

15/10/91

ERASMUS FOUNDATION
Netherlands Australian Cultural Society Incorporated

CONSTITUTION

NAME

1. The name of the Society shall be Erasmus Foundation Netherlands Australian Cultural Society Incorporated (hereinafter in this Constitution called "the Society").

OBJECTS

2. The objects of the Society shall be:
 - (a) To familiarise Australians and Netherlands with the culture of the Netherlands and Australia.
 - (b) To promote understanding and friendship between Australians and Netherlands.
 - (c) To undertake, sponsor and support all such activities as shall be in the opinion of the Executive Committee of the Society designed to achieve the objects set out in sub-paragraphs (a) and (b) hereof.
 - (d) To accept donations and apply the same for the purposes of the Society.

RESTRICTION ON DISTRIBUTION

3. The Society is prohibited from making any distribution (whether in property, money or otherwise) to its members PROVIDED however that this rule shall not prevent payment in good faith of remuneration to any Office Bearers of the Society or the re-imbursement of expenses incurred by any member of the Society.

EXECUTIVE COMMITTEE

4.
 - (a) The business of the Society shall be managed by an Executive Committee.
 - (b) The Executive Committee (all of whom shall be members of the Society) shall comprise the following Office Bearers:-
 - (i) A President, a Vice-President, a Secretary, a Treasurer and an Executive member in charge of planning and programming, all of whom shall be elected as is provided in this Constitution; and
 - (ii) The immediate Past President during the year immediately succeeding his term of office as President.
 - (c) Retiring Office Bearers shall be eligible for re-election.
 - (d) The election of Office Bearers shall take place at the Annual General Meeting of the Society and Office Bearers shall hold office from that date until the date of the next succeeding Annual General Meeting.
5. The Executive Committee may co-opt a member or members of the Society to the Executive Committee or such Sub-Committees as it deems necessary.
6. All Sub-Committees of the Society shall be responsible to and subject to the control of the Executive Committee.

7. The President shall be an ex-officio member of all Sub-Committees of the Society.
8. The Executive Committee may appoint an Adviser or Advisers (who need not be a member of the Society) in order to assist any Sub-Committee.
9. Every member of the Society shall be bound by the decisions of the Executive Committee.
10. (a) The Executive Committee shall meet at least once every two months for the purpose of transacting the business of the Society.
(b) The President (or in his absence the Vice-President) shall be the Chairman of the Executive Committee.
(c) The Chairman shall have a casting as well as a deliberative vote.
11. Three members of the Executive Committee shall constitute a quorum of that Committee.
12. (a) The office of an Office Bearer of the Society or of an co-opted member of the Executive Committee becomes vacant if the Office Bearer or member:-
 - (i) ceases to be a member of the Society;
 - (ii) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code; or
 - (iii) resigns his/her office by notice in writing given to the Secretary.
(b) Any casual vacancy occurring on the Executive Committee shall be filled by the remaining members of that Committee.
(c) During the absence on leave of any member of the Executive Committee the remaining members of the Executive Committee may appoint a member of the Society to deputise for such absent member.
(d) Any Office Bearer of the Society desiring to resign from his/her office shall notify the Executive Committee in writing at least seven days prior to the date of his/her resignation.

MEMBERSHIP

13. (a) Subject to sub-clause (c) membership of the Society shall be open to persons aged sixteen and over.
(b) Membership of the Society shall consist of the following types:-
 - (i) Family membership.
 - (ii) Single persons over the age of 18 years.
 - (iii) Persons over the age of 16 years attending full time at a school, University or other place of learning (in this Constitution called "student members").
 - (iv) Honorary Members.
(c) Family Membership shall consist of a husband and/or wife and their children provided that such children shall not be over the age of sixteen years.
(d) Honorary Membership shall be conferred upon such person or persons as the Executive Committee shall from time to time select, in recognition of outstanding service given by such person to the Society.

REGISTER OF MEMBERS

14. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at the address of the Public Officer.

PATRON

15. The Executive Committee may obtain a Patron for the Society.

MEMBERSHIP PRIVILEGES

16. Membership Privileges consist of the right of a member to attend all meetings, lectures and social functions of the Society.

MEMBERSHIP PROPOSAL

17. (a) Application for membership of the Society shall be made in writing on the prescribed form, supported by the signature of one member.
(b) The member signing any application form on behalf of any proposed member shall provide the Executive Committee with such particulars concerning that member as the Executive Committee shall from time to time require.

ELECTION OF MEMBERS

18. The election of members to the Society shall be made from time to time by the Executive Committee and any such election shall be subject to the payment by the proposed member of the annual subscription for the current year within two months of his election PROVIDED that the Executive Committee may extend the time for payment of such subscription for such further period as it may determine.

RESIGNATION OF MEMBERSHIP

19. Any member may resign his membership at any time by notice in writing to the Secretary and such membership shall cease on and from the date of receipt of such notice PROVIDED THAT notwithstanding such resignation such member shall be liable for the payment of his current subscription to the Society.

CONDUCT OF MEMBERS

20. The Executive Committee shall have the power to reprimand, suspend, accept the resignation of, expel or cancel the membership of any member who shall infringe any of the provisions of this Constitution, or whose conduct shall in the opinion of the Executive Committee render such member unfit for membership of the Society.
21. Notwithstanding the provisions of the previous clause, no member shall be suspended or expelled without having been first summoned before a meeting of the Executive Committee to show cause why his membership should not be terminated and unless two-thirds of the members of the Executive Committee then present shall vote for such suspension or expulsion.

LIABILITY OF MEMBERS

22. A Special Meeting (called for that purpose) may resolve by a majority of three-fourth of the members present and voting that all the members shall pay a levy (to be imposed by that Meeting) for the purposes of the Society, PROVIDED that not more than one levy per year shall be made and that no levy shall exceed more than twenty percent of the annual subscriptions, and any such resolution shall determine the date by which such levy shall be paid. Any such levy shall for the purposes of the recovery thereof from such member be deemed to be a subscription due by that member.

WINDING UP OR CANCELLATION

23. If upon the winding-up or dissolution of the Society there remains, after satisfaction of all its debts and liabilities, any property, whatsoever, the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other Association having similar objects as the Society and which shall prohibit the distribution of its income and property amongst its members to an extent at least as great as is imposed on the Society, such organisation to be determined by the members of the Society at or before the time of dissolution and in default thereof by such judge of the Supreme Court of Victoria as may have, or acquire, jurisdiction in the matter.

ANNUAL SUBSCRIPTIONS

24. (a) Membership fees will be determined by the Executive Committee and may be amended from time to time by resolution of the Executive Committee.
- (b) The Society may in General Meeting determine that all new members thereafter admitted to membership or to be admitted as from a specified date shall pay an Entrance Fee, and may determine or vary the amount thereof. Any such amount determined in accordance with this sub-clause shall for the purposes of recovery thereof from such member be deemed to be a subscription due by the member concerned.

ARREARS OF SUBSCRIPTIONS

25. The annual subscription of the Society shall be payable immediately following the Annual General Meeting and any member whose subscription remains in arrears one month after the date of the Annual General Meeting shall be deemed to be unfinancial so long as such subscription remains unpaid and may be suspended by the Executive Committee from the privileges of membership or his membership may be cancelled pursuant to the provision of Rule 20 of this Constitution.

FUNDS OF THE SOCIETY

26. All moneys of the Society shall be banked as soon as is practicable in the Bank or Banks of the Society and in the name of the Society.

ACCOUNTS

27. (a) Proper books and accounts of the Society shall be maintained by the Treasurer and the Treasurer shall submit a Statement of the financial affairs of the Society at each meeting of the Executive Committee.
- (b) Except as is otherwise provided in these Rules all expenditure of the Society shall be authorised by the Executive Committee and all accounts shall be submitted by the Treasurer for approval of the Executive Committee before being paid.
- (c) All cheques drawn on any Bank Account of the Society shall be signed by any two of the President, the Secretary, the Treasurer or such other person as the Executive Committee may appoint for the purpose.
- (d) The Financial year of the Society shall commence on the First day of July and the Treasurer shall prepare and submit an Audited Statement of Accounts and Balance Sheet as at the 30th day of June to the Annual General Meeting.
- (e) The books and accounts referred to in sub-clause (a) shall be available for inspection by members.

AUDITOR

28. An Auditor shall be elected at each Annual General Meeting and a Retiring Auditor shall be eligible for re-election.

GENERAL MEETINGS.

29. (a) An Annual General Meeting of members shall be held during the month of October in each year at such place and time as the Executive Committee shall decide.
- (b) Seven members of the Society shall form a quorum at any General Meeting.
- (c) The President or in his absence the Vice-President shall act as chairman at all General Meetings of the Society.
- (d) The Chairman shall have a casting as well as a deliberative vote.
- (e) Notice of every General Meeting of members shall be sent to every member not less than fourteen days before the date of the proposed Meeting. Such Notice shall state the objects of the Meeting and shall be accompanied by a nomination form for Office Bearers.
- (f) Nominations for Office Bearers shall close seven days before the date of the Annual General Meeting and shall be in writing in such form as is prescribed by the Executive Committee.
- (g) Any member of 18 years and over may vote in writing on any specific matter provided such vote is lodged with the Secretary of the Society prior to the commencement of the Annual General Meeting. Specific proxies shall be admitted at the Annual General Meeting.
- (h) Should a quorum not be present within 30 minutes of the advertised time for commencement of any General Meeting, the Meeting shall be adjourned until the same day and hour in the following week. Should a quorum not be present within 30 minutes of the prescribed time for commencement of the adjourned meeting such meeting shall be abandoned.

30. (a) The President may or the Secretary (at the direction of the Executive Committee) shall, call a Special General Meeting of the Society.
- (b) The Executive Committee shall, on receiving a request in writing signed by not less than seven members (such notice to state the object of such Meeting) direct the Secretary to call a Special Meeting.

VOTING

31. (a) The election of Office Bearers of the Society at any General Meeting shall be by secret ballot.
- (b) All other questions for decision at any General Meeting shall be determined by a show of hands unless a ballot be called for by not less than two members present.
- (c) A family membership entitles only one member of that family to a vote and the person voting on behalf of that family shall not be less than 18 years of age.

NOTICES

32. Any Notice under this Constitution shall be deemed to have been sufficiently given if in writing and posted to the address shown in the Society's Register of members; and shall be deemed to have been received by members upon the expiration of 2 working days from the time of posting thereof.

ALTERATION OF RULES AND STATEMENT OF PURPOSES

33. These Rules and the Statement of Purposes of the Society shall not be altered except in accordance with the Associations Incorporation Act 1981.

SEAL

34. (a) The Common Seal of the Society shall be kept in the custody of the Secretary.
- (b) The Common Seal shall not be affixed to any instrument except by the authority of the Executive Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Executive Committee.

CUSTODY OF RECORDS

35. Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Society, and these books, documents and securities shall be available for inspection by members.

SOURCES OF FUNDS

36. The sources from which the funds of the incorporated Society are to be or may be derived are: membership fees, entrance fees and levies paid by members of the Society and donations and function-contributions made to the Society.

DATE OF COMMENCEMENT

37. Pursuant to a resolution of a General Meeting of the members of the Society held on the 15th day of October 1991 this Constitution shall take effect as from 15th October 1991.