

CONSTITUTION
ALDINGA BAY RESIDENTS ASSOCIATION INC. DRAFT III

1 Title

- a) The name of the organization shall be Aldinga Bay Residents Association Incorporated, hereinafter called ABRA, or the Association.

Defined Area

- b) The area in which ABRA is concerned includes the suburb of Aldinga and its surrounding areas.

Powers of the Association

- c) The Association shall have all the powers as conferred in Section 25 of the Associations Incorporation Act of S.A., 1985.

2 Aims and Objectives

The aims of ABRA are:

- a) To generate awareness of residents on matters relating to physical, environmental, social and cultural activities.
- b) To initiate community response, policies and research which relate to the physical, environmental, social and cultural needs of the defined area.
- c) To review relevant proposals, actions and policies of Local, State and Commonwealth Governments; Public, Private and Statutory Authorities which may impact the residents of the Defined Area.
- d) To support, cooperate and encourage other organizations and persons from within the defined area whose aims and activities are consistent with those of ABRA.
- e) To encourage residents to take part and be involved in the maintenance and improvement of the amenities in the defined area.
- f) As a not-for-profit organisation, ABRA aims to disseminate any surplus funds back into community project(s) and/or amenities when and if deemed appropriate by the Committee.

3 Politics and Religion

The Association shall be non party political and non-sectarian.

4 Membership

- a) Membership of the Association shall be open to any person who has an interest in the Defined Area, and who:
- has made payment of the stipulated subscription and,
 - has filled in and signed an application form and,
 - will be subject to compliance with the aims and Constitution of ABRA, and
 - is approved by the Committee.
- b) The subscriptions shall be determined annually by the Committee and shall apply to the following categories:
- (i) Individuals
 - (ii) Families (A group of related people living at the same address)
 - (iii) Pensioners, students
 - (iv) others at the discretion of the Committee
- c) A roll of members shall be kept by the Treasurer and shall be made available by the Treasurer or other Membership Officer (should one be so designated) for inspection by such persons and upon such conditions as the Committee may determine. In particular, an up-to-date membership roll must be available at each General Meeting of the Association to determine quora and voting rights.
- d) Life Membership and/or Honorary Membership may be recommended by the Committee to the Annual General Meeting, where it must be approved by a two-thirds majority of financial members present.
- e) All financial members at the time of any General Meeting of the Association are entitled to vote on any issue, or stand for a committee position

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5. Committee

- a) The designated Officers of the Association shall be: the President, the Vice President, the Secretary and the Treasurer. These officers, one of whom shall be the Public Officer, shall constitute the Executive of the Association.
- b) There shall be a Committee of the Association which shall consist of the Executive and at least four (4) additional members.
- c) A pool of committee members shall be elected at the Annual General Meeting of the Association in accordance with Section 8 (b) and shall hold office until the next Annual General Meeting. The said pool shall elect the Executive Officers from within as soon after the said AGM as possible, and must advise all members of the Association in the next Association newsletter
- d) A quorum of five (5) persons, which will include at least 2 members of the Executive, is required for proceedings of the Committee.
- e) Any financial member of the association may attend meetings of the Committee as an observer, but shall take no part in the proceedings unless invited to do so by the Chairperson of the meeting.
- f) Any member of the Committee who is absent from two (2) consecutive Committee meetings without an apology being given to that Committee shall cease to be a committee member.
- g) Any Committee member may be removed from office by a specially summoned meeting of the Association called for that purpose on twenty one (21) days notice to every member as per by-law 5. A meeting which removes a Committee member shall elect a successor
- h) Should any 2 Executive members be related or live in the same household, then only one can sign towards or authorise any financial outgoings. When 2 signatures/authorities are required, one signatory must be a member of the executive and another, a committee member who is not a relative or does not reside with the fore-mentioned.

6. Eligibility of Members for Elections to the Executive and The Committee

- a) Members of the Executive and Committee must reside within the defined area and be current financial members of the Association for the full term of their office.
- b) Members of State or Federal Parliament, or Elected Members of Local Government, may not be elected to the committee.

7. Scope of the Committee

- a) Subject to any direction of the Association in General Meetings, the Committee shall have control, management of, and responsibility for, the affairs, finances and publications of the Association, and be empowered at all times and in all circumstances to take any action deemed necessary to advance or support the objectives of the Association.
- b) The Executive and/or the President shall be able to:
 - i. Call meetings of the Committee. The agenda for such meetings should be set collaboratively by the President and Secretary with input from other members of the committee, and circulated to all committee members at least 24 hours prior to the meeting
 - ii Call regular meetings of the Association in collaboration with the Committee, and set the agenda for any General or Annual General meeting so called.
 - iii Arbitrate any matters that the committee may consider but fail to come to a consensus
 - iv Advocate for the Association's members, and negotiate on their behalf.as seen fitting
 - v. Fill any casual vacancy occurring on the Executive, subject to the endorsement of the next Committee and subsequent General Meeting. The priority for filling such vacancies will be
 - a). from within the committee, then
 - b). from other financial members of the Association, after advertising in a Newsletter

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- c) The Committee shall meet at least 6 times per year or more as required by the Executive. It shall have power to:
- i Call and organise the agenda and publicity for all meetings of the Association
 - ii Manage the modes of the Association's income including determining annual subscription rates for members
 - iii Be responsible for ensuring a regular Association publication, newsletter and/or website
 - iv Convene subcommittees in accordance with By-Law 6. to examine issues and/or conduct research as the committee requires
 - v Exclude any person from the association should they be deemed to be uncompliant with any of the Aims and Objectives of ABRA as defined in Section 2 above
 - vi Make and amend by-laws provided that they be consistent with the Constitution and endorsed by the next General Meeting of the Association
 - vii Deal with any question or situation not provided for in the Constitution or these By-Laws. *(From ByLaw 2)*

8. Meetings of the Association

- a) Regular General Meetings of the Association shall be called at the discretion of the committee.
- b) An Annual General Meeting shall be held within thirty (30) days of July 31st each year, and as prescribed by the relevant by-law.
- c) At each Annual General Meeting, the President shall present a report of the year's activities, and the Treasurer shall present a financial report together with an audited financial statement.
- d) A Quorum at all General Meetings which include decisions to be voted on shall be a minimum of 20% of currently financial members
- e) Voting rights at all General Meetings shall be limited to financial members.

9. Voting

- a) Voting at all meetings of the Association shall be by show of hands by the financial members present at such a meeting.
- b) Each financial member present at a meeting, excepting for the President, (or Meeting Chairperson by Proxy has one (1) vote
- c) Each 'family' shall have only two (2) voting representatives.
- d) The President) shall have a deliberative and a casting vote.
- e) Proxy voting may be available for current financial members who are to be absent, on certain issues as determined by the committee

10. Accounts of the Association

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- a) The Accounts of the Association shall be kept by the Treasurer.
- b) An Auditor for the succeeding year shall be appointed annually at the Annual General Meeting.
- c) The Association's banker shall be determined by the Committee.
- d) The authorised signatories to the Association's bank account shall be any two (2) of the President, Vice President, Treasurer, Secretary and one other committee member.
- e) The financial year of the Association shall begin on the 1st July each year and end on the 30th June of each year following.
- f) Subscriptions for renewal of all memberships shall be determined annually by the committee and will fall due within thirty (30) days of the Annual General Meeting.

11. Amendments to the Constitution.

This shall be the only Constitution of The Aldinga Bay Residents Association Incorporated, and shall come into force forthwith and may only be altered or changed by a two-thirds majority of financial members present at a properly convened General Meeting of the Association, with the prescribed notice having been given in accordance with the By-Laws.

12. Dissolution of the Association

- a) The Association may be dissolved by a special resolution of which twenty-one (21) days notice has been given in writing to all financial members in the manner prescribed in the By-Laws, and a properly convened General Meeting passes such a motion.
- b) When the Association is dissolved, its remaining funds, if any, shall be distributed in accordance with a motion, included in the dissolution procedure outlined above and passed under the same requirements.
- c) No monies, apart from properly approved reimbursements or retainers due shall be paid to any member of the Association.

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BY-LAWS**

General Meetings

1. The time and place of the Annual General Meeting shall be determined by the Committee.
2. The Committee shall have the power to deal with any question or situation not provided for in the Constitution or these By-Laws.
3. Any notice published in accordance with these By-Laws 5 a) and 5 b) shall be deemed to have been received by every member on the day of such publication.
4. Notices of Motion for discussion at Special General Meetings must appear in their entirety in the notices of the meeting. No business other than that set out upon the notice paper shall be discussed at the meeting.
5. a) Not Less than ten (10) days notice of the Annual General Meeting as required by the Constitution shall be published in the *COASTAL VIEWS*, *The Advertiser* or some other locally available newspaper or publication distributed in the majority of the defined area.
b) Publication of notices of General and Special Meetings in *COASTAL VIEWS* or the other newspaper chosen as in 5 above, shall be deemed to constitute notice in writing to every member.
6. Further to the provision of the Constitution, Clause 7 a) A Sub Committee shall
 - a) Elect one of their own members to be Chairperson, and shall keep minutes and records which are to be handed to the Committee if called upon.
 - b) Hold office until the end of the financial year or until their task is completed, whichever is the sooner.
 - c) Consist of Committee members or ordinary members of the Association, however, it is desirable that the sub-committee Chairperson be a member of the Executive of the Association.

Election of Committee

7. No nomination may be withdrawn after distribution of the Ballot Papers.
8. Where no nominations are received or where insufficient persons are nominated to fill the vacancies, the retiring Committee together with those new Committee present, may fill such vacancies.

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