

**CONSTITUTION OF THE CANBERRA MODEL SHIPWRIGHTS SOCIETY
INCORPORATED**

NAME

1. The name of the Society shall be "The Canberra Model Shipwrights Society Incorporated."

OBJECTS

2. The objects of the Society shall be to foster and maintain interest in building and constructing scale model ships, boats and associated fittings, gear, equipment, armaments and relevant items and structures and the pursuit of excellence in this field.

POWERS

3. The Society shall have the powers to do all things necessary, incidental or conducive to the attainment of the objects of the Society.

MEMBERS

4. A member shall be a responsible and mature person who has been admitted to the Society and has paid the current subscription.

Admission to Membership

5. Every person whose name appears on the Society's register of members on the date of the adoption of this constitution shall be regarded as a member.
6. A person may apply for membership of the Society provided that he or she is nominated by a member or produces references acceptable to the Committee.
7. An applicant shall complete and sign a form of application for membership as specified by the Committee and lodge the form with the Secretary.
8. As soon as practicable after receiving an application for membership, the Secretary shall refer the application to the Committee which shall determine whether to approve or to reject the application.

9. Where the Committee determines to approve an application for membership the Secretary shall as soon as practicable after the determination notify the applicant of that approval and request the applicant to pay within 28 days after receipt of the notification of the sum payable under this constitution as the annual subscription.
10. The Secretary shall, on payment by the applicant of the amount referred to in clause 9. above. enter the applicant's name -in the register of members and upon the name being so entered the applicant shall become a member of the Society.

Register of Members

11. The Secretary shall keep a register of the name and address of every member of the Society. It is the responsibility of each member to notify the Secretary of any change of that member's name or address.

Cessation of Membership

12. A member may resign from the Society by giving written notice of resignation to the Secretary. Upon receipt of such notice the Secretary shall remove the name of the member from the register of members whereupon that person shall cease to be a member of the Society.
13. The name of a member shall be removed from the register of members if a majority of members present and entitled to vote at a formal meeting of the Society decides that a member has acted in a manner prejudicial to the interests of the Society, provided that:
 - (a) written notice of the matter to be considered has been given by the Secretary to the member concerned at least one month before the formal meeting; and
 - (b) notice of the matter to be considered has been given to members at the preceding meeting of the Society.
14. The Committee may terminate the membership of a member if that member fails to pay any sum due to the Society, whether as a subscription or otherwise, within three months of the amount becoming due.

15. Membership shall be terminated automatically:
- (a) on the death of a member; or
 - (b) if a member fails to pay any sum due to the Society, whether as subscription or otherwise, within six months of the amount becoming due.

Members' Liabilities

16. The liability of a member to contribute towards the payment of debts and liabilities of the Society or the costs, charges and expenses of the winding up of the Society is limited to the amount if any unpaid by the member in respect of membership of the Society as required by clause 35.

THE COMMITTEE

17. The Committee shall consist of
- (a) the office bearers of the Society; and
 - (b) two ordinary members of the Society.
18. The office bearers of the Society shall be :
- (a) the President;
 - (b) the Vice-President;
 - (c) the Treasurer;
 - (d) the Secretary; and
 - (e) the Assistant Secretary.

19. The offices of Secretary and Treasurer may be held by one and the same person to be known then as the Secretary/Treasurer. A member holding both these offices shall be entitled to one vote only on matters considered at meetings of the Committee.
20. The Society in general meeting may by resolution subject to Section 50 of the Act remove any member of the Committee from the office of member of the Committee before the expiration of the member's term of office.

Election of Committee Members

21. An election of Committee members shall be held at the Annual General Meeting. Member of the Committee shall be eligible for re-election.

Powers of the Committee

22. The Committee, subject to the Act, the Regulations, this constitution and to any resolution passed by the Society in general meeting
 - (a) shall control and manage the affairs of the Society;
 - (b) may exercise all such functions as may be exercised by the Society other than those functions that are required by this constitution to be exercised by the Society in general meeting;
 - (c) has the power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Society;
 - (d) may fill a casual vacancy in the membership of the Committee; and
 - (e) may co-opt the services of any member for any specific purpose but the co-opted member may not vote on matters considered by the Committee and, unless the period of co-option is terminated by the Committee, it shall lapse automatically at the following Annual General Meeting.

Meetings of the Committee

23. The Committee shall meet as often as necessary for the transaction of business of the Society.
At any meeting of the Committee, three members shall constitute a quorum.

Sub-Committees

24. The Committee may appoint a sub-committee for any specific purpose. Such a sub-committee may consist of any members of the Society and shall be chaired by a member of the Committee. Unless terminated earlier by the Committee, sub-committees shall automatically lapse at the following Annual General Meeting.

Duties of Office Bearers

25. The President, or in the absence of the President, the Vice-President, shall preside at all meetings, other than informal meetings, of the Society and of the Committee. In the absence of both the President and the Vice-President, the meeting shall elect another member of the Committee to preside.
26. In the temporary absence of the President, the Vice-President shall act as President and shall undertake all the responsibilities and perform all the duties of the President.
27. In the temporary absence of an office bearer, the Committee may appoint a member of the Committee to act in that office during the period of absence or for a shorter period specified by the Committee. The member so appointed shall undertake all the responsibilities and perform all the duties of that office.
28. The Secretary shall have overall responsibility for correspondence and custody of the records, other than the financial records, of the Society. The Secretary shall keep minutes of the proceedings of all meetings, other than informal meetings, of the Society and meetings of the Committee.

29. The Treasurer shall be responsible for:

- (a) keeping accounts of all moneys received and paid by the Society and proper records of the Society's assets and liabilities;
- (b) issuing receipts for subscriptions and other moneys received by him or her on behalf of the Society and paying all such moneys into an account of the Society;
- (c) paying accounts on behalf of the Society, as approved by the Committee; and
- (d) preparing a statement of receipts and payments and a statement of assets and liabilities for presentation to the Committee and then to the Annual General Meeting.

FINANCE

30. The financial year of the Society shall be the period beginning on the first day of March in each year and ending on the last day of February in the following year.

31. The accounts in the name of the Society shall be maintained in banks, building societies or credit unions as determined by the Committee. All withdrawals from an account shall be signed by any two of the President, the Vice-President, the Secretary and the Treasurer.

32. The income and property of the Society shall be applied to the promotion of the objects of the Society and no portion thereof shall be transferred by way of profit to any individual member.

Subscriptions

33. At the formal meeting preceding the Annual General Meeting, the Committee shall recommend subscription rates for the forthcoming year.

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34. The Annual General Meeting shall set rates of subscription for members.

35. All subscriptions shall become payable from the date of the Annual General Meeting.

MEETINGS OF THE SOCIETY

36. Formal and informal meetings shall be held at such times as the Committee decides, and details shall be made available to all members.
37. The quorum of any meeting shall be 5 members.
38. General Business and reports shall be listed for discussion at a formal meeting.
39. No general business or reports may be discussed at an informal meeting.
40. The Annual General Meeting shall be held each year in the month of April and the date and time of the meeting shall be notified to all members in writing at least fourteen days prior to the meeting.
41. The business of the Annual General Meeting shall be:
 - (a) the reading and adoption of the minutes of the previous Annual General Meeting;
 - (b) the presentation and adoption of the annual report of the President and such other reports as the Committee may wish to present;
 - (c) the presentation and adoption of the reports and financial statements of the Treasurer together with the auditor's report;
 - (d) the election of Committee members;
 - (e) setting of rates of annual subscriptions; and
 - (f) any other business of which notice has been given to members at the preceding formal meeting.
42. An extraordinary meeting may be called by the Committee at any time, or shall be called by the Secretary upon receipt of a request from seven members of the Society in writing stating the purpose of such a meeting. The Secretary shall give to all members one months notice in writing stating the purpose, date, time and place of the meeting. Only members may attend an extraordinary meeting.

44. Upon any question arising at a meeting of the Society and of the Committee and of any sub-committee appointed by the Committee a member has 1 vote only except that in the case of equality of votes on a question the person presiding is entitled to exercise a second casting vote.

COMMON SEAL

45. The common seal of the Society shall be kept in the custody of the Secretary.
46. The common seal shall not be affixed to any instrument except by the authority of the
Committee
and the affixing of the common seal shall be attested by the signatures either of 2 members of
the Committee or of 1 member of the Committee and of the Secretary.

INSPECTION OF BOOKS

47. The records, books and other documents of the Society shall be open to inspection at a place in the Territory, free of charge, by a member of the Society at any reasonable hour.

VISITORS

48. Visitors may attend any meeting of the Society other than an extraordinary meeting, and may participate on such terms as the chairman may decide. Visitors shall not vote on any matter.

AMENDMENT OF THE CONSTITUTION

49. This constitution may be amended by resolution passed by a two-thirds majority of members present and voting at a formal meeting.
50. A member who proposes an amendment shall give the Secretary notice in writing of the terms of the proposed amendment.
51. The Secretary shall give all members four weeks' notice in writing of the terms of any proposed amendment.

BY-LAWS

52. The Committee may make, alter or repeal by-laws governing any aspect of the activities of the Society, provided that the by-laws or alterations to the by-laws are consistent with the provisions of this constitution.

53. A new by-law, or an alteration or repeal of a by-law shall not be effective until approved by the Society at a formal meeting following the Committee's decision. All members shall then be notified of the new by-law, or alteration or repeal of the by-law within three months.

DISSOLUTION OF THE SOCIETY

54. The Society may be dissolved only by a decision made by a two-thirds majority of the members voting at an extraordinary meeting called in accordance with clause 42, and confirmed by a two-thirds majority at a subsequent extraordinary general meeting called in accordance with clause 42, provided that no less than two months or more than six months elapse between the extraordinary meetings called for the purpose of dissolving the Society. Members may vote in person or by proxy as provided for in the by-laws.

55. If upon the dissolution of the Society any property remains after satisfaction of all its debts and liabilities, such property shall not be paid to or distributed among the members of the Society, but shall be given or transferred to some other organisation or organisations having objects similar to the objects of the Society, and which prohibits the distribution of its or their income and property among its or their members. This organisation or organisations shall be determined by the members of the Society at the extraordinary meetings defined in clause 54, being discussed at the first meeting and decided at the second.