

**PEEL VOLUNTEER
RESOURCE CENTRE INC.**

C O N S T I T U T I O N

This is the annexure of 9 pages marked
“A” referred to in Form 5 signed by me
and date 20th October 2015.

Gillian Martelli
Chairperson

13TH DECEMBER, 1993
(Amended 7 February, 1995)
(Amended 17 June, 2000)
(Amended 29 January 2010)
(Amended 13 May 2010)
(Amended 2nd October 2012)
(Amended 17th November 2015)

PEEL VOLUNTEER RESOURCE CENTRE INC.

CONSTITUTION

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1. NAME

1.1 The name of the Agency is the Peel Volunteer Resource Centre Inc.

2. DEFINITIONS

In this Constitution, unless the contrary intention appears : -

2.1 “The Act” refers to the Association Incorporation Act 1987.

2.2 “Commissioner” means the Commissioner for Corporate Affairs appointed under Section 4 of the Companies (Administration) Act 1982.

2.3 “The Agency” means the Peel Volunteer Resource Centre Inc.

2.4 “Member” means those organisations, agencies and individuals accepted for membership of the Agency, and who have paid their annual membership, as determined by the Board of Management from time to time.

2.5 “Board of Management” means those persons referred to in Section 9 of this Constitution.

2.6 “Office Bearers” means those persons elected by the Members or Board of Management to hold positions of Chairperson, Vice-Chairperson, Secretary, and Treasurer.

2.7 “Board Members” means those persons elected to the Board of Management.

2.8 “Manager” means that person employed by the Agency as the “Manager” to run the day to day business of the Agency.

2.9 “Special Resolution” means a Resolution passed in accordance with Section 24 of the Act.

2.10 “Incorporated Agency” means an Agency Incorporated under the Act.

3. OBJECTS

The objects of the Agency shall be: -

3.1 To -provide volunteers to the community for the relief of distress, illness, poverty, delinquency and helplessness and to improve quality of life.

3.2 To support both volunteers and agencies which provide services for the relief of distress, illness, poverty, delinquency, disability and helplessness and to improve quality of life in the community.

3.3 To promote volunteerism through the encouragement of voluntary participation in health, community services, recreation, sport, youth, educational, cultural, civic, disability and other programmes.

- 3.4 To promote the principles of equality and participation with the volunteer sector.
- 3.5 Follow up and evaluation of volunteer placement.
- 3.6 Consultation with all community groups in the Peel Region.
- 3.7 To maintain strong links with the Volunteering WA.
- 3.8 To promote the Agency's Objects to the Peel communities.

4. **MISSION STATEMENT**

Dedicated to building, promoting and the strengthening the value of volunteering in our community.

5. **POWERS**

- 5.1 The Agency shall, in accordance with Section 13 of the Act, have the powers to operate in accordance with the Agencies Incorporation Act 1987.

These Powers shall allow the Agency to: -

- 5.2 Purchase, lease, hire, acquire, maintain and dispose of any real or personal property.
- 5.3 Open and operate bank accounts.
- 5.4 Employ, pay and dismiss the Manager and is the sole right of the Board of Management
- 5.5 Do all things necessary to carry out the Objects of the Agency.

6. **INCOME AND PROPERTY**

- 6.1 The income and property of the Agency shall be applied to the promotion of its Objects.
- 6.2 The property and income of the Agency shall be applied solely towards the promotion of the Objects or purposes of the Agency and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to Members of the Agency, except in good faith in the promotion of those Objects or purposes.

7. **MEMBERSHIP**

Membership of the Agency is as follows: -

- 7.1 Individual Member – anyone who supports the aims and Objects of the Agency and who is involved in volunteer activities.

- 7.2** Service Group Member and Associate Member – any non-Government Agency, Society, Association, Board, Committee, Service Club, School, Church, Body or Local Government Shire or Council, Incorporated or Unincorporated which encourages the Agency in the Peel Region and which supports the Agency’s aims and Objects.
- 7.3** Affiliate member – any State or Commonwealth instrumentality, unit or programme which uses volunteers to provide a service and who supports the aims and Objects of the Agency.
- 7.4** Life Member - any Member honoured by the Agency for outstanding service to the community. This Member will be recommended by the Board of Management at any general meeting. Life Members will have all the privileges of membership and be exempt from payment of the annual fee.

8. MEMBERSHIP APPLICATION

- 8.1** Application for membership shall be made in writing to the Manager who shall present it to the Board of Management. The Board of Management shall either accept or reject the application for membership.
- 8.2** Membership rejections will be advised in the form of a written letter to the applicant within three (3) working days of the Board Meeting.
- 8.3** Membership acceptance will allow the applicant to register volunteer positions on the Agency’s database register. The Member will be entitled to attend General Meetings and hold one (1) vote for election of the Board of Management. The registered Member may nominate a representative to represent the Member and cast the entitled vote.
- 8.4** The Board of Management reserves the right to cancel membership at any time if it is deemed that the Member’s conduct is detrimental to the interests of the Agency. The expelled Member has the right of appeal to a Special General Meeting of Members held for that purpose.
- 8.5** Membership fees will be determined and established by the Board of Management and are paid annually by each Member.

9. BOARD OF MANAGEMENT

- 9.1** The Agency will be managed by the Board of Management which shall include representation from the Peel Community including Local Government, community groups, Government departments and individuals.
- 9.2** The Board of Management will consist of: -

Chairperson
Vice-Chairperson
Secretary

Treasurer
And up to six (6) Board Members

- 9.3 The Board of Management will be elected at the Annual General Meeting of the Agency.
- 9.4 Board Members will be elected for twelve (12) months and may stand for re-election at the Annual General Meeting.
- 9.5 At the discretion of the Board, membership of the Board of Management may cease if the Board Member fails to attend three consecutive Board Meetings without Notice of Apology.
- 9.6 If a Board of Management position becomes vacant at any time the Board of Management may appoint a person to fill that vacant position until the next Annual General Meeting, when the position will be declared vacant.
- 9.7 Resignations from Board Members are to be received in writing.
- 9.8 The Board of Management may form Sub-Committees as required, for the purpose of furthering the Objects of the Agency.
- 9.9 The Board of Management has the right to accept or reject any application for Membership.

10. **BOARD MEETINGS**

- 10.1 Meetings of the Board of Management will be a minimum six (6) per year. Notice of each meeting will be given in writing to each Board Member at least seven (7) days prior to meeting.

11. **ANNUAL GENERAL MEETING**

- 11.1 The Annual General Meeting will be held in the first four (4) months of each financial year. Written notification shall be sent to all Members at least fourteen (14) days prior to the date set for the Annual General Meeting.
- 11.2 Business conducted at the Annual General Meeting shall include:-

Adoption of Reports (Chairperson, Treasurer and Manager)
Election of Office Bearers
Motions

12. **SPECIAL GENERAL MEETING**

- 12.1 Special General Meetings of the Agency may be convened by a Resolution of the Board of Management or following a request in writing by a minimum of five (5) Members. Fourteen (14) days notice will be given in writing of the Special General Meeting to all Members.

13. QUORUM

- 13.1 The quorum for Board Meetings will be four (4) Board of Management members.
- 13.2 The quorum for Special General Meetings will be six (6) Members.
- 13.3 The quorum for a general meeting will be sixteen (16) members of the Agency or 10% of membership whichever is the lesser. If there is no quorum within fifteen [15] minutes of the starting time for the meeting, then a majority of members present shall decide to adjourn the meeting for a period of not more than thirty [30] days. The quorum for the adjourned meeting shall be the number of members present 15 minutes after the starting time.

14. VOTING

- 14.1 All Members present have the right to one (1) vote on any motion.
- 14.2 Voting will be carried on a majority.
- 14.3 In the event of an equal vote the Chairperson will have the casting vote.

15. DUTIES OF OFFICE BEARERS

- 15.1 The Chairperson shall preside at all meetings. When the Chairperson is not present, the Vice-Chairperson shall preside. If both Chairperson and Vice-Chairperson are not present those present shall elect a Chairperson from amongst their number for that meeting only.
- 15.2 The Secretary shall keep copies of records, minutes and correspondence and carry out other duties as directed by the Committee. The Secretary shall ensure safe and secure custody of records and documentation of the Agency. The Secretary shall, on behalf of the Agency, keep and maintain a register of Members in accordance with Section 27 of the Act.
- 15.3 The Treasurer shall be responsible for all financial aspects of the Agency and report to the Board of Management as required. The Treasurer shall also keep copies of all financial documentation as directed.
- 15.4 The register of the members of the association; rules of the association, record of office holders and any persons who are appointed or act as trustees on behalf of the association shall, upon the request of a member of the association be made available for inspection and the member may make a copy of or take an extract from the record but shall have no right to remove the record for that purpose.

16. STAFF

- 16.1 The Manager shall be responsible for the day to day operation of the Agency, and shall report to the Board of Management on a regular basis as required.

17. FINANCIAL YEAR

17.1 The financial year for the Agency shall commence on the first of July and finish on the thirtieth of June the following year.

18. FINANCE/AUDIT

18.1 All financial transactions shall be conducted with two (2) signatories.

18.2 Funds of the Agency shall be kept in an account in the name of the Agency at either a bank or building society.

18.3 Auditing of the books shall be conducted annually within four (4) months of the end of the financial year. The audited statement shall be presented at the Annual General Meeting.

19. COMMON SEAL

19.1 The Common Seal of the Agency shall be held by the Manager and may be affixed with the authority of the Board of Management and counter-signed by two (2) of the Office Bearers.

20. ALTERATION OF THE CONSTITUTION

20.1 Alteration of the Constitution may only take place at the Annual General Meeting or a Special General Meeting called for that purpose. Written notice of motion of proposed alterations shall be forwarded to all Members thirty (30) days prior to the meeting. No alterations will be adopted unless seventy-five (75) percent of support is received from the voting Members present at the meeting.

21. DISSOLUTION OF THE AGENCY

21.1 If on the 'winding up' of the Agency any property of the Agency remains after the satisfaction of any debts and liabilities of the Agency and the costs, charges and expenses of the 'winding up', that property shall be distributed to another Incorporated Agency having Objects similar to those of the Agency or having charitable purposes that is also exempt from Income Tax under Section 16 of the Income Tax Assessment Act.

21.2 The Incorporated Agency or purposes, as the case requires, shall be determined by Resolution of the Members when authorising and directing the **Board of Management** under Sections 33 (3) of the Act to prepare a distribution plan for the distribution of the surplus property of the Agency.

21.3 In default of any such resolution, such payment or distribution shall be determined by a Judge of the Supreme Court of Western Australia.

22. DATE OF ENDORSEMENT

22.1 13th December, 1993.

22.2 The Constitution amendment date takes effect 7th February, 1995.

22.3 The Constitution amendment date takes effect 17th June, 2000.

22.4 The Constitution amendment date takes effect 29th January 2010.

22.5 The Constitution amendment date takes effect 21st April 2010.

| **22.6** The Constitution amendment date takes effect - 2nd October 2012.

| **22.7** The Constitution amendment date takes effect 17th November -2015.