



EDWARDSTOWN PHOTOGRAPHY CLUB

Incorporated

CONSTITUTION

As amended 12th. January, 1999

10 AUDITORS

The Auditor who shall not be a member of the Committee shall be elected annually at the Annual General Meeting which shall also set his remuneration (if any).

11 INTERPRETATION OF RULES

In the event of any dispute or complaint, the decision of the Committee on the Construction and interpretation of any rule shall be binding on all members of the Club.

12 ALTERATION OF THE CONSTITUTION

This Constitution may not be amended, added to or rescinded, except at the Annual General Meeting or at a Special General Meeting called for that purpose. At least one (1) calendar month's notice in writing shall be given to all members stating the proposed amendment, addition or rescission. No change shall be effective unless carried by a two thirds majority of votes of the financial members present at the meeting and voting on the motion.

13 STATUS AND LIABILITY OF MEMBERS

No member of the Club shall by virtue of his or her membership have or be deemed to have any estate or interest in the property, funds or assets of the Club, other than to have the right to use such property in the exercising of his or her privileges as a member. Likewise no member, body or person shall be personally liable for any act or omission on the part of the Club including its Officers, Servants or Workmen. Members of the Club including the Committee shall be indemnified from the funds of the Club against the damages in verdicts in and costs of any legal proceedings which may be instituted against them or any of them in connection with the exercise of their office or the performance of their duties by reason of membership howsoever arising.

14 INCOME AND PROPERTY

The income and property of the Club shall be applied solely towards the promotion of the objects of the Club and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, howsoever by way of profit to members or relatives of members of the Club, provided that nothing herein shall prevent the payment in good faith of remuneration to any Officer or Servant of the Club for any service actually rendered to the Club or reasonable or proper rental for the premises let by any member to the Club.

1 ESTABLISHMENT AND DESIGNATION

- (1) The Club is established pursuant to the provisions of the 'Associations Incorporation Act, 1985'.
- (2) The name of the Club shall be "Edwardstown Photography Club Incorporated" (hereinafter called the Club.)

2 OBJECTS

The object of the Club is to assist all persons interested in photography and to encourage them to reach a higher standard, to supply lecturers and demonstrators and to hold such contests as deemed suitable for such advancement, to maintain a high social standard among members and to provide for the continuance of same.

3 MEMBERSHIP

- (1) Any person who is nominated and accepted pursuant to Rule 3 (6) and pays the membership subscription pursuant to Rule 4 becomes an Ordinary Member.
- (2) Any person who is nominated and accepted pursuant to Rule 3 (6) and pays the subscription pursuant to Rule 4 (3) becomes an Associate Member.

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- (3) An Associate Member shall be entitled to all rights and privileges of a member of the Club, with the following provisos:-
 - (a) Associate Members will be allowed a vote in the ratio of 1: 2 with Ordinary Members on business and constitutional matters.
 - (b) They can not hold office on the Committee.
 - (c) They can not compete in any competition or exhibition held by the Club which is restricted to Ordinary Members.
- (4) Honorary Membership for the current financial year may be conferred at the discretion of the Committee. An Honorary Member shall have all the rights and privileges of an Ordinary Member except that they can not hold office on the Committee and are restricted from voting on business and constitutional matters.
- (5) Honorary Life Membership may, on the Committee's recommendation, be bestowed upon any Ordinary Member who has been a financial member for at least fifteen years, in recognition of outstanding service to the Club. An Honorary Life Member shall have all the rights and privileges of an Ordinary Member and shall not be required to pay any further subscriptions. Life Membership may only be bestowed by the members at an Annual General Meeting or Special General Meeting.
- (6)
 - (a) An application for membership shall be submitted to the Honorary Secretary on the form provided for the purpose, signed by the applicant and one financial member.
 - (b) The Committee may accept or reject any application for membership
- (7) In the event of a member failing to pay his or her subscriptions within two months of the due date, he or she shall cease to be a member. The Committee may, however extend this period.
- (8) The Committee reserves the right to cancel the membership of any member whose conduct it deems prejudicial to the Club.

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- (3) Where elections are held they shall be by secret ballot.
- (4) Subject to the Constitution, the Committee may make such regulations as it thinks proper for the summoning and holding of it's meetings and for the transaction of it's business thereat and it may adjourn or postpone any meeting.
- (5) The Club shall meet regularly, subject to alteration by the Committee.
- (6) The President, Vice President or Immediate Past President shall preside at all meetings of the Club in that order in the absence of one (1) or more of them. In the absence of all three (3), the members shall elect a chairman Pro Tem.
- (7) The President may call a Special General Meeting or a Special Committee Meeting as he or she deems it necessary. The President shall call a Special General Meeting within twenty one (21) days of receiving a requisition signed by five (5) members of the Club, such requisition to state the object of the meeting. Members shall be advised of the calling of that Special General Meeting and the object of that meeting at least fourteen (14) days beforehand.
- (8) At a General Meeting or a Special General Meeting or an Annual General Meeting twenty five (25) per cent of the financial members of the Club shall form a quorum and at a meeting of the Committee five (5) members shall form a quorum.
- (9) Only members who are financial at the time shall be permitted to vote at any meeting of the Club.

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LEVIES

Levies for the payment of models or other incidental expenses may be imposed at the discretion of the Committee, but no such levy shall exceed one tenth of the current membership fee fixed pursuant to Rule 4 without the consent of the majority of members present at a General Meeting.

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AFFILIATION

The Club shall have the right to affiliate with any other Camera Club or Photographic Society.

(21)

If for any cause the Club shall cease to function or in the event of dissolution or winding up of the Club, the funds shall be transferred to the South Australian Photographic Federation Incorporated or similar body having the same objects or, if there be no such body existing then to such charitable organisation as the Committee or, if there be none, as the last President, Secretary/Treasurer shall determine. The term 'funds' in this rule shall, subject to any trusts applying to the same include all property and assets held by or on behalf of the Club.

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FINANCE

- (1) For accounting purposes the financial year of the Club shall commence on January 1 each year and conclude on December 31 on that year.
- (2) The Treasurer shall receive all monies on behalf of the Club and pay such monies into an account in the name of the Club, at a bank or Building Society nominated by the Committee. Withdrawals shall be authorised by any two (2) of the following:-
President, Secretary or Treasurer.
- (3) The Treasurer shall present to the Annual General Meeting in February each year the audited financial statement for the preceding year.
- (4) The funds of the Club shall be used to provide for the working expenses of the Club.
- (5) The Secretary shall arrange for the Public Risk and Club property insurance.

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MEETINGS

- (1) The Annual General Meeting shall be held on the second Tuesday of February each year.
The Committee shall have the power to vary this date in extenuating circumstances.
- (2) At the Annual General Meeting all offices shall be declared vacant and elections held for Office Bearers for the succeeding year.

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SUBSCRIPTIONS

- (1) The annual subscriptions for an Ordinary Member shall be decided at each Annual General Meeting. The subscription year shall be from July 1 to June 30 in the following year.
- (2) The annual subscription shall be payable on July 1 each year.
- (3) Associate Members shall be admitted for the sum of 25 percent of the full membership fee.
- (4) A concession in the form of 50 percent of the full membership fee will be available to ordinary members who are in receipt of a pension, or who are full time students on production of their pension or student card.
- (5) The Committee may at it's discretion allow a pro-rata subscription on a quarterly basis to new members who join after September in any year.

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MANAGEMENT

- (1) The management of the Club shall be vested in a nine (9) person Committee consisting of:-
President
Vice President
Immediate Past President
Secretary
Treasurer
and four others.
- (2) Nominations for office shall be called for, and lodged in writing at least fourteen (14) days before the Annual General Meeting. Nominations shall be on the appropriate form signed by the Nominee and one (1) financial member.
- (3) If at the time of the Annual General Meeting no candidate, or insufficient candidates, have been nominated for any office, the Chairman may call for any nominations and proceed thereon as if the nomination had duly been made.

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- (4) In the absence of nominations for all office bearers the Committee may at its discretion, following sixty (60) days after the Annual General Meeting, authorise combinations of these positions or rotate the duties among Committee members.
- (5) The Committee shall have the right to co-opt the assistance of any financial member or members.
- (6) With the exception of the Immediate Past President, the Committee and Auditor shall be elected annually as provided in Rules 7 and 10 respectively.
- (7) Any casual vacancies on the Committee may be filled by an Ordinary Member nominated by the Committee.
- (8) Appointment of officers such as Program Organiser, Competition Organiser, Librarian, etc. , or any other special duty shall be made by the Committee .
- (9) A President shall not hold office as President for more than three (3) consecutive years unless with the unanimous approval of members present at the Annual General Meeting.
- (10) The Secretary shall not hold office as Secretary for more than five (5) consecutive years unless with the unanimous approval of members present at the Annual General Meeting.
- (11) The Treasurer shall not hold office as Treasurer for more than five (5) consecutive years unless with the unanimous approval of members present at the Annual General Meeting.
- (12) Any Ordinary Member shall be eligible for election to the Committee if he or she has been financial for at least six months of the year preceding the call of nominations and any member shall be eligible for election as President if he or she has been financial as aforesaid and has served at least one year on Committee.

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- (13) If at any time nominations for any office exceed the required number and voting is required, then two (2) scrutineers shall be called for from the chair. Scrutineers must not be persons who have nominated for any office of the Club at the current elections.
- (14) If any member of the Committee is absent without leave of the Committee for more than three (3) consecutive meetings the Committee may declare that the member has vacated office.
- (15) A Committee member may nominate an Ordinary Member to act as proxy in his or her place. The proxy shall have full voting rights.
- (16) The Committee shall meet as often as necessary for the satisfactory performance of its duties.
- (17) The Secretary shall keep or cause to be kept minutes of all proceedings at meetings and those minutes to be read at the next meeting where possible.
- (18) The Seal Holders shall be the President, Vice President and Secretary with the power to fix the seal whenever the same shall be necessary in pursuance of a resolution of the Committee.
- (19) The Secretary for the time being shall have custody of the Common Seal of the Club.
- (20) The person appointed Public Officer for the purpose of Incorporation shall hold office until some other person is appointed in his or her place. If for any reason the position becomes vacant at any time the Committee shall within fourteen days appoint another person resident in the Metropolitan City of Adelaide to fill the vacancy and cause notice thereof to be filed with the Office of Consumer and Business Affairs, Attorney General's Department.