



The Constitution

of

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

Incorporation Number: Y0568415

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1. The Name of the Association shall be:

JEWELLERS AND METALSMITHS GROUP OF AUSTRALIA – NSW INC. (JMGA-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 GENERALLY

3.1 Full Membership is open to individuals only who accept the objects and rules of the Association.

3.2 The Co-ordinating 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.

3.3 Categories. Membership levels are **Gold, Silver, Bronze, Associate and Life.**

Associate membership is for organisations or libraries and therefore they have no voting rights.

Life Members. The Co-ordinating Committee may from time to time appoint as a Life Member current or past members who have rendered outstanding service to the Association and its objectives. Any member may nominate a person for this honour, with or without the nominee’s consent. A Life Member will have the same voting rights as an individual member. The Coordinating Committee may also rescind this honour if necessary.

4. FEES AND SUBSCRIPTIONS

4.1 Members shall pay such fees as are determined at an Annual General meeting.

Membership fees and subscriptions run for twelve months from when the member is first registered in the system.

4.2 Cessation A person ceases to be a member of the Association if the person dies, resigns membership, is expelled from the association, or fails to pay the annual membership fee under clause 10.8 within three months after the fee is due.

5. REGISTER OF MEMBERS

5.1 The register of members and committees must be kept in New South Wales at the main premises of the Association, or if the Association has no premises, at the association's official address.

5.2 A register of members of the Association shall be maintained by the Association in written or electronic form showing the name, email address, postal address, level of membership, date of commencement, date of cessation of membership of each member.

5.3 A register of each member of the Co-ordinating Committee who holds a position, the date on which the member was elected or appointed to the position and the date on which the member ceased to hold the position.

5.4 A register of members shall be kept by the Secretary and the Membership Co-ordinator and shall be open for inspection by any member of the Association at any reasonable hour upon reasonable notice.

5.5 A member must not use information about a person obtained from the register to contact or send material to the person, other than for the purposes of sending the person a newsletter, an official electronic communication, a notice in respect of a meeting or other event relating to the Association or other material relating to the association, or

5.6 If the register of members is kept in electronic form it must be able to be converted into hard copy.

6. MEMBERS LIABILITY

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

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. RESOLUTION OF DISPUTES

A dispute between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, are to be referred to a Community Justice Centre for mediation under the *Community Justice Centres Act 1983*.

9. THE CO-ORDINATING COMMITTEE

9.1 Name and Functions

The Association shall have its affairs controlled and managed by the office-bearers and other members together known as the Co-ordinating Committee. The Co-ordinating Committee may exercise all the functions that may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a General Meeting of members of the Association.

9.2 Composition The office-bearers shall be the Chair, Secretary, Treasurer, Newsletter Editor and Membership Co-ordinator. There shall be no more than five other members of the Co-ordinating Committee.

9.3 Election and Appointment The office-bearers shall be elected at each Annual General Meeting of the Association. The other members of the Co-ordinating Committee shall be either appointed by the office-bearers of the Co-ordinating Committee or appointed at a General Meeting of the Association

9.4 Terms of Office Each member of the Co-ordinating Committee shall hold office from the date of their election at an Annual General Meeting or appointment until the conclusion of the next Annual General Meeting. There is no maximum number of consecutive terms for which a committee member may hold office.

9.5 Casual Vacancy

The Co-ordinating Committee may appoint a member of the association to fill a casual vacancy other than a vacancy arising from the removal from office of a committee member.

Subject to this constitution, a member appointed to fill a casual vacancy holds office until the conclusion of the next annual general meeting.

9.6 Grounds for Vacancy. A member of the Co-ordinating Committee shall cease to hold office upon death, resignation in writing removal as a member of the Association, absence from three successive Co-ordinating Committee meetings without approval, insolvency, becomes mentally incapacitated, is convicted of an offence involving fraud or dishonesty and/or is prohibited from being a Director of a company.

9.7 Retiring Co-ordinating Committee members are eligible for re-election.

9.8 Intervals Between meetings The Co-ordinating Committee shall meet as often as necessary to conduct the business of the Association, and not less than six times per year.

9.9 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.

9.10 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.

9.11 Voting Questions arising at any meeting shall be decided by the majority of votes of those present. In the case of an equality of votes the person appointed to chair the meeting shall have a second or casting vote.

OFFICE BEARERS

9.12 Chair The Chair shall preside at each General Meeting and Co-ordinating 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. Minutes of proceedings at a meeting must be signed in writing or by electronic means by the Chair of the meeting or by the chair of the next succeeding meeting.

9.13 Secretary The Secretary shall ensure that records, in written or electronic form, of the business of the Association including the rules, register of members, minutes and attendees 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.

The minutes must be kept in written or electronic form, and for minutes of proceedings at a meeting—signed, in writing or by electronic means, by the member who presided at the meeting, or the member presiding at the subsequent meeting.

9.14 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—including full details of all receipts and expenditure connected with the activities of the association and that all payments authorised by the Association are made and all money owed to the Association is collected. The Treasurer ensure that all money owed to the Association is collected and accounted for.

Major or unusual expenditures shall be authorised in advance by the Co-ordinating Committee or at a General Meeting. (See 16.4)

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.

The Treasurer shall place a statement of finances before the Annual General Meeting.

9.15 Newsletter Editor The Newsletter Editor shall publish and or communicate newsletters and/or magazines and/or social media which will be informative and of benefit to members of the Association.

9.16 Membership 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.

9.17 Use of technology at committee meetings

A Co-ordinating Committee meeting may be held at two or more venues using any technology approved by the committee that gives each of the committee member a reasonable opportunity to participate.

9.18 Co-ordinating Committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

10. GENERAL MEETINGS

10.1 Holding General Meetings The Committee may call a general meeting whenever the committee thinks fit.

10.2 Notice At least fourteen days' written notice shall be given either personally, by post or electronic means to every member for all general meetings and notices of meetings.

10.3 Place and Time The notice must specify the place and time of the meeting, the nature of the business to be transacted.

10.4 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.

10.5 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.

10.6 In the case of an equality of votes the person appointed to chair the general meeting shall have a second or casting vote.

10.7 On any question arising at any general meeting of the Association a member has one vote only.

10.8 To vote at a general meeting the member must be at least 18 years of age and have paid all money owed to the Association.

11. Postal or electronic ballots

11.1 The Association may hold a postal or electronic ballot (as the Co-ordinating Committee determines) to determine any issue or proposal other than an appeal under clause 7 and 8 .

11.2 A postal or electronic ballot as determined by the Co-ordinating committee is to be conducted in accordance with Schedule 2 of the Regulation.

11.3 Proxies. Each member shall be entitled to appoint another member as proxy prior to the meeting. The notice appointing the proxy shall be in the form set out in Appendix 1 to these rules.

All votes shall be given personally or by proxy but no member may hold more than five proxies.

11.4 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.

12. USE OF TECHNOLOGY AT MEETINGS

12.1 A general meeting may be held at two or more venues using any technology approved by the committee that gives each of the Association's members a reasonable opportunity to participate.

12.2 A member of an Association who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

12.3 A combination of a general meeting and electronic ballot or postal ballot is not allowed.

13. ANNUAL GENERAL MEETINGS

13.1 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) and shall be held on the date and at the place and time that the Co-ordinating Committee thinks fit.

13.2 Business In the case of the Annual General Meeting the following business shall be transacted:

13.2.1 Confirmation of the minutes of the last Annual General Meeting and any recent special general meeting

13.2.2 Receipt of the Co-ordinating Committee report upon the activities of the Association in the last financial year.

13.2.3 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:

13.2.3.1 Income and expenditure

13.2.3.2 Assets and liabilities

13.2.3.3 Mortgages, charges and other securities

13.2.3.4 Trust properties

13.3 Election of the office-bearers and other ordinary members of the Co-ordinating Committee.

13.4 Nominations for Office Bearers Nominations of candidates for election as office-bearers for the Co-ordinating Committee shall be notified in writing in

the form set out in Appendix 1, to the Secretary, 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.

14. SPECIAL GENERAL MEETINGS

14.1 Calling The Co-ordinating Committee may, whenever it thinks fit, convene a Special General Meeting of the Association.

A request for a Special General Meeting may be made in writing or electronically and 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.

A special general meeting shall be convened in the same manner as General Meetings are convened.

15. SPECIAL RESOLUTIONS

15.1 A special resolution must be passed by a general meeting of the Association to effect the following changes:

- A change of the Association's name
- A change of the Association's rules
- A change of the Association's objects
- An amalgamation with another Incorporated Association
- To voluntarily wind up the Association and distribute its property
- To apply for registration as a Company or Co-operative

15.2 A special resolution shall be passed in the following manner:

- A notice must be sent to all members advising that a general meeting is to be held to consider a special resolution
- The notice must give at least twenty-one days notice of the meeting and must give details of the proposed special resolution
- A quorum must be present at the meeting
- At least three quarters of those present must vote in favour of the resolution

15.3 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

16. MISCELLANEOUS ADMINISTRATION.

16.1 Financial Year The financial year of the Association shall run from July 1st to June 30th each year.

16.2 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.

16.3 Funds Source 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. 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. The Association shall as soon as practicable after receiving any money, issue an appropriate receipt.

16.4 Management of Funds 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. All cheques, drafts, bills and exchange, promissory notes and other negotiable instruments issued by the Association shall be by two authorised members of the Co-ordinating Committee.

16.5 Association is non-profit Subject to the Act and the Regulation, the Association must apply its funds and assets solely in pursuance of the objects of the Association and must not conduct its affairs to provide a pecuniary gain for any of its members.

16.6 Surplus Property In the event of the dissolution of the Association, any funds or property in hand 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.

16.7 Alterations of Objects An application for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the Public Officer.

16.8 Custody of books etc Except as otherwise provided by these rules, the Public Officer shall keep in their custody or under their control, all records, books and other documents relating to the Association and must be kept in New South Wales, at the main premises of the association and if there are no premises in the custody of the public officer.

16.9 Inspection of Books. The records, books, minutes, and other financial 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. The committee may refuse to permit a member of the association to inspect or obtain a copy of records of the association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the individual.

16.10 Service of notices For the purpose of this constitution, a notice may be served on or given to a person by delivering it to the person personally, or by sending it by pre-paid post to the address of the person, or by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served in the case of a notice given or served personally, on the date on which it is received by the addressee, and in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

16.11 Public Officer. The Public Officer must be appointed by the Committee. 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 who is aged 18 years or more and is ordinarily resident in New South Wales.

The Public officer will keep a register of members, and the Public Officer will register annual financial documents and changes to the Associations objects or constitution in accordance with the Act to Service NSW.

The Public Officer shall be deemed to have vacated their position in the following circumstances death, resignation in writing, removal by the Co-ordinating Committee or at a general meeting, bankruptcy or financial insolvency, mental illness or residency outside New South Wales.

Definitions.

In this constitution Association means the Jewellers and Metalsmiths Group of Australia – New South Wales Inc. Incorporation Number: Y0568415

Co-ordinating Committee means the governing body of the Association

Office Bearer means a committee member who is elected at the Annual General Meeting (AGM).

Committee member means the Committee member who is not an office bearer.

Register of members means the register of members maintained under Clause 5

Secretary, of the association, means (a) the person holding office under this constitution as secretary, or (b) if no person holds that office—the Public Officer of the association.

Special General Meeting of the Association means a general meeting of the Association other than an annual general meeting

Annual General Meeting of the Association means a general meeting held once a year where business is presented as in Clause 13.

General Meeting of the Association is any meeting where all members are invited.

The Act means the Associations Incorporation Act 2009 [NSW]

The Regulation means the Associations Incorporation Act 2022

Note: The Act and the Interpretation Act 1987 contain definitions and other provisions that affect the interpretation and application of this constitution

The Interpretation Act 1987 applies to this constitution as if it were an instrument made under the Act.

Note— The Act, Part 4 deals with various matters relating to the management of associations

Note: The Act and the Interpretation Act 1987 contain definitions and other provisions that affect the interpretation and application of this constitution.

APPENDIX 1

Nomination form for Co-ordinating Committee of JMGA-NSW Inc.

I, FULL NAME

Of ADDRESS:

being a current member of the Jewellers and Metalsmiths Group of Australia –

NSW Inc. hereby nominate

for the position of please CIRCLE one

CHAIR , SECRETARY, TREASURER, CO-ORDINATOR, NEWSLETTER EDITOR

SIGNATURE:

DATE:

NB. All nominees and persons voting must be individual JMGA-NSW Inc. members.

Nominations can be lodged BEFORE the meeting to: The Secretary or admin@jmgansw.org.au

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APPENDIX 2

Form of Appointment of Proxy

I, (full name)

of, (address)

being a current member of the Jewellers and Metalsmiths Group of Australia - NSW Inc. hereby **appoint**.

Full name of proxy:

Of address:

being a member of that incorporated association, as my proxy to vote for me on my behalf at the Annual General Meeting or Special General Meeting

on date : day of 20.....

and at any adjournment of that meeting.

My proxy is authorised to vote **IN FAVOUR / AGAINST** (delete as appropriate) the resolution (insert details if desired)

Name of proxy: (please print in full):

Signature of member appointed proxy

Signature of appointer

Date:

Date:

NB. A proxy vote may not be given to a person who is not an individual member of JMGA-NSW Inc.

APPENDIX 3

Historical Notes

1988. Constitution first registered.
2005. Amendment made at AGM.
2011. Amendment made at AGM.
2016. Amended provisions
2023. Updated
2025 Registered with Service NSW Fair Trading.

References

Associations Incorporation Act 2009.
Associations Incorporation Act 2022
Associations Incorporation Regulation 2022
The Interpretation Act 1987