

# Canberra Bushwalking Club Constitution

## 1. Name

The name of the Association shall be the Canberra Bushwalking Club Incorporated (herein referred to as the "Club").

## 2. Objects

The objects of the Club are to:

- 2.1. promote bushwalking and allied outdoor activities;
- 2.2. foster appreciation and conservation of the Australian countryside, bushlands, fauna and flora and to encourage field studies;
- 2.3. support the establishment and preservation of national parks and wilderness areas;
- 2.4. compile bushwalking information;
- 2.5. co-operate with organisations and persons having similar interests and objectives;  
and
- 2.6. assist members to develop skills in navigation and bushcraft.

## 3. Membership

- 3.1. Club membership shall be open to persons over 18 years of age who have completed at least one Club trip, subject to the following conditions:
  - 3.1.1. Prospective members shall be proposed and seconded by Club members; and
  - 3.1.2. Every application for membership shall be submitted on the approved form, together with the current annual subscription, to the Committee for consideration.
- 3.2. Membership shall consist of Ordinary Members and Honorary Life Members.
  - 3.2.1. Ordinary Members shall be individuals paying the full annual subscription.
  - 3.2.2. Honorary Life Members may be persons who have rendered meritorious service to or on behalf of the Club. They may be elected Honorary Life members by a General Meeting, provided that at least 14 days' notice of the recommendation has been given in writing. An Honorary Life member shall for all purposes be considered a financial member.
  - 3.2.3. Temporary Members, also known as Guests, may participate in Club activities under conditions set by the Committee.

- 3.3. The Committee may, by the agreement of at least two-thirds of the Committee members present, expel from membership any member whom the Committee considers to have acted contrary to this Constitution or in serious breach of Club Guidelines, provided that before such an expulsion takes effect, the member shall have the right to appeal to an Extraordinary General Meeting, which may confirm or revoke the expulsion. Any appeal under this clause shall be made within 14 days of the delivery or posting to the member of a notification setting out the grounds of expulsion. The member concerned shall be suspended from Club activities until the appeal is heard.

## **4. Subscriptions**

- 4.1. Annual subscriptions shall be determined at each Annual General Meeting, provided that where no such determination is made the last determined annual subscription shall apply.
- 4.2. Subscription renewals shall be due at and from the anniversary of the member's admission to membership.
- 4.3. 4.3. Any member whose subscription is not renewed by the due date shall cease to be a member but may, on payment of the current annual subscription, be admitted to membership from the date of payment without otherwise satisfying the requirements of clause 3.1.
- 4.4. Where the Committee is satisfied that payment of the current annual subscription would cause a member hardship, the Committee may reduce or waive that member's subscription.

## **5. Committee**

- 5.1. The Committee, subject to the Act, the Regulations, this Constitution and to any resolution passed by the members at a Club meeting:
  - 5.1.1. shall control and manage the affairs of the Club;
  - 5.1.2. may exercise all such functions as may be exercised by the Club; and
  - 5.1.3. has the 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 Club.
- 5.2. Committee members shall be Club members and the Committee shall consist of:
  - 5.2.1. The President;
  - 5.2.2. The Walks Secretary;
  - 5.2.3. The Membership Secretary;
  - 5.2.4. The Treasurer;
  - 5.2.5. The Editor;
  - 5.2.6. The Training and Safety Officer;

- 5.2.7. The Social Secretary;
  - 5.2.8. The General Secretary;
  - 5.2.9. The Conservation Officer;
  - 5.2.10. The Assistant Walks Secretary;
  - 5.2.11. The Publisher; and
  - 5.2.12. The Web Manager.
- 5.3. The Committee shall be elected at the Annual General Meeting and the order in which Committee members are elected shall, as far as is practical, be the order appearing in clause 5.2.
- 5.4. In the event of a vacancy occurring or existing, other than a vacancy referred to in clause 5.7, the Committee may appoint a Club member to fill the vacancy.
- 5.5. The term of office of each Committee member shall, subject to this Constitution, end at the conclusion of the next Annual General Meeting following their election or appointment as the case may be.
- 5.6. A member of the Committee is eligible for re-election, but no person shall hold the position of President for more than two consecutive terms.
- 5.7. A Committee member may be removed from office by a resolution of the members present at an Extraordinary General Meeting. Any vacancy so created may only be filled by a person elected for the purpose at a General Meeting.
- 5.8. All elections of Committee members shall be conducted by a Returning Officer appointed by the Committee.
- 5.9. Nominations of members as candidates for election to a Committee position may be submitted to the Returning Officer orally or in writing by or on behalf of the candidates at any time before the Returning Officer declares the nominations for the position under consideration closed. Where there are candidates for a position referred to in clause 5.2, nominations for the next succeeding position shall not be declared closed before the result of the election for the first-mentioned position is determined.
- 5.10. If only 1 nomination for a Committee position is received in accordance with this Constitution, the candidate shall be taken to be elected.
- 5.11. If more than 1 nomination for a Committee position is received in accordance with this Constitution, a ballot for the election of a Committee member shall be held in such manner as the Committee shall direct.
- 5.12. A person is not eligible to simultaneously hold more than 1 Committee position.
- 5.13. The Committee shall appoint a Vice President from one of its number to chair meetings and to represent the Club in the absence of the President.
- 5.14. The Committee may replace the Vice President at any time.

## **6. Finance**

- 6.1. The financial year of the Club shall be from 1 July to 30 June next following.
- 6.2. The Club's funds shall be kept in one or more accounts in the Club's name in such financial institutions as may be determined by the Committee. The President, Treasurer and any two other Committee members chosen by the Committee shall have authority to operate the account.
- 6.3. All payments from Club funds shall be made by cheque, signed by any two of those authorised, or by means of electronic banking, whereby payments are authorised or effected by any two persons authorised to sign cheques.
- 6.4. The Treasurer shall maintain accounts and keep records of the financial transactions of the Club.
- 6.5. Audited statements of the accounts of the Club shall be presented at each Annual General Meeting.
- 6.6. A Reviewer, not being a Committee member or a Club member, shall be appointed at each Annual General Meeting and shall be eligible for re-appointment. If the office becomes vacant during the year, the Committee shall appoint another person to be the Reviewer until the next Annual General Meeting. The Reviewer may be removed from office by a resolution of members at an Extraordinary General Meeting.
- 6.7. The assets and income of the Club shall be applied solely towards its objects and no portion shall be distributed directly or indirectly to the members except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

## **7. Meetings**

- 7.1. Club meetings are General Meetings, Extraordinary General Meetings and Annual General Meetings.
- 7.2. General Meetings may be called by the Committee at its discretion.
- 7.3. Extraordinary General Meetings:
  - 7.3.1. May be called by and at the discretion of the President;
  - 7.3.2. Shall be called by the Committee within 21 days of the receipt of a request to do so, signed by at least ten members or the receipt of an appeal from a member to whom clause 3.3 applies; and
  - 7.3.3. Shall include in the notice referred to in clause 7.6 the details of the business to be conducted and only business of which notice has been given in accordance with this clause shall be conducted.
- 7.4. Annual General Meetings shall be called by the Committee and held in September each year.
- 7.5. A minimum of 15 members shall constitute a quorum at a Club meeting.

- 7.6. Subject to clause 9.1, at least 5 days notice in writing of the date, time and venue for any Club meeting is to be given to all members.
- 7.7. Voting at Club meetings shall be restricted to members actually present. Subject to clause 9.1, a proposed resolution shall be adopted if, and only if, a majority of those members voting on the resolution vote in its favour.
- 7.8. Committee Meetings:
  - 7.8.1. May be called by and at the discretion of the President;
  - 7.8.2. May be called by and at the discretion of the Committee;
  - 7.8.3. A minimum of 50% of the Committee membership shall constitute a quorum;
  - 7.8.4. Voting at any Committee meeting shall be restricted to Committee members present at the meeting. A proposed resolution of the committee shall be adopted if, and only if, a majority of those committee members voting on the resolution vote in its favour; and
  - 7.8.5. Persons who are not members of the committee may participate in Committee discussions at the invitation of the Committee.
- 7.9. All meetings of the Club shall be chaired by the President or, in the President's absence, by the Vice President or, in the event that both the President and the Vice President are absent, by any other member chosen by the members then present and eligible to vote at that meeting.

## **8. Publications**

- 8.1. The Association shall publish newsletters, which shall be distributed to all members.
- 8.2. The costs of production and distribution of the newsletter shall be recovered from membership subscriptions.

## **9. Amendments**

- 9.1. Amendments to this Constitution may be passed by a three-quarter majority of members present at a General Meeting, provided that at least 21 days' notice has been given in writing to all members.
- 9.2. Amendments to this Constitution shall be notified in writing to all members within two months of adoption.

## **10. Seal**

- 10.1. The Association shall have a seal bearing its name, to be kept by the Treasurer.
- 10.2. The seal shall not be affixed to any instrument except by the authority of the Committee.
- 10.3. The seal, when affixed to any instrument, shall be witnessed by the signatures of two members of the Committee.

## **11. Public officer**

- 11.1. The Committee shall, within 14 days after the Annual General Meeting, or within 14 days after a vacancy occurs in the office of the Public Officer (whichever first occurs), appoint a person qualified under the Associations Incorporation Act 1991 to be the Public Officer of the Club.
- 11.2. The Public Officer shall carry out the duties of a Public Officer under the Associations Incorporation Act 1991.
- 11.3. The Committee may replace the Public Officer at any time.

## **12. Miscellaneous**

- 12.1. Subject to clause 6.4 and to any resolution of the members at a Club meeting, the records, books and other documents of the Club shall be kept by such members of the Committee as the Committee shall determine and shall be open to inspection within the Territory by any member, at no charge, at any reasonable time.
- 12.2. If upon the winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall be given or transferred to such other institution or institutions, having objects similar to the objects of the Club, as shall be determined by a meeting of the members at or before the time of winding up or dissolution.
- 12.3. The liability of members to contribute towards the payment of any debts, liabilities or other expenses of the Club is limited to the unexpired portion, if any, of their annual subscriptions.

## **13. Dispute resolution**

- 13.1. A Member may notify the Club that the Member is in dispute with another Member or Members or with the Club. The notification must be in writing, addressed to the Club President.
- 13.2. The parties must endeavour to settle any such dispute by mediation. Such mediation is to be conducted by a mediator who is independent of the parties and appointed by agreement of the parties.
- 13.3. If mediation fails to produce an outcome that is accepted by the parties to the dispute, any one of the parties may appeal to a General Meeting or Extraordinary General Meeting of the Club. The Meeting's decision is the final decision of the Club in relation to the dispute; the parties to the dispute cannot pursue any further avenue of appeal within the Club.
- 13.4. Details of the Club's procedures for resolving disputes must be published on the Club website.