

Aeromodellers NSW INC.

ABN 12 088 684 090

CONSTITUTION

APRIL 2015

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Part 1- Preliminary

1 Name

The name of the Association shall be Aeromodellers NSW Inc.

2 Objectives

The objectives of the Association shall be:

(a) Primary Objective

To promote the development of Model Aviation in NSW.

(b) Secondary Objectives

To take over all property and functions of the previous bodies namely; the Radio Control Aircraft Society and Miniature Aero Sports NSW

To promote, organise and encourage model aircraft construction and flying through the community of Clubs in NSW under Model Aeronautical Association of Australia membership.

To co-operate with government bodies in Australia and overseas to further the interests of aeromodelling.

To purchase, take on lease or in exchange hire or otherwise acquire any real or personal property and any rights or privileges which the Association finds necessary or convenient for the promotion of its objectives.

To sell, let, mortgage, or dispose of all or any of the property or assets of the Association as may be thought expedient with a view to the promotion of its objectives.

To undertake and execute any trusts which may lawfully be undertaken by the Association and which may be conducive to its objectives.

To raise money for the purpose of the Association through the medium of fees, meetings, contests, exhibitions and other means that may be of benefit to the Association.

To support any charitable or benevolent associations or institutions and to subscribe money for charitable or benevolent purposes in any way connected with the purpose of the Association or calculated to further its objectives.

To invest the Monies of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit with such sanctions (if any) as may for the time being be prescribed by law.

To establish and support financially or otherwise or aid in the establishment and support of any educational scheme or establishment with benefit to the aeromodelling movement.

To make application to the Model Aeronautical Association of Australia (Inc.) for affiliation and recognition as a representative of MAAA Inc. and the Federation Aeronautique Internationale for aeromodelling in NSW.

To pay out of the funds of the Association all expenses incidental to carrying out of these objectives.

3 Definitions

(1) In this constitution:

Aeromodelling in this document, is defined as: the pastime, sport or activity of experimentation and innovation, design, construction, maintenance and/or flight of any/all model aircraft, be they fixed wing, multiple rotary wings, gliders, helicopters or any airborne creation that takes to the sky and pushes the envelope of possibility.

Associate member is defined as an individual who is a member of a club that is affiliated with Aeromodellers NSW Inc.

A Club is defined as a group of people who have become associated to pursue their common interest in aeromodelling. For the purpose of this clause, a Co-operative Society, Propriety Company or other such Body which has been formed for the purpose of furthering an interest in aeromodelling shall be defined as a Club.

Association is defined as Aeromodellers NSW Incorporated.

CASA is the Civil Aviation Safety Authority or its successor

Director-General means the Director-General of the Department of Services, Technology and Administration.

Management Committee Meeting means the normal monthly business meeting of the Association

Member Club is defined as being an Affiliated Club.

Primary Membership means the primary or main club that holds the affiliation to the association for the associate member. An Associate member can only be registered through one club.

Secretary means:

- (a) The person holding office under this constitution as Secretary of the Association, or
- (b) If no such person holds that office - the Public Officer of the Association.

Special general meeting means a general meeting of the association other than an annual general meeting specifically called to discuss an agenda that has been circulated to all member clubs

.

The Act means the *Associations Incorporation Act 2009*.

The Regulation means the *Associations Incorporation Regulation 2010*.

(2) In this constitution:

- (a) A reference to a function includes a reference to a power, authority and duty, and
- (b) A reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 - Membership

1 Types of Membership

(1) The Association shall consist of:

- (i) The elected Office Bearers of the Association;
- (ii) All elected and appointed members of any committees of the Association;
- (iii) Affiliated Clubs;
- (iv) Life Members;
- (v) Honorary Members;
- (vi) Associate Members (Members of Affiliated Clubs).

- (a) Provided always that members to qualify for clause 1 (1) sub-clauses (i) and (ii) must be members of a club affiliated with Aeromodellers NSW Inc.

(2) Affiliated Clubs

- (a) There shall be no limitation to the number of members a Club may have excepting that the minimum number shall be three. Each Club shall appoint a Management Committee, which shall consist of a minimum of two officers. These shall be a President or Chairman and a Secretary/Treasurer of each Club before it may be accepted as affiliated with the Association. It shall be formed within the State of NSW, have a constitution and rules or memorandum and articles of association not inconsistent with the constitution and rules of the Association.

(3) Life Members

- (a) Any member of the Association may submit a proposal in writing of a person to be considered for Life Membership, attached with the proposal will be a resume of the nominee's contributions to the Association.
- (b) All nominations for Life Membership of the Association shall be submitted to the Secretary or President not less than eight weeks before the Annual General Meeting.
- (c) The Secretary shall put forward all Life membership nominations at the Annual General Meeting and the nominee may be elected a life member by a two-thirds majority of those present and entitled to vote. This will be done by way of secret ballot.
- (d) Life Members shall not be required to pay affiliation fees and they may be elected as office bearers of the Association.
- (e) The Association shall be responsible for all insurance and membership fees for Life Members with the Model Aeronautical Association of Australia if required by the Life Member.

- (f) Life Members shall have the same privileges as other members of the association and shall be issued with a suitable badge and plaque whenever practicable.
- (g) The Secretary shall keep a record of Life Members and forward notices of meetings to their last known address.
- (h) All Life members of the Radio Control Aircraft Society and the Miniature Aero Sports N.S.W. and any association that may subsequently join Aeromodellers NSW Inc. are also Life members of Aeromodellers NSW Inc.

(4) **Honorary Members**

- (a) The Executive Committee may elect Honorary Members for such periods as it may think fit.
- (b) Honorary Members shall not be required to pay affiliation fees nor shall they be elected as officers of the Association but in all other respects they shall be entitled to all rights and subject to all the duties of members of the Association.
- (c) The Association shall be responsible for all insurance and membership fees for Honorary Members with the Model Aeronautical Association of Australia if required by the Honorary Member.
- (d) Candidates for Honorary Membership must be proposed by a member of the Association and the proposer shall be responsible for all liabilities incurred in the Association by the nominee.

(5) **Associate Members**

- (a) Members of Clubs affiliated with the Association are classed as Associate Members, and when attending meetings of the Management Committee shall have no right of audience unless granted by the Chair.

2 Register of members

- (a) The Registrar of the Association must establish and maintain a register of Member Clubs of the Association specifying the name and relevant contact details of each club who is a member of the association together with the date on which the club became a member.
- (b) Access to the register of member clubs must be available in New South Wales:
 - (i) At the main premises of the Association, or
 - (ii) If the Association has no premises, at the Association's official address.
- (c) The register of members must be open for inspection, free of charge, by any member of the Association during normal business hours Monday to Friday.
- (d) A member of the Association may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (e) If a member club requests that any information contained on the register about the member club (other than the member clubs name) not be available for inspection, that information must not be made available for inspection.

- (f) A member club must not use information about a club obtained from the register to contact or send material to the club, other than for:
 - (i) the purposes of sending the club a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association, or
 - (ii) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (g) Any communication, including electronic mail, using this data must comply with all relevant privacy and anti spam legislation as it applies. It will be the responsibility of the member club obtaining the information to ensure its proper use.

3 Affiliation of Clubs

- (a) Each Club applying for affiliation shall:
 - (i) Apply for affiliation in the prescribed form and shall be lodged with the Registrar not later than the 31st July in each year, or such earlier date as the Executive may fix. The Registrar shall immediately notify clubs that do not comply with the regulations regarding affiliation that their affiliation cannot be considered unless the form is correct or the prescribed fees paid as the case may be.
 - (ii) Forward with the application the affiliation fee as fixed at the Annual General Meeting, and a list of its Club members.
 - (iii) Notify the Secretary or Registrar within fourteen days of any change in the particulars given on its application form.
- (b) The period of affiliation of a Club shall be for one year or part thereof from 1st July of the year of affiliation to the succeeding 30th June, unless terminated by cancellation, resignation or expulsion.
- (c) Each Club, the affiliation of which is approved shall thereupon:
 - (i) Be deemed to be affiliated and bound by the Constitution, Rules and By-Laws of the Association;
 - (ii) Register all members as prescribed by the Annual General Meeting; and
 - (iii) Become liable for such subscriptions, fees and levies as may be fixed by the Rules.
- (d) Any affiliated Club, which desires to withdraw from the Association, shall remain liable for all subscriptions, levies and/or fees incurred up to the time of lodging its application to withdraw.

4 Fees and Subscriptions.

(1) Fees and Registration of Members

- (a) Each Club shall contribute to the funds of the Association a per capita charge for each of its members. Fees shall be fixed each year by the Annual General Meeting.
- (b) Fees are to be paid annually and will be due for payment by the 1st July in the case of renewals and upon joining in the case of new members. All memberships will expire on 30th June of each year.
- (c) In the case of a Club whose fees remain unpaid by 1st September, that Club shall cease to be a member of the Association.
- (d) Each affiliated Club must forward in the prescribed manor a membership list with fees to the Association Registrar; these members are to be registered as Associate Members of the Association.
- (e) MAAA Inc. will allocate AUS license numbers to members of Clubs and keep accurate records of Club members.
- (f) The Association Registrar will record the particulars from the membership list and return a copy with the AUS licenses to each affiliated Club.
- (g) The Membership Register of each affiliated Club shall be made available for inspection if requested by the Executive Committee or the Management Committee.
- (h) All applications for registration as Associate Membership shall state the name of the Club for which such applicant holds primary membership.
- (i) The application form shall bear the date of birth of the applicant.
- (j) A Junior Associate Member is a junior throughout the membership year in which he or she attains the age of 18 years.
- (k) Any Associate Member holding any authority associated with the operation of model aircraft, e.g. large model inspector, flight instructors authority etc., which was issued on the recommendation of the Association may be cancelled if the Associate Member does not pay his or her fees to the Association by the 1st of July each year.

5 Members' Liabilities

(1) Dissolution

- (a) If upon the winding up or dissolution of the Association there remains any assets after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall be transferred to the Model Aeronautical Association of Australia or its successors.

(2) **Indemnity**

- (a) No affiliated Club, official, delegate or member of the Association shall have any claim, legal or otherwise, against the Association or its officers, for any act done or omission in the execution of their duties.
- (b) The Association shall indemnify any officer of the Association acting in good faith and within the scope of his or her duties against any claim, liability, loss or damage which may be incurred in consequence of any act, omission or error on the officer's part, subject to the approval of the Management Committee.

6 Discipline

(1) **Administration**

- (a) The Association shall, if so delegated by the MAAA (Inc.), control competitions, sporting events, test records and trials in NSW under the regulations of the Federation Aeronautique Internationale or aeromodelling body under whose oversight the competition, sporting, test records or trials are being conducted.
- (b) The Association shall grant, issue, authorise, modify, cancel, or revoke in accordance with any regulation issued. The Federation Aeronautique Internationale, FAI Competitor's Licences and any other license issued to members of affiliated Clubs in consultation with the MAAA. The Association shall co-ordinate the control of competitions, sporting, events, tests, records and appeals, in conjunction with the MAAA (Inc.), connected therewith submitted to the Association by an affiliated Club within NSW.
- (c) The Management Committee may at any time by a resolution of not less than three-fourths of the member Clubs, whom are eligible to vote, expel from the Association any affiliated Club or Clubs provided not less than sixty (60) days' notice has been given of the meeting, specifying that it is intended to propose such a resolution. No Club so expelled shall have any claim against the Association for damages or otherwise.
- (d) Any affiliated Club may, give sixty (60) days' notice in writing to the Secretary of its intention to withdraw from the Association and at the expiration of such notice shall cease to be a member of the Association and shall have no claim on the assets of the Association.
- (e) The Association unless specifically requested by MAAA Inc. or CASA will not involve itself with internal disciplinary procedures against members of Affiliated Clubs. The Association and the affiliated Clubs shall co-operate with and assist one another in such disciplinary measures as either or both may deem desirable for dealing with the conduct of any member of any affiliated Club.
- (f) The Association retains the right to initiate any investigation into the behaviour of a Member Club or an Associate Member whose actions have brought or may bring the Association into disrepute. Disciplinary action may result from the results of such investigation.
- (g) Any complaint which may be made against, or decisions of a Sub-Committee shall be made only by the Secretary of an affiliated Club unless otherwise herein provided, and shall be forwarded in writing to the Secretary of the Association

within seven days of the date of such action or decision. The members of the Sub-Committee concerned shall attend the hearing of the complaint, which shall be determined by the Executive Committee as it sees fit.

- (h) Any member of the Executive, who fails to attend three consecutive Management Committee meetings without leave of absence being granted, shall cease to be a member of the Executive and the vacancy shall be filled forthwith.
For the purpose of this Rule, a member shall not be credited with attendance at a meeting if he or she is absent from such meeting or any adjournment thereof for a period of more than twenty minutes, unless requested to leave the meeting for specific debate or discussions. The time of arrival or departure of members not present for the full meeting shall be recorded in the minutes.

Part 3 - The Committee

1 Committee

(1) Management Committee

- (a) The administration of the Association shall be in the hands of a Management Committee, which shall consist of the following officers appointed or elected as provided herein:

President

Vice President

Secretary

Treasurer

Registrar

Newsletter Editor

Public Relations Officer

Up to Two Delegates from each affiliated Club

- (b) A committee member may hold up to 2 offices (other than both the president and vice-president offices).
- (c) No more than two delegates from each affiliated Club may be elected to the Management Committee each membership year.
- (d) The Management Committee shall generally meet once per month and at other such times as prescribed by the Rules.

(2) Executive Committee

- (a) There shall be an Executive Committee of the Association, which will consist of the President, Vice President, Secretary and Treasurer. The Executive shall carry on the business and affairs of the Association between meetings of the Management Committee and shall, subject to such restrictions or limitation as the Management Committee may from time to time impose, exercise and carry out the powers and functions of the Association.

- (b) Subject to the limitation that it shall meet at least four times per calendar year, the Executive may meet for the dispatch of business, adjourn, and otherwise regulate its meetings and proceedings as it thinks fit, and may determine the quorum necessary for the transaction of business. Unless otherwise determined, three members of the Executive shall be a quorum. This meeting may be included; prior to; or after; or incorporated into the General Monthly Management Meeting of the Association
- (c) Any one member of the Executive shall have power to call, or direct the Secretary to call a meeting of the Executive.
- (d) The time and place for regular meetings to be held during the year shall be fixed, whenever practicable, by the Executive at its first meeting held after the Annual Management Committee Meeting, and each member of the Executive having been duly notified of the date of such meetings, no further notice shall be given, unless there is any subsequent alteration in the date, time or place of such meetings.
- (e) Subject to the provision for regular meetings, notice of meetings shall be given by the Secretary in writing posted to the last known address of each member of the Executive so that, in the ordinary course of post, it will be received by the member not less than seventy-two hours before the time of such meeting.
- (f) No proxy votes shall be allowed at any meetings of the Executive Committee.

2 Casual vacancies

- (a) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (b) A casual vacancy in the office of a member of the committee occurs if the member:

- (i) Dies, or
- (ii) Ceases to be a member of the association, or
- (iii) Becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
- (iv) Resigns office by notice in writing given to the secretary, or
- (v) Is removed from office under clause 19, or
- (vi) Becomes a mentally incapacitated person, or
- (vii) Is absent without the consent of the committee from 3 consecutive meetings of the committee, or
- (viii) Is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- (ix) Is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

3 Removal of committee members

- (a) The Association in a Monthly General Management Meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (b) If a member of the committee to whom a proposed resolution referred to in subclause (a) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representations be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

4 Officers of the Association

- (a) The officers of the Association, who shall also be the officers of the Executive and Management Committees, shall be:
- (b) Executive Committee and Management Committee
 - President
 - Vice President
 - Secretary
 - Assistant Secretary
 - Treasurer

Registrar

Newsletter Editor

Public Relations Officer

- (c) Management Committee - Two Delegates from each affiliated Club.
- (d) The duties of the officers shall be as prescribed by the Rules.
- (e) Executive Committee officers shall be elected annually at the Annual General Meeting and shall hold office until the conclusion of the next Annual General Meeting of the Association.
- (f) The Secretary, Treasurer, Registrar, Newsletter Editor and Public Relations Officer may be paid such honoraria as the Annual General Meeting may fix from time to time.
- (g) There shall be one auditor who shall be properly qualified and appointed annually at the Annual General Meeting. The Auditor shall not be a member of the Management Committee, an officer or relation of an officer of the Association. Every year the accounts of the Association shall be examined and the correctness of the income and expenditure account and balance sheet ascertained by the auditor and reported to the Annual General Meeting.
- (h) All officers shall be eligible for re-election or re-appointment for immediate re-election to the same office after holding that position.
- (i) In the event of the position of any officer becoming vacant, the Management Committee may appoint a successor to fill such vacancy. In the case of all officers such successor shall hold office until the next Annual General Meeting.
- (j) Any casual vacancy of an officer shall be filled by an Associate Member nominated by any Club provided that not less than three-fourths of the Club delegates at a Management Committee meeting vote in favour of such nominee. The Management Committee may from time to time remove from office any officer provided that not less than three-fourths of the total affiliated Clubs of the Association vote in favour of such removal.

5 Role Descriptions

(1) The President:

- (a) The role of the President is to provide the principle leadership and responsibility for the organisation and the Committee.

(b) Desirable Attributes:

(i) The President should:

- be well informed of all organisational activities and be able to provide leadership and oversight
- be a person who can develop good relationships internally and externally
- be forward thinking and committed to meeting the overall goals of the Association
- have a good working knowledge of the Committee Constitution, rules and duties of office bearers

- be able to work collaboratively with other Committee Members
- be a good listener and attuned to the interests of members and other interest groups
- be a good role model and a positive image for the Association in representing the Committee in other forums
- be a competent public speaker and communicator.

(ii) Specific duties include but are not limited to:

- Chair meetings ensuring that they are run efficiently and effectively
- Act as a signatory for the Association in all legal purposes and financial purposes
- Regularly focus the Committee's attention on matters of Association governance that relate to its own structure, role and relationships
- Periodically consult with Committee members on their role, and help them to optimize their contribution
- Communication to member clubs via the newsletter and all media
- Work with the Committee to ensure:
 1. The necessary skills are represented on the Committee and that a succession plan is in place to help find new Committee members when required
 2. Goals and relevant strategic and business plans are developed in order to achieve the goals of the Association
 3. Long term strategic planning for the Association.
- Serve as a spokesperson for the Association when required
- Communicate regularly and systematically with the Presidents of the member Clubs, and the Model Aeronautical Association of Australia.
- Assist in the development of partnerships with sponsors, funding agencies, local and state government, shared facility users and organisations that are relevant to the goals of the Association.

(2) **The Vice President:**

(a) The role of the Vice President is to shadow the President in providing leadership and responsibility for the organisation and the Committee and to step into the President's roles where needed. It is often considered that the Vice President will succeed the President and that this role is in preparation.

(b) Desirable Attributes:

(i) The Vice President should:

- be well informed of all organisation activities and able to provide leadership and oversight
- be a person who can develop good relationships internally and externally
- be willing to step in for the President where needed including chairing meetings
- be forward thinking and committed to meeting the overall goals of the Association
- have a good working knowledge of the Committee Constitution, rules and duties of office bearers
- be able to work collaboratively with other Committee Members
- be a good listener and attuned to the interests of members and other interest groups
- be a good role model and a positive image for the Association in representing the Committee in other forums
- be a competent public speaker
- be able to raise concerns with the President where they arise

(ii) Specific duties include but are not limited to:

- In the event of the President being unable to fulfil his/her duties to step into that role
- In the absence of the President, chair meetings ensuring that they are run efficiently and effectively
- Be an alternate signatory for the Association for legal purposes and financial purposes
- Assist the President in deciding which matters are dealt with by the Executive, the full Committee and delegated to Committees
- Coordinate Club planning to ensure appropriate plans are developed, presented to and reviewed by the Committee, and enacted as required
- Communication to member clubs via the newsletter and all media
- Represent the Association at meetings and forums as agreed with by the President
- Other duties as nominated by the President and / or Committee

(3) **The Secretary:**

(a) The role of the Secretary is to carry out the administration on behalf of the Association and under the guidance of the executive.

(b) Desirable Attributes:

(i) The Secretary should:

- be organized
- have computer skills
- be a good communicator
- develop relationships with members clubs
- be able to keep confidential matters confidential.

(c) Specific duties include but are not limited to:

- Attend all meetings of the Management Committee and the Executive Committee and carry out all directions given at any such meeting
- Maintain records of the Management Committee and Executive to ensure effective management of Association's records
- Manage Minutes of meetings, recording the Minutes and ensuring the minutes are provided to the Newsletter Editor for distribution to members.
- Development of the agenda in consultation with other Committee members and distribution in accordance with the Constitution
- Be sufficiently familiar with all current Association documents to note applicability during meetings
- Be responsible for ensuring that accurate and sufficient documentation exists to meet legal requirements
- Enable and authorise people to help with the Association's business.
- Ensure that the records of the Association are maintained as required by law and made available when required by authorised persons. These records may include founding documents, lists of Committee members, Committee meeting Minutes, financial reports, and other official records
- The Secretary ensures that official records are maintained of members of the Association and Committee. He / she ensures that these records are available when required for reports, elections, referenda, other votes, etc.
- Provide an up-to-date copy of the Constitution and bylaws at all meetings.
- Ensure that proper notification is given of Committee and Association meetings as specified in the Constitution
- Manage the general correspondence of the Committee except for such correspondence assigned to others

- Help and lead the Committee in providing systematic communication from the Committee to Association members and other relevant stakeholders
- Keep the books or computer records containing the minutes or records or proceedings of all meetings of the Association and of its Committees, and produce them as required;
- Keep in proper files, all Association records and reports of, Sub-Committees, officers, Delegates and Officials;
- Obtain a direction from the Management Committee before disposing of any Association property;
- Place before the Executive all applications for affiliation at the next meeting of the Executive held after the receipt of same;
- Keep a "Record of Association Members Suspended" with date of suspension and reason therefore;
- Carry out all such other duties as may be required under the Association Rules and By-Laws.
- The Secretary will normally hold the position of Public Officer for the Association

(4) The Assistant Secretary:

(a) The role of the Assistant secretary is to assist the Secretary in the performance of his/her duties and act as understudy for the Secretary position.

(b) Desirable Attributes:

- be organized
- have computer skills
- be a good communicator
- develop relationships with members clubs
- be able to keep confidential matters confidential.

(5) The Treasurer:

(a) The role of the Treasurer is to be responsible for the financial supervision of the Association to allow the Management Committee to provide good governance. The Treasurer is responsible to regularly report on the Association's financial status to both the Committee and the Association members.

(b) Desirable Attributes:

- Good Organisational Skills
- Has some financial expertise
- Ability to maintain accurate records
- Honest/Trustworthy
- Computer skills
- Good communication skills
- The ability to produce statistical reports and analysis from accounts

(c) Specific duties include but are not limited to:

- Provide advice to the Management Committee in their management of the Association finances
- Administer all financial affairs of the Association
- Lead the annual budget process and ensure an appropriate annual budget is provided to the Committee for approval
- Present the annual forward budget for distribution to Member Clubs
- Ensure development and Committee review of financial policies and procedures

- Support any required auditing processes
- Receipt of all incoming monies
- Bank all monies received
- Timely payment of all accounts
- Maintain accurate records of all income and expenditure
- Ensure that all receipts and payments concur with bank deposits and withdrawals
- Monthly financial reports – present at monthly committee meetings
- Be a signatory on Association accounts
- Carry out the requirements of the Constitution as detailed in ‘Funds Management’.
- Present reports and statistical analysis that reflect the finances of the Association as required by the Executive Committee, Management Committee and Member Clubs.

(6) The Registrar

(a) The role of the Registrar is to carry out all the duties of club and membership registrations and be the specific Subject Matter Expert (SME) on the MAAA Membership database on behalf of the Association.

(b) Desirable Attributes:

- be organized
- have computer skills
- be a good communicator
- develop relationships with members clubs
- be able to keep confidential matters confidential.

(7) The Newsletter Editor:

(a) The role of the Newsletter Editor is to manage the compilation, production, and publication of the monthly newsletter on behalf of the Association.

(b) Desirable Attributes:

- be organized and able to work to deadlines
- have good literacy and grammatical skills
- have an eye for detail
- be a good communicator
- have good computer skills

(c) Specific duties include but are not limited to:

- Compile, produce and distribute 10 newsletters per year (no Newsletter produced in January or August).
- Liaise with the aeromodelling fraternity to seek and obtain material of relevance and interest for inclusion in the Association’s Newsletter.
- Liaise with the currently contracted printer and mailing house to produce and distribute adequate copies to satisfy those affiliate members that have chosen to receive their newsletter in printed format.
- Distribute by email access to a soft copy of the newsletter to those affiliate members that have chosen to receive their newsletter in that format.
- Liaise with print and mail distribution providers from time to time as directed by the Executive to ensure that the Association is receiving value for money for these services.

(8) **The Public Relations Officer:**

(a) The role of the Public Relations Officer is to manage and oversight the publicity with all stakeholders and the media on behalf of the Association.

(b) Desirable Attributes:

- Collaboration skills
- Good Communicator
- Understanding of Social Media
- Social Media Skills
- Ability to write Press releases

(9) **The Public Officer:**

(a) The Public Officer is appointed by the Committee and is not elected by the members of an incorporated association. The Public Officer is the official point of contact for an incorporated association and one of the authorised signatories. They must be over 18 years of age and reside in New South Wales. An association's incorporation may be cancelled if the public officer does not comply with these requirements

(b) Specific duties include but are not limited to:

- Notifying NSW Fair Trading of any change in the association's official address within 28 days of such changes
- Collecting all association documents from former committee members and delivering the documents to the new committee member
- Returning all association documents to a committee member within 14 days, upon vacating office
- Acting as the official contact for the association, including taking delivery of documents served on the association and bringing them to the attention of the committee as soon as possible
- Custody of any documents as required by the constitution

Part 4 - Meetings

All meeting will be conducted in accordance with standard business practices, except where specifically identified within these rules.

1 Annual general meetings - holding of

(a) The association must hold its first annual general meeting within 18 months after its registration under the Act.

(b) The association must hold its annual general meetings:

- (i) Within 6 months after the close of the association's financial year, or
- (ii) Within such later time as may be required by the Director-General or prescribed by the Regulation.

(c) The Annual General Meeting shall be held in May of each year and the business of such meeting shall include the Secretaries Annual Report, the presentation of the Treasurer's accounts, duly audited, the election of officers and other

members of the Executive, and such other business as may be deemed necessary. Notice of the Annual General Meeting shall be given in writing to the Honorary Auditor.

2 Annual General Meeting -Calling of

(1) Notice of Meetings

- (a) Notice of the date, time and place of the Annual General Meeting shall be given not less than four weeks or more than six weeks prior to the date of the meeting.
- (b) Notice where required shall be given to all members entitled thereto, such notice being by publishing in the Associations Newsletter, mail or e-mail.

3 Special General Meetings - calling of

- (a) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (b) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the association.
- (c) A requisition of members for a special general meeting:
 - (i) Must state the purpose or purposes of the meeting, and
 - (ii) Must be signed by the members making the requisition, and
 - (iii) Must be lodged with the secretary, and
 - (iv) May consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (d) If the committee fails to convene a special general meeting within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (e) A special general meeting convened by a member or members as referred to in subclause (d) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (f) The Executive will be required to advise all Members upon receipt of requisition, and the date of any meeting or their reason for declining such request.

4 Extraordinary Management Committee meetings

- (a) For extraordinary meetings of the Management Committee, such notice shall be given within 21 days of receiving a requisition for such meeting.
- (b) The notice shall state the object of the meeting and no other business shall be dealt with at the meeting.
- (c) Any officer or member of the Management Committee shall have the power to direct the Secretary to requisition a Meeting of the Management Committee.

5 General Monthly Management Committee Meetings

- (a) Monthly Management Committee Meetings; The time date and place of meetings shall be decided at the Annual General Meeting and having been duly decided no further notice shall be given, unless there is a subsequent alteration in the time date or place of such meetings.
- (b) The representation of members, and the conduct Meetings, the voting powers of Members and procedure of all meeting shall be in accordance with the rules.

6 Running of meetings

- (a) Quorum unless specifically stated elsewhere the quorum of all meetings of the Association shall be five (5) member clubs.
- (b) A meeting may be declared invalid if:
 - (i) The notice calling such meeting is not in accordance with the Constitution and signed by an Executive officer of the Association (the signature on any notice may be written or printed).
 - (ii) No time is stated in the notice, or it is held at any other time or place than that stated on the notice, or the business to be discussed is not clearly and adequately notified.
 - (iii) If after the expiration of thirty minutes from the time appointed for a meeting there is not a quorum present, the meeting shall be abandoned.
- (c) Where the constitution provide for the presence of a quorum at meetings, a meeting is not valid and may not lawfully transact any business unless a quorum is present throughout the whole of the meeting, and no member shall leave the meeting without the permission of the Chair.
- (d) The persons constituting a quorum are those competent to transact and vote upon the business before the meeting.
- (e) The Executive shall have power to deal with any business not completed at any meeting because of the absence of the required quorum.
- (f) The Secretary shall keep a Roll of member Clubs for the purpose of recording the representation at meetings and the Voting powers of those present.
- (g) No motion or amendment shall be withdrawn without the leave of the Chair and consent of the mover and seconded.
- (h) A motion or amendment, which is not passed at a meeting, may not be brought before the same meeting, unless members agree to discuss it again, but the matter may be brought forward at a subsequent meeting.
- (i) Any resolution, which has been acted upon, being the authority under which such action is taken, may not be rescinded, but a motion may be moved at a subsequent meeting to correct any errors, or omissions or as a result of further information being presented. Such motion may reverse the previous resolution in part or in whole, but should take into account whatever action has been taken under the original resolution.

- (j) Any matter before the meeting may be deferred until a time to be stated by a motion that the meeting proceed to the next business.
- (k) Proxies shall be allowed at all meetings except Executive Committee Meetings, but they must be in writing duly signed by the affiliated Club Secretaries giving and receiving the proxy and in the hands of the Secretary at least 48 hours before the meeting.
- (l) An amendment moved and seconded shall be voted upon before the motion, and if carried the motion as amended shall be put to the meeting unless the amendment itself contains all the points necessary to complete the business under discussion.
- (m) No second or subsequent amendment shall be received until the first amendment has been voted upon.
- (n) No amendment which is a direct negative of the motion shall be received.

7 Chair

- (a) The President shall preside as Chair at all meetings of the Association. In the absence of the President, the Vice President shall preside or in his or her absence, then one of the affiliate Club delegates present shall be elected as Chair.
- (b) Except at the Annual General Meeting, if a Deputy Chairman is elected to take the chair to open a meeting he shall remain the Chair until the end of the meeting whether or not the person normally acting as Chair subsequently arrives at the meeting.
- (c) At the Annual General Meeting when the Chairman is one of the nominees to any office for which an election is to be held, a temporary Chairman who is not a candidate for any office shall be appointed to take the Chair until the election of officers is completed.
- (d) The Chair of all meetings shall have a casting vote only, but may refrain from exercising this right, in which case the proposal is rejected but may be brought forward again at a subsequent meeting.
- (e) If the Chair rises to speak, all discussion shall cease until the Chair resumes his seat.
- (f) The Chair in deciding a point of order at any meeting shall state the provision, rule or practice which he deems applicable, and his decision shall be final unless a motion be moved and seconded that his ruling be disagreed with. If the motion is carried there shall be no further discussion of the matter or of the business which may have given rise to it until an opinion on the point of order of a person acceptable to the Chair and to the meeting has been obtained in writing by the Secretary.
- (g) The Chair of a committee meeting may announce, as the business arising from the minutes or on the agenda is received, that such business is to be deferred, and, if no member objects, that business shall be passed over until a time to be stated.

8 Voting

- (a) All Member Clubs shall be entitled to one vote at meetings at which they are entitled to be present unless otherwise provided in the Constitution.
- (b) At all Management Committee Meetings the Vice President, Secretary and Treasurer shall not be entitled to vote, but are permitted to move or second a motion. The President shall have voting rights as per Clause 7 (d) Of these rules. All voting shall be done by the delegates representing the Clubs. Each Club shall be entitled to one vote.
- (c) Affiliated Clubs having less than 10 Senior Associated Members registered with the Association shall not be entitled to vote.
- (d) A motion must be carried by a majority of those present and entitled to vote together with proxies.
- (e) An Associate member is not entitled be a delegate and vote at any Meeting of the association if the member is under 18 years of age.
- (f) Voting at all meetings shall be by show of hands unless a ballot is requested. At least two of the members entitled to vote may demand a ballot whereupon a ballot shall be taken. Any member may demand a division, which shall imply that the vote is to be recounted by at least two persons and a count to be taken of the total number of persons entitled to vote in order to establish the required majority.
- (g) In the event of a tied vote the Chair will have the casting vote.

9 Ballots

- (a) When a ballot is required the Chair shall determine the manner in which it is to be taken, except for the election of officers when the following rules shall be observed;
- (b) The Chair shall appoint a scrutineer and two returning officers;
- (c) The returning officers shall distribute and collect the ballot papers and shall ensure that they are correctly used by members who are entitled to vote;
- (d) Ballot papers shall bear such printed or typewritten matter as may be necessary to establish their purpose and validity;
- (e) The returning officers shall count the ballot papers under the supervision of the scrutineer who shall record the result and hand same to the chair.
- (f) The President or the Chair may call for and conduct a Secret Ballot if they deem it appropriate because of the nature of the matter to prevent any reprisals against the Members voting

10 Postal ballots

- (a) The association may hold a postal ballot or electronic ballot to determine any issue or proposal other than an appeal.

- (b) A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.
- (c) Such ballot may be completed by email or such communications as the Executive see fit ensuring that all eligible Members (Clubs) have been afforded the opportunity to participate in the Ballot.

11 Adjournment

- (a) A motion to adjourn a meeting must state the time and date of the proposed adjournment, but may not be moved during the election of officers or while another person is speaking.
- (b) The only amendments allowed to a motion for adjournment are as to time, date or place.
- (c) A meeting may be adjourned to the date of the next ordinary meeting.
- (d) The Chair may not adjourn a meeting unless a motion is passed except when it has not been possible to maintain order.

12 Minutes of Meetings

- (a) Minutes of all meetings shall be kept in bound books or in computer records and shall be set out in the following form;
 - (i) Description of the nature of the meeting, whether ordinary, special or adjourned and the date, time and place.
 - (ii) Names of all Management Committee members present and the office held by each shall be recorded in all minutes.
 - (iii) Apologies and the names of Management Committee members not present.
 - (iv) Confirmation of the minutes of the previous meeting.
 - (v) Business arising from the minutes.
 - (vi) Correspondence and reports placed before the meeting.
 - (vii) Record of the business of the meeting to be set out in their exact words, and whether carried or rejected
 - (viii) The time of arrival or departure of any member not present during the whole of the meeting.
 - (ix) The time at which the meeting was declared closed or adjourned.
- (b) Minutes may not be "taken as read" unless every member entitled to be present has received a copy of such minutes at least twenty-four hours before the meeting at which they are confirmed.
- (c) Minutes of committee meetings should be confirmed by those who were present at the meeting to which they relate but if the Chair has been unable to obtain such confirmation within a reasonable time, (not less than one month) he may, if

satisfied of their accuracy, sign them as a "true record" provided all members of his committee have received a copy of such minutes.

- (d) When any minutes are signed by the Chair as a true record without confirmation, he shall add the words "Signed as a true record without confirmation" above his signature. The signing of minutes in this manner shall be reported to the committee at the first opportunity.
- (e) Minutes may not be altered after they have been signed. Any inaccuracy noted must be corrected and initialled by the Chairman prior to signature.
- (f) Minutes shall be prima facie evidence of the proceedings of a meeting, and only be proved to be inaccurate or incomplete by a unanimous decision of the persons who were present at the meeting to which they relate.
- (g) A member may not re-open any question decided at a previous meeting during the reading of the minutes until the accuracy of the minutes is confirmed. He may, after they have been signed and while business arising out of the minutes is before the meeting, propose a motion in relation to a previous decision.
- (h) The minutes will be taken as signed when they are adopted at the next meeting and accepted by those present as a true and correct record of the meeting.

13 Sub-Committees, Working Groups and Special Interest Groups

- (a) Sub-Committees, Working Groups and Special Interest Groups may conduct their meetings face-to-face or by electronic means such as email or other electronic meeting methods. When meeting face-to-face or by electronic meeting methods there must be at least three members in attendance to constitute a quorum.
- (b) The convenor of each Sub-Committee shall be a member of such Sub-Committee and shall be appointed by the Executive or Management Committee.
- (c) Persons appointed to Sub-Committees need not be members of the Executive, and shall hold office until the first meeting of the Executive after the next Annual Management Committee Meeting, provided that any member of any Sub-Committee who fails to give proper attention to the duties of such Sub-Committee may be removed from office by the Executive.
- (d) Every Sub-Committee shall make a report on its activities as required by the Executive, and shall forward a written report or a copy of the minutes of each of its meetings to the Secretary within seven days of the meeting.
- (e) The President and Secretary shall be entitled, ex officio, to attend the meetings of any Sub Committee of the Association but shall not unless specifically appointed as members of a Committee, be entitled to vote.

14 Meetings Notices

(1) Elections

- (a) Nominations for the position of all officers of the Association shall be called for by the Secretary not less than four weeks before the date of the Annual General Meeting. All such nominations shall be in writing signed by the proposer and

seconder who shall be from an affiliated Club and shall be signed by the Candidate to indicate his willingness to act in such position.

- (b) All such nominations shall be in the hands of the Secretary not later than 14 days before the date of the Annual General Meeting.
- (c) If there is no more than the required number of candidates duly nominated for any position then, the Chair shall declare such candidate/s duly elected, but if there is more than the required number of candidates for any position, then an election by ballot shall be held at the said Meeting and the Chair shall appoint a returning officer and scrutineers for that purpose.
- (d) If no nomination or insufficient nominations for any position is received prior to the Annual General Meeting, then the Chair shall call for nominations at such meeting and if more nominations are then received than are required, shall proceed to an election by ballot.

(2) **Sub –Committees and Officials**

- (a) The Executive shall:
- (b) At its first Executive Committee Meeting after, the Annual General Meeting appoint such Sub-Committees, Working Groups, Special Interest Groups and Advisors, as it deems necessary.
- (c) Have power to appoint and disband at such times as may be necessary or desirable such other Sub-Committees, Working Groups and Special Interest Groups as may be required and may confer upon such Sub-Committees, Working Groups and Special Interest Groups such authority as shall from time to time be deemed necessary.
- (d) Elect to represent the Association or to perform special duties for the Association such delegates and/or officials as may be required.
- (e) Have the authority to fill any position in the Association, which may become vacant:

Part 5 - Miscellaneous

1 Funds-Source

(1) Financial Year

- (a) The financial year of the Association shall commence on the 1st day of April and end on the 31st day of March each year.
- (b) See Part 2 Section 3 Fees, Subscriptions, etc.
- (c) Other sources that are applicable at the time.

2 Funds -Management

- (a) The Treasurer shall:

- (i) Be responsible, assisted by such persons as the Executive may appoint, for the receipt of all monies due to the Association which shall be deposited without undue delay to the credit of the Association Bank Account
- (ii) Be responsible for the issuing of official numbered receipts for all money received
- (iii) Pay in such manner as may be approved by the Executive all accounts and approved against the Association, all accounts to be paid by cheque, or electronic transfer, drawn on the Association's Bank Account, such cheques and transfers to be signed or transacted by at least two officers of the Association.
- (iv) Arrange for all accounts in the name of the Association to be addressed to the Treasurer.
- (v) Obtain adequate receipts or vouchers for all payments where possible.
- (vi) Submit to each Management Committee Meeting a comprehensive report of financial activity performed by the Association since the date of the last report, which shall contain:
 - (i) The amount of funds available, substantiated by presentation of current bank statements. -
 - (ii) Particulars of receipts and expenditure
 - (iii) The amounts owing by the Association.
 - (iv) Request that the meeting approve payment of the accounts presented.
- (vii) Make no substantial alteration in the methods of dealing with receipts and expenditure, or in the form of account books and printed stationary without first obtaining a direction from the Executive. The Executive shall, if it thinks fit, direct that the Treasurer and another Officer of the Association shall obtain the opinion of the Auditor regarding the proposed alteration;
- (viii) Keep a record of the property and assets of the Association and the name and address of the person having the custody of such property from time to time.
- (ix) Close and balance the books of the Association as at 31st March each year and present them for audit prior to the Annual General Meeting.
- (x) prepare Annual Statement of Receipt and Expenditure and such other forms of account as may be required and submit same duly audited to the Annual General Meeting; and the audited original copy of such accounts shall be fixed in the Minute records next to the minutes of the Annual General Meeting;
- (xi) Be entitled to attend, ex officio, and receive a copy of the minutes of any Sub-Committee which may be dealing with matters involving the expenditure of funds

- (b) Should at any time the office of Treasurer become vacant, then the Books of Account will be audited forthwith.

3 Rules

- (a) All Members of the Association agree to be bound by the Rules and By-laws (or any amendment from time to time).
- (b) The statement of objects and these rules may be altered, rescinded or added to only by a Special resolution of the Association.
- (c) No alteration, repeal or addition to these rules shall be made except
 - (i) At an Extraordinary Management Committee Meeting convened for that purpose, of which not less than four weeks written notice, setting out in full the proposed alteration, repeal or addition together with a proxy voting form, shall be given to the Secretary of each of the Member Clubs who are entitled to vote and to all Executive Officers of the Association, or
 - (ii) At the Annual General Meeting provided that the notice of the meeting gives notice of the proposed alteration, repeal or addition together with a proxy voting form.
- (d) No such alteration, repeal or addition shall be effective unless it is carried by at least three-fourths of all votes cast by the Associations Member Clubs who are entitled to vote.

4 Association By-Laws

- (a) The Management Committee shall have power to make, alter or repeal at any time all such By-Laws as it may deem necessary or convenient or expedient in relation to the proper conduct and management of the business and affairs of the association and the attainment of its objects.
- (b) By-Laws so made and for the time being in force shall be binding on all members, delegates and officials of the Association until, repealed or significantly changed.
- (c) All By-Laws shall be clearly distinguished from Rules and recorded and referred to as By-Laws in the Minutes of the meeting at which they are made, altered or repealed, and the motion shall include the date on which the by-law is to come into force.
- (d) Such By-Laws will be included on a Supplemental schedule with this Constitution, indexed to show when they commenced and the nature of the By- Law

5 Copies of Constitution and Rules

- (a) A current copy of the Constitution, Rules and By-Laws will be maintained on the Associations web site.

6 Custody of Books

- (a) Except as otherwise provided by these rules; the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

7 Inspection of Books

- (a) The records, books and other documents of the Association will be open to inspection, free of charge, to a member Club of the Association at a time and place as directed by the Management Committee.

Part 6 - BY-LAWS

1 Financial Assistance for NSW R/C State Championships

A club who has received approval to organise and run a State championship for any group of classes of models e.g. Old Timer, Scale, Pattern, Glider etc. will be paid up to \$250-00 upon receipt of a Tax Invoice from that Club for expenses associated with running the event. Part payment will be made if the class is split between more than one club e.g. FAI Scale run by one club and Large Scale by another club . The exact amount will be decided by the Association's Monthly Business Meeting.

2 Financial Assistance for World Championships Team Members

Any member of Aeromodellers NSW Inc. who has been selected to represent Australia at a World Aeromodelling Championships can apply in writing for a grant of \$400.00. The payment of the grant to be decided by the Association's Monthly Business Meeting.

3 Content of Newsletter

Because the Trade Practices Act holds the publisher of any publication responsible for the validity of any article or advertisement in that publication the association requires any party requesting publication of any class of printed matter to indemnify Aeromodellers NSW Inc. against any action arising from the printed matter, Aeromodellers NSW Inc. reserves the right of refusal of any request for space in the Association's Newsletter if this is not forth coming.

4 Management of State Flying Field

The day to day running of the Association's State Flying field will be undertaken by a committee of three members, consisting of two members of the current Executive and a Field Secretary who will be appointed by the Committee.