

# **CONSTITUTION**

## **KURRAJONG-COMLEROY HISTORICAL SOCIETY INC.**

**Revised January 2019**

# PART 1 - INTRODUCTION

## 1. NAME

The name of the association is **Kurrajong-Comleroy Historical Society (Inc.)**

## 2. PREAMBLE

This preamble together with the below listed rules, form the Constitution of the Kurrajong-Comleroy Historical Society Incorporated (hereafter called the Society). These rules should be read in conjunction with the role statements and standard operating procedures of the Society shown in the Appendix.

It is acknowledged that certain responsibilities and authority are inherent in each committee member's role and function and, where time is of the essence, the role holder would be expected to make and implement decisions in accordance with his/her responsibility. However, the holder of each role has an overriding responsibility to make every endeavour to discuss any action that would impact existing society operating practices, firstly with the Committee or if required, the members of the Society at a properly constituted meeting, prior to its implementation.

Definitions and abbreviations used in this document are;

- 1) *Director General* means the Director General of the NSW Department of Fair Trading
- 2) *Office Bearer* means President, Vice President, Secretary or Treasurer.
- 3) *Ordinary member* means a member of the Committee who is not an Office Bearer of the Society.
- 4) *Secretary* means the person holding office under these rules as Secretary of the Society. If no person is holding that office then the Public Officer of the Society.
- 5) *A General Meeting* is any meeting of the Society other than the Annual General Meeting.
- 6) *Special General Meeting* means a General Meeting of the Society that is called to vote on a Special Resolution.
- 7) *A Special Resolution* is a resolution on matters of import that are defined within this constitution.
- 8) *The Act* means the Associations Incorporation Act 2009.
- 9) *The Regulation* means the Associations Incorporation Regulation 2016.
- 10) *Society* means The Kurrajong-Comleroy Historical Society Inc.
- 11) *The Committee* means the Committee of Management elected at each Annual General Meeting.
- 12) *Member* means a financial member of the Society.

### In these rules:

- 1) a reference to a function, includes a reference to power, authority and duty, and
- 2) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- 3) The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

### 3. THE MISSION, VISION AND SCOPE OF THE SOCIETY

#### The Mission of the Society is:

- 1) to gather, record and preserve items of an historical nature relating to “The Kurrajong” area of interest
- 2) to present exhibitions of any such materials as may be held by the Society for public viewing
- 3) to promote respect for the preservation of buildings, documents and items of an historical nature
- 4) to document and/or publish (audio, visual, electronic or written) researched projects.
- 5) to have an appropriate online presence to further the above

#### The Vision for the Society

To be recognized as a highly competent Historical Society that seeks continuous improvement, with respect to the quality of its research, documentation and displays.

#### The Scope of the Society

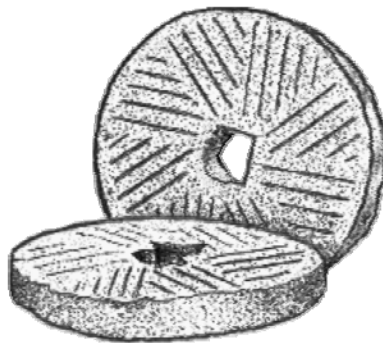
Our area of interest being defined as places bounded by the Hawkesbury, Colo and Grose Rivers and west to the western boundary of Hawkesbury LGA.

This encompasses the locations known as: Kurrajong, Kurrajong Hills, Kurrajong Heights, East Kurrajong, Blaxlands Ridge, Beraming, Bilpin, Buralow, Bowen Mountain, Freemans Reach, Glossodia, Grose Vale, Grose Wold , Kurmond, Mountain Lagoon, North Richmond , Tennyson , The Slopes and Wilberforce as these were known at the beginning of the 21<sup>st</sup> century.

The Society may also take an interest in Windsor and Richmond as these were and are major social and economic centres for the region.

#### Society Logo

The 'Millstones' logo as shown below will be the logo of the Society.



## **PART 2 – MEMBERSHIP**

### **4. Membership Qualifications**

A person is qualified to be a member of the Society if, but only if:

- a) the person is a natural person, and
- b) has not ceased to be a member of the Society, and
- c) the person has applied for membership of the Society as provided by Rule 5, and
- d) who has been approved for membership of the Society by the Committee.

### **5. Application for Membership**

- 1) An application for membership of the Society:
  - a) must be made on the prescribed form (either printed or online)
  - b) must be lodged with the Secretary of the Society
- 2) As soon as practicable after receiving an application for membership, the Secretary must refer the application to the Committee to determine approval or rejection of the application.
- 3) As soon as practicable after the determination is made the Secretary must:
  - a) notify the applicant, in writing, that the Committee approved or rejected the application, and
  - b) if the Committee approved the application, request the nominee to pay (within 28 days of notification) any sum payable for annual donation under the rules of the Society, if they have not already done so.
- 4) The Secretary must, on payment by the applicant of the amount referred to in clause (3b), ensure that the applicant's name is entered in the register of members of the Society and on the name being entered, the applicant becomes a member of the Society.

### **6. Cessation of Membership / Transfer of Entitlements**

- 1) A person ceases to be a member of the Society, if the person:
  - a) dies, or
  - b) resigns membership (see rule 7), or
  - c) is expelled from the Society, or
  - d) fails to pay the annual membership fee within 3 months of the due date.
- 2) A right, privilege or obligation which a person has by reason of being a member of the association:
  - a) is not capable of being transferred or transmitted to another person, and
  - b) terminates on cessation of the person's membership.

### **7. Resignation of Membership**

- 1) A member of the Society is not entitled to resign that membership except in accordance with this rule.
- 2) A member of the Society who has paid all amounts payable in respect of the member's membership and has returned all property belonging to the Society may resign by first giving to the Secretary written notice of at least one month of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 3) If a member of the Society ceases to be a member under clause (2), and in every other case, the registrar must ensure that an appropriate entry in the register of members shows the date on which the member ceased to be a member.

### **8. Register of Members**

- 1) The Public Officer or Secretary of the Society must establish and maintain a register of members of the Society specifying the name and address and date of joining, of each person who is a member of the Society
- 2) The register of members must be open for inspection, free of charge, by any member of the society, at any reasonable hour but only for legitimate purposes.
- 3) A member of the Society may obtain a copy of any part of the register on payment of a fee of \$1, or any other amount as may be determined by the Committee, for each page copied. Such requests will only be provided for legitimate purposes.

## 9. Fees and Subscriptions

- 1) A member of the Society must on admission to membership pay to the Society the annual subscription as applicable at the time.
- 2) The Committee may decide on annual membership subscriptions from time to time and may include a fee structure that confers discounted subscription fees to seniors and families, as it sees fit. The Committee shall determine what criterion are applied to such discounts.

## 10. Members' Liabilities

The liability of a member of the Society to contribute towards the payment of any debts and liabilities of the Society or the costs charges and expenses of the winding up of the Society is limited to the amount, if any, unpaid by the member in respect to membership. Once a member ceases to be a member of the Society, that person ceases to have any claim against Society Funds.

## 11. Resolution of Internal Disputes

- 1) Disputes between members of the Society and disputes between members and the Society are to be resolved through discussion of the issues by the interested parties, if such action fails to resolve the issue, then
- 2) An acceptable mediator should be sought to attempt a resolution. If such action should fail to resolve the issue, then
- 3) The dispute is to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983
- 4) At least seven days before a mediation session is to commence, the parties are to exchange statements of the issue(s) that are in dispute between them and supply copies to the mediator.

## 12. Disciplining of Members

- 1) A complaint may be made to the Committee by any person that a member of the Society:
  - a) Has persistently refused or neglected to comply with a provision of these rules, operating procedures or role statements
  - b) Has persistently and willfully acted in a manner prejudicial to the interests of the Society
- 2) On receiving such a complaint, the Committee:
  - a) Must cause notice of the complaint to be served on the member concerned, and
  - a) Must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
  - b) Must take into consideration any submission made by the member in connection with the complaint.
- 3) The Committee may, by resolution, expel the member or suspend the member from membership of the Society if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.
- 4) If the Committee expels or suspends a member, the Secretary must within 7 days after the action is taken, cause written notice to be given to the member stating the action taken, the reasons given by the Committee and of the member's right of appeal under rule 13.
- 5) The expulsion or suspension does not take effect:
  - a) until the period within which the member is entitled to appeal has expired or
  - b) if within that period the member exercises the right of appeal, unless and until the Society confirms the resolution under rule 13 (5).

## 13. Right of Appeal of Disciplined Member

- 1) A member may appeal to the Society, in General Meeting, against a resolution of the Committee under rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary or President, a notice to that effect.
- 2) The notice may be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- 3) On receipt of a notice (clause 1), the Secretary or President must notify the Committee, which is to convene a General Meeting of the Society to be held within 28 days of receipt of the notice.
- 4) At a General Meeting of the Society, convened under clause (3)
  - a) no other business than the question of the appeal is to be transacted, and

- b) the Committee and the disciplined member must be given the opportunity to state their respective cases, and
  - c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 5) If at the General Meeting, the Society passes a resolution in favour of confirmation, the original Committee resolution is confirmed.

## **PART 3 – THE COMMITTEE**

### **14. Powers/Role of the Committee: -**

- 1) The Committee is subject to the Act, the Regulation, the rules contained in this constitution and to any resolution passed by the Society, in General Meeting. The Committee:
  - a) is to control and manage the affairs of the Society, and
  - b) may exercise all such functions as may be exercised by the Society, other than those functions that are required by the rules to be exercised by a General Meeting of members of the Society, and
  - c) has power to perform all such acts and to do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Society, and
  - d) do all in its power to address the concerns and issues of the members of the Society in terms of these rules, and endeavour to encourage and enhance harmony within the Society, and
  - e) strive to maintain the Society's reputation.
- 2) The elected Committee consists of the following office bearers; President, Vice President, Secretary, Treasurer, plus five ordinary members, each of whom is elected at the Annual General Meeting under rule (15). The Committee allocates tasks to be undertaken to individual members and may from time to time allocate tasks to non-members of the Committee.
- 3) A Committee member may hold up to 2 offices (other than both the offices of President and Vice-President).
- 4) There is no maximum number of consecutive terms for which a Committee member may hold office.
- 5) Each member of the elected Committee is, subject to these rules, to hold office until the Annual General Meeting following the date of the member's election, but is eligible for re-election.
- 6) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Society to fill the vacancy, with that member holding office, subject to these rules, until the next Annual General Meeting.

### **15. Election of Committee Members**

- 1) Nominations of candidates for election as office bearers of the Society or as ordinary members of the Committee:
  - a) must be made in writing, signed by 2 members and include the consent of the candidate, and
  - b) must be delivered to the Secretary at least 7 days before the date fixed for the Annual General Meeting at which the election is to take place.
- 2) A nomination for an executive position is also taken as a nomination for an ordinary committee member.
- 3) If insufficient nominations are received to fill all vacancies on the Committee, further nominations are to be received at the Annual General Meeting.
- 4) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- 5) If the number of nominations received exceeds the number of vacancies to be filled a secret ballot is to be held.
- 6) Where a nomination is unopposed, election is subject to a majority vote of members present.
- 7) A person nominated as a candidate for the Committee must be a member of the Society.

### **16. Secretary (also refer to Role Statements)**

- 1) The Secretary must, as soon as practical after appointment, lodge notice of his/her address with the Society.
- 2) It is the duty of the Secretary to keep minutes of:
  - a) All appointments of office bearers and members of the Committee.
  - b) The names of members present at Committee, General Meetings and other functions.
  - c) All proceedings at Committee and General Meetings.
- 3) Minutes of proceedings at a meeting must be signed by the chairperson or by the chairperson of the next succeeding meeting.

## **17. Treasurer (also refer to Role Statements)**

It is the duty of the Treasurer to ensure:

- a) that all money due is collected and received and that all payments authorized are made, and
- b) that correct books and accounts are kept showing the financial affairs of the Society, including full details of all receipts and expenditure.

## **18. Casual Vacancies**

A casual vacancy in the office of a member of the Committee occurs if the member:

- a) dies, or
- b) ceases to be a member of the Society, or
- c) becomes insolvent under administration within the meaning of the Corporations Law, or
- d) resigns office by notice in writing given to the Secretary or President, or
- e) is removed from office under rule (19)
- f) becomes a mentally incapacitated person
- g) is absent without consent of the Committee from all meetings of the Committee held during a period of 3 months.

## **19. Removal of Member of the Committee**

- 1) The Society in a General Meeting, may by resolution remove any member of the Committee from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 2) If a member of the Committee so removed makes representations in writing to the President or Secretary (within 28 days), and requests that the representations be notified to members, the Secretary or President, may send a copy to each member or read the representation to a meeting of members. If a representation in writing to the Secretary or President to address the Society is made, then the Secretary or President will call a Special General Meeting to deal with that issue.

## **20. Meetings and Quorum**

- 1) The Committee must meet at least 6 times per annum at a time agreed to suit the maximum number of Committee members possible.
- 2) The President may convene additional meetings of the Committee.
- 3) Oral or written notice of the meeting must be given to each member, with at least 48 hours notice (or such other period agreed by the Committee). The notice of the meeting must specify the general nature of the business to be transacted. No other business is to be transacted unless unanimously agreed by members present.
- 4) Any 5 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 5) No business is to be transacted by the Committee unless a quorum is present and if within half an hour of the appointed time, a quorum is not present, the meeting is to be adjourned to the same place and hour of the same day in the following week.
- 6) If at the adjourned meeting a quorum is not present the meeting is to be dissolved.
- 7) At a meeting of the Committee:
  - a) The President or, in the President's absence, the vice President is to preside, or
  - a) If the President and the vice President are absent or unwilling to act, any such one of the remaining members as may be chosen is to preside.

## **21. Delegation by Committee to Sub Committee**

- 1) The Committee may, by instrument in writing, delegate to one or more sub-Committees the exercise of such of the functions of the Committee as are specified in the instrument, other than:
  - a) this power of delegation, and
  - b) a function, which is a duty, imposed on the Committee by the Act or by any other law.
- 2) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time and circumstances, as may be specified in the instrument of delegation.
- 3) Despite any delegation under this rule, the Committee may continue to exercise any function delegated.



- 4) Any act or thing done or suffered by a sub-Committee acting in terms of the delegation has the same force and effect as it would have if it had been done or suffered by the Committee.
- 5) The Committee may by instrument in writing, revoke wholly or in part, any delegation under this rule.
- 6) A sub-Committee may meet and adjourn as it thinks proper.

## **22. Voting and Decisions**

- 1) Questions arising at a meeting of the Committee or of any sub-Committee are to be determined by a majority of the votes of members, present at the meeting.
- 2) Each member present, at a meeting of the Committee or of any sub-Committee, is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 3) Subject to rule 20.4) (quorum) the Committee may act, despite any vacancy on the Committee.
- 4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.

## **23. Use of technology at committee meetings**

- 1) A committee meeting may be held at two or more venues simultaneously using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- 2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

## **PART 4 - GENERAL MEETINGS**

### **24. Annual General Meetings**

- 1) The Society must convene an Annual General Meeting of members at least once each calendar year and within the period of 6 months after the expiration of its financial year.
- 2) The Annual General Meeting of the Society shall be convened on such date and at such place and time, as the Committee thinks fit.
- 3) In addition to any other business which may be transacted at an Annual General Meeting, the business is to include:
  - a) confirmation of the minutes of the last preceding Annual General Meeting and of any Special General Meeting(s) held since that meeting.
  - b) reports from the Committee on the activities of the Society during the preceding financial year.
  - c) election of office bearers of the Society and ordinary members of the Committee
  - d) receipt and consideration of the financial statement, which is required to be submitted to members under the Act.
- 4) An Annual General Meeting must be specified, as such, in the notice convening it.

### **25. Special General Meetings**

- 1) The Committee may, whenever it thinks fit, convene a Special General Meeting of the Society.
- 2) The Committee must, on the requisition in writing of at least 10% of the total number of members, convene a Special General Meeting of the Society.
- 3) A requisition of members for a Special General Meeting:
  - a) must state the purpose or purposes of the meeting, and
  - b) must be signed by the members making the requisition, and
  - c) must be lodged with the Secretary or President, and
  - d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- 4) If the Committee fails to convene a Special General Meeting to be held within one month after the date the requisition is lodged with the Secretary or President, any one or more of the members who made the requisition may convene a Special General Meeting to be held not later than three months after that date.
- 5) A Special General Meeting convened by a member or members as referred to in clause (4), must be convened as nearly as is practicable in the same manner as the Committee convenes General Meetings.

### **26. Notice of Meetings**

- 1) Except if the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Society, the Secretary must, at least 14 days before the date fixed for the holding of the meeting, give notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 2) If the nature of the business proposed to be dealt with at a General Meeting requires a Special Resolution of the Society, the Secretary must, at least 21 days before the date fixed for the holding of the General Meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a Special Resolution.
- 3) No business other than that specified in the notice convening a General Meeting is to be transacted at the meeting except, in the case of an Annual General Meeting, business that may be transacted under rule 24.3.
- 4) A member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

### **27. General Meetings**

Normal/General meetings of the Society will be held bi-monthly. The business of these meetings is to make members aware of future plans/events, decisions taken at Committee meetings and to receive input from Society members. The Secretary maintains minutes of items discussed and any agreements reached.

## **28. Procedure & Quorum**

- 1) No item of business is to be transacted at a General Meeting unless a quorum of members entitled under these rules to vote, is present during the time the meeting is considering that item.
- 2) 10% of members of the Society, in person, constitute a quorum for the transaction of the business of a General Meeting.
- 3) If within half an hour after the appointed time for the commencement of a General Meeting a quorum is not present. The meeting:
  - a) If convened on the requisition of members is to be dissolved, and
  - b) In any other case, is to stand adjourned to the same day in the following week at the same time and place
- 4) If at the adjourned meeting a quorum is not present within half an hour of the appointed time, the members present being at least 7% of Society members are to constitute a quorum.

## **29. Presiding Member**

- 1) The President or, in his/her absence, the Vice-President, is to preside as chairperson at each General Meeting of the Society.
- 2) If the President and the vice President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## **30. Adjournment**

- 1) The chairperson of a General Meeting at which a quorum is present may, with the consent of the majority of members present, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 2) If a General Meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Society stating the place, date and time plus the nature of the business to be transacted.
- 3) Except as provided in clauses (1) and (2), notice of an adjournment of a General Meeting or of the business to be transacted at an adjourned meeting need not be given.

## **31. Making of Decisions**

- 1) A question arising at a General Meeting is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Society, is evidence of the fact without proof of the number or proportion of the votes recorded in favour or against that resolution.
- 2) At a General Meeting a poll may be demanded by the chairperson or by at least 5 members present in person or by proxy, at the meeting.
- 3) If a poll is demanded in terms of Clauses (1) or (2), the poll must be taken:
  - a) Immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
  - b) In any other case, in such manner and at such time before the close of the meeting as the chairperson directs and the resolution of the poll on the matter is taken to be the resolution of the meeting on the matter.
  - c) The resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

## **32. Special Resolution**

Special Resolutions are called for by various rules in this Constitution. (Examples would be a change to this Constitution, Expulsion of a Member, Winding up the Society):

A Special Resolution is passed if :

- 1) it is supported by a majority of at least three quarters of members who vote at the Special General Meeting, either in person or by proxy, or
- 2) where it is made to appear to the Director General that it is not practicable for the resolution to be passed in the manner specified in paragraph (1), if the resolution is passed in a manner specified by the Director General.

### **33. Voting**

- 1) On any question arising at a General Meeting a member has one vote only.
- 2) All votes must be given personally or by proxy (in writing) but no single member may hold more than 3 proxies.
- 3) In the case of an equality of votes the chairperson of the meeting is entitled to exercise a second or casting vote.
- 4) A member or proxy is not entitled to vote unless all money due and payable by the member and proxy has been paid, other than the amount of the annual subscription payable after an Annual General Meeting in respect of the then current year.
- 5) The Society does not hold postal ballots.

### **34. Proxy Voting**

Each member is entitled to appoint another member as proxy by notice in writing, given to the Secretary, no later than 24 hours before the time of the meeting in respect of which the proxy is appointed. As noted in 33.2 above, a member can hold a maximum of three proxies.

## **PART 5 – MISCELLANEOUS**

### **35. Insurance**

- 1) The society must effect and maintain Public Liability and Volunteers' insurance.
- 2) In addition to the insurance required under clause (1), the society may effect and maintain other insurance.

### **36. Funds – Source**

- 1) The funds of the Society are to be derived from annual membership donations, general donations and, subject to any resolution passed by the society in General Meeting, any such other sources as the Committee determines.
- 2) All money received by the society must be deposited as soon as practicable and without deduction to the credit of the Society's bank account.
- 3) As soon as practicable after receiving any money an appropriate receipt is to be issued on request.

### **37. Funds Management**

- 1) Subject to any resolution passed by the society in General Meeting, the funds of the society are to be used in pursuance of the objectives of the society in such manner as the Committee determines.
- 2) All cheques, drafts, bills of exchange, EFT payments and other negotiable instruments must be signed by any two members of the Committee being authorized to do so by the Committee

### **38. Association is non-profit**

Subject to the Act and the Regulation, the association must apply its funds and assets solely in pursuance of the objects of the association and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

### **39. Alteration of Objectives, Rules and Roles**

The statement of Objectives, Rules and Roles may be altered, rescinded or added to, only by a Special Resolution of the society.

### **40. Custody of Books**

Except as otherwise provided by these rules, operating procedures or role descriptions, the Public Officer must keep in his/her custody or under his/her control records, books and other documents relating to the Society. Custody of photographs (physical and digital), library, historical items and historical documents are under the control of the Accession Officer and/or Digital Archivist. Project materials remain under the control of Project Leaders until the project is completed and then handed over to the Accession Officer. Financial records are kept in the custody of the Treasurer.

### **41. Inspection of Books**

- 1) The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
  - a) records, books and other financial documents of the association,
  - b) this constitution,
  - c) minutes of all committee meetings and general meetings of the association.
- 2) A member of the association may obtain a copy of any of the documents referred to in subclause 1) on payment of a fee of not more than \$1 for each page copied.
- 3) Despite subclauses (1) and (2), the committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the association.

## **42. Service of Notices**

- 1) For the purpose of these rules, a notice may be served on or given to a person:
  - a) by delivering it to the person personally, or
  - b) by sending it by pre-paid post to the address of the person, or
  - c) by sending an electronic form of transmission to an address specified by the person for giving or serving the notice.
- 2) For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:
  - a) In the case of a notice given or served personally, on the date on which it is received by the addressee, and
  - b) In the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
  - c) In the case of electronic delivery on the date that it was sent or, if the machine sending the transmission produces a report indicating a later date, on that date.

## **43. Winding up of the Society**

- 1) The provisions of the Associations Incorporation Regulation 2016 are to apply.
- 2) Winding up the Society requires a Special Resolution.
- 3) Any funds and /or assets held in the name of the society are to be distributed to other organisations, such as historical societies and libraries, sharing similar aims and objectives of the society.

## **44. Financial year**

The financial year of the association commences on 1 July and ends on the following 30 June.



**KURRAJONG – COMLERROY HISTORICAL SOCIETY INC.**

# Appendix to Constitution

**ROLE STATEMENTS**

**AND**

**STANDARD OPERATING PROCEDURES**

# **ROLE STATEMENTS**

## **PRESIDENT**

### **Responsibilities in regard to:**

#### **1. Committee**

- Ensuring that Committee meetings are held at regular intervals, in accordance with the Society's standard practices.
- Chairing of Committee meetings.
- Ensuring production of a calendar incorporating approved Society activities (meetings, displays, fund raising, social events etc.).
- Ensuring that issues impacting the well being or the stated mission and vision for the Society are brought to the Committee's attention for action and/or resolution.
- Ensuring that Committee member's views/issues are given appropriate air-time at meetings and that any held over or outstanding issues are addressed. In the event of a lack of time and if deemed necessary by a majority of the Committee, to arrange for an additional meeting to address any outstanding issues.
- Confirming the accuracy of the minutes of the previous meeting by signing the copy of the minutes held by the Secretary.
- Ensuring that all tasks necessary for the efficient management of the Society have been allocated and are effectively addressed.
- Following Committee discussion, to delegate authority to an individual member to manage displays of Society materials.

#### **2. Sub Committees**

- To exercise an 'ex-officio' role to any sub-Committee formed under the authority of the Committee.

#### **3. Society Members**

- Ensuring that Society members are informed of any developments impacting on the Society
- Producing and presenting a report, regarding the previous year's activities, to the Annual General Meeting
- Ensuring that processes are in place (in addition to the Annual General Meeting) for members to express their views regarding matters impacting the Society.
- Promoting the activities of the Society, particularly to newer members.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

#### **4. External**

- To represent the Society at formal functions, receptions etc.
- To be available as a spokesperson in regard to the media and/or external organisations.
- To endeavour to maintain and/or build links to other organizations.
- To seek out opportunities to promote the Society in terms of its Mission and Vision.
- To ensure (with Committee support as needed) suitable Society accommodation is available
- To oversee and ensure that all Society functions/activities have been efficiently organised.

## **VICE PRESIDENT**

- To assist the President, as required.
- To substitute for the President, if and/or when necessary.
- To take the Chair for election of the President, at the Annual General Meeting.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.



## **SECRETARY**

Responsible for:

- Ensuring minutes are kept of:
- The appointment of office bearers and members of the Committee.
- The names of members present at a Committee meeting or a General Meeting, and other functions.
- All proceedings at Committee meetings and General Meetings. May be delegated to a Minute Secretary who is also a Committee member.
- Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- Tabling of incoming correspondence and preparation of outgoing correspondence, as requested by the Committee.
- The serving of notices regarding General Meetings, Annual General Meeting, any determination of the Committee or for any other purpose as determined in the rules of the Society.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

## **TREASURER**

Responsible for:

- Ensuring that all money due to the Society is collected and received and that all payments authorized by the Committee are made.
- Ensuring that all monies received are acknowledged with an appropriate receipt, within a reasonable time.
- Ensuring that correct books and accounts are kept showing the financial affairs of the Society, including full details of all receipts and expenditure connected with the activities of the Society.
- Producing and presenting statements of the financial affairs of the Society to the Committee.
- Producing and presenting an annual (audited) statement of the financial affairs of the Society at the Annual General Meeting.
- Provision of advice regarding the investment of surplus funds (if any).
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

## **Ordinary Members Of Committee**

Responsible for:

- Carrying out allocated duties to the best of their ability.
- Provision of regular communication, to the Committee, regarding progress/difficulties in relation to allocated tasks (see below).
- Maintaining regular attendance at Committee meetings
- Presenting the views and requests of members to Committee meetings for discussion/action.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

## **Other roles that may not necessarily be held by Committee members:**

### **Projects Officer (Appointed by Committee)**

- Responsible for:
- Reviewing new projects with their proposer, prior to their adoption
- Submission of a proposed project for Committee approval.
- Advising a project leader of their appointment (and any support to be provided).
- Providing advice to a project leader on methods of research (as/if needed).
- Ensuring the Committee and Society is kept informed of each project's progress
- Ensuring that a project leader is aware of

- Society procedures
- Reporting requirements
- Support to be provided by the Society
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

### **Accession Officer (Appointed by Committee)**

Responsible for:

- Numbering items received by the Society other than digital photographs and digital documents.
- Providing descriptive detail of origin, content and any related history of item. To include original owner's name and contact details.
- Recording of items held by the Society in the Accession Register. The Accession Register is an online database.
- Filing and safe custody of all items held by the Society.
- Items (includes – photographs, copies of photographs, books, newspapers, furniture, art work, documents, family histories, maps, digital recordings, taped interviews etc.), donated to the Society.
- Maintaining a record of any item released to a member for further research or to support a sanctioned display. This record will disclose the name and number of the item(s), the date released, to whom, purpose and date returned.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

### **Digital Archivist (Appointed by Committee)**

Responsible for:

- Numbering of digital photographs and other digital items received by the Society.
- Providing descriptive detail of origin, content and any related history of item. To include original owner's name and contact details.
- Filing and safe custody of all items held by the Society, including regular off site backups.
- Encouragement of members (together with all Committee members) to play an active role in maintaining the well being of the Society.

### **Webmaster (Appointed by Committee)**

Responsible for:

- Establishing and maintaining a Society website including access to the Society's Image, Document and People Archives.
- Establish and maintain appropriate social media presence for the Society. (eg Facebook page)
- Reporting regularly to the Committee on the operation of the online presences.
- Ensuring backups of the online material are maintained to permit a full recovery from a server failure.

Note: Allocated tasks could include one or more of the following:-

Public Officer, Welfare Officer, Newsletter Editor, Minute **Secretary**, Catering Officer, Project support etc. Some tasks may be shared between members of the **Committee** or if deemed appropriate, may be allocated to a willing member of the Society and/or delegated to a sub-**Committee**. As much as is possible tasks will be allocated on the basis of best person for the task and a willingness to undertake that task.

## **STANDARD OPERATING PROCEDURE**

### **Standard Agenda for Committee Meetings**

1. President (or chairperson) determines a quorum is present.
2. Apologies are received and noted.
3. Secretary reads minutes (from minute book) from previous meeting (optional if minutes have been circulated prior to the meeting). President calls for members, who were present at that previous meeting, to move that the minutes are an accurate record of that meeting. Vote is called. President signs minute book.
4. President calls for discussion on items arising from the minutes that are not already included on agenda. Each and any such item is then discussed and if necessary a supporting motion put to the meeting. (Some issues may need to be held over to a following meeting)
5. President calls on Secretary to read inward and outward mail. Discussion of mail items/issues is held and appropriate motions put to the meeting as necessary. The meeting provides direction as to replies to be sent or new correspondence to be written.
6. President calls for Treasurer's report. Discussion is held as required. Motion for acceptance is put to meeting.
7. President calls for Project Manager's report. Discussion is held as required. Motion for acceptance is put to the meeting.
8. President calls for Accession Officer's report. Discussion is held as required. Motion for acceptance is put to the meeting.
9. President calls for Family History Group report. Discussion is held as required. Motion for acceptance is put to the meeting.
10. President calls for Digital Archivist's report. Discussion is held as required. Motion for acceptance is put to the meeting.
11. President calls for Webmaster's report. Discussion is held as required. Motion for acceptance is put to the meeting.
12. President opens the meeting to general business. Discussion is held as required. Where appropriate motions are put to the meeting.
13. President declares the meeting closed – advises date /time next meeting.

## **Standard Procedure – Project Acceptance/Management**

- 1. Initial Discussion.** Any member, or group, desiring to undertake a project is to hold a preliminary discussion with the Society's Project Manager. The Project Manager will assess the viability of the proposed project and if satisfied, will provide an outline of the process to be followed.
- 2. Proposal.** A short paper is to be presented to the Committee via the Project Manager, outlining the object and scope of the project. The name of the person proposed to lead the project and the names of any proposed assistants. Plus any request for additional support from the Society.
- 3. Approval to Proceed.** If the Committee is satisfied, approval to proceed will be given in writing. This approval will include confirmation and/or any amendment to the object and scope of the project and will confirm the project leader and any assistants. Any additional support to be provided by the Society will be specified. Progress report timings will be specified (normally at three monthly intervals).
- 4. Progress reports.** These can be either verbal or written as specified by the Committee. The Project Manager will assist the Project Leader to compile a progress report.
- 5. Photographic Material/Historical Documents/Artifacts.** This material must be handed to the Accession Officer for recording, preservation and filing.
- 6. Copyright.** Documents/Photographs and other items collected must be listed on the Society's standard release form that is to be signed by the original owner(s) of the material. This form is to be lodged with The Project Manager for filing by the Accession Officer.
- 7. Production of Final Report (Display or Documentation).** The Project Manager reviews the project outputs with The Project Leader and arranges for final submission to the Committee.

## **Standard Procedure for Accession of Photographs/Documents and other items.**

1. Description of item. As far as is possible each item will be accompanied by a full description of the item detailing original owner, contact details, detail of the item (including names and places of any persons or areas depicted), a signed release form or a written/signed agreement for the loan of the item.
2. Each item is to be recorded in the online Accession Register. As the item is recorded it is assigned the next available accession number. This number is affixed to the item in such a way as not to cause damage to that item.
3. The items are then stored under the direction of the Accession Officer. Items are to be stored in such a way that will avoid damage and provide ongoing protection.
4. Items released for research purposes or display are to be recorded in a separate register showing name and number of item, purpose of release, date released, name of member item released to and date of return.
5. Items returned to original owners are released against a signed receipt (from that owner) detailing the item's description, number and date released. A suitable notation is then made in the Accession Register.

## **Standard Procedure for the Use of Proxies**

1. A member may appoint another member as their proxy to vote on their behalf at a General Meeting, A Special General Meeting or an Annual General Meeting.
2. Proxies are to be submitted on the standard form obtainable from the Secretary.
3. The members must be financial members at the time of the meeting where the proxy is to be exercised.
4. Completed Proxy forms must be delivered to the Secretary not later than 24 hours prior to the meeting
5. Limit of three proxies held by any member.