

BEND OF ISLANDS CONSERVATION ASSOCIATION CONSTITUTION

(Including amendments to 26 Nov 2006)

1. NAME:

The name of this organization is the
BEND OF ISLANDS CONSERVATION ASSOCIATION.

2. OBJECTIVES: *(Amended 26/11/06 - Ref. 16)*

- (a) To preserve, nurture and encourage the diversity of the native flora and fauna of the area and its natural beauty, consistent with essential community needs, including fire precaution.
- (b) To nurture and encourage the diversity of the local flora and fauna and to promote community understanding of the local ecology and how to live in harmony with it through sharing of knowledge and experiences
- (c) To associate and collaborate with other organizations whose aims are consistent with these objectives and to support, where appropriate, conservation activities in other areas
- (d) To act for and on behalf of the membership individually or collectively in negotiations with public authorities, other organizations and individuals within the framework of these objectives.

3. MEMBERSHIP:

There shall be three grades of membership as follows:

- (a.) Supporting members
- (b.) Owner members
- (c.) Honorary members

- (a) A supporting member is any person not being a landowner in the area who is either resident or non-resident in the area as hereafter defined who wishes to support the aims of the Association and who has paid the current membership subscription.
- (b) An owner member is any person who is a legal owner or part owner of one or more allotments in the area and who has paid the current membership subscription. A maximum of three part owners may be admitted as owner members in respect of ownership of freehold land in any portion of the area or ownership of a share in land owned co-operatively under the provisions of the Co-operation Act 1958. *(Amended 2/5/75 - Ref. 3).*
- (c) An honorary member is any person whom the association shall elect to be an honorary member and who is prepared to accept honorary membership. No subscription is payable by honorary members.

4. GENERAL MEETINGS: *(Amended 12/11/78 - Ref. 6).*

- (a) The annual general meeting of the association shall be held during the period of 15th November and 31st December each year .The business of the annual general meeting shall be limited to the selections of committee and office bearers as provided in section 5, 6 and 7 of this constitution and to such other business as shall have been placed on the agenda forwarded with the notice of meeting.
(Amended 12/11/78 - Ref. 7). (Amended 25/8/91 – Ref. 13).
- (b) At least one ordinary general meeting shall be held during each year.
(Amended 12/11/78 - Ref 8).

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- (c) A special general meeting shall be called at any reasonable time and place at the call of the President or upon written request delivered to the Secretary or the President and signed by not less than four owner members.
- (d) A quorum at any meeting shall be ten (10) owner members.
- (e) Voting on any issue may be limited to owner members upon the request of not less than ten owner members. Such requests may be made during the discussion of any motion during any meeting and before such motion is put to the vote.
- (f) There shall be no proxy votes allowed at any meeting unless a written proxy shall have been delivered to the chairperson at the meeting concerned.
(Amended 24/11/02 – Ref. 14).
- (g) In the event of equality of voting a motion shall be deemed lost. The chairperson shall have a deliberative but not a casting vote.
(Amended 24/11/02 – Ref. 14).
- (h) A notice of meeting starting time, place and agenda shall be forwarded to the last known address of each financial member not less than twenty one days prior to each meeting except that upon the declaration of an emergency by the President shorter notice may be given. *(Amended 11/4/76 – Ref. 4).*

5. COMMITTEE:

- (a) The affairs of the Association will be conducted by a committee acting in accordance with direction given by general meetings of the Association.
- (b) In the event that no direction has been given in a matter required to be dealt with, the committee, or by delegation, the executive, shall deal with such matters in the manner which, in its judgement, the membership would have done.
- (c) The committee shall consist of not less than six nor more than twelve members. More than half the total numbers of members shall be owner members of the Association.
- (d) Casual vacancies may be filled by co-option.
- (e) All committee members shall have equal voting rights at committee meetings. The chairperson shall have only a deliberative vote.
(Amended 24/11/02 – Ref. 14).
- (f) A quorum at any meeting of the committee shall be one half of the number of the committee or if this is not a whole number the next lower whole number. *(Amended 12/11/78 – Ref. 9).*

6. EXECUTIVE:

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- (a) The executive shall consist of the president, vice-president, secretary and treasurer.
- (b) The executive shall be members of the committee.
- (c) The president and vice-president shall be elected by the full membership of the association. The secretary and treasurer shall be appointed by the committee.

7. ELECTIONS:

- (a) The offices of President and Vice-President shall be held for a period of one year. The retiring officers are eligible for re-election subject to clause (c) of this section.
- (b) Committee members shall hold office for a period of one year but are eligible for re-election subject to clause (c) of this section.
(Amended 12/11/78 – Ref.10).
- (c) No member shall serve as President for more than three consecutive years. No person shall serve as Vice-President for more than three consecutive years. No member shall serve on the committee for more than six consecutive years. This provision may be waived in favor of any specific individual by a motion carried prior to the elections at an annual general meeting.
- (d) All elections shall be held at the annual general meeting. In the event that the number of nominees exceeds the number of vacancies, election shall be conducted by secret ballot.

8. FINANCE:

- (a) The normal business of the association shall be financed by the annual subscription of the members. The subscription rates shall be determined in respect of the next ensuing year at each annual general meeting.
- (b) For purposes of determining membership, a subscription paid in respect of any financial year shall expire at the close of the next annual general meeting. A new member joining the association and paying a subscription more than six months after the previous annual general meeting shall only be required to pay half of the current subscription rate.
(Amended 12/11/78 - Ref.11).
- (c) The Association shall not acquire or accept ownership of any property other than that necessary for secretarial work unless and until it is properly incorporated as a registered body of limited liability.

9. WINDING UP:

- (a) The Association may be wound up at any general meeting of the Association by a determination of not less than two-thirds of the members at that time providing that a vote on a motion to wind up the association may not be taken without written notice being forwarded to the last known address of

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each member at least twenty one days prior to the date of the vote upon the motion. *(Amended 11/4/76 – Ref. 4).*

- (b) Such notice of motion will be circulated by the secretary upon the receipt of a request signed by any four owner members.

10. LIMITATIONS:

No action required as a condition of membership may be imposed by the Association upon any person if that action is in conflict with his own interests and/or wishes except that all members agree to abide by this constitution.

11. ALTERATIONS TO CONSTITUTION:

This constitution may be altered at any time by resolution of the Annual General Meeting or a special general meeting provided that notice of the proposed alteration shall have been given to the last previous general meeting or it shall have been circulated to all members not less than twenty one days prior to the vote being taken. For any alteration to be affected, at least two thirds of the owner members present or represented by written proxy must vote for such alteration.

(Amended 2/5/77 - Ref. 1). (Amended. 11/4/76 – Ref. 4).

12. DEFINITIONS:

The “area” as referred to in this constitution shall comprise all lands within the area as defined in the Nillumbik Planning Scheme as Special Use Zone 2.

(Amended 2/5/75 – Ref. 2). (Amended 12/11/78 – Ref. 12). .

(Amended 24/11/02 – Ref. 15).

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HISTORY OF AMENDMENTS

Ref. 1. Section 11 – previously:

This constitution may be altered at any time by resolution of the annual general meeting or a special general meeting provided that notice of the proposed alteration shall have been circulated to all members not less than twenty eight days prior to the vote being taken. For any alteration to be effected at least two-thirds of the owner members present must vote for such alteration .

Ref. 2. Section 12 – previously:

The “Bend of Islands” area for the purpose of this constitution shall include only:

- (i.) “Bend of Islands” estate
- (ii.) “Bend of Islands” centre estate
- (iii.) Allotments with a boundary on Henley Road between Watson’s Creek and the junction of Henley Road, Skyline Road and Catani Boulevard.
- (iv.) Adjacent areas as may from time to time be agreed upon by a general meeting. (See also later Amendment – Ref . 12).

Ref. 3. Section 3 – previously:

An owner member is any person who is a legal owner or part owner of one or more allotments in the area and who has paid the current membership subscription. A maximum of three part owners may be admitted as owner members in respect of ownership in any portion of the area .

Ref. 4. Section 4 (h), 9 (a) and 11 – previously:

“Twenty eight days”

Ref. 5. Section 2 (b) – previously:

To associate and collaborate with other organizations whose objects are consistent with these objects.

Ref. 6. Section 4 – previously:

4. MEETINGS:

Ref. 7 Section 4 (a) previously:

The annual general meeting of the Association shall be held during the period of 15th February and 31st March each year. The business of the annual general meeting shall be limited to the elections of committee and office bearers as provided in section five (5) of this constitution and to such other business as shall have been placed on the agenda forwarded with the notice of the meeting.

Ref. 8. Section 4 (b) – previously:

One ordinary general meeting shall be held each year during the period of 1st July to 31st August.

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Ref. 9. Section 5 (f) – previously:

A quorum at any meeting of the committee shall be two – thirds of the number of the committee or if this is not a whole number, the next lower whole number .

Ref. 10. Section 7 (b) – previously:

One – third of the members of the committee shall retire each year but are eligible for re-election subject to clause (c) of this section. If one – third of the total number of the committee is not a whole number then the number of the members to retire in that year shall be the next larger whole number. Except in the case of the foundation committee where retirement order shall be by ballot, the retiring members will be those with the longest continuous period of membership of the committee.

Ref. 11 Section 8 (b) – previously:

For purposes of determining membership, a subscription paid in respect of any financial year shall expire at the close of the next annual general meeting, except in the case of a new member joining the Association and paying his subscription more than six months after the previous annual general meeting when his first subscription will provide membership for the part year and the whole of the next following year.

Ref. 12. Section 12 – previously:

The “area” as referred to in this constitution shall comprise only privately owned allotments within the area bounded by the Yarra River, Watson’s Creek, Henley Road, Yanakie Road, Calwell Road, Ashmore Road to its junction with Skyline Road and from this point to the nearest point of the Yarra River. (See also previous Clause – Ref. 2).

Ref. 13. Section 4 (a) – previously:

The annual general meeting of the association shall be held during the period 15th February and 31st March each year. The business of the annual general meeting shall be limited to the selections of committee and office bearers as provided in section 5, 6 and 7 of this constitution and to such other business as shall have been placed on the agenda forwarded with the notice of meeting. (See also previous Clause – Ref. 7).

Ref. 14. Section 4 (f) & 4 (g) & 5 (e) – previously:

“chairman”

Ref. 15. Section 12 – previously:

The “area” as referred to in this constitution shall comprise only privately owned allotments within the area bounded by the Yarra River, Watsons Creek, Henley Road, Yanakie Road, Sugarloaf Creek, the southern boundary of Sugarloaf Dam Reserve to Ashmore Road and from this point to the nearest point of the Yarra River.

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Ref. 16. Section 2 – previously:

2 OBJECTS:

- (a) To preserve by all means within its power and to the maximum extent consistent with essential needs including fire precautions, the native fauna and natural beauty of the area.
- (b) To associate and collaborate with other organizations whose objects are consistent with these objects and to support where appropriate, conservation activities in other areas. (*Amended 12/11/78 – Ref. 5*)
- (c) To act for and on behalf of the membership individually or collectively in negotiations with public authorities, other organizations and individuals within the framework of these objectives.