

1. **NAME OF ORGANIZATION**

Broome Community Stall Holders Association

2. **OBJECTIVES**

- a. To promote and support community markets; the term, markets to mean a place of trade for local residents.
- b. To conserve and promote the Courthouse Gardens of Broome as a market venue.
- c. To promote community markets at other venues throughout the Broome community.
- d. To act as a representative and coordinating body for the stallholders
- e. To provide a venue and support for the activities of community charities
- f. To promote and support locally made Art and Crafts and local produce

3. **POWERS**

The Association has the power to do all such things as necessary, incidental or conducive to the

attainment of the objectives of the Association

4. **NON-PROFIT**

The income and property of the Association shall be applied solely towards the promotion of the objectives of the Association. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association provided nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Association or to any person other than a member, in the return for services rendered to the Association.

5. **REGISTER OF MEMBERS OF THE ASSOCIATION**

- a. The secretary shall on behalf of the Association keep and maintain the register of members in accordance with section 27 of the Act and that the register shall be so kept and maintained at his or her place of residence.
- b. The secretary shall cause the name of a person who dies or ceases to be a member under rules 7(3), 8(1) or 9 to be deleted from the register of members referred to in sub rule (1).

## 6. **COMMITTEE AND OFFICERS**

- a. The business and activities of the Association shall be managed by a collection of members elected annually by members of the Association in general meeting, and hereinafter referred to as the Management Committee.
- b. The number of members elected to the Management Committee, shall be ten (10) members and will include the chairperson, the Vice Chairperson, the Treasurer, and six (6) other ordinary members. The officers of the Secretary and the Treasurer shall be help by separate (2 people) at all times.
- c. The Associations members shall have the power to fill any vacancy until the next Annual General Meeting.
- d. The annual membership fee is to be set by the Association members and due at the Annual General meeting.
- e. Any member of the Association is entitled to attend any of the Management Committee meetings.
- f. The Management Committee shall have the power to make by-laws to supplement the rules of the Association and any such by-laws shall be ratified by members of the Association in general meeting.
- g. The Management Committee may from time to time, and fro specific purposes, appoint sub-committees of the members. The sub-committee shall be directed by, and report to, the Management Committee and shall at all times have at least one Management Committee member as a sub-committee member.
- h. The quorum of a Management Committee shall be six (6) people of the ten (10) Management Committee members.
- i. Following every Management Committee meeting the Committee shall report to the members of the Association. The Management Committee will make available minutes of the committee meetings to all members of the Association on request.

## 7. **MEMBERSHIP**

Members of the Association shall be those persons who:

- a. Agree to promote the objectives of the Association, and
- b. Observe the constitution, rules, regulations and any by-laws of the Association from time to time in force, and
- c. Do not commit any deed or thing which may be deemed by the Association to be prejudicial to the interests of the Association, and
- d. Having been nominated by three (3), current members and having agrees to the objectives of the Association a stallholder may apply for membership in writing on a standard application form. Once approved by the Management Committee a stallholder may become a member on payment of annual membership fees.
- e. Pay annual subscriptions fee determined from time to time by members at the annual general meeting.
- f. All members will be supplied with a copy of the constitution on becoming a member.

## 8. **INSPECTION OF RECORDS OF THE ASSOCIATION**

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association.

#### 9. **SUBSCRIPTION**

Annual membership fee will be set by the Association members at the Annual General Meeting. Membership may be taken throughout the year and are due by the Annual General Meeting.

#### 10. **CANCELLATION OF MEMBERSHIP**

- a. Any ten (10) members of the Association may petition the Management Committee to cancel the membership of any member of the Association.
- b. The Management Committee may by resolution cancel the membership of any member of the Association.
- c. Any member receiving a membership cancellation by the Management Committee shall have the right of appeal to a Special General Meeting called for the purpose of hearing such an appeal, examining any petition for membership cancellation, reviewing any cancellation made by the Management Committee, and such a decision on such an appeal must be reached by the Association Members.

#### 11. **MEETINGS**

- a. Here shall be an annual General Meeting of the Association, the date and place to be fixed by the Management Committee, and notification to be given at least three (3) weeks in advance to all members. The first Annual General Meeting shall be held in the year 1994.
- b. Notice of the following business to be transacted at the Annual General Meeting shall be given in writing to the Secretary at least two (2) weeks before the Annual General Meeting.
- c. Any motion which any member proposes to move at such Annual General Meeting.
- d. Any nomination for the Management Committee membership for the following year.
- e. Any proposal to alter the rules regulations, by-laws or objectives of the Association.
- f. The ordinary business of the Annual General Meeting shall be;
- g. To review activities and reports of the past year. These reports are to be presented in writing by all office bearers.
- h. To determine overall policy of the Association for the coming year.
- i. To appoint bankers, auditors and solicitors for the following year.
- j. To present the audited report.
- k. A Special General Meeting may be called at the direction of the Management Committee or for the purpose of membership cancellation appeal or to alter the constitution, or by request of any ten (10) members stating the nature of the business to be discussed. Such meetings will be held within thirty (30) days of the receiving by

the secretary of the requisition calling any such meeting and all members will be notified at least three (3) weeks in advance with full details to be discussed.

- l. The quorum of the Annual General Meeting shall be no less than 25 of the members of the Association. When there is no quorum within one hour of the time appointed for the meeting, there shall be an adjournment for a period not exceeding fourteen (14) days. The quorum for such adjourned meetings shall be reduced to 50% of the members, failing which the meeting shall lapse altogether.
- m. Consensus decision making shall apply at any meeting of the Association. In the event individuals cannot agree with a given proposal and are blocking consents, the Chairperson shall ask then if they are prepared to stand aside and allow the group to act. If they are unwilling to stand aside and on compromises or substitute agreement can be found, the proposal shall be passed if three quarters (75%) of the members present support it.
- n. In voting at a General Meeting each member shall have one vote, except where a member is authorised by proxy to vote in the name of any member unable to attend the meeting in person.

## 12. **COMMON SEAL**

The Common Seal of the Association engraved with the name of the Association shall be kept in the care of the Secretary. The Seal shall not be used or affixed to any deed or other document except pursuant to a resolution of the Management Committee and in the presence of the Chairperson and two members of the Management Committee, both of whom shall subscribe their names as witness.

## 13. **ALTERATIONS OF THE CONSTITUTION**

The constitution of the Association may only be altered at the Annual General Meeting or a Special General Meeting called for the purpose of altering the constitution at which meeting alterations to the constitution will require 75% of the members voting at the meeting.

## 14. **FINANCE**

- a. The control and management of the finances of the Association shall be vested in the Management Committee which shall have all powers necessary to give effect to the attainment of the Association.
- b. The Management Committee shall submit the account of the Association to the Annual General Meeting.
- c. The accounts of the Association shall be audited annually by the auditor and appointed by the members at the Annual General Meeting.
- d. The auditor shall be a person, other than a member of the Management Association, whose profession is to assess financial records of business and taxation.

- e. The Management Committee and every employee of the Association shall give to the auditor any information which is required for the purpose of the audit and shall produce all the books, accounts, vouchers and documents which are required for that purpose.
- f. Bankers to the Association shall be appointed by the members at the Annual General Meeting.

## 15. **DISSOLUTION**

Distribution of surplus property on winding up the Association.

If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed- (a) to another incorporated Association having similar objectives to those of the Association, or (b) for charitable or benevolent purposes, as the case requires shall be determined by the members when authorising and directing the committee under section33(3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Association.