



KARABI COMMUNITY AND DEVELOPMENT SERVICES INC.

2018 CONSTITUTION

1. NAME

The name of the Association shall be Karabi Community and Development Services Inc. (referred to in the rules as "the Association").

2. OBJECTS

The objects of the Association shall be:

- (a) To assist and support residents and communities in the Parramatta, Cumberland & Blacktown Local Government Areas to identify needs.
- (b) To work with Government and non-Government services, residents, local groups and schools towards improving the provision of appropriate services to the area.
- (c) To support individuals, families, and local communities to participate in self-determination, self-advocacy, and decisions that impact their lives.
- (d) To initiate and collaborate on projects that will improve outcomes for individuals, families and communities at regional and state levels.

3. MEMBERSHIP

- (a) Memberships are open to all individuals who live, work or study or have a special interest in the Parramatta, Cumberland & Blacktown Local Government Areas.
- (b) Individuals wishing to become members of the Association shall apply to the Management Committee in writing in the form set out in Appendix One to these rules.
- (c) The Management Committee shall determine whether or not to accept an application for membership. The Management Committee is not required to supply reasons for accepting or rejecting an application for membership.
- (d) Members shall pay such fees as are determined by the Association at a general meeting.
- (e) A register of members shall be kept by the Association showing the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- (f) Membership shall cease upon resignation, expulsions or failure to pay outstanding membership fees within three months of the due date.
- (g) Membership fees shall fall due within one year of the previous membership of the Association. The financial year shall run in accordance with the standard financial year, 1st July - 30th June.

4. MEMBERS' LIABILITY

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



5. DISCIPLINING OF MEMBERS

The procedure for disciplining members shall be determined by the Management Committee. Anyone who wishes to appeal against a decision refusing membership, expelling them from membership or otherwise disciplining them may do so in writing at the next general meeting at which time the decision will be reviewed.

6. MANAGEMENT - BY MANAGEMENT COMMITTEE

- (a) The Association shall have its affairs controlled and managed by the office bearers and other members known as the Management Committee.
- (b) The office bearers shall consist of a Chairperson, Vice Chairperson, Secretary and Treasurer. There shall be up to five other members of the Management Committee.
- (c) The office bearers and other members of the Management Committee shall be elected at each Annual General Meeting. Any casual vacancy occurring in the Management Committee may be filled by a member appointed by the Management Committee.
- (d) Each member of the Management Committee shall hold office from the date of their election or appointment until the next Annual General Meeting.
- (e) Retiring Management Committee members may hold a position for a maximum of 3 years consecutively, and cannot be renominated into previous position for a period of 1 year. Management Committee members will be allowed to hold their position of office bearer for 3 years instead of 2 in current constitution.
- (f) The Management Committee shall meet as often as necessary to conduct the business of the Association and generally not less than bimonthly.
- (g) The quorum for meeting of the Management Committee shall be one half plus one of the number of existing Management Committee members, with no fewer than four. If within half an hour of the appointed time for the meeting a quorum is not present the meeting will continue with all "decisions" referred as recommendations to be ratified at the next meeting with a quorum.
- (h) At least twenty-four hours' notice of Management Committee meetings shall be given to members of the Management Committee, such notice to be given at the previous Management Committee Meeting or by email, text or telephone.
- (i) A member of the Management Committee shall cease to hold office:
 - (i) Upon resignation in writing
 - (ii) Removal as a member of the Association
 - (iii) Absence from three consecutive Management Committee meetings without apologies to the Management Committee.
- (j) The Management Committee may function validly provided its number is not reduced below the quorum. Should Management Committee numbers fall below the quorum the remaining Management Committee Members may act only to appoint new Management Committee Members.
- (k) Questions arising at any meeting of the Management Committee shall be decided by the majority of votes of those present. In the event of an inequality of votes the Chairperson shall have a second or casting vote.
- (l) Permit meetings at more than one venue using technology that allows members in different places to participate and pass any kind of resolution



7. GENERAL MEETINGS

- (a) An Annual General Meeting of the Association shall be held each year, within six months from the end of the financial year of the Association
- (b) The Management Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (c) A special general meeting must be convened by the Management Committee within two months of receiving a written request to do so from at least five members of the Association.
- (d) At least 14 days' notice of all general meetings shall be given to members. In the case of general meetings where a special resolution is to be proposed, notice of the meeting shall be given to members at least 21 days before the meeting. Notice shall be given by mail or email.
- (e) 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 Management Committee's report upon the activities of the Association in the last financial year;
 - (iii) Election of office bearers and other members of the Management Committee;
 - (iv) Receipt and consideration of a statement from the Management Committee which is not misleading and gives a true and fair view for the last financial year of the Association:
 - * income and expenditure
 - * assets and liabilities
 - * mortgages, charges and other securities
 - * trust properties.
- (f) Voting at general meetings shall be by a show of hands unless a secret ballot is demanded by three members present. Decisions shall be made by simple majority vote except for those matters which must be decided by special resolution where a three-quarter majority is required.
- (g) All votes shall be given personally and there shall be no voting by proxy.
- (h) In the case of an equality of votes the person appointed to chair the general meeting shall have a second or casting vote.
- (i) Candidates for election as office bearers or other Management Committee members must be members of the Association. Nominations for such positions may be made at the Annual General Meeting or in such other ways as may be determined by the Association at a Management Committee meeting.

8. OFFICE BEARERS

- (a) The Chairperson or, in the Chairperson's absence, the Vice Chairperson, shall act as Chairperson at each general meeting and Management Committee meeting of the Association.
- (b) If the Chairperson and Vice Chairperson are absent from a meeting or unwilling to act, the members present at the meeting shall elect one of their number to act as Chairperson.
- (c) The Secretary shall keep records of the business of the Association including the rules, register of members, minutes of all general and Management Committee meetings and a file of correspondence. These records shall be available for inspection by any member and shall be held in the custody of the Secretary.



- (d) The Treasurer shall ensure that all money received by the Association is paid into an account in the Association's name. Payments shall be made through a petty cash, credit card, direct debit or cheque system signed by two signatories authorised by the Management Committee. Major unusual expenditures shall be authorised in advance by the Management Committee or a general meeting.
- (e) 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 member and shall be held in the Association's premises.

9. SPECIAL RESOLUTIONS

- (a) A special resolution must be passed by a general meeting of the Association to effect the following changes:
 - (i) a change of the Association's name;
 - (ii) a change of the Association's rules;
 - (iii) a change of the Association's objects;
 - (iv) an amalgamation with another Incorporated Association;
 - (v) to voluntarily wind up the Association and distribute its property;
 - (vi) to apply for registration as a Company or a Co-operative.
- (b) A special resolution shall be passed in the following manner:
 - (i) a notice by mail or email must be sent 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;
 - (iv) at least three-quarters of those present must vote in favour of the resolution.
 - (v) in situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to Fair Trading NSW for permission to pass the resolution in some other way.

10. PUBLIC OFFICER

- (a) The Management Committee shall ensure that a person is appointed as Public Officer.
- (b) The Management Committee may at any time remove the Public Officer and appoint a new Public Officer provided the person appointed is 18 years of age or older and a resident of New South Wales.
- (c) The Public Officer shall be deemed to have vacated their position in the following circumstances:
 - (i) death
 - (ii) resignation
 - (iii) removal by the Management Committee or a general meeting
 - (iv) bankruptcy or financial insolvency
 - (v) mental illness
 - (vi) residency outside New South Wales.
- (d) When a vacancy occurs in the position of Public Officer the Management Committee shall within 14 days notify Fair Trading NSW by the prescribed form and appoint a new Public Officer.
- (e) The Public Officer is required to notify Fair Trading NSW 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 membership of the Management Committee (within 14 days)
 - (v) of the Association's financial affairs (within one month after the Annual General Meeting)
 - (vi) a change in the Association's name (within one month).
- (f) The Public Officer may be an officer bearer, Management Committee member, or any other person regarded as suitable for the position by the Management Committee.

11. MISCELLANEOUS

- (a) The funds of the Association shall be derived from the fees of members, donations, grants and such other sources approved by the Association.
- (b) The Association shall effect and maintain insurance as is required under the Associations' Incorporated Act together with any other insurance which may be required by law or regarded as necessary by the Association.
- (c) The Common Seal of the Association shall be kept in the offices of the Association and shall only be affixed to a document with the approval of the Management Committee. The stamping of the Common Seal shall be witnessed by the signatures of two members of the Management Committee.
- (d) The Association may at any time pass a special resolution determining how any surplus property is to be distributed in the event the Association should be wound up. The distribution of surplus property shall be in accordance with Section 65 of the Associations Incorporated Act 2009.
- (e) Services of documents on the Association is effected by serving them on the Public Officer or by serving them personally on two members of the Management Committee.
- (f) Subject to the Act and the Regulations, in a winding up of the association, any surplus property of the association is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.