

## **PeelSeniorNet Association (Inc.) Constitution**

### 1. NAME

The name of the Association Is Peel SeniorNet Association Inc (hereinafter referred to as the "Association").

### 2. LOCATION

The Association shall be centred in the Peel Region, which comprises the Local Government Authority areas of:

- Shire of Murray
  - Shire of Serpentine-Jarrahdale
  - Shire of Boddington
  - Shire of Waroona
  - City of Mandurah
- And neighbouring catchment areas as approved by the Management Committee.

### • 3. OBJECTIVES

3.1 To improve the quality of life of Association members by promoting companionships and social interaction between members through using computer skills and accessing the Internet;

3.2 To provide educational facilities to enable members to communicate with each other and friends and relations throughout the world using any electronic means available to the Association;

3.3 To communicate and liaise with other SeniorNet Associations within Australia and overseas;

3.4 To acquire computers and peripheral equipment including software and make this available for all members to use;

3.5 To develop online leaderships skills amongst Peel Seniors, and to act as a forum to explore, promote and encourage online technologies for seniors;

3.6 The property and income of the Association shall be applied solely towards the promotion of the objects of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members, except in good faith in the promotion of these objects;

3.7 To become affiliated with SeniorNet Australia;

3.8 To do all such things as the Association or its Management Committee may deem to be incidental or conducive to the attaining of the above objects and powers.

### 4. POWERS OF THE ASSOCIATION (as conferred by Section 13 of the Associations Incorporation Act 1987)

4.1 To acquire, hold, deal with and dispose of any real or personal property.

4.2 To open and operate bank accounts.

4.3 To invest its money -

4.3.1 in any security in which trust moneys may be invested; or

4.3.2 in any other manner authorised by the rules of the Association.

4.4 To borrow money upon such terms and conditions as the

Association thinks fit.

4.5 To give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;

4.6 To appoint agents to transact any business of the Association on its behalf; and

4.7 To enter into any other contract the Association considers necessary or desirable.

## 5. MEMBERSHIP

The Secretary or Treasurer shall on behalf of the Association keep and maintain the register of the Association at his / her place of residence, and records and documents of the Association. Such records of the Association shall be available for inspection by a member at any reasonable time.

5.1 Conditions of entry to Membership

5.1.1 At least 55 years of age or over, or Spouse/Partner of a member.

5.1.2 Interested in the objectives of the Association.

5.1.3 Limited to one vote per financial member.

5.2 Admitted at the discretion of the Management Committee.

5.3 Application for Membership:

5.3.1 shall be in writing, signed by the applicant and shall be in such form as the Management Committee prescribes.

5.3.2 The Management Committee shall determine whether the application is successful or not and advise the applicant in writing accordingly.

5.4 Admission to Membership -

Each person admitted to membership shall be:

5.4.1 Bound by the Constitution and by-laws of the Association

5.4.2 Liable to such fees and subscriptions as may be fixed by the Association at a General Meeting

5.4.3 upon payment of such fees and subscriptions, entitled to all advantages and privileges of membership

5.4.4 bound by the rules and regulations of the Ac-cent Mandurah when using their facilities.

5.5 Resignation / Termination of Members of the Association:

5.5.1 A member who delivers notice in writing of his or her resignation from the Association to the Secretary or another Committee Member ceases on that delivery to be a member;

5.5.2 A member's membership may be terminated for false or inaccurate statements made in the member's application for membership of the Association, breach of any rule, regulation or By-law of the Association or by any act detrimental to the Association:

5.5.3 The Management Committee shall have the power to suspend or expel any member of the Association for any of the events in item 5.5.2 above;

5.5.4 Any member who is expelled, suspended or has his or her membership terminated, shall have the right to appeal against this suspension or expulsion within one month of receiving written notification of such suspension or expulsion by presenting the case to a General Meeting called for such purpose and the decision at that meeting by a simple majority of members shall be final.

## 5.6 Register of Members of the Association

5.6.1 The Secretary shall on behalf of the Association keep and maintain the register of members in accordance with section 27 of the Act and that register shall be so kept and maintained at the Ac-cent Mandurah.

5.6.2 The Secretary shall cause the name of a person who dies ceases to be a member for non-payment of annual subscription within three months of this becoming due, or is expelled from the Association to be deleted from the register of members.

## 5.7 Members Liabilities

The liability of a member to contribute toward the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.

## 6. FINANCE

6.1 All funds of the Association shall be deposited into the Association's accounts at such bank or recognised financial institution as the Management Committee may determine.

6.2 All accounts due by the Association shall be paid by cheque after having been passed for payment at the Management Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Management Committee Meeting.

6.3 A statement showing the financial position of the Association shall be tabled at each Management Committee Meeting.

6.4 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The Auditor's report shall be attached to such financial report.

6.5 The financial year of the Association shall commence 1 October each year and the Membership year will commence on the 1 November each year. The accounts, books and all financial records of the Association shall be audited each year.

6.6 The signatories to the Association's accounts shall be any two of the following:

- President  
Vice President  
Secretary  
Treasurer

Note: The content of Section 12 of the Act describing the "Liability of officers, trustees and members of the Association will apply".

## 7. MEETINGS OF THE ASSOCIATION

The President shall be Chair at all meetings and in his / her absence, the Vice President shall be the Chair. In the absence of both President and Vice President, such person as the meeting shall elect shall be Chair for the meeting.

### 7.1 General Meetings

General Meetings of the Association shall be held monthly with the

exception of the months of December and January.

Notice of such meetings shall be sent to all financial members at least fourteen days prior to the meeting date, and advertised in the major regional newspaper with details of the date, time and place of the meeting. Such written notice to members may include agenda items and motions for discussion.

The quorum for General Meetings shall be 15% of members.

#### 7.2 Annual General Meeting.

The Annual General Meeting of the Association shall be held each year in October.

Notice of Annual General Meetings shall be sent to all financial members at least twenty one days prior to the meeting date, and advertised in the major regional newspaper with details of the date, time and place of the meeting. Such written notice to members will include the business to be placed before the meeting.

There shall be elected from members a Management Committee at the Annual General Meeting which shall comprise the following:

- President  
Vice President  
Secretary  
Treasurer  
Five Committee Members

Elected Management Committee Members shall take office at the conclusion of the Annual General Meeting and hold office until the conclusion of the next Annual General Meeting.

There shall be appointed at each Annual General Meeting an Auditor for the Association.

The quorum for the Annual General Meeting shall be 15% of Financial Members.

#### 7.3 Special General Meetings

A Special General Meeting of the Association shall be convened by the President within twenty one days either by the direction of the Management Committee or upon the request in writing of 10% of financial members who in their application shall clearly state the business to be dealt with at such Special General Meeting.

The notice of the meeting shall state the date, time, place, and business of the meeting and no other business shall be brought forward or discussed at the meeting.

The quorum for a Special General Meeting shall be 15% of the financial members.

### • 8. MANAGEMENT COMMITTEE

8.1 The affairs of the Association shall be managed by a Committee of Management consisting of:

- President  
Vice President  
Secretary  
Treasurer

## Five Committee Members

All of the above shall be members of the Association and elected by the members at the Annual General Meeting.

8.2 A person shall cease to be a member of the Management Committee at the Conclusion of the Annual General Meeting which follows his / her election and he / she will be eligible for re-election.

8.3 A quorum of the Management Committee shall be half of its members plus one.

8.4 Where a member of the Management Committee has a pecuniary interest, which is before a General Meeting or a Management Committee Meeting for discussion, that member shall declare the nature of that interest and shall not take part in deliberations or decisions of that Management Committee in respect of that matter.

8.5 A member of the Management Committee may lose his / her seat on the Committee for either of the following:

Absence from three or more meetings without leave of absence.

Found not to be a financial member in excess of thirty days after the Annual General Meeting.

## 9. MANAGEMENT COMMITTEE - TERMS OF REFERENCE

The Management Committee shall carry out the day to day running of the Association and shall have the power to:

9.1 Administer the finances, appoint bankers and direct the opening of bank accounts for specific purposes and to transfer funds from one account to another.

9.2 Fix the manner in which such banking accounts shall be operated upon, providing all payments are passed by the Management Committee.

9.3 Adjudicate on all matters brought before it. which in any way affect the Association.

9.4 Cause minutes to be made of all proceedings at meetings of the Management Committee, General, Annual General, and Special General Meetings.

9.5 Make, amend and rescind rulings and By-laws.

9.6 Form and appoint any sub committees as required for specific purposes.

9.7 Employ a person / persons at their discretion to carry out certain duties required by the Association, at salaries and remunerations for such period of time as deemed necessary.

9.8 Appoint a successor until the next Annual General Meeting should a vacancy occur on the Management Committee during the year.

- 9.9 Procedure at management committee meetings shall be:
  - 1. Opening by the President
  - 2. Attendance and Apologies.
  - 3. Passing of the minutes of the last meeting.
  - 4. Business arising from the minutes.
  - 5. Treasurer's report.
  - 6. Business arising from the Treasurer's report.
  - 7. Correspondence.
  - 8. Business arising from the Correspondence.

- 9. General Business.
- 10. Any other business.
- 11. Date of next meeting.
- 12. Closure of meeting.

- 10. VOTING

10.1 Unless otherwise decided by members, voting shall be by a show of hands and all resolutions, other than those to alter the Constitution or dissolve the Association, carried by a simple majority.

10.2 Voting powers at the Annual General and General Meetings:  
The Chair shall be entitled to a deliberative vote and, in the event of a tied vote the Chair shall exercise a casting vote.

Each individual financial member present shall have one (1) vote. Financial Members are entitled to forward postal or proxy votes on issues that is before the meeting.

10-3 Voting Powers at the Management Committee Meetings:

The Chair shall be entitled to a deliberative vote, and, in the event of a tied vote the Chair shall exercise a casting vote. Each individual Management Committee Member present shall have one (1) Vote.

## 11. SEAL OF THE ASSOCIATION

The Association shall have a common seal on which its corporate name shall appear in legible characters and shall be kept and maintained at the Ac-cent Mandurah in the custody of the Secretary of the Association or such other person as the members from time to time decide.

The common seal shall not be used without the express authority of the elected Management Committee and every use shall be recorded in the Minute Book of the Association. The affixing of the common seal of the Association shall be witnessed by any two of the President, Vice President, Secretary and Treasurer, who shall subscribe their names at witnesses.

## 12. ALTERATION TO THE CONSTITUTION

12.1 This constitution shall not be altered except upon a poll held at an Annual or Special General Meeting of the Association, duly conducted in accordance with the Constitution.

12.2 Notice of all proposed motions, as the subject of the meeting, having been given to all members twenty one days prior to such meeting.

12.3 All members of the Association who are entitled to vote may vote in person or by proxy or postal vote.

12.4 A resolution proposed as a special resolution must be passed by a majority of not less than 75% of the members of the Association who are entitled to vote and who vote in Person or by proxy or postal vote.

- 13. DISSOLUTION

The Association shall not be dissolved except upon a poll held at an Annual or Special General Meeting and duly conducted and called in accordance with the Constitution.

Voting to be by 75% of the members present at the meeting and carried by 75% in favour.

If, on the winding up of the Association, any property of the Association remains after satisfaction of all debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed to one of the following by the majority decision of those at the Annual or Special General Meeting:

a) To another incorporated association having objects similar to those of the Association; or

b) For charitable purposes. Which incorporated association or purposes, as the case requires shall be determined by resolution of the members when authorising and directing the Association President and Vice President under section 33(3) to prepare a distribution plan for distribution of the surplus property of the Association.

Mandurah, January 2010