



Wildcare Queanbeyan Inc.

Constitution

(Effective 17 March 2018)

Document Control

Change	Date	Author/s	
1.0	12 Dec 12	Maryanne Gates	General update to comply with the NSW Associations Incorporation Act 2009 and to include reference to Wildcare's By-Laws.
2.0	2 Aug 14	Philip Machin Fiona Harrison	Added missing mandatory Register of Environmental Organisations missing clauses; minor change to Objects description; & bring By-Law changes under the direct control of the management committee.
3.0	7 Nov 15	Maryanne Gates	Amendment to enable the committee to allow discretion to provide an extension to a member to pay their renewal fee.
4.0	17 Mar 18	Philip Machin	Included elements of the NSW Fair Trading Model Constitution dated 1 Sep 16, covering the use of technology; and a new Object that describes Wildcare's values.

This constitution is based on the Model Constitution for incorporated associations published by NSW Fair Trading under the NSW Associations Incorporation Act 2009.

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WILDCARE QUEANBEYAN INC. CONSTITUTION

PART I – PRELIMINARY

Roles and Responsibilities

1.(1) The decision forums of the association and their roles and responsibilities are:

Annual General Meetings held with the purpose of:

- (i) receiving and reviewing the Annual Report of the association;
- (ii) electing members of the Committee; and
- (iii) receiving and considering any financial statement or report required to be submitted to members under the *Associations Incorporation Act 2009* (the Act).

Special General Meetings held with the purpose of:

- (i) giving direction to the Committee on particular topics or matters of business requiring immediate action;
- (ii) considering a motion to amend the constitution;
- (iii) considering a motion to revoke or suspend a membership;
- (iv) receiving and reviewing reports on the performance and activities of the association since the preceding general meeting;

Committee Meetings held with the purpose of undertaking the day-to-day management of the association subject to:

- (i) the Act and *Associations Incorporation Regulation 2010* (the Regulation);
- (ii) the constitution, by-laws and policies of the association; and
- (iii) any resolution passed by the association in a general meeting.
- (iv) review and make changes to the by-laws, as necessary.

(2) If this constitution does not provide for a particular matter as required by Schedule 1 of the Act, then the relevant provision in the Model Constitution (as contained in the Regulation) will apply.

PART II – OBJECTS

2.(1) Rescue, raise, rehabilitate and release native wildlife in accordance with NSW Office of Environment and Heritage and NSW National Parks and Wildlife Service (NPWS) policies;

(2) Attract and retain members who hold values that preserve and enhance the welfare of native wildlife. People who join, or remain as a member, and engage in practices that undermine or run contrary to Object 2.(1), are not eligible for membership.

(3) Maintain accreditation from the NPWS;

(4) Develop and maintain a membership of dedicated volunteers;

(5) Train our members in the appropriate care of native Australia wildlife and ensure we maintain the best standards of care;

(6) Build productive links with our stakeholders, including government agencies (local, state and commonwealth), other wildlife groups in our region and the general community;

(7) Raise public awareness of wildlife issues through educational activities and public displays;

(8) Ensure the donations we receive are put to their most effective use in the rescue, rehabilitation and release of native Australian wildlife; and

- (9) To establish and maintain a public fund to be called the Wildcare Queanbeyan Public Fund for the specific purpose of supporting the environmental objects/purposes of Wildcare Queanbeyan Inc. The Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.

PART III - MEMBERSHIP

Membership Qualifications

- 3.(1) A person is eligible to be a member of the association if:
- (a) the person is a natural person, and
 - (b) the person has been approved for membership of the association in accordance with clause 4.
- 4.(1) Application for membership shall be made in writing (including by email or other electronic means, if the committee so determines), signed by the applicant, and in such form and containing such requirements as the Committee prescribes. Memberships are not transferable to another person.
- (2) As soon as practicable after the receipt of an application for membership, it shall be considered by the Committee, to determine the admission or rejection of the applicant.
- (3) As soon as practicable after the Committee makes its determination, the secretary must notify the applicant, in writing, that the Committee approved or rejected the nomination (whichever is applicable).

Cessation of Membership

5. A person ceases to be a member of the association if the person:
- (a) dies;
 - (b) resigns that membership;
 - (c) is expelled from the association; or
 - (d) fails to pay his/her annual membership fee by the date specified by the Committee.

Resignation of Membership

6. A member may resign from the association by first giving to the Secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign. On the expiration of the period of notice, the membership ceases.

Register of Members

- 7.(1) The Secretary must ensure a register of members of the association is maintained (whether in written or electronic form), specifying the name and postal, residential or email address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the association and/or at the NPWS and must be open for inspection, free of charge, by any member of the association at any reasonable hour.

Fees and Subscriptions

- 8.(1) A member of the association must, on admission to membership, pay to the association an annual membership fee of an amount set down by the Committee or, if some other amount is determined by the Committee, that other amount.
- (2) The financial year shall conclude on 30th June of each year.

Members' Liabilities

9. The liability of a member of the association to contribute towards 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, as required by clause 8.

Resolution of Internal Disputes

10. Having exhausted conflict resolution procedures outlined in the by-laws, disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

Disciplining of Members

- 11.(1) A complaint may be made by any member of the association that some other member of the association:
 - (a) has persistently refused or neglected to comply with a provision of this constitution and/or the by-laws of the association; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association; or
 - (c) has neglected to provide appropriate care to animals in their charge.
- (2) The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the Committee decides to deal with the complaint, the Committee must:
 - (a) cause notice of the complaint to be served on the member concerned; and
 - (b) give the member at least 14 days from the time the notice is served to make submissions to the Committee in connection with the complaint; and

- (c) take into consideration any submissions made by the member in connection with the complaint.
- (4) The Committee may, by resolution, expel the member from the association or suspend the member from membership of the association 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.
- (5) 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 of the action taken, of the reasons given by the Committee for having taken that action and of the members right of appeal under clause 12.
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned; or
 - (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under subclause 12(4), whichever is the later.

Right of Appeal of Disciplined Member

- 12.(1) A member may appeal to the association in special 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 purposes of the appeal.
- (3) On receipt of a notice from a member under subclause 12(1), the Secretary must notify the Committee which is to convene a special general meeting of the association to be held within 28 days after the date on which the Secretary received the notice.
- (4) At a special general meeting of the association convened under subclause 12(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) If at the special general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART IV - THE COMMITTEE

Powers of the Committee

13. Subject to the Act, the Regulation, this constitution and to any resolution passed by the association in general meeting, the Committee:
 - (a) is to control and manage the affairs of the association; and
 - (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association; and
 - (c) has 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 association.

Composition and Membership

- 14.(1) The management of the association shall be vested in a Committee consisting of the executive and other members selected by the membership at the annual general meeting.
 - (2) The executive of the Committee are as follows:
 - (a) the President;
 - (b) the Vice-president;
 - (c) the Treasurer;
 - (d) the Secretary; and
 - (e) the Overall Species Co-ordinator - not an elected position but appointed by the Committee.
 - (3) Other Committee members are as specified in the by-laws of the association:
 - (4) Each Committee member is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
 - (5) In the event of a casual vacancy occurring in the membership of the Committee, the Committee shall advertise the vacancy to the general membership. Having considered any nominations, the Committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
 - (6) A committee member may hold up to two offices (other than both the President and Vice-president offices).
 - (7) The Overall Species Co-ordinator and the species co-ordinators must have experience/expertise acceptable to the Committee in the care of Australian fauna.
 - (8) Committee members must:
 - (a) disclose any potential conflict of interest;

- (b) hand over any documents of the association within 14 days after ceasing to hold office; and
- (c) not use their position or information for a dishonest purpose or to make a profit.

Election of Committee Members

- 15.(1) Nominations of candidates for election as Committee members must be notified to the Secretary at least seven days prior to the commencement of the annual general meeting at which the election is to take place.
- (2) A person nominated as a candidate for election must be a member of the association.
- (3) Elections will be determined as follows:
- (a) where there are no nominations, nominations will be invited from members at the meeting;
 - (b) where there is only one nominee, unless there are objections from members at the meeting, the nominee will be appointed to the position;
 - (c) where there are multiple nominations, nominees will state their suitability for the position at the meeting before a vote takes place.
- (4) The vote for the election of Committee members is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct, including a secret ballot if the members so desire.

Resignation of a Committee Member

16. A member of the Committee may resign by first giving to the Secretary or President written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign. On the expiration of the period of notice, the member ceases to be a Committee member.

Casual Vacancies

- 17.(1) Other than where a vacant position is not filled at an annual general meeting, 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 association; or
 - (c) becomes an insolvent under administration within the meaning of the Corporations Law; or
 - (d) resigns office by notice in writing given to the Secretary; or
 - (e) is removed from office under clause 18; or
 - (f) becomes a mentally incapacitated person; or
 - (g) no longer meets the requirements under subclause 14(8); or
 - (h) is absent without the consent of the Committee from 3 consecutive Committee meetings; or
 - (i) is granted a leave of absence by the Committee and it is deemed necessary the position can be filled temporarily.

Removal of a Committee Member

- 18.(1) The association in a general meeting may by resolution remove any member of the Committee from the 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 to whom a proposed resolution referred to in subclause 18(1) makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the Secretary or the President may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

Meetings and Quorum

- 19.(1) The Committee must meet at least every second month at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by any member of the Committee.
- (3) Oral or written notice of a meeting of the Committee must be given by the Secretary, or a Committee member delegated by the Secretary, to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Any 3 members of the Committee, including at least two of which are either executive or elected members, 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 time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (6) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (7) At the meeting of the Committee:
 - (a) the President or, in the President's absence, the Vice-president is to preside as Chair; or
 - (b) if the President and the Vice-president are absent or unwilling to act as Chair, one of the remaining members of the Committee as chosen by the members present, will preside.
 - (c) the Secretary or, in the Secretary's absence, one of the remaining members of the Committee as chosen by the members present, is to take minutes. Minutes of meetings are to be made available to members of the association in accordance with the terms set out in the by-laws.
- (8) At the discretion of the Committee, members of the association may be permitted to attend Committee meetings by request, but are not able to vote on any matter.

Use of technology at committee meetings

- 20.(1) A committee meeting may be held at two or more venues using 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.

Delegation by Committee to Sub-Committee

- 21.(1) The Committee may delegate to one or more sub-committees (consisting of such member or members of the association as the Committee thinks fit) the exercise of such functions of the Committee as are specified by the Committee, other than:
- (a) this power of delegation;
 - (b) a function which is a duty imposed on the Committee by the Act or by any other law.
- (2) A function which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) 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 or circumstances, as may be specified in the delegation.
- (4) Despite any delegation under this clause, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.
- (8) The sub-committee is to seek approval from the Committee for all decisions made in sub-committee.

Voting and Decisions

- 22.(1) Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second casting vote.
- (3) Subject to subclause 19(4), 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 appointed by the 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.

PART V – GENERAL MEETINGS

- 23.(1) General meetings, which include ordinary, annual and special general meetings, will be held at least annually.
- (2) The Chair may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting) adjourn the unfinished business to the next scheduled general meeting.
- (3) The Secretary or, in the Secretary's absence, one of the remaining members of the Committee as chosen by the members present, is to take minutes. Minutes of meetings are to be made available to members of the association in accordance with the terms set out in the by-laws.
- (4) Meetings may be held at more than one venue using technology that allows members in different places to participate.
- (5) For a summary of the requirements for all general meetings, both annual general meetings and special general meetings, see Appendix 1 of this constitution.

Annual General Meetings – holding of

24.(1) The association must convene an annual general meeting within 6 months after the close of the association's financial year (ends 30 June) or within such later time as may be allowed under the Act.

Annual General Meeting – calling of and business at

- 25.(1) The annual general meeting of the association is, subject to the Act and to clause 23, to be convened on such a date and at such a place and time as the Committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since the meeting;
 - (b) to receive from the Committee reports on the activities of the association during the last preceding financial year;
 - (c) to elect executive and ordinary members of the Committee;
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

Special General Meetings – calling of

26.(1) The Committee may, whenever it thinks fit, convene a special general meeting of the association.

- (2) The Committee must, on the requisition in writing of at least five per cent of the total number of members, convene a special general meeting of the association.
- (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; 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 1 month after that date on which a requisition of members for the meeting is lodged with the Secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in subclause 26(4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee and any member who consequently incurs reasonable expense is entitled to be reimbursed by the association for any expense so incurred.
- (6) For the purposes of subclause (3):
 - (a) A requisition may be in electronic form, and
 - (b) A signature may be transmitted, and a requisition may be lodged, by electronic means.

Notice

- 27.(1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent to each member at the member's address appearing in the register of members, a notice 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 association, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member specifying, in addition to the matter required under clause 26(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, which may be transacted under sub clause 25.(2).
- (4) A member desiring to bring any business before a general meeting may give reasonable 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.

Procedure

- 28.(1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Any five members present, including at least two of which are either executive or elected Committee members (all being members entitled under this constitution to vote at a general meeting), constitute a quorum for the transaction of the business of a general meeting. For a general meeting, called under subclause 26.(4), any five members (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of business.
- (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 (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

Presiding Member

- 29.(1) The President or, in the President's absence, the Vice-president, is to preside as Chair at each general meeting of the association.
- (2) If the President and the Vice-president are absent or unwilling to act, one of the remaining members as chosen by the members present will preside.

Adjournment

- 30.(1) The Chair of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, 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 members of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses 29.(1) and 29.(2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

Making of Decisions

- 31.(1) A question arising at a general meeting of the association is to be determined by either:
- (a) a show of hands, or

- (b) a written ballot, if on motion of the chair or of 5 or more members present at the meeting.
- (2) If the question is to be determined by a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, an entry to that effect in the minutes of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the Chair.

Special Resolution

32. A special resolution may only be passed by the association if it is supported by at least three-quarters of the votes cast by members of the association who, under the associations constitution are entitled to vote on the proposed resolution:

- (a) at a general meeting of which notice specifying the intention to propose the resolution as a special resolution was given at least 21 days before the date on which the meeting is held, or
- (b) in such other manner in accordance with the Act.

Voting

- 33.(1) On any question arising at a general meeting of the association a member has one vote only.
- (2) All votes must be given in person or by postal ballot. Proxy voting must not be undertaken at or in respect of a general meeting.
 - (3) In the case of an equality of votes on a question at a general meeting, the Chair of the meeting is entitled to exercise a second or casting vote.
 - (4) A member is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

PART VI – MISCELLANEOUS

Insurance

34. The association must effect and maintain insurance, including as required under operating licence conditions.

Funds – source

35.(1) The funds of the association are to be derived from annual membership fees, donations, training course fees, fundraising activities and, subject to any resolution passed by the association in general meeting, such other sources as the Committee determines.

- (2) All money, with the exception of tax deductible donations, received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

Wildcare Queanbeyan Inc. Funds – management

- 36.(1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the Committee determines.
- (2) All cheques and other negotiable instruments must be signed by any two members of the executive.
- (3) In the event of the association winding up, all assets will be donated to a similar wildlife rescue group to be decided on by a majority of members. See clause 44 for the management of the Wildcare Queanbeyan Public Fund.

Alteration of the Constitution

37. This constitution may be altered, rescinded or added to only by a special resolution of the association.

Authorised Signatories

- 38.(1) Documents may be executed by two authorised signatories.
- (2) The public officer is an authorised signatory by virtue of the office. The Committee may appoint (and revoke) other authorised signatories from among the members of the Committee.

Public Officer

39. The public officer is appointed by the Committee and must carry out their duties in accordance with the Act.

Custody of Books

40. Except as otherwise provided by this constitution, the Secretary must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

Inspection of Books

41. The records, books and other documents of the association must be open for inspection, free of charge, by a member of the association at any reasonable time.

Service of Notices

- 42.(1) For the purpose of this constitution, a notice may be served by or on behalf of the association on any member either personally, by sending it by prepaid post or by email or other electronic means to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purposes of this constitution to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

Postal Ballots

43. The association may hold a postal ballot to determine any issue or proposal, including the election of Committee members (other than an appeal under clause 12).

PART VII - RULES FOR WILDCARE QUEANBEYAN PUBLIC FUND

- 44.(1) The objective of the fund is to support the organisation's environmental purposes.
- (2) The organisation agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the fund are only used for its principal purpose.
- (3) The income and property of the organisation shall be used and applied solely in promotion of its objects and no portion shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to members, directors, or trustees of the organisation.
- (4) Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of the organisation and not be influenced by the preference of the donor. [Also, will not act as 'mere' conduit]
- (5) In the case of winding up the Wildcare Queanbeyan Public Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.
- 6) Members of the public are to be invited to make gifts of money or property to the fund for the environmental purposes of the organisation.
- (7) Money from interest on donations, income derived from donated property, and money from the realisation of such property is to be deposited into the fund.
- (8) A separate bank account is to be opened to deposit money donated to the fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the organisation.
- (9) Receipts are to be issued in the name of the fund and proper accounting records and procedures are to be kept and used for the fund.
- (10) The fund will be operated on a non-profit basis.
- (11) A committee of management of no fewer than three persons will administer the fund. The committee will be appointed by the organisation. A majority of the members of the

committee are required to be “responsible persons” as defined by the Guidelines to the Register of Environmental Organisations.

PART VIII – LEE EDUCATION AND TRAINING FUND

- 44.(1) The objective of the fund is to provide assistance for education and training for Wildcare members, outside the normal Wildcare provided programs.
- (2) The Fund is open to support:
- (a) attendance at education and training courses by Wildcare members who have had a minimum of three years membership; and
 - (b) attendance of educators and trainers to run courses consistent with Wildcare objectives.
- (3) Assistance through the Fund is to meet such outlays as course registration fees, travel, and accommodation.
- (4) There will be a maximum expenditure of \$500 for any member receiving assistance over a two year period.
- (5) The Fund will be administered by a committee comprising:
- (a) The current or a past President of Wildcare;
 - (b) A life member of Wildcare;
 - (c) A representative of the *donor*;
 - (d) The current Treasurer of Wildcare; and
 - (e) The current Education and Training Officer of Wildcare
- (6) Decisions of the Lee Fund Committee will be by majority vote. Postal voting will be allowed.
- (7) The Lee Fund Committee will prepare an annual report evaluating the performance of the Fund.
- (8) The Wildcare Education and Training Officer will report to the Wildcare Committee on the progress of the Fund from a training and education perspective.
- (9) The Wildcare Treasurer will report to the Wildcare Committee on the Fund’s financial position on a regular basis.
- (10) The recipient of assistance from the Fund will prepare a report to the Wildcare Committee outlining the experience gained from attending the course and how it will benefit Wildcare objectives. Proof of expenditure is also required by way of receipts, etc.

Appendix 1 to Wildcare Queanbeyan Inc. Constitution

Meetings	All General Meetings	Special General Meetings	Annual General Meetings	Committee Meetings
Business		<ul style="list-style-type: none"> - Give direction to Committee on topics requiring immediate action - Receive Committee reports - *Amend constitution - *Revoke or suspend a membership 	<ul style="list-style-type: none"> - Confirm minutes of previous AGM and any SGM since - Receive Committee reports - Elect Committee members - Receive financial statement - Any other business 25(2) 	<ul style="list-style-type: none"> - Day to day management of the association - Amend by-laws as required 1(1)
Frequency	- At least annually 23(1)			- At least every second month 19(1)
Timing		<ul style="list-style-type: none"> - Whenever committee thinks fit 26(1) - On request of at least 5% of members 26(2) and 26(4) 	- Within 6 months after close of financial year 24.(1)	<ul style="list-style-type: none"> - At least every second month 19(1) - Additional meetings may be convened by any Committee member 19(2)
Quorum	- Any 5 members, including at least two of which are either executive or elected Committee members 28(2)	- If called under subclause 26(4), any 5 members 28(2)		- Any 3 Committee members, including at least two of which are either executive or elected 19(4)
Notice	- 14 days notice in writing to members, specifying place, date, time, nature of business to be transacted 27(1)	- For special resolution, 21 days notice in writing to members, specifying place, date, time, nature of business to be transacted, nature of special resolution 27(2)		- Oral or written notice at least 48 hours prior to start (or other period as unanimously agreed by Committee members) 19(3)
Chair	- President (then Vice-president or else member chosen by members present) 29(1)			- President (then Vice-president or as chosen by Committee members present) 19(7)
Voting	<ul style="list-style-type: none"> - Show of hands (Chair has second or casting vote if equal) - Written ballot on motion of Chair or 5 or more members 31(1) or postal ballot 33(2) - Proxy vote not allowed 33(2) 			- Majority vote (Chair has second or casting vote if equal) 22(1)&(2)
Majority	<ul style="list-style-type: none"> - For ordinary resolution, a majority of votes 31.(1) - For special resolution, at least ¾ of votes 32 			- Majority of votes of members of the Committee or sub-committee present 22(1)&(2)
Minutes	- To all members in accordance with by-laws 23.(3)			- To all members in accordance with by-laws 19(7)

*Note: A special resolution is required to change the constitution or revoke membership. All others are ordinary resolutions.