

Constitution and By-Laws

Port Stephens Community Woodworkers Inc.

1. The name shall be the **Port Stephens Community Woodworker's Inc. hereinafter expressed as the PSCW or the Club.**

2. Aims & Objectives

- a) To promote the skills and craft of woodturning and woodworking.
- b) To bring together individuals interested in woodcrafts.
- c) To exchange ideas and knowledge in the craft of woodworking through such avenues as:-
 - 1. Discussions about aspects of woodworking.
 - 2. Demonstrations of the various crafts.
 - 3. Seminars.
 - 4. Teaching.
- d) To encourage interest in woodworking through the display of finished articles of craft at exhibitions, shows, fairs etc.
- e) To provide information on the availability of woodworking accessories, materials and associated items and where possible arrange purchase prices advantageous to members.
- f) To provide a focal point for contact by those interested in woodworking and wishing to extend their interests with special emphasis on the younger members of the community.

3. Definitions

In that:

- a) "financial year" means a year commencing 1st July and ending on the next following 30th June.
- b) "money" includes cheque, draft, bill of exchange, promissory note, money order, credit or debit card or any other instrument authorizing payment of money. Payments to the Club may be made by cash, cheque or Direct Transfer to the Club's Account as arranged with the Treasurer.
- c) "Secretary" means the person holding office under these rules as Secretary of the Club.
- d) "General Meeting" means a meeting of the Club other than an Annual General Meeting.
- e) "the Act" means the *Associations Incorporations Act 2009*
- f) "the Club" means the association incorporated under the Act under the name of the Port Stephens Community Woodworkers Inc.
- g) "the Regulations" means the *Associations Incorporations Regulations 2010*

4. Membership

Classes of membership shall consist of:

- a) **Ordinary full time members** shall be entitled to avail themselves of all the facilities and benefits of the Club and shall pay the annual fee as set from time to time. Members shall also pay \$2 per session to use the facilities of the Club, such funds to be used for the running expenses of the Club. Ordinary membership is available to nominated persons over the age of 15 years.

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- b) **Honorary membership** may be offered to any person who, in the opinion of the majority of those members present, has made a major contribution to the success and welfare of the Club.
- c) **Life Membership** may be bestowed on a member who has not less than 10 years continuous membership and who, in the opinion of the majority of members present, has rendered meritorious service to the Club in that period.

5. Nomination for Membership

- a) Nomination for full membership of the PSCW shall require the nomination and the seconder of a financial member of the Club, on the approved application form, and the signed consent of the person nominated.
- b) As soon as practicable after receiving a nomination for membership, the Secretary must refer such nomination to the Executive Committee which is to recommend approval or rejection of the nomination.
- c) If approved by the Committee, the nominee forthwith becomes a member of the Club and, following payment of the fees, their name shall be registered as a member of the Club.

6. Cessation of Membership

A person ceases to be a member of the Club if the person:

- a) Dies;
- b) Resigns membership;
- c) Has not paid all monies due to the Club; or
- d) Is expelled from the Club. (Clause 12d)

7. Resignation of Membership

Members wishing to resign must indicate in writing to the Secretary and forward to him/her any outstanding monies owing.

8. Register of Members

- a) The Secretary will keep an up-to-date record of the membership specifying the members name and address together with a record of the date of joining.
- b) Such register shall be kept in a place of administration, must be open to inspection by any member of the Club, and at a reasonable hour.
- c) The Public Officer shall hold all approved applications for membership, and such information as is contained therein shall be deemed confidential.

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9. Members' Liabilities.

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of Club is limited to the amount, if any, unpaid by the member in respect of membership of the Club as required by Clause 10.

10. Fees

- a) An Ordinary member must, on admission to the Club and annually thereafter, pay the annual fee, as decided each year at the A.G.M...Fees are due on the 1st July each year and must be paid within 3 months to retain membership.
- b) An Ordinary member joining at any time during the financial year shall pay the full amount of the Annual Fee regardless of the time remaining in that year.

11. Resolution of Internal Disputes

Disputes between members of the Club, and disputes between members and the Club, maybe referred to a Community Justice Centre for mediation in accordance with the *Community Justice Centres Act 1983* if unable to be resolved by a majority vote at a specially convened meeting.

If a dispute is not resolved by mediation within 3 months of the referral to a *Community Justice Centre*, the dispute is to be referred to arbitration.

The Commercial arbitration Act 1984 applies to any such dispute referred to arbitration.

12. Disciplining of Members

- a) A complaint may be made by any member of the Club that some other member of the Club has:
 1. Persistently neglected to comply with the provision or provisions of these rules and/or by-laws; or has
 2. Persistently and wilfully acted in a manner prejudicial to the interests of the Club.
- b) The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- c) On receiving such complaint, the Executive Committee:
 1. must cause notice of the complaint to be served on the member concerned, and
 2. must give the member at least 14 days notice from the time the notice is served, to enable the member to make considered submissions to the Committee; and
 3. must take into consideration any submissions made by the member in connection with the complaint.
- d) The Committee may, by resolution, expel the member, or suspend the member from membership or reprimand or caution the member, if, after considering the complaint and submissions in connection with the complaint; it is satisfied the complaint has been proved.
- e) If the Committee expels, suspends or cautions a member, the Secretary must, within 7 days after the action has been 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 of the member's right of appeal under Rule 13.

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- f) The expulsion, suspension, reprimand or caution does not take effect:
 - 1. Until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - 2. If within that period the member exercises the right of appeal, unless and until the Club confirms the resolution under Rule 12 (d), whichever is the latter.

13. Right if appeal of disciplined member.

- (1) A member may appeal to the Club in a general meeting against a resolution of the committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purpose of the appeal.
- (3) On receipt of a notice from a member under sub-clause 1, the secretary must notify the committee, which is to convene a general meeting of the Club to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the Club convened under sub-clause (3):
 - (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 orally or in writing, or both and-
 - (c) The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) The appeal is to be determined by simple majority of votes cast by members present at the meeting.

14. The Executive Committee - Powers of the Committee

The Committee is to be called the " Committee of Management" of the Club and subject to the Act, the Regulations and these rules and any resolution carried by the Club at its general meetings shall:

- a) in between general meetings and in accordance with policy decided by the general meeting control and manage the affairs of the Club; and
- b) exercise all such functions as may be authorised by the Club and
- c) have the power 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 Club and
- d) when membership has fallen below a number that, in its opinion, precludes the 'Club' from continuing as a viable entity, recommend the winding up of the Club for determination at a Special Meeting called for that purpose. Such meeting would also decide on the disposal of assets whether by sale and/or gift to other suitable organisations.
- e) Any outstanding debts to be paid out of cash reserves or from the sale of assets and are to have precedence over any other distribution of assets held.

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15. Constitution and Membership

- a) The Executive Committee is to consist of office bearers of the Club, each of whom is to be elected at the Annual General Meeting of the Club under Rule 15.
- b) The Executive Committee office bearers of the Club are to be:
 - 1. The President
 - 2. The Vice-President
 - 3. The Treasurer
 - 4. The Secretary
 - 5. The Workshop Manager
 - 6. Two (2) elected members.
- c) In addition the Annual General Meeting shall elect: -
 - 1. Assistant Secretary,
 - 2. Assistant Treasurer,
 - 3. Safety Officer and Assistant Safety Officer,
 - 4. A Librarian,
 - 5. An Editor,
 - 6. Public Officer
 - 7. Publicity Officer,
 - 8. Auditor.

Notwithstanding the above positions, members of the Executive Committee may also hold dual responsibility for any of the positions outlined in sub-clause 15 (c).

- d) Each member of the Committee who is an office-bearer is subject to these rules, and to hold office until the conclusion of the General Meeting preceding the Annual General Meeting and is eligible for re-election.
- e) In the event of a vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Club to fill that vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the General Meeting preceding the AGM.
- f) In the event of a vacancy occurring in the membership of the Committee other than office bearers, the Committee may appoint a member to fill that vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the General Meeting preceding the AGM.

16. Election of Office Bearers

- a) Nomination and election of office-bearers shall take place in accordance with Rule 5 and Rule 15
- b) Nominations and seconders of candidates for office bearers of the Club:
 - 1. must be made by two financial members of the Club and signed by the nominee.
 - 2. if only one nomination is made and accepted, that person shall be declared elected to that position.
 - 3. if more than one candidate is nominated and such nominees accept nomination a ballot is to be held. In the event of a ballot, the meeting may decide on a secret ballot or a show of hands.

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17. Secretary

- a) Following election to office, it is the duty of the Secretary to keep minutes of:
 - 1. All appointments of office bearers and members of the Committee and others elected with responsibilities.
 - 2. The names of the Committee present at committee and general meetings.
 - 3. All proceedings at committee meetings or a general meeting; and
- b) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or the chairperson of the next meeting.
- c) In consultation with the Executive to deal with any urgent incoming Correspondence.
- d) To present all incoming, and copies of all outgoing correspondence to the meetings.

18. Treasurer

It is the duty of the Treasurer of the Club to ensure:

- a) That all monies due to the Club are collected, received and recorded and that all payments authorized by the Club are made; and
- b) That correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club.
- c) Ensure that no sum of money, deemed to be excessive, is expended by the Club without the authority and endorsement of the monthly general meeting of the Club.
- d) To promptly present all accounts to the meeting for conformation and payment.

19. President

The role of the President is to:

- a) Conduct and control general and annual meetings
- b) Deliver the annual report of the Club, review past activities, check on the execution of previous decisions; and
- c) Promote the ideas of the Committee on future activities of the Club.
- d) In association with any elected members to draw up a proposed budget for the forthcoming year for presentation at the AGM.

20. Vice-President

In the absence of the President, the Vice-President is to assume his/her role.

21. Assistant Secretary

In the absence of the Secretary, the Assistant Secretary is to assume his/her role.

22. Assistant Treasurer

In the absence of the Treasurer, the Assistant Treasurer is to assume his/her roll.

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23. Safety Official/s

- a) Shall ensure that safe work practices, in accordance with Workcover legislation shall prevail at all times.
- b) Shall undertake periodic check lists to ensure that Workcover provisions are being observed.
- c) Shall organize, from time to time, lectures on workplace safety.

24. Meetings and Quorum

- a) Meetings of the Executive Committee shall take place prior to the general meetings which shall be held each month, and at a time and place decided by the meeting.
- b) Fifty per cent of the Executive Committee shall comprise a quorum for the purpose of conducting its business.
- c) Twenty per cent of the total membership shall comprise a quorum for general meetings, special general meetings, and the Annual General Meeting.
- d) No business of either the Executive Committee or general meeting shall be conducted unless a quorum is present. If there is no quorum within half an hour of starting time, the meeting will adjourn to a future time and place.

25. Use of Sub-Committees

From time to time, the Executive Committee with the endorsement of the general meeting may elect sub-committees to carry out and execute certain tasks designated by the general meeting.

26. Annual General Meeting

- a) The Annual General Meeting of the PSCW shall, subject to the Act be convened on such date and at such place and time the Executive Committee sees fit but not later than the 31st day of August of any year.
- b) In addition to any other business which may be transacted at an Annual General Meeting, the business of said AGM is to include the following:
 1. to confirm the minutes of the last preceding AGM and any special meeting that may have been held since that meeting and to have those minutes signed in accordance with Clause 17 (b).
 2. to receive from the Committee reports on the activities of the Club since the last preceding meeting.
 3. to elect office-bearers of the Club
 4. to receive and consider the financial statement which is required to be submitted to members.
- c) An Annual General Meeting must be specified as such in the meeting convening it.

27. Special General Meeting

The Secretary shall call a Special General Meeting at the request, in writing, of no less than five (5) members, and shall give at least two (2) weeks' notice of such meeting, in writing, with full particulars of the purpose for which it is called.

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28. Insurance

- a) The Club must effect and maintain insurance under Section 44 of the Act.
- b) In addition to the insurance required under Clause (1) the Club may maintain other insurance as it sees fit.

29. Funds - Source and Management

- a) The funds of the Club are to be derived from annual subscriptions, donations and, subject to any resolution passed by the Club in a general meeting, such other sources as the Committee determines.
- b) All monies received by the Club must be deposited as soon as practicable to the credit of the Club's registered account.
- c) All monies received must be receipted.
- d) Subject to any resolution passed by the Club's general meeting, the funds of the Club are to be used in pursuance of the objects of the Club in such manner as the Committee and general meeting determines.
All cheques, drafts, bills of exchange, promissory notes etc. drawn or issued by the Club must be signed by any two of the President, Secretary, Treasurer and other member of the Executive Committee, as approved by the Club, provided that the Treasurer is authorised to hold Petty Cash up to \$150.00 and that payments therefrom are permitted at the Treasurer's sole discretion, such payments to be ratified at the next Monthly General Meeting.
- e) In accordance with sub-clause (c) Rule 18, no excessive sum of money shall be expended without the authority of a general meeting. (Ref. By Laws)

30. Alteration of Objectives and Rules

May be introduced or altered by means of a Notice-of-Motion submitted in writing in sufficient time to allow one month's notice to be given to members of the existence of the Notice-of-Motion and the intention to discuss it at the next scheduled General Meeting or at a Special meeting if so required. In order for a Notice-of-Motion to take effect it must be supported by two-thirds of the membership eligible to vote, before it is adopted. If adopted, the Notice-of-Motion becomes effective from the closure of the meeting at which it was adopted and is implemented immediately.

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By Laws

Regulation of the Club activities and functions is governed by:

- a) the Constitution, and
- b) By-Laws established under the constitution which cannot over-ride the Constitution and must be consistent with it.

The By-Laws are intended to regulate the day-to-day functioning of the Club and are not meant to alter the Aims and Objectives of the Club as expressed in the Constitution.

The by-laws may be altered, rescinded, added to or substituted by a special resolution of the Club carried by two-thirds of the membership present at any General Meeting or the Annual General Meeting. A prior notice of motion is not required.

Any member of the Club wishing to sell/display items in the Port Stephens Community Arts Centre must be a financial member of the Arts Centre which will charge a commission, deducted from the sale price, for their involvement.

Notwithstanding the above, the Club encourages all of our members to be members of the Port Stephens Community Arts Centre as an acknowledgement of the Arts Centre's support to us, both past and present, and in their role as a party to the Licence Agreement between our two enterprises.

Private expenditure and the reimbursement thereof.

In the main: *"It should be considered that the Executive members of this Club incur a reasonable amount of phone calls on behalf of the Club each month, and that they **may claim that amount from Club funds to cover their costs.**"*

Limitations.

In order to protect the financial security of Club funds the Treasurer is required to fully censure any spending, beyond the normal Club expenses, that may, at any time, reduce the General Fund bank account below \$4,000.

Cost of Consumables.

In an effort to cover the cost of "consumables" within the workshop, a fee of \$2 will be charged to each member for each session attended, however, this does not include the use of Spraying Lacquers and Thinners which shall be charged in accordance with the "Spraying of Lacquers and Thinners Policy or Timber and Materials which are charged according to prices set from time to time.

Clause 18/C & 29/F—"Deemed to be excessive"; is limited to \$500.00 (as per meeting May 2010)