



Constitution of the Australian Cartoonists' Association 2012
ABN 19 140 290 841

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Part 1 Preliminary

1 Name

- (1) The name of the incorporated Association is the Australian Cartoonists' Association, herein called "the Association".

2 Objectives

- (1) To improve the standing of members, provide a link between them and to stimulate public interest in engaging the industry.
- (2) Promote competitions and awards with the object of improving the standards of professionalism and artistry.
- (3) To promote, either alone or in conjunction with any other persons or Associations or Corporations approved by the Committee, such functions as may be proper to achieve the objects and augment the funds of the Association.
- (4) To appoint three trustees to assist in providing support in administration tasks dealing with the financial management of the Association. Such trustees will be appointed for two financial years, unless approved by the incoming Committee elected at an Annual General Meeting.
- (5) To publish books, pamphlets and other material to promote the objects of the Association.
- (6) To maintain a presence on the internet to promote the Association and its Objects.
- (7) To invest any money in the hands of the Association not immediately required. Such securities may from time to time be reinvested in the names of the trustees with Committee approval.
- (8) To take and defend legal proceedings of the Association at the discretion of the Committee.
- (9) To do all such acts as may be incidental or conducive for the attainment of the above objects of the Association.
- (10) To make donations to registered charities and Associations. Such donations must fulfill the Objects of the Association.

3 Definitions

- (1) In this constitution:
 - Association** means the Australian Cartoonists' Association.
 - Committee** refers to the committee of the Association.
 - Director-General** means the Director-General of the Department of Services, Technology and Administration in New South Wales.
 - Financial Year** means the year ending on 30th June.
 - Annual General Meeting** means the annual general meeting of the Association.
 - Membership Secretary** means an office-bearer delegated responsibility of membership matters of the Association.
 - Ordinary Committee member** means a member of the Committee who is not an office-bearer of the Association.
 - 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 any general meeting or Special general meeting of the Association other than an annual general meeting.
 - The Act** means the *NSW Associations Incorporation Act 2009*.
 - The Regulation** means the *NSW 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

4 Membership

- (1) Class of Membership:
 - (a) Full Membership
 - (b) Associate Membership
 - (c) Life Membership
 - (d) Corporate Member
- (2) Eligibility of Membership:
 - (a) Full Membership is for any person who is a cartoonist, caricaturist, illustrator, artist or animator, who produces artwork for the print or electronic media and who, in the opinion of the Committee, is working in a professional capacity.
 - (b) Associate Membership is for any person who has an interest in cartooning art and related fields, or is an art student, or is an aspiring cartoonist whose body of work is unpublished or unproduced.
 - (c) Life Membership is bestowed upon every recipient of the Jim Russell Award or any member or entity, who in the opinion of the Committee, has served the Association in an exceptional manner for not less than 10 years.

The recipient will become a Life Member at the membership class they were at the time of receiving the Life Membership.

- (d) Corporate Membership is for an Association, Corporation or Company who shares a common interest with or shares similar Objects of the Association.
- (3) Entitlement of Membership:
 - (a) Full Membership:
 - 1. A financial full member shall be entitled to stand for election on the Committee
 - 2. May speak and vote at any General Meeting or Special Meeting or any other occasion.
 - 3. Enter and vote in the Stanley Awards subject to the conditions thereof.
 - 4. Receive benefits or service as determined by the Committee.
 - 5. Senior discount may apply to those members who have shown evidence to the Committee that they have retired or are holders of an aged concession card.
 - (b) Associate Membership:
 - 1. May speak at any General Meeting or Special Meeting or any other occasion but not vote.
 - 2. Receive benefits or service as determined by the Committee.
 - (c) Life Membership:
 - 1. A Life Member will retain all entitlements of the membership class the member was at the time of receiving the Life Membership.
 - 2. Life Membership may be withdrawn if in the view of the recipient or the committee it is no longer appropriate.
 - (d) Corporate Membership:
 - 1. A Corporate Member may speak at any General Meeting or Special Meeting or any other occasion but not vote.
 - 2. Receive benefits or service as determined by the Committee.
- (4) A person is taken to be a member of the Association if:
 - (a) the person is a natural person except for corporate membership, and
 - (b) the person is eligible under this constitution and has been approved for membership by the Committee.

5 Nomination for membership

- (1) A nomination of a person for membership of the Association:
 - (a) must be made in writing in the form set out in Appendix 1 to this constitution, and
 - (b) must be lodged with the membership secretary of the Association.

6 Cessation of membership

- (1) A person ceases to be a member of the Association if the person:
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the Association, or
 - (d) fails to pay the annual membership fee within 6 (six) months after the fee is due during which time their benefits may be suspended.

7 Membership entitlements not transferable

- (1) A right, privilege or obligation by which a person has by reason of being a member of the Association:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership.

8 Resignation of membership

- (1) A member of the Association may resign from membership of the Association by first giving to the secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) The member forfeits all rights and claims upon the Association, its property and funds.
- (3) Should a former member reapply for membership, that application is to be considered a new application by the Committee.

9 Register of members

- (1) The Public Officer and Membership Secretary must maintain a register of members of the Association.
- (2) An electronic copy of the register of members must be kept in New South Wales:
 - (a) at the premises of the Public Officer who must be a resident of New South Wales, or
 - (b) the main premises of the Association, or
 - (c) if the Association has no premises, at the Association's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the Association at any reasonable hour.
- (4) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, then that information must not be made available for inspection.
- (5) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Association or other material relating to the Association, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

10 Fees and subscriptions

- (1) A member of the association must, on admission to membership, pay to the association an application fee determined by the committee.
- (2) A member accepted as a full member or associate member of the association must pay to the association an annual membership fee as determined by the Committee and approved at a general meeting.
- (3) Existing members of the association must pay the annual membership fee applicable for the class of membership in which they are enrolled as determined by the committee.
- (4) Membership fees are to be paid by July 1 of each year for the next Financial Year ending June 30.
- 11 Members' liabilities**
- (1) The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Clause 10.
- 12 Resolution of disputes**
- (1) A dispute between a member and another member (in their capacity as members) of the Association, or a dispute between a member or members and the Association, are to be referred to a community justice centre for mediation under the Community Justice Centres Act 1983 (NSW).
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (3) The Commercial Arbitration Act 1984 (NSW) applies to any such dispute referred to arbitration.
- 13 Disciplining of members**
- (1) A complaint may be made to the Committee by any person that a member of the Association:
- has refused or neglected to comply with a provision or provisions of this constitution, or
 - has willfully acted in a manner prejudicial to the interests of the Association.
- (2) The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the Committee decides to deal with the complaint, the Committee:
- must cause notice of the complaint to be served on the member concerned, and
 - must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
 - must take into consideration any submissions made by the member in connection with the complaint.
- (4) The Committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under clause 14.
- (6) The expulsion or suspension does not take effect:
- until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under clause 14, whichever is the later.
- 14 Right of appeal of disciplined member**
- (1) A member may appeal to the Association in general meeting against a resolution of the Committee under clause 12, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
 - On receipt of a notice from a member under subclause (1), the secretary must notify the Committee which is to convene a general meeting of the Association to be held within 28 days after the date on which the secretary received the notice.
 - At a general meeting of the Association convened under subclause (3): no business other than the question of the appeal is to be transacted, and
 - The Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
 - The appeal is to be determined by a simple majority of votes cast by members of the Association.

Part 3 The Committee

- 15 Powers of the Committee**
- (1) Subject to the Act, the Regulation and this constitution and to any resolution passed by the Association in general meeting, the Committee:
- is to control and manage the affairs of the Association, and
 - may exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association, and
 - has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.
 - any dispute, situation or circumstance arising out of or not covered by this constitution shall be determined by

the Committee whose decision shall be final.

16 Composition and membership of Committee

- (1) The Committee is to consist of:
 - (a) the office-bearers of the Association, and
 - (b) at least 2 Ordinary Committee Members, each of whom is to be elected at the annual general meeting of the Association under clause 17.
- (2) The total number of Committee members is to be no more than 10.
- (3) The office-bearers of the Association are as follows:
 - (a) the president,
 - (b) the deputy president,
 - (c) the membership secretary,
 - (d) the treasurer,
 - (e) the secretary,
- (4) There shall be no less than two and no more than five ordinary Committee members:
- (5) Each member of the Committee is, subject to this constitution, to hold office for a term of two years following the date of the member's election at an annual general meeting and until the conclusion of the annual general meeting in the second year. Outgoing Committee members are eligible for re-election.
- (6) Committee members must disclose any potential conflict of interest and will not be able to use their position or information for a dishonest purpose or personal gain.
- (7) Upon retirement, resignation or termination of office, Committee members must return all documents to the Secretary or Public Officer within 14 days of said retirement, resignation or termination.
- (8) The immediate past President shall remain ex-officio on the incoming Committee for a period as determined by a majority vote of the Committee but not less than twelve months.
- (9) The Public Officer and each Committee member are to have a position description for their roles as set down in Appendix 4.

17 Election of Committee members

- (1) Nominations of candidates for election as office-bearers of the Association or as ordinary Committee members:
 - (a) must be made in writing on the form set out in Appendix 3 of this constitution, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the secretary of the Association at least 28 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary Committee members of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.
- (7) A person nominated as a candidate for election as an office-bearer or as an ordinary Committee member of the Association must be a financial Full or Life member of the Association.

18 Secretary

- (1) The secretary of the Association must, as soon as practicable after being appointed as secretary, lodge notice with the Association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the Committee, and
 - (b) the names of members of the Committee present at a Committee meeting or a general meeting, and
 - (c) all proceedings at Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

19 Treasurer

- (1) It is the duty of the Treasurer to ensure:
 - (a) that all money due to the association is collected and received and that all payments authorised by the Committee are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association, and
 - (c) that balance sheets and accounts duly audited by the auditor appointed by the Committee and made up to the 30th June of the preceding financial year are presented to the Annual General Meeting, and
 - (d) that financial records on all financial activity be presented, as determined by the committee, and
 - (e) Treasurer is not entitled to act otherwise than in accordance with lawful authority.

20 Casual vacancies

- (1) 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 expiration of the Committee's term of office.

- (2) A casual vacancy in the office of a member of the Committee occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of the Association, or
 - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or is removed from office under clause 20, or
 - (e) becomes a mentally incapacitated person, or
 - (f) is absent without the consent of the Committee from 2 consecutive meetings of the Committee, or
 - (g) 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
 - (h) 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.
- 21 Removal of Committee members**
- (1) The Association in general meeting may by resolution remove any member of the Committee 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.
 - (2) A resolution to remove a member of the Committee referred to in sub-clause (1) shall require two thirds of the vote cast. Refer to section 29 of the Act.
 - (3) If a member of the Committee to whom a proposed resolution referred to in sub-clause (1) 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 full 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) Committee members when retiring or upon removal from the Committee, shall return all documents belonging to the Association to the President or Secretary. The items must be transported using secure means.
 - (5) All electronic documents, communication and correspondence remain the property of the Association and are strictly confidential. Copies of such documents must be deleted from the retiring/terminated Committee member's computer and/or electronic storage device.
- 22 Miscellaneous**
- (1) The Committee shall have the power to:
 - (a) co-opt the services of any person or persons to act in an advisory capacity;
 - (b) grant Honoraria at its discretion to members of the Committee for Honorary service and/or expenses incurred on behalf of the Association; and
 - (c) shall have the power to reimburse members of the Association as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
 - (d) To determine the financial limit on the discretion of the Treasurer, acting alone.
- 23 Committee meetings and quorum**
- (1) The Committee must meet at least 5 times in each period of 12 months at such time and place as the Committee may determine.
 - (2) The meetings may be conducted by teleconference or internet video link or in any form as the Committee may determine.
 - (3) Additional meetings of the Committee may be convened by the president or by any member of the Committee.
 - (4) Oral or written notice of a meeting of the Committee must be given by the secretary to each member of the Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
 - (5) Notice of a meeting given under clause (23) subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
 - (6) Any five members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
 - (7) No business is to be transacted by the Committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week or another time at the discretion of the president.
 - (8) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
 - (9) At a meeting of the Committee:
 - (a) the president or, in the president's absence, the deputy president is to preside, or
 - (b) if the president and the deputy president are absent or unwilling to act, such one of the remaining members of the Committee as may be chosen by the members present at the meeting is to preside.
- 24 Delegation by Committee to sub-Committee**
- (1) The Committee may, by instrument in writing, delegate to one or more sub-Committees (consisting of such member or members of the Association as the Committee assigns) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Committee by the Act or by any other law.
 - (2) A function of an exercise, of which has been delegated to a sub-Committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-Committee in accordance with the terms of the delegation.
 - (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
 - (4) Despite any delegation under this clause, the Committee may continue to exercise any function delegated.
 - (5) Any act or thing done or suffered by a sub-Committee acting in the exercise of a delegation under this clause has the same

force and effect as it would have if it had been done or suffered by the Committee.

- (6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-Committee may meet and adjourn as is required or necessary.
- (8) The President shall be ex-officio to all sub-Committees.
- (9) A sub committee shall not have the power to incur expenditure or to bind the Committee.
- (10) Recommendations or report of the sub committee shall not have effect unless and until adopted by the Committee

25 Voting and decisions

- (1) Questions arising at a meeting of the Committee or of any sub-Committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-Committee present at the meeting.
- (2) Each member present at a meeting of the Committee or of any sub-Committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but (with the exception of Associate Committee members who do not have voting rights), in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 23 (5), the Committee may act despite any vacancy on the Committee.
- (4) Any decision or activity done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-Committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-Committee.
- (5) A quorum of the sub Committee shall be three members.

Part 4 General meetings

26 Annual general meetings—holding of

- (1) The Association must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The Association must hold its annual general meetings:
 - (a) within 6 months after the close of the Association's financial year, or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

27 Annual general meetings—calling of and business at

- (1) The annual general meeting of the Association is, subject to the Act and to clause 26, to be convened on such date and at such place and time as the Committee allocates.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the Committee reports on the activities of the Association during the last preceding financial year,
 - (c) to elect office-bearers of the Association and ordinary Committee members every second term,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
 - (e) To appoint an auditor for the ensuing financial year.
 - (f) An annual general meeting must be specified as such in the notice convening it.

28 Special general meetings—calling of

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- (2) 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.
- (3) A requisition of members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the secretary, and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Committee fails to convene a special general meeting to be held 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.
- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

29 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 26 (2).

- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.
- 30 Quorum for general meetings**
- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Ten financial members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of members, is to be dissolved, and
- (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.
- 31 Presiding member**
- (1) The president or, in the president's absence, the deputy president, is to preside as chairperson at the Annual General meeting or any general meeting of the Association.
- (2) If the president and the deputy president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.
- 32 Adjournment**
- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.
- 33 Making of decisions**
- (1) A question arising at a general meeting of the Association is to be determined by either:
- (a) a show of hands, or
- (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.
- (4) No advertised motion for an Annual meeting or General meeting can be modified at the meeting.
- 34 Special resolutions**
- (1) A special resolution may only be passed by the Association in accordance with section 39 of the Act.
- 35 Voting**
- (1) On any question arising at a general meeting of the Association a full member or honorary life full member has one vote only. Associate members are ineligible to vote.
- (2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A full member is not entitled to vote at any general meeting of the Association unless all money due and payable by the member to the Association has been paid.
- (4) A member is not entitled to vote at any general meeting of the Association if the member is under 18 years of age.
- 36 Proxy votes permitted**
- (1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.
- 37 Postal ballots**
- (1) The Association may hold a postal ballot to determine any issue or proposal (other than an appeal under Clause 14).
- (2) A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.
- (3) Any full financial member or Life Member may cast a postal vote for any or all motions advertised for Annual General Meetings or Special General meetings excluding procedural motions.

Part 5 Miscellaneous

38 Insurance

- (1) The Association may effect and maintain insurance.
- 39 Funds—source**
- (1) The funds of the Association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank or other authorized deposit-taking institution account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.
- 40 Funds—management**
- (1) Subject to any resolution passed by the Association in general meeting, the funds of the Association are to be used in pursuance of the objects of the Association in such manner as the Committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes, electronic transfers and other negotiable instruments, must be signed by any two members of the Committee, or members authorized to do so by the Committee.
- 41 Appointment of Auditor**
- (1) An Auditor for the Association shall be recommended by the Treasurer and must be approved by the Committee as near as practicable to the beginning of the Committees term of office.
- 42 Change of name, objects and constitution**
- (1) An application to the Director-General for registration of a change in the Association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a Committee member.
- 43 Custody of books etc**
- (1) Except as otherwise provided by this constitution, the public officer or a trustee must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.
- 44 Inspection of books etc**
- (1) The following documents must be open, free of charge, to any member who requests to see at a reasonable hour
- (a) records, books and other financial documents of the Association,
 - (b) this constitution,
 - (c) minutes of all Committee meetings and general meetings of the Association.
- 45 Service of notices**
- (1) For the purpose of this constitution, a notice may be served on or given to a person:
- (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.
- 46 Financial year**
- (1) The financial year of the Association is:
- (a) the period of time commencing on the date of incorporation of the Association and ending on the following 30 June, and
 - (b) each period of 12 months after the expiration of the previous financial year of the Association, commencing on 1 July and ending on the following 30 June.
- 47 Awards and Recognitions**
- (1) The Stanley Awards
- (a) The Committee shall make every effort to stage annual awards known as The Stanley Awards recognizing excellence in the industry.
 - (b) The Committee shall have the power to decide the type and number of categories, conditions of entry, form of and sponsorship of the Stanley Awards.
 - (c) All financial full members may vote in every category of the Stanley Awards, with the exception of the Jim Russell Award.
 - (d) The Jim Russell Award is an award recognizing a significant contribution to Australian cartooning by an individual or organisation.
 - (i) It will be decided by a majority vote of the Committee from nominees submitted by financial full members or life full members.
 - (ii) Should a vote be tied between two nominees, a second ballot shall be taken after further debate.
 - (iii) Should the vote still be tied then the president shall have the casting vote.
 - (iv) Should any nominations not be deemed worthy at the time of the nomination, the Committee may determine not to present the award.
- (2) The Australian Cartooning Hall of Fame
- (a) The Australian Cartooning Hall of Fame is an honour roll of significant cartoonists who have worked in Australia and abroad.

- (b) It will be decided on by a majority vote of the Committee from nominees submitted by a sub-Committee.
- (c) No more than five nominations may be accepted as inductees at any given time.
- (d) The Association shall announce inductees into the Australian Cartooning Hall of Fame at the Stanley Awards, or any other event as the Committee deems appropriate.

48 Patron

- (1) The Patron shall be determined by 75% of the vote at a full meeting of the Committee.
- (2) The Patron shall assist in achieving the objectives of the Association.
- (3) The Patron may resign or retire from the position by placing the request in writing to the Secretary.
- (4) The Committee may replace the Patron at any time but only with 75% of the vote at a full meeting of the Committee.

49 Other awards

- (1) The Committee may introduce other awards that fulfill the objects of the Association.

50 Other organizations

- (1) The Committee may establish and maintain relationships, including membership, with other organizations. Where appropriate, the Committee shall appoint a financial member to represent the Association as an honorary officer.

APPENDIX 1

Membership Form [(Clause 5 (1)(a)]

**Application for membership of the
Australian Cartoonists Association**
Incorporated (incorporated under the *Associations Incorporation Act 2009*)

I, [full name of applicant]
of [address]
..... [occupation]

hereby apply to become a member of the above named incorporated association. In the event of my admission as a member, I agree to be bound by the constitution of the association for the time being in force.

..... Signature of applicant Date

I, [full name] a full member of the association, nominate the applicant for membership of the association

..... Signature of proposer
Date

I, [full name] a full member of the association, second the nomination of the applicant for membership of the association.

..... Signature of seconder Date

APPENDIX TWO

Proxy appointment

(Clause 5 (1))

Date.....

I a full member of the Association
appoint a full member of the Association
of
as my proxy for the purposes of meetings of the Association (including adjournments of meetings).

Period or number of meetings for which appointment of proxy has effect

*Annual General Meeting

*Special Meeting

**Tick or tick and complete whichever applies (Note. The appointment cannot have effect for more than 12 months or 2 consecutive annual general meetings, whichever is the greater.)*

*1 This form authorises the proxy to vote on my/our behalf on all matters.

OR

*2 This form authorises the proxy to vote on my/our behalf on the following matters only:

.....

[Specify the matters and any limitations on the manner in which you want the proxy to vote.] **Delete paragraph 1 or 2, whichever does not apply.*

Signature of member

Notes

1 - A proxy is not authorised to vote on a matter:

- (a) if the person who appointed the proxy is present at the relevant meeting and personally votes on the matter, or
- (b) so as to confer a pecuniary or other material benefit on the proxy.

2 - This form is ineffective unless it contains the date on which it was made and it is given to the secretary of the association at least 24 hours before the first meeting in relation to which it is to operate or at or before the first meeting in relation to which it is to operate (in any other case).

3 - This form will be revoked by a later proxy appointment form delivered to the secretary of the association in the manner described in the preceding paragraph.

APPENDIX THREE

[Clause 17 (1) (a)]

Australian Cartoonists' Association

COMMITTEE NOMINATION FORM

I hereby nominate the following person(s) for the office of:

- PRESIDENT
- DEPUTY PRESIDENT
- SECRETARY
- TREASURER
- MEMBERSHIP SECRETARY
- ORDINARY COMMITTEE MEMBER
- ORDINARY COMMITTEE MEMBE
- ORDINARY COMMITTEE MEMBER
- ORDINARY COMMITTEE MEMBER
- ORDINARY COMMITTEE MEMBER

for the next term of office at the forthcoming Annual General Meeting of the Australian Cartoonists Association to be held on

.....

NAME:

Signature:

Date:

Nominations close

All nominees will be advised of their nomination in writing by the Secretary. Nominees must confirm or decline their acceptance in writing within seven days of said advice.

Nomination forms are to be sent to:

or by email to secretary@cartoonists.org.au

Please note that only Full members and Full Life members who are financial can be nominated for any position on the Committee of Management.

APPENDIX 4

1 PRESIDENT

- 1) It is the duty of the President to:
 - (a) facilitate the Objects of the association
 - (b) be ex-officio of all committees and sub-committees

2 DEPUTY PRESIDENT

- (1) It is the duty of the Deputy President to:
 - (a) chair Committee and general meetings in the absence of the president
 - (b) facilitate the Objects of the association

3 MEMBERSHIP SECRETARY

- (1) It is the duty of the membership secretary to ensure:
 - (a) that membership records are maintained and updated
 - (b) that deal with matters regarding membership of the Association
 - (c) to assist in collecting membership fees
 - (d) to ensure that financial members receive their membership entitlements
 - (e) facilitate the Objects of the association

4 ORDINARY COMMITTEE MEMBERS

- (1) It is the duty of Ordinary Committee Members to:
 - (a) facilitate the Objects of the Association.