



Volunteer Marine Rescue Jacobs Well

Association Incorporated

The Constitution

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VOLUNTEER MARINE RESCUE UNIT INC.**PART 1 THE CONSTITUTION****SECTION A Name, Control, Objects, Badges****1 - NAME, INTERPRETATION AND DEFINITION****1.1 NAME**

The name shall be "Volunteer Marine Rescue Jacobs Well Inc.," hereinafter referred to as "The Unit".

- (a) **ASSOCIATION** - shall mean "Volunteer Marine Rescue Association Qld. Inc." or VMRAQ which includes Divisions, Units and their Members.
- (b) **BOARD OF DIRECTORS** - shall mean the body consisting of the VMRAQ (Association) Executive, CEO and Directors.
- (c) **DIVISION** -shall mean the Division, which includes the affiliated Units and their members within the boundaries of that Division as defined by VMRAQ, and representatives of Auxiliary Organisations.
- (d) **UNIT** -shall mean all the registered, financial members and any affiliated Auxiliary Organisations.
- (e) **EXECUTIVE COMMITTEE** – Shall consist of the President, Deputy President, Secretary & Treasurer.
- (f) **MANAGEMENT COMMITTEE** - shall mean the body consisting of the President and elected officers and voting members.
- (g) **GENERAL MEETING** – Shall mean the assembly of a general meeting of members and shall consist of a Chairman, and may consist of members of the Executive and Management Committees and other voting Members.

1.2 INTERPRETATION

In this Constitution:

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

- (c) Words importing the singular include the plural and vice versa;
- (d) Words importing any gender include the other genders;
- (e) References to persons include corporations and bodies politic;
- (f) References to a person include the legal personal representatives, successors and permitted assigns of that person,
- (g) A reference to a statute, ordinance code or other law includes regulations and other statutory instruments under it and consolidations, amendments, re-enactments or replacements of any of them (whether of the same or any legislative authority having jurisdiction).
- (h) The specification of the objects and powers of the Unit in A/3 of this Constitution are not in any particular order and are not to be construed so as to lead to the construction that any object or power is more important than any other object or power, nor that any object or power which is specified in detail is more important than any object or power which has not been specified in detail, and no particular object or power will be limited by reference to any other and the rule of construction known as the “ejusdem generis” (of the same kind) rule shall not apply.
- (i) If any provision of this Constitution or any phrase contained in it is invalid or unenforceable in any jurisdiction, the phrase or provision is to be read down for the purpose of that jurisdiction. If possible so as to be valid and enforceable and otherwise it shall be severed to the extent of the invalidity or unenforceability, without affecting the remaining provisions of this Constitution or affecting the validity or enforceability of that provision in any other jurisdiction.

1.3 DEFINITIONS

- (a) Where the word “Administrator” appears in this document it shall be acknowledged to refer to a Secretary as defined in the relevant Government legislation.
- (b) Where the words “Finance & Property Officer” appear in this document they shall be acknowledged to refer to a Treasurer as defined in the relevant Government legislation.
- (c) Year - In respect to “Membership”, shall mean, in the case of a Unit, the period between 1st of July in any one year and June 30th in the year following.

2 - JURISDICTION

- 2.1 The Unit Operations shall be subject to the direction of State Association and the Division to the extent of the power of the State Association and the Division and shall have guidance over all Volunteer Marine Rescue services within that part of the Division area designated as the Unit's Area of Operation or as directed by the State Association or the Division from time to time. It shall be charged with the fulfilment of the objects of the Association within the boundaries of its jurisdiction.
- 2.2 Auxiliary organisations may be formed and affiliated to the Unit providing such organisations have similar aims and objects as the Unit and are subject to the overall control of the Unit.
- 2.3 Topics - Religion and Politics and matters such as this shall not be part of the Association business and are banned from discussion at any official meetings held within the Association. These items shall remain as an individual commitment only, without reference to the Association in any way.

3 - OBJECTS AND POWERS

The Unit is a charitable community service organisation with the following objects and powers:

- 3.1 Promote, advance and control the work of Volunteer Marine Rescue, the preservation of life in the marine environment and elsewhere.
- 3.2 Assist in research and experiments for the improvement of methods of Volunteer Marine Rescue, and to provide efficient search and rescue equipment of standard design, and oversee the training of members of the Unit in the efficient use of such equipment to minimise loss of life in marine environment and elsewhere.
- 3.3 Co-operate with any organisation in improving methods of Search & Rescue (whether in still or rough water or elsewhere) and the securing of public recognition and financial support for VMR Services.
- 3.4 Promulgate rules and policies issued by the Association and or Division, from time to time, for the management of Volunteer Marine Rescue so far as local conditions permit, and within the Unit's area of responsibility.
- 3.5 Promote, demonstrate and instruct the methods of Volunteer Marine Search and Rescue.

- 3.6 Ensure the observance of the Policies, Rules and Regulations of the Association, and written directions from time to time, deal with any infringement thereof, and adjudicate upon all disputes and difficulties between members of the Unit.
- 3.7 Obtain and improve facilities and resources for marine SAR.
- 3.8 Effect such purposes as may be necessary in the interest marine SAR.
- 3.9 Acquire by purchase, exchange or otherwise, whether for an estate in fee simple or for any less estate in lands, tenements or hereditaments or any tenure whether subject or not to any changes or encumbrances and erect, replace, maintain, reconstruct, adapt and furnish any offices or other buildings thereon and sell, let, alienate, mortgage, charge or otherwise deal with all or any of such lands, tenements or hereditaments or any part thereof.
- 3.10 Raise money on bonds, or mortgage, or other security of any property, held for or on behalf of the Unit, or without any such security and upon such terms as the Unit shall think fit.
- 3.11 Receive money on deposit with or without allowance of interest thereon.
- 3.12 Invest the monies of the Unit, not immediately required, in such manner as may from time to time be determined by the Unit Management Committee.
- 3.13 Ensure that environmental considerations are taken into account in all Volunteer Marine Rescue and related activities conducted by the Unit.
- 3.14 Encourage members to realise their potential by extending to them the opportunity of education and participation in Volunteer Marine Rescue.
- 3.15 Encourage and promote performance-enhancing drug free operations.
- 3.16 Recommend Meritorious Awards for members and others, in honourable public recognition of difficult and meritorious rescues from the sea and elsewhere, and of deeds of exceptional bravery, from time to time performed in the course of VMR in the marine environment and elsewhere, and to recommend for civil honours, and support wherever requested and considered appropriate, nominations.
- 3.17 Promote the health and safety of members and all other users of the marine environment, and seek and obtain improved facilities for their enjoyment.
- 3.18 Effect such purposes as may be necessary in the interests of Volunteer Marine Rescue and the aquatic environment.

- 3.19 Promote uniformity of rules and regulations and assist the authorities in public education of these rules and regulations.
- 3.20 Produce, develop, create, licence and otherwise exploit, use and protect the Intellectual Property, including but not limited to logos, trademarks, copyright and names in any publication produced by the Unit.
- 3.21 Construct, maintain and alter any houses, buildings or works necessary or convenient for the purposes of the Unit.
- 3.22 Take such steps by personal or written appeals, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Unit in the shape of donations, annual subscriptions or otherwise.
- 3.23 Print and publish any newspapers, periodicals, books or leaflets that the Unit may think desirable for the promotion of its objects.
- 3.24 Promote any other person or company for any purpose calculated to benefit the Unit.
- 3.25 Purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the companies, institutions, societies or associations whose activities or purposes are similar to those of the Unit or generally for any purpose calculated to benefit the Unit.
- 3.26 Do all or any of the matters hereby authorised, either alone or in conjunction with any person, company or unincorporated body, or by or through any factors, trustees or agents.
- 3.27 Generally do all such other things as may appear to the Unit to be incidental or conducive to the attainment of the foregoing objects or any of them.

4 - BADGES AND COLOURS

- 4.1 The Unit and or Association emblems shall be worn only by accredited representatives who are approved by the Unit and shall be to the design appearing in Appendix "G". Such emblems shall be obtained only by written order of the Unit Secretary and such written order shall detail the lettering to be embroidered beneath the emblem.
- 4.2 The Unit Life Membership Badge shall be presented by the Unit to each duly elected Life Member and shall be to the design appearing in Appendix "G".
- 4.3 The Unit Membership Badge shall be available to members and shall be to the design appearing in Appendix "G".

5 - THE COMMON SEAL

- 5.1 The form of the Common Seal shall be as set out in the first part of Appendix "G" of this Constitution together with the words Volunteer Marine Rescue "Jacobs Well" Inc." around its perimeter and the words "The Common Seal of" in its centre.
- 5.2 The Management Committee shall provide for the safe custody of the Seal.
- 5.3 The Seal shall only be used by the Authority of the Management Committee, and every document to which the Seal is affixed shall be signed by two (2) members of the Management Committee one of whom shall be the President.

SECTION B**1 - COMPOSITION / MEMBERSHIP**

- 1.1 The composition of the Unit may consist of the following members – its Elected Officers, Active, Ordinary, Long Service, Life, Associate, Honorary, or Probationary Members, and membership shall be unlimited.
- 1.2 A Register of these members shall be prepared at the commencement of each year, and shall be updated from time to time as required.
- 1.3 All applications for membership shall be made on the approved Association Form and a prescribed fee for each category of membership shall be such sum, payable at such time and in such manner as the Management Committee shall from time to time at any General Meeting so determine. Members must renew their membership annually.
- 1.4 All members shall be bound by the Constitutions, and By-Laws, of the Unit and Association.
- 1.5 A financial member at any material time is a member who is not then indebted to the Unit in respect of any annual subscription or levy or other payment whatsoever.
- 1.6 Only those entitled voting members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to speak or vote upon any motion at any general meeting of the Unit.

2 - RESTRICTION

- 2.1 All applications for membership of the Unit shall be made annually on the approved Association Form, and shall be available to males and females provided that Active Membership shall be limited to those persons who actively and regularly participate in the Unit's activities.
- 2.2 A member of a Marine Rescue Organisation affiliated with other Associations may be accepted as a member of the Unit provided that the member complies with all the conditions for membership of this Unit and the Association.
- 2.3 An unfinancial, suspended or expelled member of the Unit shall not knowingly apply to join another Unit, nor shall a Unit knowingly admit to membership nor retain in membership any past or present member of the Unit who is indebted in any way to or has been suspended or expelled.
- 2.4 The Unit shall immediately provide their respective Division and State Association with the names and addresses of members who have had their membership cancelled or suspended and such information, including the period of suspension or cancellation of membership shall be set out in a register provided for that purpose.
- 2.5 In cases in dispute, an appeal may be lodged with the Division or VMRAQ as the case may be.
- 2.6 All members and elected officers of Unit, Division and State Association, shall have reciprocal rights within the facilities of Units throughout Queensland, and the conditions of entry upon and use of any Unit facilities are at the discretion of the host Unit.

3 - CATEGORIES OF MEMBERSHIP

In relation to membership categories, each Unit shall provide for the following types of membership and the following minimum qualifications shall be adhered to :-

- (a) Probationary Member shall be the designation of any person for the time period between the granting of membership and fulfilling the probationary period as set by the Unit Management Committee.
- (b) Active Members shall fulfil full operational and Unit obligations, as provided by the Association and the Unit Constitution and By-Laws, and shall qualify in an annual proficiency test, unless the member has maintained his competencies by way of participation in duties, delivery of training and assessment.

- (c) Long Service Membership -
 - (i) May be granted by a Unit to members who have completed ten (10) years active service;
 - (ii) Members may be exempted from all operational obligations and may be granted other special privileges of membership as provided in the Unit Constitutions and By-Laws;
 - (iii) Should such members join another affiliated Unit the receiving Unit shall determine if such member's Long Service shall be recognised by that Unit.
- (d) Associate Membership :-
 - (i) May be granted by a Unit to a person who may or may not be an active member of a Unit;
 - (ii) Does not entitle such member to voting rights;
 - (iii) May have a joining and/or annual membership fee substantially greater than fees for other categories of Unit membership.
- (e) Honorary Membership may be granted annually by a Unit to persons who may or may not be members of another Unit and is not entitled to voting rights.
- (f) Life Membership may be granted by Units to members who have rendered distinguished or special service as provided for in the Unit Constitution or By-Laws, and is relevant to that Unit only.
- (g) Ordinary Membership :-
 - (i) May be granted by a Unit to a person who may or may not be an Active member of a Unit;
 - (ii) May be nominated for elected positions which are provided for in the Constitution and By Laws;
 - (iii) May have a joining and/or annual membership fee as determined at a General Meeting..

4. - DUAL MEMBERSHIP

In relation to dual or multi-Unit membership the following shall apply:-

- (a) Any member of a Unit may be admitted as a member of another Unit or Units, as may be determined by the Units Constitution and By Laws.

5 - ADMISSION AND REJECTION OF MEMBERS

- 5.1 At the next meeting of the Management Committee after the receipt of any application and the fee applicable for any class of membership, such application shall be considered by the Management Committee, who shall thereupon determine upon the admission or rejection of the applicant.
- 5.2 Any applicant who receives a majority of the votes of the members of the Management Committee present at the meeting at which such application is being considered shall be accepted as a member to the class of membership applied for.
- 5.3 Upon the acceptance or rejection of an application for any class of membership the Secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

6 - TERMINATION OF MEMBERSHIP

- 6.1 A member may resign from the Unit at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date.
- 6.2 The Management Committee shall consider whether a Members membership shall be terminated if the said member:-
 - (a) Is convicted of an indictable offence;
 - (b) Fails to comply with any of the provisions of the Rules;
 - (c) Has membership fees in arrears for a period of thirty (30) days or more;
 - (d) Conducts himself in a manner considered to be injurious or prejudicial to the character or interests of the Unit, the Management Committee shall consider, within a reasonable time, whether his membership shall be terminated.

- 6.3 The member concerned shall be given a full and fair opportunity of presenting his case and if the Management Committee resolves to terminate his membership it shall instruct the Secretary to advise the member in writing accordingly.

7 - APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- 7.1 A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of his intention to appeal against the decision of the Management Committee.
- 7.2 Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall arrange, within a month of the date of receipt by him of such notice, an Association Judiciary Committee meeting to determine the appeal. At any such meeting the applicant shall be given the reason(s) for the rejection or termination of his membership, and be given the opportunity to fully present his case and the Management Committee subsequently shall likewise have the opportunity of presenting its case. The appeal shall be determined by the vote of the members of the Judiciary Committee.
- 7.3 The decision of the Judiciary Committee is final.
- 7.4 Where a person whose application is rejected or terminated, and the appeal is upheld by the Judiciary Committee within the time prescribed by these Rules the Secretary shall forthwith refund the amount of any fee paid.
- 7.5 If the appeal is unsuccessful the person shall have all the rights as prescribed by the law to appeal to the next highest authority.

8 - DISCIPLINARY MEASURES

- 8.1 Disciplinary action may result should a member assert pressure on any other member to obtain any form of grace or favour on the grounds of any difference or otherwise in gender.
- 8.2 Disciplinary action may result should a member place any other member under any moral obligation or infringe any other member's moral standing for whatever purpose.
- 8.3 Any member suspected of any breaches of Unit rules may be required to attend a Management Committee meeting to show cause as to why disciplinary action should not be taken as provided in the Constitution and By-Laws, or of a moral or criminal nature is to be referred to the Police for their investigation.

- 8.4 Notwithstanding the foregoing, members may be required to attend Association Judiciary Committee meetings should they be the subject of an alleged breach of conduct.
- 8.5 Any member suspected of any breaches of Unit rules may, in the appropriate case, be suspended forthwith by the President, pending a hearing of the matter pursuant to Clauses 8.3 and 8.4.
- 8.6 Where any member is suspected of any breaches of Unit rules, whether or not he is placed under immediate suspension pursuant to Clause 8.5, the Management Committee or the Association Judiciary Committee, as the case may be, shall convene within a reasonable time, not being more than 28 days from the date of the alleged incident, in order to hear the matter pursuant to Clauses 8.3 and:-
- 8.7 Failure of the Management Committee or Association Judiciary Committee, as the case may be, to convene within 28 days pursuant to Clause 8.6, shall mean that any suspension of the suspected member shall be lifted until such time as a hearing of the matter is convened.
- 8.8 Judiciary and appeal procedures to be followed are set out in the By-Laws and Appendix A.

9 - AFFILIATIONS

- 9.1 The Unit shall apply annually for affiliation to the Division, and such application shall be made prior to the Division Annual General Meeting.
- 9.2 The Unit may authorise the formation of Auxiliary Organisations to function for such purposes and for such periods as may be determined from time to time by the Unit.
- 9.3 Auxiliary Organisations shall subscribe to the Constitution, Rules, etc., of the Association and the Unit, and may be registered under the relevant Government Act.
- 9.4 Changes or amendments to the Constitution, Rules, etc., of affiliated and or auxiliary organisations must not conflict with the Constitution, By-Laws, policies or rules of the Division or the State Association.
- 9.5 The Unit:-
- (a) Is bound by this Constitution and By-laws and the authority of the Division and State Association in relation to the conduct, promotion and administration of Volunteer Marine Rescue;

- (b) Must not do or permit any act or thing which, in the opinion of the Division or State Association, might adversely affect or derogate from the standards, quality and reputation of Volunteer Marine Rescue;
 - (c) May request the appointment of an administrator from the Division or State Association if experiencing difficulties.
- 9.6 The Unit accepts that the State Association upon recommendation by the Division may at any time appoint one or more people to administer the Unit or its assets if, in the Division's and State Association's reasonable opinion: -
- (a) The Unit is experiencing, or might experience, serious administrative, operational or financial difficulties, such as:-
 - Unable to, or not, upholding the reputation or objects of the Association,
 - Having difficulty, or not, fulfilling its SAR or administrative obligations and or responsibilities,
 - Experiencing financial difficulties,
 - Has an unfavourable Auditor's report,
 - Being subject to an investigation by a Government agency eg Police, Australian Tax Office, etc,
 - Having unsatisfactory (non-approved) insurances,
 - Being unable or unwilling to satisfy its debts to the State Association,
 - Failing to comply with State Association and or Division polices, rules etc; and,
 - Experiencing internal management conflicts eg factional problems.
 - (b) It is in the best interests of Volunteer Marine Rescue, the Unit and its members that all or some of the operations, affairs, conduct or management of the Unit be investigated, reviewed or externally administered or assisted, or
 - (c) The Unit has acted or proposes to act contrary to law.

9.7 The Unit must:-

- (a) Promptly provide to administrators all documents, records and assistance (including the execution of documents or instruments) reasonably requested by the administrator from time to time; and
- (b) Indemnify the administrator, the appointing body against all liabilities incurred by the Administrator in the exercise or purported exercise of his or her powers.

9.8 An administrator appointed to the Unit or its assets:-

- (a) Is an agent of the Unit which alone shall be responsible for the administrator's acts and defaults;
- (b) Notwithstanding this, must act in the interests of the Division or the State Association and Volunteer Marine Rescue;
- (c) Subject to the terms of the administrator's appointment, may exercise all of the powers of the Unit and has power to do all things necessary or convenient to be done for or in connection with, or incidental to, the attainment of the objectives for which the administrator was appointed.
- (d) Must report to the appointing body about the affairs of the Unit and the administrator's activities when required by the appointing body to do so;
- (e) May make recommendations to the Unit or the appointing body about the affairs of the Unit or the matters subject of the administrator's appointment;
- (f) May be removed from office at any time by the appointing body;

9.9 Where the Division or State Association consider or is advised that a Unit has allegedly: -

- (a) Breached, failed, refused or neglected to comply with a provision of the Constitution or By Laws or any resolution of the Division or State Association;
- (b) Acted in a manner prejudicial to the objects and interests of the Division or State Association or Volunteer Marine Rescue;
- (c) Brought the Division or State Association or Volunteer Marine Rescue into disrepute;

- (d) Refused without lawful excuse to implement any or all directions or recommendations made by an administrator appointed by the Division or State Association.

The appointing body may, in addition to its other rights or powers at law or under the Constitution and By-Laws after allowing the Unit the reasonable opportunity to explain, adjudicate and if necessary impose upon the Unit such penalty as the Division or State Association considers appropriate.

10 - MANAGEMENT

The Management of the Unit shall be provided in the following manner:-

10.1 The Unit Council, General Meeting:-

- (a) The overall responsibility for the affairs of the Unit shall be vested in the General Meeting which shall consist of the Unit President (Chairperson), the Deputy President, elected Officers and other voting members.
- (b) The primary functions of the General Meeting are to govern and provide leadership to the Unit and its auxiliary organisations in accordance with the aims and objects of the Unit, the law and this Constitution.
- (c) The General Meeting shall also set strategic direction through the endorsement of strategic and business plans, adopt an annual budget, set major policies, approve constitutional changes, ensure that internal control systems are in place, monitor the performance, progress and results associated with these functions.

10.2 The Management Committee :-

The business and operations of the Unit shall be the responsibility of the Management Committee with the exception of matters relating to Policy, Constitutional Change, Incorporation Responsibilities and Authority, and major financial borrowings and strategic issues. Recommendations only shall be provided on such issues to the General Meeting. The Management Committee shall consist of the elected Officers of the Unit all of whom must be adults, namely: -

President, Deputy President, Secretary, Treasurer, and such number of persons as elected at the Annual General Meeting.

10.3 The Executive Committee :-

The Executive Committee of the Unit shall be the President, Deputy President, Secretary, Treasurer.

The Executive Committee may, with the approval of the Management Committee, deal with items requiring prompt or urgent attention between the meetings of the Management Committee.

10.4 Special Committees and Sub-Committees may be established to assist in the management of the Unit, as provided for in the By-Laws, and shall report and make recommendations to the Management Committee and or the Unit General Meeting.**10.5 Staff shall be as provided for in D/4 and may include:**

- (a) An Administrator/Office Manager whose duties shall be as provided for under the By-Laws and shall operate in close liaison with the Unit Officers, and shall attend and act as Minute Secretary for General, Management and Executive Committee Meetings.
- (b) Other personnel as determined from time to time by the Management Committee.

10.6 Order of Authority - Whilst it is accepted that the foregoing represent and act for and on behalf of the Unit, the order of priority in relation to authority is:-

- The General Meeting, (Council)
- The Management Committee,
- The Executive
- The President
- The Secretary.

10.7 Division Councillors :-

- (a) The Councillors to the Division shall be the Unit President or Deputy President & a person nominated by the Management Committee.
- (b) The Councillors shall hold office until the appointment of their successors, provided that they may resign or may be removed from the office by the Unit Management Committee, in which case the Unit shall submit to the Division the name of a replacement.
- (c) An Alternate Councillor (proxy) shall be permitted from time to time.

SECTION C**1 - ELECTION OF OFFICERS**

- 1.1 Officers shall be elected annually at the Annual General Meeting by secret ballot.
- 1.2 Nominations for Officers to be elected or appointed at the Annual General Meeting of the Unit shall be in writing on the appropriate form, signed by the nominator and seconder, who shall be members of the Unit, and bearing a certificate signed by the nominee expressing his willingness to accept the position for which he is nominated. Such nominations shall be in the hands of the Secretary at least fourteen (14) days prior to the date of the Annual General Meeting and shall be promulgated to the members at least seven (7) days before that date.
- 1.3 If there are no nominations received as aforesaid, nominations may be accepted at the Annual General Meeting provided the person nominated is present or has given a written consent to accept office. The election of Officers shall be by secret ballot, and if in the final ballot, should there be an equality of votes the following shall apply -
 - (a) If one of such nominees occupies the office, which is the subject of the ballot, such nominee shall be declared re-elected.
 - (b) If none of the nominees occupies the office which is the subject of the ballot, the presiding Chairperson at the time of the ballot shall have a casting vote.
- 1.4 All Officers shall continue in office, subject to resignation or requirement, removal from office, illness, incapability or some other reason, until their successors are appointed. In the event of a vacancy occurring during the year, such vacancy may be filled at a Management Committee or General Meeting, subject to the normal conditions of nomination. If the Management Committee appoints the person, then it shall require endorsement by the General Meeting.
- 1.5 Any Officer who is absent from three (3) consecutive meetings of the Committee he is a member of without submitting a satisfactory reason in writing may be removed from office by the Management Committee or Council, and in such event, shall not be eligible for re-election during the current year.
- 1.6 Any Officer who is not satisfactorily carrying out his duties may be removed from office by the Management Committee or General Meeting, and in such event, shall not be eligible for re- election during the current year; provided that no such action shall be taken unless notice of intention to move a motion to give effect hereto has been given.

- 1.7 Appeal against removal from Office. An Officer removed from Office in accordance with 1.5 and 1.6 above shall have the right to lodge an appeal against such removal to the Unit Council provided that the appeal shall be lodged in writing to the Unit within fourteen (14) days of the notification of the removal and shall set out clearly the grounds of the appeal. The appeal shall be placed before the Unit Council, and shall be dealt with as per the By-Laws.

2 - ELECTION OF LIFE MEMBERS

- 2.1 Life Members of the Unit may be elected from the members who have rendered special service to the Unit within the area of, or on behalf of, the Unit within a period of 10 years.
- 2.2 Prospective nominees' names shall be considered by the President, Deputy President and the Secretary at a special meeting of these Officers, and from such meeting the selected nominees shall be submitted to the Management Committee. There shall be no restriction on numbers for consideration and election at the Unit Annual General Meeting, and a two-thirds (2/3) majority of those voting is required to confirm the award.

SECTION D

1 - PROPERTY

- 1.1 The property of the Unit shall be vested in the name of the Volunteer Marine Rescue Jacobs Well Inc.

2 - FINANCE

- 2.1 An official receipt, in the form prescribed by the State Government, shall be issued for all monies received, and which shall be banked/deposited promptly after receipt thereof, in the name of the Unit in such Bank as the Management Committee directs.
- 2.2 Payments shall be made only by government approved methods. Payments by cheque shall be crossed "not negotiable" and signed by any two (2) of the Executive Officers.
- 2.3 The assets and income of the Unit shall be applied solely in furtherance of its abovementioned objectives and no portion shall be distributed directly or indirectly to the members of the Unit except as bona fide compensation for services rendered or expenses incurred on behalf of the Unit.

- 2.4 Before payment, all accounts shall be ratified by the Treasurer and or the Secretary, and later confirmed by a properly constituted meeting of the Unit General or the Management Committee and a record made in the Minutes.
- 2.5 The Treasurer shall ensure that the statement of receipts and expenditure are presented to the appropriate meeting for confirmation on a monthly basis.
- 2.6 The Treasurer shall maintain a record of the investments of the Unit in a manner that clearly defines the investment.
- 2.7 The books and accounts of the Unit shall be kept and an annual audit conducted in the manner required under the legislation and to Australian Accounting Standards. Such audited report to be presented to the Annual General Meeting of the Unit and a copy forwarded to the State Association.
- 2.8 As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared, a statement containing the particulars of:
- (a) The income and expenditure for the financial year just ended; and
 - (b) The assets and liabilities and of all mortgages, charges and securities affecting the property of the Unit at the close of that year.
- 2.9 Government Subsidies/Grants:
- (a) The Unit shall submit returns as and when required in the form provided to the State Association.
 - (b) As soon as possible after the receipt of any Government subsidy a receipt for the monies received shall be forwarded to the State Association.
- 2.10 The financial year of the Unit shall be from the first day of July in any one year to the thirtieth day of June in the year next following.
- 2.11 Financial activities of all Committees of the Unit shall be under the control of the Treasurer, who shall, in conjunction with the Unit President and Chairperson of the Committee concerned, determine the method of financial operation most suited to that particular Committee, providing that at all times, the Government and Australian Accounting Standards requirements are maintained.
- 2.12 Any member being in default of payment of liabilities to the Unit for in excess of two (2) months from date of notification of default may have his membership deferred or may be penalised by the Management Committee, subject to endorsement of the General Meeting; such penalty shall remain in force until the liability has been negotiated to the satisfaction of the Unit.

- 2.13 The General Meeting, through the Management Committee, shall provide for the safe custody all financial records of the Unit.

3 - BUDGETS

- 3.1 The Treasurer shall prepare a budget by October 31st for the ensuing year, after consultation with all Officers of the Unit, provided that the budget may be subjected to further consideration after the election of Officers at the Annual General Meeting.
- 3.2 The budget shall be endorsed and submitted by the Management Committee to the General Meeting for consideration of the budget allocations, and once approved it shall be competent for each Officer and Committee to utilise the Unit finances to the limit of its allocation, unless directed otherwise by the Management Committee.
- 3.3 Any unforeseen items in relation to finance that may arise shall first be considered by the Management Committee, which shall if it is considered important or necessary, recommend that the matter be considered by the General Meeting.

4 - STAFF

- 4.1 The Unit may provide for the appointment of an Administrator and other employees as may be required from time to time in the conduct of its affairs.
- 4.2 Paid staff of the Unit are not permitted to hold the position of "Officer" in the Unit, provided that such paid staff may seek election as an Officer with the proviso that if elected they shall forthwith forfeit their paid position.
- 4.3 Salaries and employment conditions of staff members shall be determined by the Management Committee.
- 4.4 The Management Committee shall endorse or reject the employment of other paid assistance as may be considered from time to time.
- 4.5 Pay structures of other paid assistance shall be determined by the Management Committee, following a recommendation submitted by the Secretary.

5 - GIFT FUND

- 5.1 The Unit shall maintain a fund (Gift Fund) for the 'principal purpose' of the Unit, in line with appropriate legislation and:
- (a) To which gifts of money or property for that purpose are to be made;

- (b) To which any money received by the Unit because of those gifts is to be credited; and
 - (c) That does not receive any other money or property.
- 5.2 The Unit shall maintain a separate bank account for the Gift Fund.
- 5.3 The Unit shall only use the Gift Fund (ie, gifts made to the Gift Fund and any money credited because of those gifts) for the 'principal purposes' of the Unit.
- 5.4 Should the Gift Fund be wound up, or the endorsement of the Unit as a 'Deductible Gift Recipient' is revoked, any surplus assets of the Gift Fund remaining after the payment of all liabilities attributable to it shall be transferred to Volunteer Marine Rescue Queensland or, should VMRAQ not exist, another Volunteer Marine Rescue body to which income tax deductible gifts can be made.

SECTION E

Requirements and Procedures

1 - DIVISION REPRESENTATION

- 1.1 The Unit shall be represented on the Division Council by one of the Unit President or Deputy President and one other appointed representative, who shall be the Division Councillors.

2 - MEETINGS

- 2.1 The business of the Unit shall be transacted at the following classes of meetings -
- (a) The Annual General Meeting;
 - (b) General Council Meetings;
 - (c) Meetings of the Management Committee;
 - (d) Special Meetings of the Unit, the Management and or the Executive;
 - (e) Meetings of the Committees;
 - (f) Special Meetings of Committees.

- 2.2 Management Committee Meetings shall be held at least once every two (2) calendar months or as directed by the General Meeting and as required by the Chairperson of the Committee, having regard to business requirements and circumstances prevailing at that time.
- 2.3 In relation to Minutes of the aforementioned meetings, the following procedures shall apply: -
- The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every General Meeting, Management Committee and Executive Committee meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding meeting verifying their accuracy. Similarly, the minutes of every Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General meeting or Annual General Meeting.
- 2.4 Detailed requirements and procedures relative to the conduct of the aforementioned meetings are as provided for in the By-Laws.
- 2.5 Nothing contained in the Constitution shall prevent a meeting of a group of Officers or members of the Unit, provided that any reports or recommendations resulting from such meeting shall be ineligible for consideration by any higher authority unless they are submitted to the Management Committee within a period of seven (7) days of that meeting.
- 2.6 Fourteen (14) clear days notice, in writing, shall be given for the Unit Annual General Meeting and General Meetings, nine (9) clear days for any other Special Meetings.
- 2.7 Special Meetings shall be convened when directed by the President or the Management Committee, or not less than the number of voting members of the Unit which equals double the number of members presently on the Management Committee, plus one. Such requisition shall clearly state the reasons why such Special Meeting is being convened and the nature of the business to be transacted thereat. Notice of meetings of Committees shall be at the discretion of the respective Chairperson.
- 2.8 Special Meetings of the Management Committee shall be convened by request of the President or by not less than one-third of the members of the Management Committee. Nine (9) clear days notice, in writing, shall be given for Special Management Committee Meetings.

3 - VOTING

- 3.1 Only financial members as allowed for in this Constitution and By Laws shall be eligible to vote at General Meetings, and shall be entitled to one vote each and in the case of an equality of votes the Chairperson shall have a second or casting vote, provided that no member shall be entitled to vote at any general meeting if his annual subscription is in arrears at the date of the meeting.
- 3.2 All voting members shall be entitled to one vote only at all meetings of the Unit at which they are present, provided that the Chairperson shall have both a deliberative and casting vote excepting as provided for in C/1.3.
- 3.3 Members elected to a Committee are the only persons eligible to vote at meetings of their respective Committees, and the Committee Chairperson shall have both a deliberative and casting vote.
- 3.4 There shall be no allowance for proxies, with the exception of Officers of the Unit as defined in the By-Laws.
- 3.5 Postal /Electronic Voting shall be subject to the following conditions:
- (a) Any matter which may be dealt with by the General Meeting other than a Notice of Motion to alter the Constitution, may be eligible to be resolved by a Postal /Electronic Ballot.
 - (b) A Postal/Electronic Ballot may be authorised by the General Meeting or the Management Committee.
 - (c) Procedural arrangement shall be: -
 - (i) The Secretary shall deliver or send by post or facsimile or by other electronic means to each member who is entitled to vote, a clear statement of both sides of the question to be voted upon with a request that he return his vote thereon to the designated Returning Officer. (Such request shall state the date upon which voting shall close).
 - (ii) Eligible voters shall, upon receipt of the ballot paper and specified information, complete the ballot paper and shall forward it in the envelope provided or transmit by facsimile or by other electronic means to reach a designated Returning Officer by the closing date of the Postal Ballot.
 - (iii) All votes cast in the Ballot shall be delivered (where possible in an unopened condition) to the Returning Officer as soon as practicable.

- (iv) As soon as practicable following the closing date for voting, the Returning Officer shall, in the presence of at least two (2) Executive Officers open the votes received by the closing date and shall tally the votes cast.
- (v) The President's right of a casting as well as a deliberative vote shall apply in the case of a Postal/Electronic Ballot.
- (vi) Within seven (7) days of the closing date of the Ballot, the Secretary shall advise all eligible voters of the result.
- (vii) All votes cast in the Ballot, including any which are for any reason considered by the Returning Officer to be informal, shall be retained for presentation, if necessary, to the next succeeding meeting of the authorising body.
- (viii) The result of the Postal Ballot shall take effect forthwith.

4 - CHAIRPERSON

Except where otherwise provided the President or Deputy President shall be Chairperson of all meetings of the Council and the Management Committee, and in the absence of the President or Deputy President the meeting shall elect a Chairperson.

5 - QUORUM

- 5.1 At the Annual General Meeting, General Meetings and Special General Meetings of the Unit, the number necessary to form a quorum shall be double the number on the Management Committee plus one (1).
- 5.2 At Management Committee Meetings, the number of Officers to form a quorum shall be a simple majority of voting members.
- 5.3 At other Committee Meetings a simple majority of members shall form a quorum.
- 5.4 If a quorum as prescribed above is not present within one half hour after the advised commencement time, the following shall apply: -
 - (a) Annual General Meeting :-
 - (i) The meeting as advertised shall be deferred for one week to the same time and place, provided that a notice signifying the deferment shall be forwarded to each voting member, and a similar notice shall be placed in a prominent position at the Unit.

- (ii) Should a quorum not be present at the advertised commencement time of the deferred meeting the Chairperson may declare those present to be a quorum and the meeting shall be deemed to be properly constituted.
- (b) General Meeting :- The meeting shall lapse.
- (c) Special General Meeting:- The meeting shall lapse and the business to be transacted at that meeting shall be dealt with by the Management Committee.
- (d) Special Committee Meetings:- The meeting Chairperson shall decide future action on matters before the Committee.

6 - NOTICE OF MOTION

- 6.1 Notices of any motion intended to be moved at an Annual General, General or Special Meeting of the Unit, shall be given in writing signed by the mover and seconder thereof (who must be members of the meeting to which the Notice of Motion will be referred) to the Secretary at least twenty-eight (28) clear days prior to the date of such meeting and shall be included in the business paper on the notice calling such meeting.
- 6.2 A notice of motion desired to be moved or seconded by a Division Councillor at a Division Meeting must be accompanied by the written endorsement of the Unit.
- 6.3 The meeting may, by ordinary resolution, grant the mover and seconder leave to alter their motion, in a minor way without altering the intention of the motion. No amendment to the intention of the motion will be accepted.
- 6.4 A motion of which due notice has been given, if unsuccessful, cannot be resubmitted, nor may any other motion having a similar effect be moved at the next meeting of the Unit or within six (6) months from the date of its rejection, unless approved by the Management Committee.

7 - MOTIONS TO RESCIND

- 7.1 A motion to rescind any motion carried at a meeting of the Unit, Management Committee or other Committee may be considered only at a subsequent meeting of those bodies.
- 7.2 Notice of Motion to rescind a resolution carried at a previous meeting shall be accepted only on the written resolution of not less than two (2) voting members of the Unit or the Committee to which the rescission motion refers. In all other respects, the provisions of E/6 shall apply.

8 - ALTERATIONS TO THE CONSTITUTION

- 8.1 The Unit may alter its Constitution as regards local and domestic matters which do not conflict with the provisions of the Association's (VMRAQ), and/or Division Constitutions, Regulations, By-laws or Policies as the case may be.
- 8.2 Subject to the provisions of the relevant Government legislation, the Unit Constitution may be amended, rescinded or added to, from time to time by a special resolution carried at an Annual General Meeting or a Special General Meeting of the Unit, called for that purpose, provided that no such amendment, rescission or addition shall be valid unless the same is submitted to and registered by the relevant Government Department following the meeting's endorsement.
- 8.3 Notice of the proposed alteration shall be given in the manner provided for Notices of Motion but shall specifically state that it is a notice of proposal to alter the Constitution, either by amending or repealing an existing provision thereof or by adding a new provision.
- 8.4 The notice of the proposed alteration shall be included in the Notice calling the Meeting (whether Annual, General or Special), in writing, at which it is to be submitted as a "Notice of Motion to alter the Constitution".
- 8.5 Provided that the aforesaid Notice be duly given, it shall be competent for the alteration of the Constitution to be considered and dealt with at the Unit General Meeting.
- 8.6 A copy of the notices issued in accordance with E/8.3 shall be sent to the Division and VMRAQ, at the time of issue, for endorsement.
- 8.7 The Unit shall lodge with the Division and VMRAQ, copies of its Constitutions and of all amendments and or alterations thereto which have been adopted, from time to time.

9 - MEMBERSHIP FEES

Member fees shall be:

- (a) As decided from time to time by a General, Special General or Annual General Meeting of the Unit.

10 - DOMESTIC RULES AND STANDING ORDERS

- 10.1 Provided that they do not conflict with the letter or the spirit of the rules incorporated in the Association Constitution and Manuals, the Unit may create, alter and repeal Domestic Rules and Standing Orders for the conduct of its local and domestic affairs.
- 10.2 A bound book shall be provided to record such domestic rules and standing orders which shall be laid down from time to time by the Management Committee. Such Rules or Standing Orders shall remain in force until revoked or altered by a subsequent General Council Meeting.

11 - MAKING AND ALTERATION OF BY-LAWS AND APPENDICES

- 11.1 Subject to the provisions of (8) the relevant Government legislation, the Unit By-Laws and Appendices may be amended, rescinded or added to from time to time by a special resolution carried at a General Meeting of the Unit. Copies of any amendments shall be forwarded to the Division and VMRAQ for record purposes.
- 11.2 When By-Laws are made, altered or repealed, each affiliated body shall be informed promptly.

12 - LEGAL ACTION

No Officer, or group of Officers or Members, whether in Committee or alone, may institute legal action which purports to be upon behalf of the Unit and if it carries legal and financial implications against the Unit or against a Division, VMRAQ, or another Unit affiliated to Volunteer Marine Rescue Queensland Inc, unless by the following procedures:

- (i) The constitutional convening of a General Meeting of members of the Unit, and a vote affirmative of such action by a two-thirds majority of members present and eligible to vote.
- (ii) Further, an invitation to such a General Meeting must be given to the higher authorities of that body, i.e. Division, State Association.

13 - UNIQUE ITEMS

In the event of any question or item arising which is not specifically provided for in the Constitution, Regulations or Manuals of the Association or in the Constitution or By-Laws of the Unit, it shall be competent for the Unit to legislate thereon temporarily by resolution at any general meeting of the Unit or Management Committee pending due alteration of the Constitution.

14 -DISSOLUTION

The Unit shall be dissolved only with the consent of at least three-fourths of the Officers and voting members present at a Special Meeting called for that purpose, notice of which must be posted to Officers and members at least twenty-eight (28) days prior thereto, and advertised in the major regional newspaper in each area under the control of the Division, at least once in each of the two (2) consecutive weeks immediately preceding such meeting.

15 - DISTRIBUTION OF SURPLUS ASSETS

In the event of the Unit being dissolved in accordance with the provisions of the relevant Government Act, and there remains, after satisfaction of all its debts and liabilities and property whatsoever, the same shall not be paid to or distributed among the members of the Unit but shall be given or transferred to Volunteer Marine Rescue Queensland or if that Association has ceased to exist to another Volunteer Marine Rescue body which has similar objects and which is approved by the Commissioner of Taxation as a public benevolent institution for the purposes of any Commonwealth Taxation Act, and which shall prohibit the distribution of its or their income and property among its or their members to the extent at least as great as is imposed on the Unit under or by virtue of D/2.3 such body to be determined by the members of the Unit.
