

The Constitution of the
German Australian Association
Of Tasmania Inc

30 Bowden Street
Glenorchy Tasmania 7010

29 APRIL 2018

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*Rules of the
German Australian Association of Tasmania Inc.*

1. **NAME:**

The name of the association shall be *The German Australian Association of Tasmania Inc.* hereinafter referred to as The Association.

2. **OFFICE:**

The office of the Association shall be at 30 Bowden Street, Glenorchy, or at such place as the Committee may determine.

3. **OBJECTS:**

(1) The basic objects of the Association shall be:

- (a) Cultural exchange between new Australians and Australians;
- (b) The fostering of integration and social interaction;
- (c) The perpetuation of the German language and culture.

(2) In addition to the basic subjects of the Association, the objects and purposes of the Association shall be deemed to include:

- (a) The purchase, taking on lease or in exchange, and the hiring or otherwise of acquiring of any real or personal property that may be deemed necessary or convenient for any of the objects or purposes of the Association;
- (b) The buying, selling and supplying of, and dealing in, goods of all kinds for the Association;
- (c) The construction, maintenance and alteration of buildings or work necessary or convenient for any of the objects or purposes of the Association;
- (d) The accepting of any gift, whether subject to a special trust or not, for any or more of the subjects or purposes of the Association;
- (e) The Committee may accept funds for the Association through subscriptions, donations, grants, loans, et al;
- (f) The printing and publishing of such newspaper, periodicals, books, leaflets or other documents as the Committee or the members in a meeting may think desirable for the promotion of the objects and purposes of the Association;
- (g) The borrowing and raising of money in such a manner and such terms as the Committee think fit, or as may be approved or directed by resolution passed at a General Meeting;

- (h) Subject to the provisions of the Trustee Act 1898, the investment of any money of the Association not immediately required for any of the objects or purpose in such manner as the Committee may determine;
- (i) The purchase or acquisition and undertaking of all or any part of the property, assets, liabilities and engagements of any association with which the Association may at any time become amalgamated in accordance with the provision of the Act and rules of the Association;
- (j) To apply or obtain and renew registration under the Licensing Act 1932 as amended.

4. MEMBERSHIP:

Membership shall be open to all persons regardless of religion, political beliefs, sex, race or ability.

- (1) A person who is nominated and approved for membership as provided in these rules is eligible to be a member of The Association on payment of the Annual Subscription.
- (2) A person who is not a member of The Association shall not be admitted to membership:
 - (a) Unless he/she is nominated as provided in sub rule (3) of this rule at least fourteen (14) days before election and a notice of his/her nomination, giving his/her name, address and occupation must be posted for not less than seven (7) days before his/her election, in a conspicuous place in The Association premises;
 - (b) Unless his/her admission as a member is approved by the Committee;
 - (c) Unless he/she is eighteen (18) years of age or such age as may be fixed as the minimum age by the Licensing Act, for the purchase and consumption of liquor.
- (3) A nomination of a person for membership of The Association:
 - (a) Shall be made in writing and signed by two (2) members of The Association;
 - (b) Shall be accompanied by the written consent of the person nominated, (which may be endorsed on the form of nomination); and
 - (c) Shall be lodged with the Secretary of The Association.

- (4) As soon as practicable after the expiry of time limits under sub rule (2) (a) of this rule, the nominee shall be balloted for by the Committee on a day previously notified to the members of the Committee and a record shall be kept by the Secretary of the names of the members of the Committee present and voting on such day. To gain election a nominee must not receive more than four (4) negative votes.
- (5) Upon nomination being approved by the Committee, the Public Officer shall notify the nominee in writing, that he/she has been approved for membership of The Association and, upon receipt of the sum payable or on behalf of the nominee, as his/her first year subscription, shall enter the nominee's name in the register of members, to be kept by the Public Officer, whereupon the nominee becomes a member of The Association.
- (6) A right, privilege, or obligation of a person by virtue of this membership of The Association is not capable of being transferred or transmitted to another person and terminates upon cessation of his/her membership.

5. ANNUAL SUBSCRIPTIONS:

- (1) The Annual Subscription payable by members shall be determined by the Annual General Meeting. The Annual Subscription together with an initial admission fee of five dollars (\$5.00)
- (2) The Annual Subscription of a member is due and payable on or before the first day of the new financial year. Members not paying their membership on or before the first day of the new financial year shall be given two months grace before their membership lapses.
- (3) Members may, after ten (10) years' service to the Club, be elected life members at any General Meeting of The Association and shall thereafter be entitled to all the privileges of membership without paying the annual yearly subscription or any special payment for such life membership.

6. FINANCIAL YEAR OF THE ASSOCIATION:

The financial year of the Association is the period beginning on the first day of July in each year and ending on the thirtieth (30) day of June the following year.

7. INCOME AND PROPERTY:

- (1) The income and property of the Association shall be applied solely towards the promotion of the objects and purposes of The Association and no portion thereof shall be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise, to any of the members of The Association.
- (2) The Association shall not hesitate to pay any person remuneration for services rendered to The Association.

- (3) Nothing in the foregoing provisions of this rule prevent the payment to a member of The Association of:
 - (a) Remuneration in return for services rendered to The Association by the member of/for goods supplied to The Association by a member in the course of his/her business;
 - (b) Interest on monies lent to The Association by the members shall be at the market rate;
 - (c) Hiring of premises let by The Association to the members shall be by negotiation with the Committee.

8. ACCOUNTS:

- (1) True accounts shall be kept:
 - (a) Of all sums of money received and expended by The Association and details of expenditure;
 - (b) Of the property, credits and liabilities of The Association and shall be open for inspection by members of The Association.
- (2) The Treasurer of The Association shall keep all general records, accounting books, records relating to the operations and business of The Association as instructed by the Committee.
- (3) The accounts, books and records referred to in sub-rule (1) and (2) of this rule shall be kept at The Association's office or at such place as the committee may decide.
- (4) The Treasurer of The Association shall, on behalf of The Association, receive all moneys paid to The Association and issue official receipts.
- (5) The Committee shall operate a banking account in the name of The Association into which all monies received shall be paid by The Treasurer.
- (6) The Committee may receive from The Association's bank or bankers the funds drawn by The Association on any of its accounts with the bank or bankers from and against all claims, actions, suits or demands that may be brought against the bank or bankers arising out of those transfer of funds.
- (7) Except with the authority of the Committee, no payment of a sum exceeding fifty (50) dollars shall be made from the funds of The Association otherwise than by funds drawn on The Association's bank account, but the Committee may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and the expenditure thereof as the Committee may impose.

- (8) No funds shall be drawn on The Association's bank account except for payment of expenditure that has been authorized by the Committee.
- (9) All transfer of funds, shall be signed by the Treasurer and one of the another two authorised Committee members. Two members of the same family may not counter-sign.

9. AUDITING/REVIEW OF THE BOOKS OF ACCOUNT

- (1) In line with the relevant legislation (The Associations Incorporation Act 1964 amendments which took effect on 1 October 2016), the members present at an Annual General Meeting or Special General Meeting, may determine whether the Associations books shall be audited by an external auditor or reviewed internally by a sub-committee of members. The AGM or SGM shall determine the time frame for the audit or review.

10. EXAMINATION OF ACCOUNTS:

- (1) The auditor/review committee shall certify as to the correctness of the accounts of The Association and shall report to the members present at the Annual General Meeting.
- (2) In this report, and in certifying to the accounts, the auditor/review committee shall state:
 - (a) Whether they have obtained the information required;
 - (b) Whether in their opinion, the accounts are properly drawn up to exhibit a true and correct view of the financial position of The Association according to the information at their disposal and the explanations given and as shown by the books of The Association.
 - (c) Whether the rules relating to the administration of the funds of The Association have been observed.
- (3) The Treasurer of The Association shall deliver to the auditor/review committee a list of all the accounts, books, records, vouchers and documents of The Association.
- (4) The Auditor/Review Committee:
 - (a) Has the right of access to the accounts, books, records, vouchers and documents of the Association;
 - (b) May require from the members of The Association such information and explanations as may be necessary for the performance of their duties as auditor/review committee;

- (c) May employ persons to assist them in investigating the accounts of The Association;
- (d) May, in relation to the accounts of The Association, examine any member of the Committee or of The Association.

11. LICENSEE:

There is deemed to be included in this Constitution and Rules of the Club the provisions set out in the Guidelines in respect of Club Licensees from time to time published by the Licensing Board in accordance with Section 17 of the Liquor and Accommodation Act 1990 as amended.

The Liquor License hold is to be a person nominated by the Committee and approved in accordance with the Law.

12. ANNUAL GENERAL MEETING:

- (1) The Association shall, in each year, hold an Annual General Meeting.
- (2) The Annual General Meeting shall be held on such a day (not being later than three (3) months after the close of the financial year of the Association) as the Committee may determine.
- (3) The Annual General Meeting shall be in addition to any other general meeting that may be held in the same year.
- (4) The Annual General Meeting shall be specified at such, in notice convening it.
- (5) The ordinary business of the Annual General Meeting shall be:
 - (a) To confirm the minutes of the last preceding Annual General Meeting and/or any Special General Meeting held since that meeting;
 - (b) To receive from the Committee, auditor and members of The Association, reports upon the transaction of The Association during the last preceding year;
 - (c) To elect officers of The Association and the committee;
- (6) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

13. SPECIAL GENERAL MEETING:

- (1) The committee may convene a Special General Meeting of The Association.
- (2) The committee shall on the requisition in writing of not less than fifteen percent (15%) of financial members, convene a Special General Meeting of The Association.
- (3) A requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by the requisitionists and deposited at the office of The Association, and may consist of several documents, each signed by one or more requisitionists.
- (4) If the committee does not cause a Special General Meeting to be held within thirty (30) days from the date on which a requisition is deposited at the office of The Association, the requisitionists may convene the meeting; but any meeting so convened shall not be held after three (3) months from the date of the deposit of the requisition.
- (5) A Special General Meeting convened by the requisitionists in pursuance of these rules shall be convened in the same manner as that in which those meetings are convened by the Committee, and all reasonable expenses incurred in convening the meeting shall be refunded by The Association to the persons incurring them.
- (6) The Public Officer of The Association shall, at least fourteen (14) days before the date fixed for holding the Annual General Meeting or Special General Meeting of The Association, insert in at least one local newspaper, an advertisement specifying the place, day and time of the meeting, and the nature of the business to be discussed.

14. BUSINESS AND QUORUM:

- (1) All business that is transacted at Special General Meetings and at the Annual General Meeting, with the exception of that specially referred to in these rules as being ordinary business of the Annual General Meeting shall be deemed to be special business.
- (2) Fifteen percent (15%) of financial members (being members entitled under these rules to vote) constitute a quorum for the transaction of the business of the Annual General Meeting and a Special General Meeting.
- (3) If within one (1) hour after the appointed time for the commencement of the Annual General Meeting or the Special General Meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved; and shall stand adjourned to the same day of the next week, at the same time and (unless another place is specified by the Chairman at the time of adjournment) at the same place, and if at the adjourned meeting a quorum is not present within one (1) hour after the time appointed for the commencement of the meeting, the meeting shall be dissolved.

15. **CHAIRMAN:**

- (1) The President, or in his/her absence, one of the Vice Presidents, shall preside as Chairman at every meeting of the Association.
- (2) If the President and Vice Presidents are absent from a committee meeting, the members present shall elect a member to reside as Chairman.

16. **ADJOURNMENT:**

- (1) The Chairman of a meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting but no business shall be transacted at the adjourned meeting other than the business left unfinished at the meeting the adjournment took place.
- (2) Where a meeting is adjourned for fourteen (14) days or more, notice of the adjournment shall be given as in the case of the original meeting.

17. **VOTING:**

- (1) A question arising at a meeting of The Association shall be determined on the show of hands unless a poll is demanded.
- (2) Upon any question arising at a meeting of The Association, a member has one (1) vote only.
- (3) All votes shall be given personally or by proxy. All proxy votes must be witnessed and signed by a financial club member.
- (4) In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.
- (5) If at a meeting a poll on any question is demanded, it shall be taken at that meeting in such a manner as the Chairman may direct and the result of that poll shall be deemed to be the resolution of the meeting on that question.

18. **MANAGEMENT:**

- (1) The business and affairs of The Association shall be managed by the committee of management.
- (2) Any act, matter or thing that, under this Constitution must be done in writing, may be done by way of electronic communication and is deemed to satisfy this Constitution if done by way of electronic communications.

19. OFFICERS OF THE ASSOCIATION:

- (1) The officers of the Association shall be:
 - (a) President
 - (b) Two Vice-Presidents
 - (c) Treasurer
 - (d) Secretary/Public Officer
- (2) Each officer of The Association shall hold office until the Annual General Meeting next after the date of his/her election.
- (3) In order to be nominated to an executive position, a person must have served on the committee of The Association for one (1) year, within the last (5) years.
- (4) In the event of a casual vacancy in any office, the committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his/her appointment.

20. THE COMMITTEE:

- (1) The Committee shall consist of:
 - (a) The offices of The Association (Executive);
 - (b) Eight (8) committee members, all of whom shall be elected at the Annual General Meeting of The Association each year; and hold office until the Annual General Meeting after the date of his/her election.
- (2) In the event of a casual vacancy occurring, the Committee may appoint a member of The Association to fill the vacancy, and the member so appointed shall hold office until the conclusion of the Annual General Meeting next following the date of his/her appointment.

21. NOMINATIONS:

- (1) Nominations of candidates for election as officers or committee of The Association:
 - (a) Shall be made in writing, signed by two (2) members of The Association and accompanied by the written consent of the candidate.
 - (b) Shall be delivered to the Public Officer of The Association at least ten (10) days before the date fixed for the holding of the Annual General Meeting.
- (2) If insufficient nominations are received to fill the vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.

- (3) If the number of nominations is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- (5) The ballot for the election of office bearers and committee members conducted at the Annual General Meeting shall be directed by the Public Officer.

22. EXECUTIVE VACANCY:

- (1) An office becomes vacant when the officer:
 - (a) Becomes bankrupt or applied to take or take advantage of any law relating to bankrupt or insolvent debtors or compounds with his/her creditors, or makes any assignment of his estate for their benefit;
 - (b) Resigns his/her office in writing;
 - (c) Ceases to be a resident of the state of Tasmania;
 - (d) Fails to attend three (3) consecutive committee meetings without giving apologies;
 - (e) Dies.

23. MEETINGS:

- (1) The Committee shall meet at least once in each month at such a place and at such a time as the Committee may determine.
- (2) Meetings of the Committee may be convened by the President or any of its members.
- (3) Notice shall be given to members of the Committee of any Special General Meeting, specifying the general nature of the business to be transacted; no other business shall be transacted at such a meeting.
- (4) Any six (6) members of the Committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (5) No business shall be transacted unless a quorum is present and if within a half hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same of the same day in the following week.

- (6) At meetings of the Committee:
 - (a) The President, or in his/her absence, either Vice-President shall preside;
 - (b) If the President and the Vice-Presidents are absent, one of the remaining members of the Committee may be chosen by the members present to preside.
- (7) Questions arising at any Committee meeting shall be determined by a show or hands or a secret ballot.
- (8) Each member present at a meeting of the Committee (including the person presiding at the meeting) is entitled to vote and in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (9) The Committee shall keep a record of minutes showing the resolutions proposed and passed and all other proceedings at their meetings.
- (10) The amount the Committee of this Association is authorised to spend at any one time is \$5,000, except in cases of emergency, when amounts exceeding \$5,000 may be approved by the Committee.

24. CONTRACTS:

- (1) A member of the Committee who is interested in any contract or arrangement made, or proposal to be made with the Association, shall disclose his/her interest to the Committee in writing.
- (2) No member of the Committee shall vote as a member of the Committee in respect of any contract or arrangement in which he/she is interested.

25. SUB COMMITTEES:

- (1) The Committee may at any time appoint a sub-committee and shall outline its functions.
- (2) All subsidiary groups to adhere to the Constitution of the German Australian Association of Tasmania Inc. and a nominated representative to present a monthly report and financial statement to Committee.

26. EXPULSION:

- (1) Subject to this rule, the Committee may expel a member from the Association if, in the opinion of the Committee, the member has been guilty of conduct detrimental to the interest of the Association.
- (2) The Secretary will notify the expelled member in writing; he/she will then have the right to appeal.

- (3) If the Committee and the expelled member cannot resolve the situation, a Special General Meeting will be called.
- (4) If at the Special General Meeting, a majority of the members present vote in favour of the expulsion, the expulsion will take effect, and the expelled member will cease to be a member of the Association.

27. LIQUOR SALE:

- (1) No liquor shall be sold or supplied for consumption:
 - (a) Elsewhere than on the premises of the Association, unless for an Association function at which time the responsibility will rest with the Committee;
 - (b) By the Association to any persons under the age of eighteen (18) years or such age as may be fixed as the minimum age for the purchase and consumption of liquor by the Licensing Act;
- (2) No person under the age of eighteen (18) years shall be allowed to serve in any bar in the Association premises or to be employed by the Association except as a waiter.
- (3) No payment of salary to any officer of the Association shall be made by way of commission from the sale of liquor.

28. DISPUTE:

- (1) A dispute between a member of the Association in his/her capacity as a member, and the Association, shall be determined by arbitration in accordance with the provisions of the Arbitration Act 1892.

29. DISSOLUTION:

- (1) The Association shall be dissolved if:
 - (a) A resolution to this effect is carried by a meeting, providing that fourteen (14) days' notice of the proposed resolution is given;
 - (b) Financial membership drops to ten (10) or less members.
- (2) In the event of dissolution of the Association:
 - (a) Every member of the Association; and

- (b) Every person who, within the period of twelve (12) months immediately preceding the commencement of the dissolution of the Association, was a member, is liable to contribute to the assets of the Association for the cost, charges and expenses of the dissolution and for the adjustment of the rights of the contributors among themselves such a sum, not exceeding ten (\$10) dollars, as may be required;
- (c) In the event of the dissolution of the Association all assets be sold and the realised monies be put into a trust fund, and a final meeting held will decide the disbursal of funds according to relevant legislation.

30. THE SEAL:

- (1) The Seal of the Association shall be in the form of a rubber stamp inscribed with the name of the Association encircling the word *SEAL*.
- (2) The Seal of the Association shall not be stamped on any document except by the authority of the Committee. Two (2) members of the Committee or one (1) member of the Committee and the Public Officer of the Association or such other person as the Committee may appoint for that purpose, will sign the document on which the seal will be stamped.
- (3) The seal shall remain in the custody of the Public Officer/Secretary.

31. STANDING ORDERS:

Order of Business.

- (1) The order of business shall follow the agenda prepared by the Chairman and Secretary. Members shall introduce new business after the completion of the business set out on the agenda. The first item on the agenda shall be apologies followed by confirmation of the minutes as a correct record

Suspension of Standing Orders.

- (2) Should any matter of urgency arise, a member may move suspension of Standing Orders for a stated period of time to allow the urgent question to be discussed.

Chairman's ruling.

- (3) The Chairman's ruling on all points of order and procedure shall be final unless a motion is moved, seconded and carried *That the Chairman's ruling be disagreed with*. The mover may speak briefly in support of his/her motion and the Chairman explains why his/her ruling was given. The Chairman takes the vote.

Motions and Amendments.

- (4) All proposals made to the meeting shall be in the form of a motion.
- (5) Every speaker must keep to the question before the meeting. Any member who digresses from the subject may be called to order by the Chairman.
- (6) All motions and amendments proposed should be handed in writing to the Chairman. They should be clearly expressed, and capable of only one interpretation.
- (7) All motions and amendments, except the closure, must be moved and seconded. If no seconder is found, the motion or amendment lapses.
- (8) The seconder of a motion or amendment may reserve his/her speech to a later state of the debate.
- (9) No person may move or second more than one amendment to an original motion, but the mover and seconder of a motion or amendment may speak to subsequent amendments.
- (10) An amendment may not be moved or seconded by any person who has already spoken to the original motion or to a previous amendment.

Speaker No Longer Heard.

- (11) A motion, *That the speaker be no longer heard*, must be seconded and must not be debated. The Chairman should try to obtain a fair hearing of the speaker if he is in order.

Voting.

- (12) Voting shall be by the voices or by show of hands except where a ballot is specified in the Constitution. Proxy votes are also accepted.