This form is to be used: *in favour of the resolution
 *against.

*Strike out whichever is not desired, (unless otherwise instructed, the proxy may vote as thought fit).

- 9. The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote.

24. MINUTES

1. The Secretary shall cause full accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee, General, Annual or Special Meeting to be kept in written form, in a file established for that purpose to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection.
2. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee Meeting shall be signed by the Chairperson of that meeting or the next succeeding Management Committee Meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairperson of that meeting or the next succeeding General Meeting, provided that the minutes of any Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting or Annual General Meeting.

25. BY-LAWS

1. The Management Committee may from time to time make, amend or repeal by-laws, not inconsistent with these Rules, for the internal management of the Association and any by-law may be set aside by a General Meeting of members.

26. ALTERATION OF RULES

1. Subject to the provisions of the Associations Incorporation Act 1981, these Rules may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting provided that such amendment, rescission or addition shall not be valid unless the same shall have been previously submitted to and approved by the Director-General, Department of Consumer Affairs.

27. COMMON SEAL

1. The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall be used only by the authority of the Management Committee and every instrument to which the Seal is affixed shall be signed by a member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

28. FUNDS AND ACCOUNTS

1. The funds of the Association shall be deposited in the name of the Association in such Bank or Permanent Building Society as the Management Committee may from time to time direct.
2. Proper books and accounts shall be kept and maintained either in written or printed form in the English language, showing the correctly the financial affairs of the Association and the particulars usually shown in books of the like nature.
3. All moneys shall be deposited as soon as practicable after receipt thereof.
4. All amounts of One Hundred Dollars (\$100) or over shall be paid by cheque signed by any two of the Executive or others members authorised from time to time by the Management Committee.
5. Cheques shall be crossed "Not Negotiable" except those in payment of wages, allowances or petty cash which shall be kept on the imprest system.
6. The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
7. All expenditure shall be approved or ratified at a Management Committee meeting.
8. As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing the particulars of: -
 - (a) The income and expenditure for the financial year just ended; and
 - (b) The assets and liabilities of all mortgages, charges and securities affecting the property of the Association at the close of that year.

All such statements shall be examined by the auditor who shall present a report on such audit to the Treasurer prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

9. The income and property of the Association must be used solely in promoting the Association's objectives and exercising the Association's powers.
10. Financial statements shall be tabled at each meeting of the Management Committee and each Annual General Meeting, in the Treasurer's Report.

29. DOCUMENTS

1. The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

30. FINANCIAL YEAR

1. The financial year of the Association shall commence on 1st July and close on 30th June each year. Membership fees become due on 1st July each year.

31. DISTRIBUTION OF SURPLUS ASSETS

1. The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
2. This section applies if the Association is wound-up under part 10 of the Act and there are surplus assets. In the event of the association being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be transferred to any Association which has similar objects and which is exempt from income tax.
3. In this Section-
“Surplus Assets” has the meaning given by section 92(3) of the Act.
4. The Association may appoint trustees at a resolution passed at an Annual or Special General Meeting, and the Executive will have the power to choose a trustee.

I HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT COPY OF THE RULES ADOPTED BY THE MEMBERS OF THE INCORPORATED ASSOCIATION.

.....
Secretary

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DATED

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President

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DATED