

FRIENDS OF MOUNT MAJURA

PROPOSED MANAGEMENT RULES

DRAFT 2/2013

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PART 1 PRELIMINARY

1 **The name** of the organisation is **Friends of Mount Majura (FOMM)**

2 **Definitions**

In these rules unless a contrary intention appears –

“**ACT**” means Australian Capital Territory;

“**address**” means a person’s most recently recorded email or normal postal address;

“**AGM**” means Annual General Meeting;

“**FOMM**” means Friends of Mount Majura;

“**group**” means the organisation established by these management rules;

“**MMNR**” means Mount Majura Nature Reserve, the area of Mount Majura that is part of the Canberra Nature Park.

“**member**” means a member however described by the group;

“**model rules**” means the rules annexed to the Associations Incorporation Regulations of the ACT (<http://www.ors.act.gov.au/publication/view/1292/title/model-rules>);

“**notice**” means by email, by normal post or hand delivered written information to an address;

“**NSW**” means New South Wales; and

“**ordinary committee member**” means a member of the Committee who is not an office bearer of the group.

3. **Interpretation of the other Provisions**

The model rules are deemed to be incorporated into these Rules; however the FOMM Management Rules take precedence over the model rules where any conflict arises except where it is expressly stated to the contrary.

4. **Relationship with the ACT Government and other groups**

FOMM operates in MMNR with the permission of the ACT Government which is the controlling agency for the Canberra Nature Park of which it is part. All FOMM activities on Mount Majura require the approval of the ACT Government as the ACT Government has public liability insurance cover for the approved activities of members of FOMM.

Members of FOMM agree to abide by the current ACT Parks, Conservation and Lands Volunteer Policy Guidelines

(www.tams.act.gov.au/__data/assets/pdf_file/0010/387667/PCL_Volunteer_Policy_2009.pdf)

The group is an unincorporated body that includes a policy-making coordination committee. FOMM will operate under the umbrella of one of the incorporated land care groups (e.g. Molonglo Catchment Group) as it deems it necessary to do so. (*FOMM has community membership of MCG*)

PART II – GOAL, OBJECTIVES AND STRATEGIES

5. FOMM Goal and Objectives (*existing from website*)

To promote the wellbeing of the natural and cultural heritage protected within the MMNR through:

- encouraging greater awareness and understanding of the heritage values of the MMNR among FOMM and the wider community;
- encouraging the use and enjoyment of the reserve by the community in ways which are consistent with the maintenance and enhancement of the heritage values of MMNR;
- cooperating with Territory Government and other agencies (authorities) and interested groups in the sustainable management of MMNR;
- identifying threats to the integrity of the heritage values of MMNR, to raise community awareness of, and to seek remedies for these threats;
- organising activities to promote the wellbeing of MMNR including, among other things, working parties, and public talks and walks; and
- using any other means thought appropriate by FOMM from time to time to achieve the first objective.

PART III – MEMBERSHIP

6. Membership

(1) Membership is open to any person with an interest in furthering the goal and objectives of the group.

(2) Interested parties may register on line to receive newsletters and other general emails without becoming a member.

(2) A person may become a member by completing the membership application. Payment of \$5 per annum or a voluntary contribution is welcomed.

(3) A person's membership ceases by resignation in writing, including by email. Membership lapses at the end of FOMM's annual year unless renewed by payment of the annual levy or a further donation.

(4) Where the Committee or a general meeting is of the view that a member has persistently acted in a manner which is prejudicial to the group's goal, objectives or strategies, action may be taken in accordance with clause 9 of the model rules with respect to the courses available, the procedures and processes to be followed, the rights of appeal which may be utilised, and the like.

PART IV – THE COORDINATION COMMITTEE

7. Powers of the Coordination Committee

The Coordination Committee (the Committee), subject to these Rules and to any resolution passed by the group in a general meeting, facilitates and manages the affairs of the group.

8. Constitution and Membership

(1) The Committee consists of a Convenor, Coordinator, Treasurer and Secretary and no more than three Ordinary Committee members elected pursuant to sub rule 8(3), plus any member co-opted under rule 8(4).

(2) Members of the Committee are to be elected at each AGM, at first instance through nomination and majority vote of members. If no nominations are received for a particular position at the AGM, the elected members of the Committee may appoint FOMM members to the vacant office bearer positions.

(3) Subject to these rules, all members of the Committee hold office until the conclusion of the AGM following their election but are eligible for re-election.

(4) The Committee may co-opt additional members for particular purposes and periods, *for example to provide specialist advice*.

(5) No member of the Committee may hold the same office for more than **two** years consecutively.

9. Convenor

(1) The Committee may appoint a Convenor if the members at an AGM have not made such an appointment.

(2) Without limiting the functions of the Convenor the role of the Convenor includes to:

- (a) call and preside over general and annual meetings; and
- (b) unless otherwise determined by the Committee, represent the group in communications with other parties.

10. Coordinator

(1) The Committee may appoint a Coordinator if the members at an AGM have not made such an appointment.

(2) The Coordinator will be responsible for organising group activities at the MMNR, including, equipment and training.

11. Secretary

(1) The Committee may appoint a Secretary if the members at an AGM have not made such an appointment.

(2) The Secretary is to record, or cause to be recorded, the minutes of Committee meetings and general meetings and keep the records and books as per rule 27.

12. Treasurer

(1) The Committee may appoint a Treasurer if the members at an AGM have not made such an appointment.

(2) The Treasurer is to:

- (a) collect and receive all monies due to the group and make payments authorised by the group;

- (b) keep correct accounts showing the group's financial affairs with details of receipts and expenditure; and
- (c) keep records of grant funds that may be accessed through incorporated land care groups in the ACT or NSW where the group successfully applied for grant funding.

13. Vacancies

- (1) A Committee member resigns, and any office held falls vacant, by advising the Convenor in writing/email, or in the case of the Convenor by advising the Secretary in writing/email.
- (2) A Committee member is deemed to have resigned and any office held by that person falls vacant if he or she fails to attend two consecutive meetings without tendering an apology.
- (3) Where a casual vacancy occurs interested members may nominate themselves for the position.
- (4) If the number of nominations exceeds the places available the member(s) will be determined by vote at a meeting called for the purpose of electing a person or persons to nominated positions. Such meeting does not have to have the election as the sole purpose of the meeting but must comply with the requirements under sub rule 20(3) and sub rule 21(1).

14. Conflict Resolution

A member of the Committee dissatisfied with the actions of any other member may call a Special Meeting of the Committee so that the matter may be resolved.

15. Committee Meetings and Quorum

- (1) The Committee must meet at least 3 times each calendar year.
- (2) The Secretary must give at least 7 days notice of a meeting either orally or in writing /email.
- (3) Notice of a meeting must specify the nature of the business. Other business may not be transacted without the agreement of a majority of all members of the Committee.
- (4) Minutes of a meeting are to be confirmed at the next meeting.
- (5) Any 3 members of the Committee constitute a quorum for a meeting.
- (6) If within half an hour after the appointed time for the commencement of such a Committee meeting a quorum is not present; the meeting stands adjourned until a time, place and date to be fixed.

16. Voting and Decisions

- (1) Questions arising at meetings of the Committee are determined by a majority of votes of members at the meeting. Proxy voting is not permitted.
- (2) In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

PART V – MEETINGS

17. Annual General Meetings

The group is to convene an AGM once every year.

18. Business of Annual General Meetings

- (1) The business of the AGM is:
 - (a) to confirm the minutes of the preceding AGM and of any intervening general meeting whose minutes had not been confirmed;
 - (b) to receive reports from the Committee on the group's activities since the preceding AGM, and other reports as deemed appropriate by the Committee;

(c) to elect the members of the Committee for the next year. Where the AGM does not elect office bearers at the time of electing the Committee the elected Committee will then set a time to meet and appoint the office bearers of the group. All members of FOMM will be notified of the persons appointed as office bearers and their respective positions;

(d) to receive and consider the statement of accounts and reports of the group.

(2) An AGM is to be specified as such in the notice convening it.

(3) A quorum for an AGM is 10 members.

(4) Questions arising at AGM meetings are determined by a majority of votes of members at the meeting. Proxy voting is not permitted.

(5) In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

(6) The first meeting of the membership of the group will be deemed to be an annual general meeting and the group will elect members of the Committee. The elected Committee will appoint the office bearers of the group.

19. General Meetings and Special General Meetings

(1) The Committee may convene a General Meeting whenever and however it thinks fit.

(2) A minimum number of 6 members may request a General Meeting be held.

(3) Any request for a General Meeting must:

- (a) state the purpose(s) of the meeting;
- (b) identify the members making the request; and
- (c) be lodged with the Secretary.

(4) The quorum required at a General Meeting called under this rule is 6 members.

(5) If the Committee fails to convene a General Meeting within 4 weeks of the date on which a request for such a meeting is lodged with the Secretary, any one or more members making the request may convene a Special General Meeting to be held not more than 8 weeks after the date of the request.

(6) A Special General Meeting will comply as nearly as practicable with the arrangements for General Meetings but requires a quorum of 10 members.

20. Notice of General Meetings

(1) At least 14 days before the holding of a General Meeting the Secretary must arrange delivery of a notice specifying its place, date and the nature of business to be transacted.

(2) Where the nature of the business proposed to be dealt with at a General Meeting requires a special resolution [for example rule 26], the Secretary must, at least 21 days before the date fixed for the General Meeting, have a notice delivered to each member specifying the intention to propose the special resolution in addition to the matter required under sub rule 20(1).

(3) A member desiring to bring any business before a General Meeting may give notice of it in writing to the Secretary who will include it in the notice convening the meeting.

(4) Only the business / motions specified in the notice convening the meeting under sub rule 20(3) are to be considered at the General Meeting.

21. Presiding Member

The Convenor or, if absent, any other member elected by the Committee may preside at a General Meeting or Special General Meeting.

22. Making of Decisions

(1) Questions arising at General Meetings or Special General Meetings are determined by a majority of votes. Proxy voting is not permitted.

(2) In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

PART VI – FINANCE

23. Financial Year

The financial year of the group begins on 1 July each year.

24. Sources of Funds

(1) Funds may be raised from donations, fund-raising projects and grants from any appropriate source.

(2) All monies received are to be deposited as soon as practicable in the group's bank account.

(3) Grants from Government will be held and managed by the Molonglo Catchment Authority on FOMM's behalf and records kept as 12(2)(c).

25. Management of Funds

(1) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments may be signed by the Treasurer or Assistant Treasurer alone.

(2) The Treasurer or Assistant Treasurer shall report to Committee meetings on all financial transfers in excess of \$100 at each meeting and seek approval in advance for payments in excess of \$500.

(3) The accounts and financial records of the group must be available for inspection at all times and an annual statement posted on the website.

PART VII – MISCELLANEOUS

26. Alteration of Objectives and Rules

Neither the objectives of the group nor these rules may be altered except in accordance with these rules and by calling a Special General Meeting for such purpose.

27. Custody of Books

The Secretary must keep in his or her control all records and other documents relating to the group except for the current financial years records which are held by the Treasurer.

28. Service of Notices

For the purpose of these rules, a notice may be served by or on behalf of the group upon any member at the member's most recently recorded email address.

29. Surplus Property

- (1) At the first General Meeting of the group, the group is to pass a special resolution nominating a fund, authority or institution for the purposes of vesting any surplus property in the event of the dissolution or winding up of the group.
- (2) A subsequent special resolution may modify or substitute the fund, authority or institution chosen under sub rule 30(1).

30. Communication and Correspondence Code of Conduct

All oral and written communication, both internal and external, by members of FOMM (including those forms of communication defined under "notice" in rule 2) should be respectful and sensitive to others' viewpoints.

Footnotes:

- 1) All members of FOMM as members of an unincorporated association are jointly and severally liable for the debts incurred by the FOMM membership. *[NB this is the downside of not incorporating.]*
- 2) In accordance with sub rule 18(6), the first Annual General Meeting of FOMM is deemed to have occurred on 2013. That meeting established the first set of Rules for FOMM.