



5049 Coastal
Community
Stronger together

5049 COASTAL COMMUNITY ASSOCIATION INCORPORATED

Constitution

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RULES

1. Name

The name of the incorporated association is the **5049 Coastal Community Association Inc.** referred to herein as “the association”.

2. Definitions:

- a. “committee” means the committee of management of the association
- b. “general meeting” means a general meeting of members of the association convened in accordance with these rules
- c. “person” means any natural person of any age
- d. “member” means a member of the association in accordance with rule 5.1.
- e. “the Act” means the Associations Incorporation Act 1985
- f. “special resolution” means a special resolution defined in the Act
- g. “Monthly” shall mean a calendar month

3. Objectives or purposes of the association:

- *Our Objectives*

- a. To be concerned for the physical, social and cultural development of our community
- b. To be concerned with preserving and promoting the desirable historical, social and cultural features of that community and to initiate community projects, policies and research which relate to our physical, social and cultural features
- c. To review the activities and policies of the City of Holdfast Bay and City of Marion Councils, and public, statutory and private organisations; to make representations in the best interests of the residents of our community; and to take action with those bodies for the betterment of our community
- d. To support and co-operate with other organisations whose aims and activities are compatible with those of the Association;

- *Our Vision*

We have a strong sense of community which is vibrant, empowered, welcoming, inclusive, connected and progressive and actively support positive change and sustainable enhancement of its natural and built environs.

- *Our Mission*

To facilitate engagement in the 5049 Coastal Community, through advocacy, clear communication, productive relationships and positive action to address matters of common, community interest.

- *Our Stakeholders*

- Residents in the 5049 Coastal Community
- Local Councils and Government
- Local businesses
- Other community groups
- Association sponsors

- *Our Core Values*

- Community first
- Transparent

- Professional
- Credible
- Integrity
- Passion and courage
- Politically non-aligned
- Respectful
- Open and inclusive
- Environmentally conscious
- Fun

4. Powers of the association

The association shall have all the powers conferred by section 25 of the Act.

5. Membership:

a. Application

Any person who is a resident or ratepayer in the 5049 postcode west of Brighton Road and Ocean Blvd, and such other persons as the Committee admit to membership who supports the objects of the association and agrees to be bound by its rules, and who applies for membership of the association by providing their contact details to the association. Existing members, whether or not they live within this community, are deemed to qualify for on-going membership

b. Rights

A member is entitled to receive any relevant association news, attend any association events, vote on resolutions, and stand for election to the Committee.

c. Resignation

A member may resign from membership of the association by giving written notice to the secretary or may be deemed to have resigned if that member is no longer contactable via the contact details provided in the register of associate members.

d. Register of members

A register of members must be kept and contain:

- i. The name and contact details (whether address, e-mail address or message contact details) for each member;
- ii. The date on which each member was admitted to the association, and
- iii. If applicable, the date of and reason(s) for termination of membership.

e. Expulsion of a member

- i. Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.
- ii. Particulars of that charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.

- iii. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall (subject to rule 5e.iv) cease to be a member 14 days after the committee has communicated its determination to the member.
- iv. It shall be open to a member to appeal the expulsion to the association at a general meeting. The intention to appeal shall be communicated to the secretary of the association within 14 days after the determination of the committee has been communicated to the member.
- v. In the event of an appeal under rule 5.e.iv the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event the associate membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.

6. The committee

6.1 Powers and duties

- a. The affairs of the association shall be managed and controlled by a committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects of the association, and are not by the Act or by these rules required to be done by the association in general meeting.
- b. The committee has the management and control of the funds and other property of the association.
- c. The committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the association on which these rules are silent.
- d. The committee shall appoint a public officer as required by the Act. Notice of appointment and any change in the identity or address of the public officer are to be lodged within one month after the change (Form 10) with Consumer and Business Services currently at Chesser House, 91-97 Grenfell Street, Adelaide 5001

6.2 Appointment

- a. A committee member shall be a natural person and a member.
- b. The committee shall be comprised of:
 - President
 - Vice President
 - Treasurer
 - Secretary
 - Marketing and Media Officer
 - And up to 5 others

6.3 Elections

- a. At the first General Meeting, following the acceptance of this Constitution, there will be an election of the first committee. At this time, one half of the members of the Committee, who shall be chosen by ballot, shall be identified to retire from the Committee at the following year's elections. At each subsequent General Meeting at which elections are held, one half of the members of the Committee, being the longest serving members, shall retire.
- b. The term of office shall then be two years, after which a member must retire or stand for re-election
- c. A retiring Committee Member shall be eligible to stand for re-election. Other members shall be eligible to stand for election. A candidate must be nominated and seconded by members of the association at least 28 days before the General Meeting at which the election is to be held, by delivering the nomination of that person to the secretary of the association. The nomination shall be signed by the proposer, seconder and by the nominee.
- d. Notice of all persons seeking election to the committee shall be given to all members of the association, together with notice of the general Meeting at least 14 days before that meeting
- e. The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next General Meeting of the association at which elections are held

6.4 Proceedings of committee

- 6.4.1 The committee shall meet together for the dispatch of business at least quarterly.
- 6.4.2 Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote.
- 6.4.3 A quorum for a meeting of the committee shall be one half of the members of the committee.
- 6.4.4 A member of the committee having a direct or indirect pecuniary interest in a contract or proposed contract with the association must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the committee must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the association.

6.5 Disqualification of committee members

The office of a committee member shall become vacant if a committee member is:

- a. Disqualified from being a committee member by the Act
- b. Expelled as a member under these rules
- c. Permanently incapacitated by ill health
- d. Absent without apology from more than four consecutive meetings.

7. **General meetings**

7.1 **General meeting**

The committee shall call a general meeting in accordance with the Act and these rules. The first general Meeting shall be within 4 months after the incorporation of the Association. The order of the business at the meeting shall be:

- a. The election of committee members
- b. Any other business requiring consideration by the association in a general meeting.

7.2 **Annual General Meeting**

The first annual general meeting shall be held within 6 months after the incorporation of the association, and thereafter within five months after the end of its financial year. The order of the business at the meeting shall be:

- a. The confirmation of the minutes of the previous annual general meeting and of any general meetings held since that meeting
- b. Any other business requiring consideration by the association in a general meeting.
- c. The consideration of the accounts and reports of the committee

7.3 **Special general meetings**

7.3.1 The committee may call a special general meeting of the association at any time.

7.3.2 Upon a requisition in writing of not less than 50 of the total number of members of the association, the committee shall, within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.

7.3.3 Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting

7.3.4 If a special general meeting is not convened within one month, as required by rule 8.b.ii, the requisitionists, or at least 50% of their number, may convene a special general meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the committee, and for this purpose the committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the association.

7.3.5 A quorum at Special General meetings, or any other General Meetings, shall be 25 members

7.4 **Notice of general meetings & notice generally**

7.4.1 Subject to rule 8.c.ii, at least 14 days notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.

7.4.2 Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.

- 7.4.3 A notice may be given by the association to any member by serving the member with the notice personally, by sending it by e-mail to the e-mail address appearing in the register of members or by sending it by message to the message contact details appearing in the register of members (see rule 5.1.e).
- 7.4.4 Where a notice is sent by e-mail or message to a member or associate member, unless the contrary is proved, service will be taken to have been effected at the time at which the e-mail or message was sent.

7.5 Proceedings at general meetings

- 7.5.1 Twenty five members present personally shall constitute a quorum for the transaction of business at any general meeting.
- 7.5.2 If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
- 7.5.3 Subject to rule 8.d.iv, the chairperson shall preside as chairperson at a general meeting of the association.
- 7.5.4 If the chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose a committee member or one of their own number to be the chairperson of that meeting.

7.6 Voting at general meetings

- 7.6.1 Subject to these rules, every member of the association has only one vote at a meeting of the association.
- 7.6.2 Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person at that meeting.
- 7.6.3 Unless a poll is demanded by at least five members, a question for decision at a general meeting must be determined by a show of hands.

7.7 Poll at general meetings

- 7.7.1 If a poll is demanded by at least five members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.
- 7.7.2 A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

7.8 Special and ordinary resolutions

- 7.8.1 A special resolution is defined in the Act.

7.8.2 An ordinary resolution is a resolution passed by a simple majority at a general meeting.

7.9 Proxies

There will be no proxies at any meeting of the Association.

8 Minutes

8.1 Proper minutes of all proceedings of general meetings of the association and of meetings of the committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose.

8.2 The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the committee (as relevant) at a subsequent meeting.

8.3 The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.

8.4 Where minutes are entered and signed they shall, until the contrary is proved be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

9. Dispute resolution

9.1 The dispute resolution procedure set out in this rule applies to disputes under these rules between:

9.1.1a A member and another member

9.1.1b A member and the association

9.2 The parties to the dispute must meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

9.3 If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.

9.4 In this rule "member" includes any person who was a member not more than six months before the dispute occurred.

10. Financial reporting

10.1 The financial year of the association shall be the period ending on the next 30 June following incorporation, and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each year.

10.2 The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.

10.3 The accounts, the Committee's statement and the Committee's report, shall be laid before all members at the Annual General Meeting

11. Prohibition against securing profits for members

The income and capital of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for the services rendered or expenses incurred on behalf of the association.

12. Winding up

The association may be wound up in the manner provided for in the Act.

13. Application of surplus assets

13.1a If after the winding up of the association there remains “surplus assets” as defined in the Act, such surplus assets shall be distributed either to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members or to any nominated charity.

13.1b Such organisation or charity shall be identified and determined by a resolution of members in general meeting.

14. Rules

14.1 These rules may be altered (including an alteration to the association’s name) by special resolution of the members of the association. This includes rescission or replacement by substitute rules.

14.2 The alteration shall be registered with Consumer and Business Services, Corporate Affairs Commission, as required by the Act.

14.3 The registered rules shall bind the association and every member and associate member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.