

NEW CONSTITUTION 2011

A G M 13th MAY 2011

CONSTITUTION OF THE KALAMUNDA COMMUNITY LEARNING CENTRE
(Inc.)

The name of the association is KALAMUNDA COMMUNITY LEARNING CENTRE (Inc.) hereinafter called “The Centre.”

1. Objectives

The objects for which The Centre is established are:

- 1.1 to provide a non-political, non-sectarian facility through which all members of the community may ascertain and express their continuing educational and creative needs – personal, social and vocational.
- 1.2 to explore and expand the informal and formal educational resources available in the community;
- 1.3 to provide co-ordinating facilities to help those needs to be met;
- 1.4 to initiate, organise, sponsor and encourage seminars, workshops, talks and similar activities among members of the community, both adults and children;
- 1.5 participate in areas consistent with the philosophy of The Centre;
- 1.6 to promote The Centre’s involvement in community activities in the area.
- 1.7 to encourage cultural exchange between people of all origins;
- 1.8 to provide a contact point in the community as a means of breaking down barriers and isolation;
- 1.9 to establish a resource centre relevant to the needs of its members;
- 1.10 subject to financial viability to provide a creche with a playroom supervisor and rostered carers to care for the children for whom members of The Centre are responsible;
- 1.11 PROVISION: the income and property of The Centre wheresoever derived shall be applied solely towards the promotion of its objects as set forth in this Constitution and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever to its members PROVIDED THAT nothing herein shall prevent the payment in good faith of any remuneration to any officer or servant of The Centre for services actively rendered to it.

GENERAL

- 2.1 A member of The Centre shall be defined as:
A member of The Centre Executive, an Assistant Coordinator, a member of a Workgroup, a Tutor, a Class Participant or a Friend of The Centre.
- 2.2 A Register of Members shall be kept in storage at The Centre.
- 2.3 Voting
All members shall have full voting rights at a General Meeting or an Annual General Meeting.
- 2.4 Quorum
Any meeting shall have seven (7) voting members to form a Quorum.
- 2.5 Fees
All fees will be set at a General Meeting

3. Definitions

- 3.1.1 The Centre Executive shall consist of the following elected office bearers: Such office bearers may not hold dual roles unless appointed under 7.2.6
- 3.1.2 Three Coordinators.
- 3.1.3 Treasurer.
- 3.1.4 Secretary.
- 3.1.5 Registrar.
- 3.1.6 Programmer
- 3.2 **Friends of The Centre.**
The maximum number of Friends of The Centre shall be limited to ten at any one time. Fees to be paid annually, at a fee to be determined by a General Meeting.

4 Meetings

- 4.1 An Annual General Meeting shall be held each year within four months of the end of the financial year.
- 4.2 Special General Meetings may be called by The Centre Executive or upon application by twelve members to The Centre Executive. Such meetings must be held within twenty-one days of the application being received.
- 4.3 General Meetings shall be restricted to members of The Centre. The Chairperson shall have a casting vote, as well as a deliberate vote.
- 4.4 Notice of General Meetings shall be given to all members at least twenty one days prior to such a meeting either in the Newsletter or in such other manner as is determined by the Coordinating Committee stating the time, date and place of the meeting and the general nature of any special business. The non- receipt of any such notice by a member shall not invalidate a resolution passed at any such meeting.
- 4.5 There shall be a chairperson appointed for any General Meeting who shall be appointed by The Centre Executive. A Presiding Officer shall be appointed to conduct nominations and elections at Annual General Meetings. In any other event the meeting shall nominate its own Presiding Officer.
- 4.6 At least one General Meeting will be held each semester.

5. Amendments to this Constitution

- 5.1 The Constitution may be amended by a 75% majority of voting members at an Annual General Meeting or a Special General Meeting to be called for such purpose, PROVIDED THAT notice of such amendments shall be communicated to all members of The Centre at least twenty one days prior to the meeting at which the amendments are to be considered.

6. Accounts and Audit

- 6.1 The Centre Executive shall cause proper accounts to be kept at all times and shall prepare and lay before the Annual General Meeting such profit and loss accounts and balance sheets as are applicable to The Centre. These accounts must be audited before the Annual General Meeting.
- 6.2 Financial statements shall be made available for each General Meeting.
- 6.3 A properly qualified auditor or auditors shall be appointed at an Annual General Meeting

- 6.4 All records shall be kept in storage at The Centre for the statutory period
- 6.5 Records may only be removed from The Centre with the authorisation of The Centre Executive and such removals and returns shall be recorded in the Daybook.
- 6.6 The cost of conducting the Creche is part of the general expenses of The Centre supported out of general funds.
- 6.7 SIGNATORIES – There will be four signatories for each bank account, the three coordinators and the treasurer any two of whom shall sign jointly all cheques and/or electronic fund transfers.
- 6.8 Any on-line account for investment that transfers monies between the linked investment account and the linked cheque account only need one signatory who shall be a signatory to the cheque account.
- 6.9 The financial year of The Centre shall be the twelve month period ending on the 31st December annually.

7. The Centre Executive

- 7.1 The management, control and staffing of The Centre shall be the responsibility of The Centre Executive, subject to any resolution of a General Meeting PROVIDED THAT any resolution so made by the members in a General Meeting shall not invalidate any prior action of The Centre Executive.
- 7.2 At the Annual General Meeting the following positions shall be filled:
 - 7.2.1 Three Coordinators (one of whom will be nominated as spokesperson for The Centre by The Centre Executive at a subsequent meeting).
 - 7.2.2 Secretary.
 - 7.2.3 Treasurer
 - 7.2.4 Registrar.
 - 7.2.5 Programmer
 - 7.2.6 If any of the above positions are not filled at an Annual General Meeting then the vacant position may be filled by a person nominated by The Centre Executive and shall be confirmed at the next General Meeting or Annual General Meeting whichever occurs first.
 - 7.2.7 The purpose of the Annual General Meeting is to receive the annual reports of the Coordinating Committee and the Treasurer, to elect the officers and executive for the coming year, and appoint an auditor.

The audited accounts of The Centre are to be submitted at the Annual General Meeting.

- 7.3 The Centre Executive shall meet at least once a term or as needed.
- 7.4 The Centre Executive will immediately after the Annual General Meeting appoint the Assistant Coordinators and Work Group Leaders who together with the Centre Executive shall form the Coordinating Committee.
- 7.5 It shall be the responsibility of the Assistant Coordinators and Work Group Leaders to confer with The Centre Executive as to items that are to be placed on the Coordinating Committee meetings Agenda and to implement any decisions that are made at those meetings.
- 7.6 A simple majority of any General Meeting may remove office bearers PROVIDED THAT notice of intent of such resolution is given at least one meeting prior to such resolution being voted upon, and further PROVIDED THAT such resolution is communicated to all Centre Executive members at least forty-eight (48) hours before the commencement of the meeting at which such resolution is voted upon.
- 7.7 All positions shall be declared vacant at the Annual General Meeting.
- 7.8 Retiring officers shall be eligible for re-election
- 7.9 Membership of the Coordinating Committee shall cease when a member of that Committee:
 - (a) Resigns in writing to The Centre Executive.
 - (b) Where any Centre Executive Member is absent for three consecutive Coordinating Committee meetings unless granted leave by that Committee.
 - (c) Is removed by a Special Resolution of a General Meeting.
- 7.10 Coordinating Committee meetings shall be determined by that Committee but at least once a month during term time. In the event of urgent business the Coordinating Committee Chairperson or any three Coordinating Committee members may call a meeting of that committee
- 7.11 Notice of Coordinating Committee meetings stating time, date and place shall be communicated to all Coordinating Committee members at least forty eight hours prior to the commencement of the meeting. PROVIDED THAT it shall not be necessary to communicate such notice if such time, date and place were announced at the previous Coordinating Committee meeting and there has been no alteration to such time, date and place in the meantime.

- 7.12 All Coordinating Committee members shall be entitled to speak and vote at all meetings. All other members may attend any Coordinating Committee meetings and speak but not vote PROVIDED THAT the Chairperson may, on any question, ask for an expression of opinion from all present prior to putting the question to a formal vote. The Chairperson shall have a casting vote as well as a deliberative vote.
- 7.13 The Centre Executive shall appoint casual vacancies which must be confirmed at the next General Meeting (as per 7.2.6)
- 7.14 Term of Office: Recommended term of office shall be one year but may be extended by agreement of members at an Annual General Meeting.
- 7.15 RECORDS: will be kept secure within The Centre and are the responsibility of the Coordinators.

8 Staffing- Paid Employees

- 8.1 Staffing of The Centre shall be decided upon by The Centre Executive.
- 8.2 The Centre Executive shall be responsible only to the Coordinating Committee for decisions relevant to staffing they may think necessary in the course of their duties.
- 8.3 Procedures as to the hiring of staff shall be decided at The Centre Executive meetings.
- 8.4 Resignation of staff members must be preceded by written notice.
- 8.5 If it should be necessary to dismiss a staff member the decision shall be made at a Centre Executive meeting. Notice of such intention shall be announced at a Centre Executive meeting called for that purpose. Reasons for dismissal shall be given to the staff member in writing.

9 Common Seal

The Common Seal of The Centre shall be in the custody of the Coordinators and shall be affixed to any document only pursuant to a resolution of the Coordinating Committee. The affixation shall be witnessed by any two of the three Coordinators.

10 Inspection of Records

Any member may, at any reasonable time, inspect without charge the books, documents, records and securities of The Centre.

11. Dissolution

If upon the winding up or dissolution of The Centre, there remains after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid or distributed amongst the members of The Centre, but shall be given to some incorporated Association or Associations having objects similar to the objects of The Centre and whose constitution shall prohibit the distribution of its or their income and property amongst its members, or in default thereof or if and insofar as effect cannot be given to such determination then such payment or distribution shall be determined by a Judge of the Supreme Court.