

The rules of



JEWELLERS and METALSMITHS GROUP of AUSTRALIA – N.S.W. INC.

Contained herein are in accordance with Section 11 and contain those matters specified in Schedule 1 of the Associations Incorporation Act, 1984.

This is the annexure of 9 pages marked 1 to 9.

Referred to in the

Signed by me and dated

CROSS REFERENCE GUIDE TO SCHEDULE 1 REQUIREMENTS

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- 1. The name of the Association shall be:**
JEWELLERS AND METALSMITHS GROUP OF AUSTRALIA – NSW INC
(referred to in these rules as “The Association”)

- 2. The OBJECTS of the Association shall be:**
 - 2.1. To be a group of jewellers and metalsmiths and others interested in metal objects.
 - 2.2. To promote the crafts of jewellery and metalsmithing in Australia.
 - 2.3. to act as a vehicle by which jewellers and metalsmiths can communicate with each other, and those interested in this area.
 - 2.4. To support the advancement of craft in Australia.
 - 2.5. To maintain an exchange of information with similar groups in Australia and overseas.
 - 2.6. To publish newsletters and/or magazines which will be of benefit and promote members and membership.
 - 2.7. To generate funds, for the advancement of the crafts of jewellery and metalsmithing in Australia.
 - 2.8. To become a lobbying force in such areas as legislation affecting jewellers and metalsmiths and exhibitions.
 - 2.9. To consolidate the craft of jewellery and metalwork in Australia as an art form.

- 3. MEMBERSHIP**
 - 3.1. Subject to these rules the members of the Association immediately prior to Incorporation together with such other people as the Co-ordinating Committee admits to membership.
 - 3.2. Membership is open to individuals only who accept the object and rules of the Association.
 - 3.3. The Co-ordination Committee shall determine whether or not to accept an application for membership. The Co-ordinating Committee is not required to supply reasons for accepting or rejecting an application for membership.

- 4. FEES AND SUBSCRIPTIONS**
 - 4.1. Members shall pay such fees as are determined at an Annual General meeting.
 - 4.2. Membership shall cease upon resignation or failure to pay outstanding membership fees and subscriptions within three months of the due date.
 - 4.3. Membership fees and subscriptions shall fall due on the first day of each financial year of the Association. The financial year of the Association shall run from July 1st to June 30th.

- 5. REGISTER OF MEMBERS**
 - 5.1. A register of members shall be kept by the Association showing the name, address and date of commencement of membership of each member. Provision for the date of cessation of membership shall also be contained in the register.
 - 5.2. A register of members shall be kept by the Secretary and the Co-ordinator and shall be open for inspection by any member of the Association at any reasonable hour upon reasonable notice.

6. MEMBERS LIABILITY

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

7. DISCIPLINING OF MEMBERS

- 7.1. The procedure for disciplining members shall be determined by the Co-ordinating Committee. Anyone who wishes to appeal against a decision refusing membership, expelling them from membership or otherwise disciplining them may do so at the next general meeting of the Association.

8. THE COMMITTEE

- 8.1. **POWERS and NAME.** The Association shall have its affairs controlled and managed by the office-bearers and other members known as the Co-ordinating Committee.
- 8.2. **CONSTITUTION.** The office-bearers shall be the Chair, Secretary, Treasurer, Newsletter Editor and Co-ordinator. There shall be no more than five other members of the Co-ordinating Committee.
- 8.3. **ELECTION and APPOINTMENT.** The office-bearers shall be elected at each Annual General meeting of the Association. The other members of the Co-ordinating shall be either appointed by the office-bearers of the Co-ordinating Committee or appointed at a general meeting of the Association.
- 8.4. **CASUAL VACANCY.** Any casual vacancy occurring in the Co-ordinating Committee may be filled by a member appointed by the Co-ordinating Committee.
- 8.5. **TERMS OF OFFICE.** Each member of the Co-ordinating Committee shall hold office from the date of their election or appointment until the conclusion of the next Annual General Meeting.
- 8.6. Retiring Co-ordinating Committee members are eligible for re-election.
- 8.7. **GROUND FOR VACANCY.** A member of the Co-ordinating Committee shall cease to hold office upon resignation in writing; removal as a member of the Association; or absence from three successive Co-ordinating Committee meetings without approval by the Co-ordinating Committee.
- 8.8. **INTERVALS BETWEEN MEETINGS.** The Co-ordinating Committee shall meet as often as necessary to conduct the business of the Association, and not less than once every six weeks.
- 8.9. **QUORUM.** The quorum for meetings of the Co-ordinating Committee shall be one half the number of members of the Co-ordinating Committee or three members of the Co-ordinating Committee, whichever is the smaller.
- 8.10. **NOTICE OF MEETINGS.** Notice of the meetings shall be given at the previous meeting or by such other means as the Co-ordinating Committee may decide upon.
- 8.11. **VOTING.** Questions arising at any meeting shall be decided by the majority of votes or those present. In case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote.

9. OFFICE BEARERS

- 9.1. **CHAIR.** The Chair shall act as chair at each general meeting and Committee meeting of the Association. In the absence of the Chair, a Co-ordinating Committee member appointed by the Co-ordinating Committee shall act as chair.

- 9.2. SECRETARY. The Secretary shall ensure that records of the business of the Association including the rules, register of members, minutes of all general and Co-ordinating Committee meetings and a file of all correspondence of the association are kept. These records shall be available for inspection by any member of the Association at any reasonable hour upon reasonable notice and shall be held in the custody of the Secretary.
- 9.3. TREASURER. The Treasurer shall ensure that all money received by the Association is paid into an account in the Association's name, as soon as practicable. Payment shall be made through a petty cash system or by cheque signed by two signatories authorised by the Co-ordinating Committee. Major or unusual expenditures shall be authorised in advance by the Co-ordinating Committee or a general meeting.
- 9.4. 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 of the Association at any reasonable hour upon reasonable notice, and, shall be held in the custody of the Treasurer.
- 9.5. The Treasurer shall place a statement of finances before the Annual General Meeting.
- 9.6. NEWSLETTER EDITOR. The Newsletter Editor shall publish newsletters and/or magazines which will be informative and of benefit to members of the Association.
- 9.7. CO-ORDINATOR. The Co-ordinator shall keep a register of members, deal with all fees and subscriptions, and maintain an exchange of information with similar groups in Australia and overseas.

10. GENERAL MEETINGS

- 10.1. HOLDING. An Annual General Meeting shall be held each year within six months from the end of the financial year of the Association (except the first Annual General Meeting which shall be held within two months from the end of the first financial year and within eighteen months of Incorporation).
- 10.2. NOTICE OF MEETING & MOTIONS. At least fourteen days' written notice shall be given to all members for all general meetings and notices of meetings. In the case of general meetings where a special resolution is to be proposed, notice of the resolution shall be given to members at least twenty-one days before the meeting.
- 10.3. Notice shall be given either personally or by post.
- 10.4. BUSINESS. 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 Co-ordinating Committee report upon the activities of the Association in the last financial year
 - iii. Election of the office-bearers and other members of the Co-ordinating Committee
 - iv. Receipt and consideration of a statement from the Co-ordinating Committee which is not misleading and gives a true and fair view for the last financial year of the Association's:
 - Income and expenditure
 - Assets and liabilities
 - Mortgages, charges and other securities
 - Trust properties

- 10.5. **NOMINATIONS OF OFFICE-BEARERS.** Nominations of candidates for election as office-bearers for the Co-ordination Committee shall be notified in writing prior to the Annual General Meeting and policy statements by members shall be circulated at any time prior to the meeting to all members present at the meeting.
- 10.6. **VOTING.** Voting at general meetings shall be by a show of hands unless a secret ballot is demanded. Decisions shall be made by a simple majority vote except for those matters which must be decided by special resolution where a three quarter majority is required.
- 10.7. In the case of an equality of votes the person appointed to chair the general meeting shall have a second or casting vote.
- 10.8. All votes shall be given personally or by proxy but no member may hold more than five proxies.
- 10.9. **APPOINTMENT OF PROXIES.** Each member shall be entitled to appoint another member as proxy prior to the meeting
- 10.10. The notice appointing the proxy shall be in the form set out in Appendix 1 to these rules.
- 10.11. **QUORUM.** The quorum for a general meeting of the Association shall be five members present in person. If within half an hour of the time appointed for a general meeting a quorum is not present the meeting shall be adjourned to the same day, time and place in the following week. If the meeting was convened by the requisition of the members, the meeting shall be dissolved.

11. SPECIAL GENERAL MEETINGS

- 11.1. **CALLING.** The Co-ordinating Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 11.2. The committee shall, on the requisition in writing of not less than five percent of the total number of members, convene a special general meeting of the Association.
- 11.3. A written request for a special general meeting shall state the purpose or purposes of the meeting, shall be signed by the members requesting the meeting and shall be lodged with the Secretary.
- 11.4. A special general meeting shall be convened in the same manner as General Meetings are convened.

12. SPECIAL RESOLUTIONS

- 12.1. 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 Co-operative
- 12.2. A special resolution shall be passed in the following manner:
 - i. A notice 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 at least twenty-one days notice of the meeting and must give details of the proposed special resolution

- 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. For situations where it is not possible or practicable for a resolution to be passed as described above, a request may be made to the Corporate Affairs Commission for permission to pass the resolution in some other way

13. FUNDS – SOURCE

- 13.1. The funds of the Association shall be derived from the fees of members, annual subscriptions, donations, grants and such other sources approved by the Association.
- 13.2. All money received by the Association shall be deposited as soon as practicable and without deduction, to the credit of the Association's bank account.
- 13.3. The Association shall as soon as practicable after receiving any money, issue an appropriate receipt.

14. FUNDS – MANAGEMENT

- 14.1. The funds of the Association shall be used only in the pursuance of the objects of the Association in such manner as the Co-ordinating Committee determines.
- 14.2. All cheques, drafts, bills and exchange, promissory notes and other negotiable instruments shall be signed by any two authorised members of the Co-ordinating Committee.

15. ALTERATION OF OBJECTS AND RULES

The statement of objects and these rules may be altered, rescinded or added to only by a Special Resolution of the Association.

16. COMMON SEAL

- 16.1. The Common Seal of the Association shall be kept in the custody of the Public Officer.
- 16.2. The Common Seal shall only be affixed to a document with the approval of the Co-ordinating Committee.
- 16.3. The stamping of the Common Seal shall be witnessed by the signatures of two members of the Co-ordinating Committee or of one member of the Co-ordinating Committee and of the Public Officer or Secretary.

17. CUSTODY OF BOOKS

Except as otherwise provided by these rules, the Public Officer shall keep in his or her custody or under his or her control, all records, books and other documents relating to the Association.

18. INSPECTION OF BOOKS

The records, books and other documents of the Association shall be open to inspection, free of charge, by a member of the Association at any reasonable hour upon reasonable notice.

19. SURPLUS PROPERTY

In the event of the dissolution of the Association, any funds or property in hand shall be paid to the Crafts Council of Australia for the furtherance of its aims and

objectives. If the Crafts Council of Australia has been dissolved, wound up or no longer in operation, any funds or property shall be paid to such other Incorporated body with similar or compatible aims and objectives as the members decide provided that the rules of that organisation prevent the distribution or transference of assets to members.

20. INSURANCE

The Association shall effect and maintain insurance as is required under the Association's Incorporation Act, together with any other insurance which may be required by law or regarded as necessary by the Association.

21. PUBLIC OFFICER

- 21.1. The Co-ordinating Committee shall ensure that a person is appointed as Public Officer.
- 21.2. The first Public Officer shall be a person who completed the application for incorporation of the Association.
- 21.3. The Co-ordinating Committee may at any time remove the Public Officer and appoint a new Public Officer, provided the person appointed is eighteen years of age or older and a resident of New South Wales.
- 21.4. The Public Officer shall be deemed to have vacated their position in the following circumstances:
 - i. Death
 - ii. Resignation in writing
 - iii. Removal by the Co-ordinating Committee or at a general meeting
 - iv. Bankruptcy or financial insolvency
 - v. Mental illness
 - vi. Residency outside New South Wales
- 21.5. When a vacancy occurs in the position of Public Officer, the Co-ordinating Committee shall within fourteen days notify the Corporate Affairs Commission by the prescribed form and appoint a new Public Officer.
- 21.6. The Public Officer is required to notify the Corporate Affairs Commission 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 Co-ordinating Committee (within 14 days)
 - v. Of the financial affairs of the Association (within one month after the Annual General meeting)
- 21.7. The Public Officer may be an office bearer, a Co-ordinating Committee member, or any other person regarded as suitable for the position by the Co-ordinating Committee.

