

Constitution of Redland City Bands Inc

1 Introduction

- 1.1 The Redland City Bands Inc is a not-for-profit, non-racist, non-political, non-denominational, equal opportunity society formed to provide skills development and playing opportunities for members.
- 1.2 Interpretation
 - a. In these rules Act means Associations Incorporation Act 1981.
 - b. A word or expression that is not defined in these rules, but is defined in the Act has, if the context permits, the meaning given by the Act.
- 1.3 Definitions
 - a. The Association shall mean 'The Redland City Bands Inc'.
 - b. The Committee of Management (herein after called Management Committee) shall mean the elected members of the Association who shall be responsible for the management of the Association as defined in Clause 8.2 and structured in terms of Clause 8.1.
 - c. The Executive Committee herein after called the Executive Committee shall comprise the President, Vice President, Secretary and Treasurer.

2 Name

- 2.1 The name of the organisation is the Redland City Bands Inc, herein after referred to as 'The Association'.

3 Statement of Purpose

The objects of the Association are:

- 3.1 To promote and further the appreciation of band music.
- 3.2 To perform in a professional manner as the Redland City Bands.
- 3.3 To provide opportunities for the study of, tuition and training in band music.
- 3.4 To encourage a spirit of cooperation and comradeship amongst the members of the band and the Association.
- 3.5 To hold rehearsals, meetings and all other matters incidental to the preparation and arrangement of band programs.

- 3.6 To promote public awareness, knowledge and the appreciation of music.
- 3.7 To be available to the community for presentations, performances and demonstrations of band music.
- 3.8 To cooperate with organisations and/or individuals with similar interests in music.
- 3.9 To provide or obtain venues, facilities and resources for the activities of the Association

4 Powers

- 4.1 The Association has the powers of an individual.
- 4.2 The Association may, for example
 - a. enter into contracts
 - b. acquire, hold, deal with and dispose of property
 - c. make charges for services and facilities it supplies, and
 - d. do other things necessary or convenient to be done in carrying out its affairs.

5 Membership

Membership of the Association shall be open to all persons interested in supporting the objects of the Association.

- 5.1 Adult members are those over 18 years of age and who are playing members.
- 5.2 Sponsored members, at the discretion of the Management Committee, pay reduced playing fees. This benefit may be offered to full-time students of a recognized educational institution, pensioners and any other person under 18 years of age, on production of documents proving this status.
- 5.3 Associate members are non-playing adult members, who have paid the membership fee.
- 5.4 Life members are those who have been given Life Membership of the Association, i.e. for whom the membership fee is permanently waived.
- 5.5 Honorary members are people selected by the Management Committee who bestow the honour for a period of 12 months, with no fee payable. This may be renewable for a further 12 month period at the Management Committee's discretion.

- 5.6 Voting rights apply to membership categories defined in Clauses 5.1, 5.2 if aged over 18, 5.3 and 5.4.
- 5.7 Any persons receiving remuneration for professional services within the Association are unable to be voting members of the Association unless they are financial members, i.e. have paid the membership fee or are a Life Member.
- 5.8 The number of members in each class of membership is unlimited.
- 5.9 Membership is renewable each year.
- 5.10 To become a new member, or apply for membership renewal, an applicant must complete and sign a membership form and pay the relevant fees.
- 5.11 While there are no restrictions placed on who may become a member, the Management Committee reserves the right to admit or reject any application for membership of the Association. Where there is an issue concerning an application for membership, the application must be brought before the next Management Committee meeting where the application is to be accepted or rejected by a majority vote. Where an application is rejected, the Secretary must advise the applicant in writing as soon as practicable after the meeting.
- 5.12 The Management Committee may terminate a member's membership if the member:
- a. is convicted of an indictable offence, or
 - b. does not comply with the provisions of these rules, or
 - c. has membership fees in arrears for at least 2 months, or
 - d. conducts him/herself in a way considered to be injurious or prejudicial to the character or interests of the Association.
- Before the Management Committee terminates a membership, the member must be given a full and fair opportunity to show why the membership should not be terminated. If, after considering this, the Management Committee decides to terminate the membership, the Secretary must advise the person in writing.
- 5.13 A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of his or her intention to appeal against the decision of the Management Committee. Within 1 month of receiving such notice of appeal, the Secretary must call a general meeting to decide the appeal by a majority vote of members present and eligible to vote.

6 Membership fees

- 6.1 All fees will be determined annually at the Annual General Meeting, based on the fee schedule proposed by the Management Committee and voted on by the membership.
- 6.2 The fee structure of the Redland City Bands comprises two components:
 - a. An annual membership fee to cover basic administrative expenses that is payable according to membership category defined in Clause 5;
 - b. An annual playing fee to cover rehearsal and performance costs. This is payable by all playing members and the fee applicable to their membership category defined in Clause 5 will be set at the Annual General Meeting.
- 6.3 Players invited by a Conductor from time to time to assist in a section, after consultation with the Management Committee, are exempt from fees. Any such persons for insurance purposes may be classed as an Honorary Member.

7 Register of Members

- 7.1 The Management Committee must keep a register of members of the Association.
- 7.2 The register must include the following particulars for each member:
 - a. full name
 - b. postal or residential address
 - c. date of admission as a member
 - d. date of birth
 - e. any other particulars that the Management Committee or members at a general meeting decide.
- 7.3 The register must be open for inspection by members of the association at all reasonable times. A member wishing to inspect the register must contact the person nominated to maintain the register to arrange an inspection.
- 7.4 However the Management Committee may, at the request of a member, withhold information about the member (other than their full name) during an inspection if the Management Committee has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

- 7.5 A member of the Association must not:
- a. use information obtained from the register of members to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes, or
 - b. disclose information obtained from the register to someone else, knowing that the information is likely to be used to contact, or send material to, another member of the association for the purpose of advertising for political, religious, charitable or commercial purposes.

This rule does not apply if the use or disclosure of the information is approved by the Management Committee.

8 Management Committee

8.1 Structure

The Management Committee shall comprise the following positions:

- a. Elected at the AGM:
 - The President
 - Vice President
 - Secretary
 - Treasurer
 - Librarian
 - Communications and Promotions Officer
 - Instrument and Property Officer
 - b. Director of Music and Conductors (non voting, see Clause 5.7)
 - c. A representative of each band, elected after each AGM by each band.
 - d. Additional people to undertake (non-voting) roles other than the above, as determined by the committee, from time to time.
- 8.2 At each AGM, the members of the Management Committee must retire from office but are eligible to be nominated for re-election.
- 8.3 A member of the Association may be appointed to a casual vacancy on the Management Committee.

8.4 Powers and responsibilities

The powers and responsibilities of the Management Committee shall include:

- a. act as administrative body;
- b. assist in organizing performances by the Association;
- c. further the objects of the Association;
- d. raise money in such manners and on such terms as the Management Committee may deem appropriate;
- e. undertake financial matters as set out in Clause 18;
- f. establish and maintain rooms for rehearsals, auditions and other related matters;
- g. purchase, lease, hire or otherwise acquire uniforms, clothing, musical instruments, property, both real and personal and of any sort as may from time to time be necessary or expedient for the carrying out of the objects of the Association and sell, surrender, release or dispose of any property owned by the Association and which the Association may consider is no longer required for carrying out any of the objects of the Association;
- h. receive and take subscriptions, gifts, donations, devises, bequests and legacies of real and personal property and money to be applied for the uses and purposes of the Association;
- i. take, hold and manage real or personal property conveyed to it in trusts whereby either the corpus or income of such property is to be applied to, or for the uses and purposes of the Association, or for any one or more of the objects of the Association;
- j. provide pamphlets and other literature to explain the aims of the Association;
- k. request, where necessary, the members of the Association to assist the Management Committee in carrying out its function;
- l. set remunerations for Conductors and staff;
- m. appoint or dismiss the Director of Music and other staff as per contract;
- n. contract, employ or retain artists, musicians, composers and the like;
- o. all things necessary and convenient to the smooth operation of the Association.

8.5 The Management Committee shall meet as resolved from time to time but shall meet at least every two months. The date of the following meeting shall be set at each meeting of the Management Committee.

9 Duties of office bearers

9.1 President

- a. shall act as Chairperson at all meetings when present;
- b. shall be a member of the Association;
- c. shall ensure the successful functioning of the Association and Management Committee and the attainment of the objects of the Association;
- d. shall be the official spokesperson of the Association;
- e. shall exercise a vote as member of the Association and have a casting vote in the event of a tie. This shall apply to all meetings of the Association.

9.2 Vice President

- a. shall be a member of the Association;
- b. in the absence of the President, the Vice President will act in the capacity of the President;
- c. shall assist the President in terms of Clause 9.1;
- d. in the event of the President vacating the office of President for any of the reasons described in Clause 15.2, the Vice President shall assume the role of the President for the remainder of the term of office of the President

9.3 Secretary

- a. shall be a member of the Association;
- b. shall be responsible for all official correspondence of the Management Committee and the Association;
- c. shall be responsible for arranging and sending out notification of meetings when delegated to do so;
- d. shall prepare an Annual Report for the Annual General Meeting;
- e. shall be responsible for keeping an up to date copy of the Constitution of the Association;
- f. shall be responsible for the safe custody of the books, documents and securities of the Association;
- g. shall maintain rolls of members attending Annual General Meetings and Special General Meetings;
- h. shall make the books and documents of the Association under his or her control available to any member for inspection after a minimum of seven (7) days written notice from a member;
- i. in the absence of the Treasurer, shall be responsible for the duties of Treasurer;

- j. for the purposes of the Associations Incorporation Act, the Secretary shall be deemed as the Public Officer of the Association;
- k. shall be responsible for keeping an up to date record of all meetings of the Management Committee;
- l. shall be responsible for preparing and distribution of agendas for all meetings of the Management Committee giving at least seven (7) days written notice;
- m. shall be responsible for preparing, distribution and tabling of minutes of previous meetings.

9.4 Treasurer

- a. shall be a member of the Association;
- b. shall prepare a Budget of financial matters;
- c. shall issue receipts for all monies received and deposit all such monies into the Association's bank accounts;
- d. shall be responsible and accountable for keeping the records of all financial transactions of the Association;
- e. shall present a report of all the financial affairs on a monthly basis;
- f. shall produce an audited statement of the financial affairs of the Association for the Annual General Meeting;
- g. shall make the books and documents of the Association under his or her control available to any member for inspection after a minimum of seven (7) days written notice from the member;
- h. shall maintain a register of members for production on request;
- i. shall be responsible for the maintenance of Public Liability insurance.

9.5 Musical Director

- a. shall coordinate the musical activities of the Association;
- b. shall, where required, arrange auditions for admission of playing members to the Association. These auditions may be delegated.
- c. shall arrange performances or any talks or lectures on behalf of the Association in conjunction with the Communications and Promotions Officer;
- d. shall make recommendations to the Management Committee regarding rules necessary for the proper discipline and management of the playing members of the Association;
- e. shall constantly liaise with other staff;
- f. shall call on the Management Committee and members when considered necessary to assist in the completion of duties;

- g. shall liaise with and coordinate the duties of the Librarian in conjunction with other Conductors;
- h. shall be appointed annually;
- i. shall regularly liaise with all Conductors in relation to the musical direction of each band and the appropriateness of the music repertoire;
- j. The Musical Director, on accepting appointment, shall enter into a contract with the Management Committee. Such contract shall set out the terms and conditions of appointment including term of appointment, remuneration and conditions as prescribed in the Constitution

9.6 Conductors

- a. shall coordinate the activities of the bands of the Association;
- b. shall arrange auditions, where appropriate, for entry into their band;
- c. may recommend to the Musical Director and the Management Committee the dismissal of members from their band;
- d. shall constantly liaise with other Conductors;
- e. shall call on the Management Committee and members when considered necessary to assist in the completing of duties;
- f. shall be appointed annually;
- g. in conjunction with the Management Committee, the Librarian and the Musical Director, shall be responsible for the selection of music for their particular band;
- h. shall seek suitable venues for performances, in consultation with the Management Committee and the Musical Director;
- i. in conjunction with the Management Committee and the Musical Director, shall arrange performances and play outs of their particular band;
- j. shall consult with the Librarian on the issue of music to members of their band and purchase of new music;
- k. on accepting appointment, shall enter into a contract with the Management Committee. Such contract shall set out the terms and conditions of appointment including term of appointment, remuneration and conditions as prescribed in the Constitution.

9.7 Instrument and Property Officer

- a. shall be a member of the Association;
- b. shall be responsible for the safe custody, labelling, cataloguing, hiring, handling, storage and maintenance of all musical instruments and property owned by the Association;
- c. shall be responsible for the maintenance of a register of musical instruments and property showing the whereabouts of all assets at any one time;
- d. shall ensure that all insurance matters relating to the Association are kept up to date including insurance of instruments;
- e. shall, under the direction of the Musical Director or Conductor, assist in coordinating the necessary equipment for playout venues.

9.8 Communications and Promotions Officer

- a. shall be a member of the Association;
- b. shall be responsible for promoting the Association;
- c. shall be responsible for establishing and maintaining official contacts with various organisations and the media in general and seek sponsorship from outside bodies.

9.9 Librarian

- a. shall be a member of the Association;
- b. shall maintain the library of music of the Association;
- c. shall make a catalogue of music;
- d. shall maintain a borrowing system that will enable the Association to keep an accurate record of the issue of music

10 Quorum

10.1 The quorum depends on meeting type as follows:

- a. A simple majority of the *elected members of the* Management Committee shall constitute a quorum at all Management Committee Meetings;
- b. *A number equivalent to the elected members of the Management Committee plus five members with voting rights* shall constitute a quorum at an Annual General Meeting. *There must also be a simple majority of the elected members of the Management Committee in attendance;*
- c. *A number equivalent to the elected members of the Management Committee plus five members with voting rights* shall constitute a quorum at a Special General Meeting.

10.2 Any Management Committee meeting, Annual General Meeting or Special General Meeting may be delayed up to thirty (30) minutes from

the designated time to allow a quorum.

11 Annual General Meeting

- 11.1 Members of the Management Committee with the exception of the Director of Music, Conductor/s, and Band Representatives shall be elected at the Annual General Meeting.
- 11.2 All financial members of the Association eighteen (18) years and over are eligible to vote and all votes shall be given personally and not by proxy. (see Clause 5).
- 11.3 Members shall be deemed eligible to vote at the Annual General Meeting if they are financial members at December 31st preceding the AGM.
- 11.4 In the event of a tie on any matter placed before an Annual General Meeting, the Presiding Chairperson shall have a casting vote in addition to a vote as a member of the Association.
- 11.5 At least twenty-one (21) days notice in writing of the Annual General Meeting must be given to each member. Such notice shall state the date, time, venue and business of the meeting.
- 11.6 The meeting shall comprise:
 - a. apologies;
 - b. minutes of the previous Annual General Meeting;
 - c. President's Report;
 - d. Presentation and adoption of the Audited Financial Statements;
 - e. Director of Music Report;
 - f. Election of Office Bearers;
 - g. Any other business pertaining to the Association.
- 11.7 It shall be held no later than the end of February each year.
- 11.8 To amend these rules if required, see Clause 16.
- 11.9 Nominations for the relevant Management Committee positions shall be in the hands of the Secretary prior to the Annual General Meeting.
- 11.10 All nominations will be on official nomination forms, signed by the nominee, the nominator and the seconder.
- 11.11 Nominations for each position will be presented to the AGM in alphabetical order.
- 11.12 A register of members attending shall be kept.

12 Special General Meetings

- 12.1 The purpose of these meetings shall be one or more of the following:
- a. for the Management Committee to communicate to members of the Association on such matters that are considered necessary from time to time;
 - b. for the members to seek information on specific matters conveyed in the notice of the meeting;
 - c. for the members to remove the Management Committee or a member of the Management Committee;
 - d. for the Management Committee or members to resolve to amend these rules or the Statement of Purposes.
- 12.2 A Special General Meeting can only be convened in the following manner:
- a. by a simple majority of the Management Committee, or
 - b. by a notice of motion signed by at least ten (10) financial members of the Association, excluding the current members of the Management Committee. Such notice is to be delivered to the Secretary and the express purpose of the meeting must be included.
- 12.3 A notice of a Special General Meeting shall be forwarded by the Secretary in writing to all members at least twenty-one (21) days prior to the scheduled date, such notice to state the time, date, venue and business of the meeting.
- 12.4 The business of a Special General Meeting can only be that which is set down in the notice of the meeting.
- 12.5 The Chairperson of the Special General Meeting is to be the President of the Association, or in his or her absence, the Vice President. If neither is available, the assembled members will first elect a Chairperson. The Chairperson shall in the event of a tie have a casting vote in addition to a deliberative vote.
- 12.6 A register of members attending shall be kept.

13 General Meetings

- 13.1 The Secretary may call a general meeting of the Association.
- 13.2 The Secretary must give at least fourteen (14) days notice of the meeting to each member of the association. The Management Committee may decide the way in which this notice is given.

- 13.3 If the Secretary is unable or unwilling to call the meeting, the President must call the meeting.
- 13.4 The notice of a general meeting must state the business to be conducted at that meeting.

14 Election of Management Committee

- 14.1 Election of the Management Committee shall take place at the Annual General Meeting each year.
- 14.2 Financial members eighteen (18) years and over of the Association are eligible to vote and shall have one vote only for each vacancy with the exception of the Chairperson who shall have a casting vote in the event of a tie as set out in Clause 11.4 of this Constitution.
- 14.3 Procedures shall be determined at the meeting
- 14.4 Only financial members 18 years and over are eligible for election to the position of President. Persons receiving remuneration are also excluded from this position.
- 14.5 A member unable to attend the Annual General Meeting may nominate in writing for a position on the Management Committee duly proposed and seconded by a financial member of the Association.
- 14.6 Any tellers or scrutineers at an election shall have the right to vote if they are members of the Association under Clause 5.

15 Casual vacancies on the Management Committee

- 15.1 A member of the Management Committee may resign from the committee by giving written notice of resignation to the Secretary. The resignation takes effect at the time the notice is received by the Secretary or at a later time if so stated in the notice of resignation.
- 15.2 A member may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member. Before such a vote is taken, the member must be given full and fair opportunity to show cause why he or she should not be removed from office. There is no right of appeal for this action. Other circumstances resulting in a vacancy include if:
 - a. the member dies;
 - b. the member becomes of unsound mind;
 - c. the member is convicted of an indictable offence resulting in a jail term;

- d. the member is absent from three (3) consecutive meetings of the Management Committee without special leave being granted by the Management Committee, or
 - e. the President resigns or is removed and is replaced by the Vice President.
- 15.3 In the event of a casual vacancy occurring in the office of a member of the Management Committee other than the President, the Management Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, for the period of office to which his predecessor had been elected.

16 Alteration of rules and statements of purposes

- 16.1 These rules and the Statement of Purposes of the Association shall not be altered except in accordance with the Act.
- 16.2 The Secretary of the Association shall, within one month after the passing of the resolution altering the Statement of Purposes or the Rules, lodge with the Registrar of Incorporated Associations notice in writing of the resolution setting out particulars of the alteration together with a declaration signed by at least two members of the Management Committee of the Association to the effect that the resolution was passed in accordance herewith and the alteration shall be of no effect unless it is registered by the Chief Executive.

17 Regulations and By-Laws

- 17.1 These may be established, amended, or rescinded when deemed necessary by the Management Committee for the proper functioning of the Association provided they are not contrary to the objects of the Association in Clause 3. The Secretary shall keep a record of all by-laws of the Association and these shall be published in the interests of the Association.

18 Financial

- 18.1 The Treasurer shall be responsible for the maintenance of all financial records.
- 18.2 The Management Committee shall have the power to make, draw, accept, endorse, discount, execute and issue cheques, Bills of Exchange, Bills of Lading, Warrants, electronic funds transfer, direct debit, periodical payments or other negotiable or transferable instruments or documents necessary or expedient for carrying out the objects of the

Association or for exercising any of its power. The execution of the aforementioned shall be by way of any two of the following:

- President
- Secretary
- Treasurer
- Vice President

- 18.3 The financial year of the Association will be 1 January to 31 December.
- 18.4 Payments of amounts under \$50.00 may be made in cash from a petty cash under an imprest system. All other payments are to be made by cheque or electronic funds transfer.
- 18.5 The funds of the association must be kept in an account in the name of the association in the financial institution as determined by the Management Committee.
- 18.6 Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 18.7 All amounts must be deposited in the financial institution as soon as practicable after receipt.
- 18.8 All expenditure must be approved or ratified at each Management Committee meeting.
- 18.9 Borrowing powers: The Management Committee must seek approval at an AGM, special meeting or general meeting prior to undertaking any borrowings which may be deemed necessary.

19 Common seal

- 19.1 The Management Committee shall provide for the safe custody of the Seal of the Association.
- 19.2 Any instruments to which the Seal is affixed shall be by authority of the Management Committee only and shall be witnessed by the President and one other member of the Management Committee.
- 19.3 Attestation Clause:

The Common Seal of Redland City Bands Inc was hereto affixed by order of a resolution of the Committee of management in the presence of:

_____ President

_____ Committee Member

20 Disposition of surplus assets on winding up

- 20.1 Dissolution or winding up of the Association shall be effected in the following manner:
- a. By a resolution of a Special General Meeting of the members which may be called in terms of Clause 12, wherein a three-fourths majority of those present and entitled to vote must be achieved for the resolution to be carried;
 - b. As defined in Schedule 3 Clause 34 of the Act.
- 20.2 All assets of the Association after payment of any liabilities shall become the property of the Redland City Council upon winding up or dissolution of the Association.

21 Auditor

- 21.1 The Management Committee shall appoint a qualified auditor on the recommendation of a member of the Management Committee and provided a written consent form from the auditor has been obtained.
- This appointment may be approved by a simple majority of the Management Committee who are in attendance at the meeting at the time of nomination.
- 21.2 Any such auditor shall not be a member of the Association.

22 Voting

- 22.1 For all matters pertaining to the Association, voting shall be by simple majority with the exception of constitutional changes.
- 22.2 For constitutional changes, the voting shall be three-quarters (3/4) majority of those voting members present.

23 Changes to Constitution

- 23.1 All changes to the Constitution shall be made at an Annual General Meeting or a Special General Meeting called for that purpose.
- 23.2 Motions to change the Constitution shall be in the hands of the Secretary twenty-eight (28) days prior to Annual General Meeting or Special General Meeting. Changes shall be published on notice of meeting sent to members twenty-one (21) days prior to meeting.