Hunter Arts Network Inc. Constitution

1. Name of the Association

1.1 The association shall be **Hunter Arts Network Incorporated,** abbreviated as **HAN**

2. Objectives of the Association

2.1 To represent, promote and develop visual arts, crafts and design

2.2 To provide professional development and educational services to members

2.3 To advocate on behalf of members

3. Membership qualifications

3.1 Membership is open to artists and artisans within the Hunter and surrounding regions

3.2 Membership is subject to approval by HAN

3.3 Membership is open only to individuals who accept HAN's objectives and rules

3.4 Membership is not transferrable

4. Register of members

4.1 A register of members shall be kept by the Membership Officer, showing the name, contact details and date of joining the Association.

5. Fees

5.1 Membership fees due annually

6. Members liabilities

6.1 The members of the Association shall have no liability to contribute towards the payment of debts and/or liabilities of the Association or the costs, charges and expenses of the winding up of the Association except to the amount of any unpaid membership fees.

7. Disciplining of members

7.1 Members may be disciplined by the Executive for non-compliance with HAN regulations.

7.2 Members may appeal in writing such disciplinary decisions to the Committee

8. Internal disputes

8.1 Disputes between members (in their capacity as members) of the Association and disputes between members and the Association, are to be referred, in writing, to the Executive Committee.

8.2 A process of negotiation, arbitration or formal mediation shall be instituted by the Executive Committee or its delegated officers.

8.3 The Executive Committee may, by resolution, suspend or expel a member from the Association if, after considering a complaint and any submissions made in connection with a complaint, it determines that a member has persistently and wilfully acted in a manner prejudicial to the interests of the Association.

9. **Committee**

9.1 The Association will be governed by the Elected Office bearers (known as the Executive Committee) and other members known as the Committee.

9.2 The Executive Committee shall be:

President/Chairperson

Vice President

Secretary

Treasurer

Public Officer

Public Relations and Media Officer

Membership Officer

9.2.1 The Committee shall ensure that a person is appointed as Public Officer.

9.2.1.1 The Public Officer is required to notify the Department of Fair Trading by the prescribed form in the following circumstances:

(i) appointment (within 14 days);
(ii) a change of residential address (within 14 days);
(iii) a change in the Association's objects or rules (within one month);
(iv) a change in the Association's financial affairs (within one month after the Annual General Meeting);
(v) a change in the Association's name (within one month).

9.2.2 The Public Officer may be an Office Bearer, Committee member, or any other person regarded as suitable for the position by the Committee.

9.2.3 The Public Officer shall keep a register of members of the Committee which must;

(i) contain the name and contact details of each Committee member and the date on which they became a member of the Committee;
(ii) be updated within one month of any change taking place;
(iii) be made available for inspection by any person at all reasonable hours and free of charge

9.2.4 The Public Officer is required to ensure that Insurance is current. The Association shall effect and maintain insurance as required under the Associations Incorporation Act, together with any other insurance which may be required by law or regarded as necessary by the Association.

9.3 In addition to the Executive Committee, the Committee shall include other members either elected or appointed by the Executive.

9.4 A quorum for a Committee meeting is one third of the Committee, inclusive of at least one of the Executive.

9.5 Sub-committees may be formed to carry out specific tasks on behalf of the Association.

9.5.1 One of the Executive is to be an ex-officio member of any such sub-committee;

10. **Calling of general meetings**

10.1 There will be three forms of General meetings:

10.1.1 The **Annual General Meeting** [AGM].An Annual General Meeting of the Association shall be held annually.

10.1.1.1Nomination of candidates for election as Office Bearers and other Committee members may be made at the Annual General Meeting.

10.1.2 **Special General Meeting**. The Committee may convene a Special General Meeting or must do so at the request of at least ten per cent of the total number of members of the Association. Such a request must be lodged with the Secretary in writing and be signed by the members making the request.

10.1.3 Association Meeting [commonly referred to as **General Meetings**].

10.2 At least 14 days notice of the Annual General Meeting and any Special General Meeting and notices of motion(s) shall be given to members. In the case of such General Meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least 21 days before the meeting.

10.3 No business other than that specified in the notice convening a Special General Meeting is to be transacted at the meeting except, in the case of an Annual General Meeting, business which may be transacted under (10.4.i) below.

10.4 In the case of the Annual General Meeting, the following business shall be transacted:

(i) confirmation of the minutes of the last Annual General Meeting and any recent Special General Meeting;
(ii) receipt of the Executive Committee's report of the activities of the Association in the last financial year
(iii) election of the Executive and other members of the Committee;
(iv) receipt and consideration of an annual financial statement; and
(v) any other business of which notice has been given to the members.

11. Notice of general meetings

11.1 Written notice of all General Meetings shall be given to members personally, by post or by electronic means.

12. Procedure at general meetings

12.1 The quorum for a General Meeting shall be seven members present in person, two of whom must be Executive members.

12.2 The Committee members present shall elect one of their number to act as chairperson.

12.3 Voting at General Meetings shall be by a show of hands unless a secret ballot is demanded by the membership or by the Committee. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution where a three quarter majority is required.

12.4 There shall be no proxy voting.

12.5 In the case of a tied vote the person appointed to chair the General Meeting shall have a second or casting vote.

13. Postal ballots

13.1 Resolutions at a Special General Meeting, may be voted on electronically or postal if determined by the executive

14. Sources of funds

14.1 Members annual fees

14.2 Income received from events run by the Association

14.3 Other income as generated from sponsorship & grants

15. Management of funds

15.1 The Treasurer shall ensure that all money received by the Association is paid into an account in the Association's name.

15.2 Payments shall be made by cheque, signed by two of three signatories, or electronically, as authorised by the Committee.

16. Custody of books etc

16.1 The Secretary shall ensure that records of the business of the Association including the Constitution, by-laws, minutes of all meetings and correspondence are kept. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.

16.2 The common seal of the Association shall be kept in the custody of the Secretary and shall only be affixed to a document with the approval of the Committee.

16.3 The Membership Officer shall maintain the register of members,

17. Inspection of books etc

17.1 The Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the Association. These records shall be available for inspection by any members and shall be held in the custody of the Treasurer.

18. Financial year

18.1 The financial year is from 1st January to 31st December.

19. Special Resolutions

19.1 A special resolution must be passed by a Special General Meeting of the Association to effect the following changes:

(i) alterations within the Association's Constitution
(ii) an amalgamation with another incorporated association;
(iii) to voluntarily wind up the Association and distribute its property;
(iv) to apply for registration as a company or a co-operative.

19.1.1 A special resolution shall be passed in the following manner:

(i) a notice must be given to all members advising that a General Meeting is to be held to consider a special resolution;
(ii) the notice must give details of the proposed special resolution and give at least 21 days notice of the meeting;
(iii) a quorum must be present at the meeting; and at least three quarters of the valid vote must be in favour of the resolution.

20. Distribution of property on winding up of association

20.1 In the event of the winding up of the Association, any surplus property of the Association shall be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.

20.2 Surplus property is that property of the Association remaining after all debts and liabilities and the costs, charges and expenses of winding up have been satisfied.

21. Additional

21.1 Any matter arising that is not covered by the rules of **The Constitution of the Hunter Arts Network Inc**. will be dealt with according to the **Model Rules for an Incorporated Association (2009)**, provided by the Department of Fair Trading (NSW Government).