

CONSTITUTION OF THE MEREWETHER HISTORICAL SOCIETY INC1

(as at 11 June 2024)

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2. INTRODUCTION

The Constitution of the Merewether Historical Society Inc. is a contract between the Society and its members who agree to adhere to the provisions outlined in the Constitution.

3. NAME

The name of the Association will be the Merewether Historical Society Inc..

4. OBJECTIVES

To promote and encourage study of the history of Merewether and related areas by any means deemed appropriate from the time of first human settlement until the present day, including:

a. The collection, conservation, documentation, research, preservation and management of materials for such study, including but not limited to:

(1) Letters, manuscripts, recordings, exhibits, diaries and documents of any kind;

(2) Personal narratives of appropriate persons from the local community detailing their knowledge of historical events;

(3) Exhibits, maps, drawings, photographs, pictures, films, plans, digital and other electronic records;

(4) Genealogical and biographical particulars, autographs and portraits;

(5) Other objects of historical interest including those of cultural, social or technological significance including historical correspondence from the local City Council relating to matters of public interest.

(6) The holding of meetings, lectures and conferences and the publication of, display and dissemination of research and records of general public interest.

(7) To foster the advancement of the knowledge and understanding of the members of the local community including preserving public access to all beaches and parks, sporting fields, and roadways and Rights of Way, and if necessary to invoke the appropriate legal action in order to protect the communities' assets.

(8) Cooperation with any community body, whether incorporated or not, whose Objects are in whole or in part similar to or compatible with those of our Society.

5. MEMBERSHIP

1. Membership will be open to any person with an interest in local history anywhere in Australia.

2. Application for membership will be made on the appropriate form showing name, address, phone number and any other contact details.

3. The application for membership must be accompanied by the membership fee pertaining at the time of application. The applicant must be nominated and seconded.
4. The Committee has the right to refuse any application.
5. A person ceases to be a member if that person becomes unfinancial for a period of 2 months from the due date, dies, resigns or is expelled.
6. Unfinancial members cannot stand for office.
7. A register of members shall be maintained by an appropriate officer.
8. A member's rights are non-transferable.
9. If a member resigns, the unexpired portion of their membership fee is not refundable. Member's liability, regardless of reason or circumstance, is limited to the unexpired portion of their membership fee.

6. MEMBERSHIP FEES

1. Strictly speaking membership fees fall due at the end of the Financial Year. 30 June. It is convenient for most members to pay their fees at the next General Meeting which is in July and is also the Annual General Meeting. The first General Meeting in July is therefore regarded as the due date for payment of membership fees.
2. Two months grace is given for all members, except for those who wish to stand for a Committee position. At the end of the period of grace the member becomes unfinancial and their name will be removed from the register of members. There is no period of grace for those members who seek a position on the Committee, they must have paid their membership fees on or before the Annual General Meeting in July.

7. MEETINGS

1. A General Meeting will be held in each month except in January when the Society is in recess. Details of General Meetings are advertised in the Society's Newsletter and at the General Meeting for the previous month.
2. A Committee meeting will be held one week prior to the General Meeting for that month as well as one week prior to the Annual General Meeting in July.
3. An Annual General Meeting will be held in July. Every member must be advised of the date and place of the Annual General Meeting. This information must be conveyed to members by whatever means are available, via the Society's Newsletter augmented by a verbal reminder at a preceding General Meeting, be letter to the member's address, by email or by phone. This meeting will consist of essentially two meetings. A normal monthly meeting where the activities of the Society are reported on for the previous month and an Annual General Meeting where the activities of the

Society over the past year are reported on. This will be followed by an election of the Committee for the coming year.

4. A Special General Meeting may be held as required to deal with matters of special importance. Examples of what would necessitate a special General Meeting are: change the name of the Society, alter the Constitution or wind up the Society. The reasons for holding a special General Meeting must be advertised and that matter and only that matter may be dealt with at the special General Meeting. As is the case with Annual General Meetings special efforts must be taken to advise all members of the time, date and place of the special General Meeting as well as the matter(s) to be dealt with at the special General Meeting. This does not mean that a special General Meeting cannot be held on the same date as the General Meeting or even the Annual General Meeting. The normal General Meeting could be opened and proceeded with in the usual fashion and then closed. The special General Meeting would then be opened, the matters necessitating calling the meeting dealt with and the special General Meeting then closed.

5. Quorum. A quorum at any meeting will be at least five financial members with the President having one vote as a member. In the event of a tied vote, the President will have the casting vote.

6. An attendance book must be present at all meetings and members should be reminded to sign.

7. Postal Ballots. Any matter except one can be determined by a postal ballot. The exception is where a member has been advised of pending disciplinary action resulting from a complaint and is appealing the proposed disciplinary action.

8. Proxy votes are not permitted.

9. A meeting at which a quorum is present may be adjourned with the consent of a majority of those present. Only the unfinished business may be transacted at the adjourned meeting.

10. Voting at a meeting is based on the principle of one person one vote. Only financial members are entitled to vote. Minors are not entitled to vote.

8. COMMITTEE

1. Only members who are financial as of the Annual General Meeting are eligible to stand for election to the Committee. Any member who has nominated in writing in the months leading up to the Annual General Meeting but is unfinancial on the day of the meeting will be ineligible for election.

2. The election process will be conducted by the Returning Officer. The Returning Officer has latitude in how he conducts the election. He must accept all written nominations provided the nominee is a financial member but he can use his discretion on how he has written nominations voted on. The Returning Officer can accept nominations from the floor but must have each of these nominations voted on separately. Once again, the nominee must be a financial member.

9. RETURNING OFFICER

1. The Returning Officer's sole function is to chair the election of the Committee at the Annual General Meeting.
2. The Returning Officer will be appointed by the outgoing Committee and does not have to be a member of the Society.

10. COMPOSITION OF THE COMMITTEE

1. The following honorary positions should be filled:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Treasurer
2. The following honorary positions may be filled:

- a. Assistant Secretary
- b. Assistant Treasurer
3. Ordinary Committee Members:

There is no upper or lower limit to the number of ordinary Committee Members elected, it will depend on the number of officer bearers and what is reasonable and practical at the time.

11. ELECTION OF THE COMMITTEE

The election of all members of the Committee shall take place at the Annual General Meeting. At that point in the meeting when the election of the Committee for the incoming Financial Year will take place, the outgoing President will vacate the chair and the Returning Officer will assume the chair and conduct the election

12. DUTIES OF OFFICE BEARERS OF THE SOCIETY

1. Honorary President will preside at meetings. If unable to attend, the Honorary Vice President or other elected officer will chair the meeting.
2. Honorary Secretary and Assistant Secretary will:
 - a. Maintain Minutes of all meetings.
 - b. Attend to all correspondence and maintain a correspondence file.
 - c. Ensure that Notices to members are distributed at appropriate times.
 - d. Ensure that he has in his possession an up-to-date list of members.
 - e. Carry out any additional duties that he thinks necessary or that the Committee deems necessary.
 - f. The Honorary Secretary and Assistant Secretary may choose to share the duties of their office. If either is unable to attend a meeting, one will deputise for the other.
3. Honorary Treasurer and Assistant Treasurer
 - a. Maintain all financial records of the Society.
 - b. Present a Financial Report to all Committee Meetings and to all General Meetings.

- c. Present an Annual Financial Statement to the Annual General Meeting.
- d. Receipt all incoming monies and deposit in the Society's financial institution account.
- e. Pay creditors as required and ensure these payments appear in monthly Financial Report.
- f. The Honorary Treasurer and Assistant Treasurer may choose to share the duties of their office. If either is unable to attend a meeting, one will deputise for the other.

13. SPECIAL DUTIES OF ORDINARY COMMITTEE MEMBERS

All Committee members may, on a one off or on a regular basis, undertake one or more of the regular duties associated with running a society. Examples of such duties could be producing and or printing the magazine, organising guest speakers, organising tours, setting up the hall on meeting days, organising supper etc..

14. LEAVE OF ABSENCE

Committee members must advise of their inability to attend meetings. Any members of the Committee who fails to provide such advice and is absent for three consecutive meetings may, at the discretion of the Committee, have their position declared vacant.

15. CASUAL VACANCY

If a Committee member is no longer able to discharge their duties, then the Committee may appoint a member of the Society to fill that position until the next election of officers.

16. REMOVAL OF COMMITTEE MEMBERS

The Society, at a Special General Meeting, may by resolution, remove a member of the Committee from office.

17. PUBLIC OFFICER

The duties of the Public Officer of the Society are to ensure that the activities of the Society comply with the requirements of the Department of Fair Trading, NSW. In addition, the Public Officer must ensure that the Society keeps the Department of Fair Trading, NSW up to date on significant changes that may occur such as change of name or winding up the Society. The Public Officer is ultimately responsible for all the Society's books. This does not mean that these books are to be in the possession of the Public Officer at all times, simply that the Public Officer is aware of their location and can call for them if required.

18. HONORARY SOLICITOR

The Committee may ask suitably qualified persons if they would be prepared to accept the above position. If the person agrees, the Committee may declare them appointed for the ensuing twelve months.

19. SOURCE OF FUNDS AND MANAGEMENT OF FUNDS

1. The principal source of funds will normally be from membership fees and donations. Other sources may be grants, raffles, outings, sale of items or other activities as the Society sees fit.
2. All monies received by the Society must be deposited as soon as practicable without deduction to the Society's Financial Institution Account.
3. The Society must as soon as practicable after receiving funds, issue a receipt.
4. Cheques sent by the Society must be signed by two authorised members of the Committee.
5. Subject to any resolution passed by the Society at a General Meeting, the funds of the Society are to be used in pursuance of the objectives of the Society.

20. CUSTODY AND INSPECTION OF BOOKS

1. The Public Officer is ultimately responsible for all the Society's books. This does not mean that these books are to be in the possession of the Public Officer at all times, simply that the Public Officer is aware of their location and can call for them if required.
2. The Society's books must be made available to any member free of charge at any reasonable time.
3. A member may obtain a copy of a particular document on payment of a fee of not more than \$1 per page.

21. DISCIPLINING OF MEMBERS

1. Any member may make a complaint to the Committee, in writing, about a member who:
 - a. Has refused or neglected to comply with a provision or provisions of this Constitution or
 - b. Has wilfully acted in a manner prejudicial to the interests of the Society.
2. The Committee may refuse to deal with the complaint if it considers it to be trivial or vexatious.
3. If the Committee decides to deal with the complaint:
 - a. It must serve notice of the complaint on the member concerned and
 - b. must give the member 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint and
 - c. must take into account any submissions made by the member in connection with the complaint.
4. The Committee may resolve to take no action against the member or it may suspend or expel the member. If either of the latter two courses of action are taken, the Secretary must within seven days advise the member in writing of the action being taken, the reasons and the member's right of appeal.

22. RIGHT OF APPEAL OF THE DISCIPLINED MEMBER

1. The disciplined member has seven days from the receipt of the notice from the Secretary to appeal, in writing.
2. The expulsion or suspension does not take effect until the appeal is heard.
3. On receipt of the written notice of a member indicating his intention to appeal, the Secretary must advise the Committee which is to convene a Special General Meeting within 28 days of the Secretary receiving notice of the member's intention to appeal.
4. At a Special General Meeting of the Society
 - a. no business other than the appeal is to be transacted
 - b. Both the member and the Committee must be given the opportunity to state their respective cases.
 - c. The members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
5. The appeal is to be decided by a simple majority of votes cast by those members present.

23. INSURANCE

The Society must effect and maintain whatever insurance is necessary or prudent. If the Society hires a hall for meetings, then it should indemnify the owners against damages. It would be prudent to insure against injury to members, guests or visitors.

24. PATRONS

The Committee may ask individuals or businesses to sponsor the Society. Usually the Society would acknowledge their patronage by advertising the sponsor's business in their magazine or newsletter.

25. DISSOLUTION

If a special resolution is passed for the dissolution of the Merewether Historical Society Inc., the following procedures will apply:

1. The Committee will arrange for the payment of creditors, cancellations of future commitments and an orderly running down of the Society's activities.
2. The Committee will appoint one or more persons as Trustees to oversee the holding of the assets of the Society until a firm decision can be made regarding disposal or transfer of the assets to a like minded organisation.

26. LIMITS OF THIS CONSTITUTION

This Constitution of the Merewether Historical Society Inc. is based on the Model Constitution of the Department of Fair Trading, NSW and as such must always be read in conjunction with the Department's Model Constitution. Should a situation arise that appears not to be covered by this Constitution then the provisions of the Model Rules of Department of Fair Trading, NSW shall apply.

27. ADOPTION

This Constitution was adopted at a duly constituted Special General Meeting of the Merewether Historical Society Inc. on Tuesday 14 May 2024.

All previous Constitutions of the Merewether Historical Society Inc. are hereby declared null and void.