

CONSTITUTION

Of THE CELTIC MUSIC CLUB of SOUTH AUSTRALIA

1. 00 NAME and NATURE

A) **THE NAME OF THE Club shall be ‘THE CELTIC MUSIC CLUB of SOUTH AUSTRALIA’** hereinafter referred to as “the Club”

B) **The office of the Club shall be in Adelaide** or such other place or places as may be determined at the Annual General Meeting

2.00 DEFINITIONS

In this Constitution, unless inconsistent with the context, the masculine includes the feminine, the singular, the plural, and vice versa, and the following words and expressions shall have the meanings set out against them.

3.00 AIMS AND OBJECTIVES

To promote an appreciation of Celtic music, to encourage the playing of Celtic music, and to provide a venue for this purpose.. The emphasis of the Club shall be Celtic music, but this does not exclude other forms of music considered desirable by the membership.

4.00 POWERS

To implement the aims, objectives and purposes of the Club, the Club shall have the following powers -

- 4.01 To purchase, take on lease , or in exchange, the hiring or otherwise acquiring of any real or personal property that may be deemed necessary or convenient for any of the aims, objectives and purposes of the Club.
- 4.02 To enter into the buying, selling, supplying of, or dealing in goods or specified goods which may be deemed necessary or convenient for any of the aims, objectives and purposes of the Club.
- 4.03 To undertake the construction, maintenance and alteration of buildings or works necessary or convenient for any of the aims, objectives and purposes of the Club.
- 4.04 To accept any gift, whether subject to a special trust or not, to further one or more of the aims, objectives and purposes of the Club.
- 4.05 To take such steps from time to time as the Committee through the General Meeting may deem expedient for the purposes of procuring contributions to the funds of the Club, by way of donations, subscriptions or otherwise.
- 4.06 To undertake the printing , publishing and distribution of such newspapers, periodicals, books, leaflets or other documents as the Committee in General Meeting may think desirable for the promotion of the aims, objectives and purposes of the Club.
- 4.07 To make gifts, subscriptions or donations to organisations with similar objectives.
- 4.08 To support, or aid in the establishment of, Clubs, organisations or institutions calculated to benefit members, servants or past servants of the Club and their dependents.
- 4.09 To aid and support the establishment of other clubs or organisations formed for any of the aims, objectives and purposes of the Club which the Committee may agree to support.
- 4.10 To do all other things incidental or conducive to the attainment of the aims, objectives and purposes of the Club as specified in the foregoing provisions.

5. 00 MEMBERSHIP

5.01 Membership of the Club will be available to any person who subscribes to the aims and objectives of the Club and this Constitution. Membership will be on a year to year basis, subject to the Constitution, conditional upon the payment of the prescribed membership fee, and will comprise two classes of Membership.

5.02 **ORDINARY MEMBERSHIP** will be available to persons over the age of eighteen (18) years, of good standing in the community.

5.02 i **APPLICATION for ORDINARY MEMBERSHIP** must be made on the prescribed form.

The applicant must be proposed by an Ordinary Member, and seconded by another Ordinary Member, or by an Honorary Life Member, and the form lodged with the Secretary

5.00 MEMBERSHIP, continued

5.03 UPON RECEIPT of an APPLICATION FORM for Membership, the Committee will , at its' next Committee meeting, vote to accept or reject the application.

IF ACCEPTED, the proposed Ordinary Member will be subject to a Probationary Period of six (6) months. During that period the proposed Ordinary Member will not be eligible to vote at General Meetings, but may take part in all other activities of the Club.. Committee may, at any time during this probation period, return any fees paid, and reject the Membership application.

UPON BEING ACCEPTED as an Ordinary Member of the Club, the successful applicant will assume all the rights and responsibilities of membership.

5.04 HONORARY LIFE MEMBERSHIP - an Ordinary Member may be elected to HONORARY LIFE MEMBERSHIP. A Proposal for Honorary Life Membership must be made on the appropriate form, by an Ordinary Member, seconded by another Ordinary Member, and submitted to the Committee .. The Committee must investigate the proposal , based on exceptional service to the Club.

If the proposed Honorary Life Member nomination is approved by the Committee, the nomination must be referred to, and appear on the Agenda of, the next Annual General Meeting, for the consideration of the Members.

ELECTION TO HONORARY LIFE MEMBERSHIP will exempt such person from the payment of any further membership subscription, but will still give all the rights and benefits of an Ordinary Member.

5.05 MEMBERSHIP RIGHTS & privileges

5.05 i Membership of the Club will entitle Members to all rights and privileges and be subject to all obligations which Membership confers or implies, without limiting such rights and obligations.

5.05 ii **The RIGHTS** of Ordinary and Honorary Life Members entitle them to nominate any other Ordinary or Honorary Life Member as a candidate for office on Committee, and the right to vote in all matters requiring a Vote of the members.

5.05 iii **OBLIGATIONS OF MEMBERSHIP** include a regular attendance at Meetings by Officers and Committee members. Participation in Club activities, and conduct reflecting a favourable image of the Club in the Community.

5.05 iv **CHANGE OF ADDRESS** - Every member is obliged to notify, within fourteen (14) days, a change of their address, phone number, email address, or change of name.

5.05 v **THE ANNUAL SUBSCRIPTION** must be paid to the Treasurer within fourteen (14) days and not later than 28 days after the due date.

5.05 vi **HONORARY LIFE MEMBERS are exempt from the payment of Annual Subscriptions, but may choose to make a donation.**

5.06 LOSS of MEMBERSHIP, or EXPULSION

a) Every Member undertakes to comply with the Rules, By-Laws and Resolutions passed by Committee. Refusal to do so may render such Member liable to disciplinary action

b) If any Member refuses, or neglects to comply with the provisions of this Constitution, or with the By-Laws of the Club, or if any Member is, in the opinion of the Club, guilty of any conduct deemed to be unbecoming a Member, or prejudicial to the interest of the Club, such Member may be expelled , by a Resolution of the Committee.

c) A Motion pursuant to Section 5.06 may not be proposed unless the Member concerned has been notified , in writing, of the intention to propose such Resolution.

d) **NOTICE OF INTENTION TO PROPOSE A Motion to expel a Member** must be given to that Member at least fourteen (14) days before the Meeting at which the Motion will be considered, and that Member must be given reasonable opportunity to present to the Meeting orally, in writing, (or both) any explanation thought fit.

e) **A MOTION PURSUANT TO b) above may not be proposed** unless the Notice and Agenda for the Meeting states the case for expulsion of the Member is to be considered.

f) **a MOTION PURSUANT TO a) and b) ...** Committee may hear evidence from any person, whether or not such person is a Member of the Club.

g) A decision to terminate Membership must be carried by a Resolution approved by seventy-five (75) per cent of Committee Members present.

h) Any Member expelled in accordance with the Constitution, or otherwise ceasing to be a Member of the Club, will forfeit all rights to any claim upon the Club.

5.07 STAY OF APPLICATION OF EXPULSION

a) The loss of Rights of any Member of the Club caused by a Motion for expulsion, in accordance with Section 5.06 of this Constitution will not come into force until 5.00 p.m. on the fourteenth (14th) day after the meeting at which it was resolved that the Member be expelled.

b) During the period set out in 5.06d the expelled Member may lodge a Notice of Appeal with either the Chairperson or Secretary of the Club.

c) Upon receipt of such Notice of Appeal, the Stay of Application for loss of Rights will continue for a further fourteen (14) days, pending receipt of the Document of Appeal

6.00 GOVERNANCE of the CLUB

6.01 CORPORATE POWERS

The Corporate powers of the Club, expressed or implied, are vested in, and exercised by the The Committee Members (hereinafter referred to as the Committee).

6.02 RESPONSIBILITIES of the COMMITTEE

The Committee is responsible for promoting and carrying out the objectives and aims of the Club, will Manage and conduct all the affairs of the Club, and may enter into agreements, Contracts or Arrangements in relation thereto.

6.03 OFFICERS and COMMITTEE MEMBERS

The OFFICERS of the Club shall be CHAIRPERSON, SECRETARY, TREASURER, MUSIC LEADER, PUBLIC OFFICER., and not more than FIVE COMMITTEE members,

The Secretary shall serve as Vice Chairperson in the absence of the Chairperson. All positions to be elected at the ANNUAL GENERAL MEETING.

6.04 DUTIES OF THE OFFICERS and COMMITTEE MEMBERS

6.05 CHAIRPERSON - The Chairperson will chair all meetings of the Club, the Committee and the Executive Committee. The Chairperson will act as the liaison officer between the Club and all other Clubs, Associations, Bodies, Persons or Groups.

The Chairpersons' occupancy of the office is limited to three consecutive terms (36) months, after which he/she must relinquish office for at least one term, after which he/she will again be eligible for election to the position.

The Chairperson shall not have a casting vote in any voting process of the Club.

6.06 SECRETARY - If for any reason, the Chairperson is unable to perform his/her duties, the Secretary, as Vice-Chairperson, will occupy the position and perform the duties, having the same authority as the Chairperson. If for any reason the position of Chairperson becomes vacant, the Secretary, as Vice Chairperson, will succeed in office for the remainder of the term of that office.

6.0 i DUTIES of the Secretary - The Secretary will keep a record of all Members, receive and record all correspondence, record the Minutes of all Meetings, record all Resolutions adopted and the activities undertaken by the Club.

6.06 ii The Secretary WILL SUMMON MEETINGS OF THE Committee, be a Co-Signatory on the Club bank account, and assist the Treasurer with the collection of all Club monies, and advise Members of Club activities and events and business via the Newsletter

6.07 TREASURER The Treasurer will be a Member of the Committee and the Executive Committee. He/she will keep correct records of account, showing the financial affairs of the Club, and will be responsible for the Clubs' funds.

6.07 i The Treasurer will receive all monies and deposit them in the Bank/s nominated by the Committee, attend to payment of the liabilities of the Club when authorised and directed by the Committee, work closely with the Club Secretary in matters of Membership fees and payments.

6.07 ii The Treasurer will provide a written statement for Minuted records and scrutiny of the Club finances at each Committee Meeting.

6.07 iii The Treasurer will submit detailed, audited Financial Statements and Report of the Club Finances to each Annual General Meeting

6.08 PUBLIC OFFICER

6.08 i A PUBLIC OFFICER will be appointed from the Membership.

The Public Officer must be a resident of the State of South Australia, and must, within fourteen (14) days of the Incorporation of the Club, and when elected at any other time thereafter, give notice to the Registrar of Companies, of his/her appointment, giving full name, address, and give notice of any subsequent changes therein,

6.09. COMMON SEAL The Public Officer will be responsible for the safe keeping of the COMMON SEAL of this Club, and will affix the Seal to any instrument when authorised and instructed by the Committee.

6.09 ii GUARDIAN The Public Officer will be the guardian of the Rights of Ordinary and Honorary Life Members of the Club, to whom those Members may lodge a petition requesting restitution of any Rights that are denied to them, or the rectification of any practice they may deem to be improper.

6.09. iii RIGHT TO CONVENE - The Public Officer is empowered to convene a Special General Meeting of the Club and to investigate the grievance of a petitioner, should he or she believe it wise, prudent or necessary to do so.

6.09 iv The PUBLIC OFFICER must fulfil those duties required by the Incorporations Act 1985, of the State of South Australia, or of an Act amending the same, or in substitution thereof.

6.09 v He/she may attend all Meetings of the Club.

6.10 COMMITTEE MEETINGS

Regular meetings of the Committee must be held in each year at such frequency, times and places as are necessary to properly manage the Club. Meetings must be held no less frequently than three (3) monthly. All Members of the Committee must be given at least seven(7) days notice in writing of any Committee Meeting, except in the case of Emergency.

6.11 EXECUTIVE COMMITTEE

will comprise Chairperson, Secretary, Treasurer, Music Leader, who will run the day to day administrative affairs of the Club, under direction from the Committee Members, and carry out the policies determined by the Committee from time to time. Any two of the following TREASURER, SECRETARY, MUSIC LEADER may sign all cheques, draft bills of exchange and promissory notes.

6.11 CASUAL VACANCIES of OFFICERS OR COMMITTEE MEMBERS.

Should any vacancy occur in the Committee of the Club, other than in the normal course of election, the Committee has the power to fill such vacancy, and the Member duly appointed will hold office for the unexpired portion of the predecessors' term.

6.12 MOTION of 'NO CONFIDENCE' in a Member of Committee If a Motion of "No Confidence" is passed against a member of the Committee, or a member of any sub-committee of the Club, such person will immediately be deemed to have resigned and may not hold office within the Club for a period set out by the Committee at that meeting.

6.13 ABSENCE WITHOUT LEAVE If any member is absent from Committee without leave, and fails to convey an apology for that absence, on three or more consecutive occasions, the Committee may dismiss that person and fill the vacancy by appointing another Member.

6.14 POWER TO CO-OPT Any person, whether a Member or not, may be co-opted to the Committee, or to a sub-Committee, for a specific project.

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7.00 FINANCE

- 7.01 The Financial year of the Club shall be from 1st July of any year to 30th June of the following year**
- 7.02** The Club at the Annual General Meeting will fix Annual Fees and Subscriptions, affiliation fees or any other per capita fee or levy.
- 7.03** All monies of the Club, including those monies raised , must be paid into the general account of the Club at such Bank/s as the Committee directs.
- 7.04** No monies will be drawn from this account save by cheque signed by two of the following signatories:- Treasurer, Secretary, Music Leader. No cheque will be signed, or money withdrawn, unless such withdrawal has been agreed by the Committee.
- 7.05** The books and accounts of the Club must be audited annually by an independent Auditor approved by the Committee.

8.00 AUTHORISATION to BORROW MONEY

- 8.01** If ,at any time, the Club passes a Resolution authorising the Committee to borrow money for the purposes of the Club. The Committee will thereupon be empowered to borrow such amount of money, whether at one time, or from time to time, and at such rates of interest and in such form or manner and upon such security as is necessary.
- 8.02`** All Members of the Club, whether voting on such Resolution or not, and all persons becoming Members of the Club after the passing of such Resolution will be deemed to have assented to the same, as if they had voted in favour of such Resolution

9.00 MEETINGS - Conduct of meetings

All Committee, Special General and Annual General Meetings shall be summoned and notified to those entitled to attend, by the Secretary, at the instruction of the Committee, giving the notice required by this Constitution

9.01 CHAIRING OF MEETINGS.

The Chairperson of the Club shall Chair all Meetings. If he or she is not present, the Secretary will take the Chair. If the Secretary is not present, the Committee will elect one of their number as Chairperson.

9.02 GENERAL MEETINGS Items to be put to the Members which are of a domestic nature, or a request for musicians at an event, or help with setting up, clearing away etc., may be brought up without prior notice at the weekly Music Session.

9.03 SPECIAL GENERAL MEETINGS

A SPECIAL GENERAL MEETING of the Club may be called by the Committee, or at the written request of any two (2) Committee Members, or any ten (10) Ordinary or Honorary Life Members. The matter for which the meeting is desired must be set out in writing to the Secretary or Chairperson. A Special General Meeting must be convened not less than twenty one days , or more than forty two (42) days after receipt of such request

At all General, Special General or Annual General Meetings, fifteen (15) Ordinary or Honorary Life Members will be a QUORUM, and all matters must be decided by a majority of votes.

10.00 ANNUAL GENERAL MEETING

10.01 The ANNUAL GENERAL MEETING of the CLUB WILL BE HELD IN THE MONTH OF JUNE each year, on within sixty (60) days thereafter. All members will be given prior notice at the Club Music Sessions, publication of the Club webpage, by email and in the Club Newsletter at least 21 days before the Meeting.

10.02 BUSINESS of the ANNUAL GENERAL MEETING

- A) to receive the ANNUAL REPORT and AUDITED FINANCIAL STATEMENTS submitted by the Officers of the Club
- B) to elect Officers and Committee for the ensuing year, except when the date of the Meeting has been altered (SEE 7 above)
- C) to decide on any resolution or business which may be duly submitted to the Meeting under this Constitution, or the Club By Laws. Notice of such Business to be given to the Secretary twenty Days prior to the Meeting.

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10.03 VOTING

- A) All voting shall be by show of hands, unless a member asks for a secret Ballot.
- B) Only Ordinary and Honorary Life Members present at the meeting shall have the right to vote.
- C) the Chairman shall not have a casting vote.

10.04 BALLOTS

At any meeting of the Club:-

- A) The Chairpersons declaration of the result of any Ballot shall be conclusive
- B) in the event of an equality of votes on any issue, the Chairperson shall declare the Motion lost.
- C) in the event of a Member having reasonable doubt as to the declared result of a show of hands, he or she may call a point of order and request a secret ballot.

11.00. PATRONAGE

The Club may at any time appoint any number of persons of distinguished position or attainment to be patron/s of the Club. An elected Patron of the Club will not have any voting rights or seek any office in the Club.

12.00 THE ONLY CONSTITUTION OF THE CLUB

- 12.01** This is the only Constitution of the Club, and will come into force immediately. It may not be altered, varied, added to or repealed unless seventy five (75) per cent of the Club Ordinary or Honorary Life Members present at a Meeting specially convened for that purpose are in favour of the alterations.
- 12.02** All Members must be given prior notice of the Special General Meeting to discuss the Motion, and given the proposed changes, in writing, not less than twenty one (21) days before the Meeting.

13.00 NAME, EMBLEM and GOODWILL

The name, emblem, insignia and badge of the Club will be approved by the Committee, and must not be used for any purpose other than those expressly authorised by the provision of this Constitution, or Club By Laws. No other person or identity may use the name, goodwill emblem, badge. Or other insignia of the Club without written consent from the Committee.

14.00 APPLICATION of PROPERTY, ASSETS, and INCOME

a) The property, assets and income of the Club must be applied solely in furtherance of its above mentioned objectives. No portion may be distributed directly or indirectly to the members of the Club, except as bona fide compensation for services rendered or expenses incurred on behalf of the Club. This applies in both the normal running of the Club, and in the case of Dissolution of the Club.

15.00 DISSOLUTION of the CLUB

If the Club becomes defunct, or is abandoned, or closed by the decision of a Special General Meeting of Members, called with due notice to discuss that specific purpose, the residue of its funds, property and assets must be applied for the benefit of another organisation. Such organisation must have the same, or similar objectives to those of this Club before it ceased to function, and must operate within South Australia

16.00 INTERPRETATIONS and AUTHORITIES

In the event of any doubt or difficulty arising as to the meaning of any Rule, or to any question arising as to their interpretation, Committee will have power to pronounce a decision thereon, and its

decision will be final and binding on the Members. In the absence of Rules in this Constitution or in the By-Laws of the Club, the proceedings of the Club Meetings and Annual or Special General Meetings will be conducted in accordance with Nicholas Renton's "Guide for Meetings and Organisations"

**Proposed constitution of the Celtic Music Club of SA
Acceptance to be voted upon on Monday 20th July at the IAA clubrooms
meeting to start 9pm**

**CONSTITUTION
of
THE CELTIC MUSIC CLUB of SOUTH AUSTRALIA**

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