

CONSTITUTION

1. NAME.

The name of the Incorporated Association (hereinafter known as “the Association”) is:

VMR MORNINGTON, VOLUNTEER MARINE RESCUE INC.

2. STATEMENT OF PURPOSES.

The aims of the Association are:

- (a) To assist and rescue any person who gets into difficulties in or on the waters of Port Phillip with particular emphasis on those waters adjacent to the Mornington Peninsula Shire.
- (b) To assist any Statutory Body or person who calls for our assistance anywhere within the State of Victoria.
- (c) To apply the capital and income of the funds and the property of the Association or any part thereof (subject to any special trusts and the provisions of this Constitution) towards the aims of the Association.
- (d) To execute any special trusts in connection with moneys or properties held or obtained by the Association (not being inconsistent with the purpose of this Constitution).
- (e) To hold all lands, moneys, securities and other property, real and personal, belonging to the Association.
- (f) To invest any moneys of the Association and hold investments of same.
- (g) To institute and conduct training courses for Members of the Association (hereinafter known as “Member/s”) and for persons in the public community.
- (h) To do all such lawful things as are incidental or conducive to the attainment of all or any of the foregoing aims.

3. FUNDS.

The funds of the Association or other aid should be derived by means of entrance fees, annual subscriptions, donations, bequests, entertainment or other functions, or by any other means or from any other source as the Committee of Management of the Association (hereinafter known as “the Committee”) determines.

4. MEMBERSHIP.

On receipt by the Secretary of the Association (hereinafter known as “the Secretary”) of a properly completed Membership Application Form, and subject to the acceptance of an applicant by the Committee, any person who lives and works in or adjacent to the township of Mornington may be offered either **Provisional Operational** or **Associate** membership and will only take effect upon payment by that person of an entrance fee of twenty dollars (\$20) plus Goods and Services Tax (GST).

All **Provisional Operational** Members have six (6) months to qualify to the Operational Standard as determined by the Committee, or else be dismissed from the Association. In extenuating circumstances, an extension of time to qualify of up to two (2) months may be granted by the Committee.

Once qualified, to retain their Operational status, **Operational Members** must have been present and contributed at one (1) recognised (by the Committee) meeting per month for a period of six (6) months immediately preceding. The Committee may grant **Operational Members** a Leave of Absence not exceeding three (3) months at any one (1) time.

Operational Members will also lose their **Operational Status** by a resolution of the Committee acting on the recommendation of the Training Officer of the Association (hereinafter known as “the Training Officer”), and will then revert to **Associate Membership**.

The Committee may offer **Life Membership** to Members with at least fifteen (15) years service, and who, in the opinion of the Committee, have energetically contributed to the operation of the Association.

The Committee may offer **Honourary Associate Membership**, without entrance fee and renewable each year, to members of the public who, in the opinion of the Committee, have contributed either energetically or financially, or where their position in the community will enhance the profile of the Association.

Membership subscriptions as determined by the Committee become due and payable on the first day of July of each year. Membership of the Association will lapse if a Member fails to pay subscriptions within the subsequent sixty (60) days of the subscriptions being due and payable. (The term “financial Member/s” as used hereinafter refers to Active Members who have paid subscriptions when due).

Honourary Members and **Life Members** are not required to pay membership subscriptions.

Members will be deemed to be **Active** if they have been present and contributed at one (1) recognised (by the Committee) meeting per month for a period of six (6) months immediately preceding. The Committee may grant Active Members Leave of Absence not exceeding three (3) months at any one (1) time.

Honourary Members and **Members who are not deemed to be Active** are not permitted to be on the Committee or to call or require meetings, do not help constitute a quorum at meetings, and are not permitted to vote at meetings.

The Secretary must keep and maintain a register of Members in which must be entered the full name, address, and date of birth of each Member and the register must be available for inspection and copying by any Member upon request.

5. MANAGEMENT.

The control, direction, and management of the affairs of the Association, and the administration subject to this Constitution, are vested in the Committee.

The Committee must consist of neither less than seven (7) nor more than ten (10) Members, as settled by the Committee from time to time, and as hereunder.

- (a) The Officers of the Association must be the President, the Vice-President, the Secretary, the Treasurer, and the Training Officer.
- (b) At least two (2) but not more than five (5) Ordinary Members.

6. ELECTION OF COMMITTEE.

The Officers of the Association and the Ordinary Members of the Committee (hereinafter known as “Member/s of the Committee”) must be elected at the Annual General Meeting in each year for a term of one (1) year, and must retire at the following Annual General Meeting, but shall be eligible for re-election.

Candidates for election as Members of the Committee must have been financial Members for at least one (1) year immediately preceding and must be proposed at the Annual General Meeting.

7. VACANCIES ON THE COMMITTEE.

The office of a Member of the Committee becomes vacant if the Member of the Committee dies, resigns or ceases to be a Member of the Association, becomes insane or an insolvent under administration, or commits an act or omission which in the unanimous opinion of the remaining Members of the Committee is of such detriment to the well being or reputation of the Association or its Members as to warrant the dismissal of the Member of the Committee.

Any Member of the Committee absent from three (3) consecutive Committee Meetings without justifiable reason or without leave of absence authorised by the Committee, must, at the discretion of the Committee, forfeit that Member's office on the Committee.

If the office of a Member of the Committee becomes vacant during the year, the Committee has the power to appoint a Member to the vacant office. Any Member so appointed must only hold office until the next Annual General Meeting, but shall be eligible for re-election.

8. SUB-COMMITTEES.

The Committee may at any time appoint a Sub-committee of Members and may prescribe the functions of any such Sub-committee. Every such Sub-committee must appoint one (1) of their number to preside over meetings.

The Sub-committee must not make any financial commitment without the approval of the Committee.

9. COMMITTEE MEETINGS.

The Committee must meet at least nine (9) times each year at such places and times as the Committee will determine. The President or any four (4) Members of the Committee may convene special meetings of the Committee. Meeting dates must be made known by written notice to all Members of the Committee at least two (2) business days prior to the date chosen for each meeting.

Any five (5) Members of the Committee constitute a quorum for the transaction of the business of the Committee.

10. COMMITTEE POLICIES, DISCIPLINE AND GRIEVANCE PROCEDURES.

The Committee may make policies (applicable to Members) for the conduct and good order of the Association, and for the care and protection of all equipment under the care and protection of the Association.

The Committee has the power to discipline Members if the Committee is of the opinion that a Member has refused or neglected to comply with this Constitution or the Policies of the Committee, or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Association.

The Committee may by resolution reprimand a Member, or suspend that Member from membership of the Association for a specified period, or expel that Member from the Association. Any resolution to suspend a Member from membership of the Association or expel a Member from the Association must be confirmed at a further Special Meeting of the Committee held for that purpose neither earlier than fourteen (14) days nor later than twenty eight (28) days after written notice of the Committee resolution has been given to the Member. Any notice given to a Member must state the time, date, and place of the Special Meeting of the Committee and give the Member the opportunity to attend that meeting and/or to give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution.

Any Member subsequently suspended or expelled from the Association by the Committee, has the right to lodge with the Secretary within forty-eight (48) hours of the Member being given notice of the confirmation of the Committee resolution, a written notice of appeal to a Special Meeting of the Members held for that purpose.

Any Member who is aggrieved by the actions of any other Member has the right to lodge with the Secretary a written notice of grievance to the Committee.

11. MEETING OF MEMBERS.

The Members should meet at least one (1) day each month at a time and place agreed upon, to practice for any emergency or for any other purpose.

12. ANNUAL GENERAL MEETING.

The Annual General Meeting of the Members must be held on a day in July of each year on a date fixed by the Committee, for the following purposes:

- (a) To confirm the minutes (if not already confirmed) of the previous Annual General Meeting, and Special Meetings, if any, no discussion being permitted thereon except to their accuracy.
- (b) To receive a report of the Committee, and audited statement of accounts for the year to the thirtieth day of June preceding.
- (c) To elect Members of the Committee for the ensuing year.
- (d) To elect an Auditor or Auditors for the ensuing year.
- (e) To receive and consider the statement submitted by the Association in accordance with section 30 (3) of the Associations Incorporations Act (1981).
- (f) The transaction of any business of which at least seven (7) days notice has been given to the Secretary.

13. SPECIAL MEETINGS.

If required by the President, or upon the requisitions in writing of two (2) Members of the Committee, or of five (5) Members of the Association, the Secretary must convene a Special Meeting of the Members. The purpose for calling such meeting must be stated in the notice of the meeting, and no other business should be transacted at such Special Meeting, except the confirmation of the Minutes of any previous Special Meeting.

14. CONDUCT OF THE ANNUAL GENERAL MEETING OR SPECIAL MEETINGS.

Except as provided for in Rule 23, the Secretary must give to the Members seven (7) clear days notice of the Annual General Meeting or any Special Meeting, stating the purpose of the meeting.

Any six (6) financial Members constitute a quorum for the transaction of the business of the Annual General Meeting or any Special Meeting.

15. PRESIDING OFFICER AT MEETINGS.

At every Annual General Meeting, Special Meeting, or Committee Meeting, the President, or in his absence, the Vice-President, should preside, but if these officers are absent, or are unwilling to preside, the Members present must choose one (1) of their number to preside at that meeting.

16. AUDITED STATEMENT.

An Audited Financial Statement must be presented at each Annual General Meeting, showing the full financial transactions of the previous year.

17. MINUTES OF MEETINGS.

The minutes of the proceedings of all Annual General Meetings, Special Meetings, or Committee Meetings must be kept in a suitable book, which must be open to inspection by any Member.

18. VOTING AT MEETINGS.

At all Annual General Meetings, Special Meetings, or Committee Meetings, each financial Member present is entitled to one (1) vote. All questions should be decided by a show of hands, or, if demanded by a Member, by a poll taken in such manner as the person presiding over the meeting shall determine, unless before or on the declaration of the result, a division is demanded by any Member present, when it must be decided by a division.

Except on matters of changes to the Constitution, Membership Applications, or of discipline, financial Members may vote by proxy at all Annual General Meetings, Special Meetings, or where appropriate, Committee Meetings.

19. DUTIES OF SECRETARY.

The Secretary must faithfully record all Minutes of all Annual General Meetings, Special Meetings, or Committee Meetings, in the book provided.

The Secretary must handle all correspondence promptly and acknowledge any correspondence when a reply is required.

When a written request is received and the answer depends on the Committee, the Secretary must immediately acquaint the President of the facts, and then, subject to the President's approval, send a copy to the Members of the Committee whose responsibility will be to make a recommendation at the next meeting. At the same time, the Secretary should acknowledge receiving the correspondence and indicate that consideration is being given to the matter.

20. DUTIES OF TREASURER.

The Treasurer must collect and receive all moneys due to the Association, and deposit same promptly into the bank nominated by the Committee.

The Treasurer must keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association.

When duly authorised by the Committee, the Treasurer must promptly pay, or arrange for the payment, of all accounts due. At least two (2) Members of the Committee nominated by the Committee, must sign all cheques and other negotiable instruments.

The Treasurer must, at each Annual General Meeting, Special Meeting, or Committee Meeting, present to the Meeting the following:

- (a) A statement of Receipts and Expenditures.
- (b) An up-to-date Bank statement.
- (c) A reconciliation between the balance on the Bank statement and the balance shown on the Treasurer's statement of Receipts and Expenditures.
- (d) A list of all debtors and creditors showing the amount due in respect of each.

21. AUDITOR.

The Auditor or Auditors must be elected at the Annual General Meeting in each year and must retire at the next Annual General Meeting. The Auditor or Auditors must examine all books, accounts, vouchers, and receipts and furnish a report thereof at the Annual General Meeting.

The Auditor or Auditors elected must have membership of some recognised institute of accountants, or if no such Auditor is available, must be sufficiently versed in business practice to capably carry out the duties of Auditor.

22. REMUNERATION.

No Member shall receive any remuneration whatsoever from the Association for any service or services performed for or on behalf of the Association.

23. ALTERATION OF CONSTITUTION AND STATEMENT OF PURPOSES.

This Constitution including the Statement of Purposes may be amended at the Annual General Meeting or a Special Meeting properly convened for that purpose.

Any proposed alteration of this Constitution including the Statement of Purposes must be notified to the Secretary at least thirty (30) days before the Annual General Meeting or a Special Meeting, and no part of the Constitution must be altered save by a three-quarter majority of the financial Members present at such meeting of which at least twenty one (21) days notice has been given.

24 CUSTODY AND INSPECTION OF RECORDS.

All books, documents, securities, records, minutes, receipts, accounts and correspondence appertaining to the Association must be held by or be under the control of the Secretary, and must be available for inspection or copying upon request at any reasonable time by any Member.

25. COMMON SEAL.

The Common Seal of the Association must be kept in the custody of the Secretary.

The Common Seal must not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal must be attested by the signatures either of two (2) Members of the Committee or of one (1) Member of the Committee and the Public Officer of the Association.

26. WINDING UP OF THE ASSOCIATION.

In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association must be disposed of in accordance with the provisions of the Associations Incorporation Act (1981).