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## CONSTITUTION AND RULES

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### 1. Name

The name of the Organisation shall be Tweed Valley Wildlife Carers Inc.

### 2. Objectives

To assist in the rehabilitation and conservation of all native wildlife and associated habitat in the Tweed Valley, under the guidance of the National Parks and Wildlife Service (NSW).

#### (a) Objectives and Aims:

- To rescue and rehabilitate native wildlife for return to their natural environment using the best and up-to-date information available from all relevant sources.
- To relocate native wildlife which are under threat or causing distress to the public into other suitable habitat for that species.
- To train volunteer members to carry out rescues and in the care of native wildlife.
- To alleviate suffering experienced by injured, sick or orphaned animals by seeking prompt veterinary treatment or painless euthanasia.
- To publicly encourage the protection and welfare of native wildlife and their habitats.
- To review policies where necessary in the light of current knowledge and initiate actions in pursuit of our aims and objectives.
- To be involved in habitat enhancement in the Tweed Valley by planting locally grown suitable species on Public Reserves and encourage by example and education similar improvements on private land.
- To undertake fund-raising activities and education projects to maintain the viability of the Organisation and to achieve our other objectives.
- To be of assistance to other groups and organisations where practical, and to exchange information with relevant groups.
- To establish and maintain a public fund to be called the Tweed Valley Wildlife Carers Public Fund for the specific purpose of supporting the environmental objectives/purposes of the Organisation.

#### (b) Tweed Valley Wildlife Carers Public Fund:

##### (i) Establishment of the Public Fund

The Tweed Valley Wildlife Carers Public Fund is established to receive all gifts of money or property for the purpose of supporting the environmental objectives of Organisation and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and must comply with subdivision 30-E of the Tax Assessment Act 1997.

##### (ii) Requirements of the Public Fund

The Organisation must inform the Department responsible for the environment as soon as possible if:

- It changes its name or the name of its public fund; or
- There is any change to the membership of the management committee of the public fund; or
- There has been any departure from the model rules for public funds located in the Guidelines to the Register of Environmental Organisations.

##### (iii) Ministerial Rules

The Organisation agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the fund are only used for its principal purpose.

##### (iv) Not-for-Profit

The income and property of the Organisation shall be used and applied solely in promotion of its objects and no portion shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to members, directors or trustees of the Organisation.

(v) Conduit Policy

Any allocation of funds or property to other persons or organisation will be made in accordance with the established purposes of the Organisation and not be influenced by the preference of the donor.

(vi) Winding-up

In case of the winding-up of the Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.

(vii) Statistical Information

Statistical information requested by the Department on donations to the Public Fund will be provided within four months of the end of the financial year. An audited financial statement for the Organisation and its Public Fund will be supplied with the annual statistical return. The statement will provide information on the expenditure of Public Fund monies and the management of Public Fund assets.

### 3. Membership Qualifications

- (a) Application for membership shall be made in writing, signed by the applicant, and shall be in such form and contain such requirements as the Management Committee from time to time prescribes.
- (b) As soon as practicable after the receipt of an application for membership, it shall be considered by the Management Committee who shall thereupon determine upon the admission or rejection of the applicant. In no case shall the Committee be required to give any reason for the rejection of the applicant.
- (c) A register of members shall be kept, showing in respect of each member his/her name, address and the date of commencement of membership.
- (d) A membership card will be issued on payment of membership fees.
- (e) Annual membership of the Organisation shall coincide with the financial year set in Rule 16.

### 4. Cessation of Membership

A person ceases to be a member of the Organisation if the person:

- (a) Dies;
- (b) Resigns that membership;
- (c) Is expelled from the association;
- (d) Fails to pay his or her annual subscription before the commencement of the Annual General Meeting.

### 5. Resignation of Membership

- (a) A member of the Organisation is not entitled to resign that membership except in accordance with this rule.
- (b) A member of the Organisation who has paid all amounts payable by the member to the association in respect of the member's membership, may resign from membership of the Organisation by first giving notice (being not less than one (1) month or not less than such other period as the Committee may determine) in writing to the Secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.
- (c) Where a member of the Organisation ceases to be a member pursuant to clause (b), and in every other case where a member ceases to hold membership, the Secretary shall make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

### 6. Expulsion of Members

A member may be expelled from membership of the Organisation by the Management Committee if, in the opinion of such Committee, after affording such member an opportunity of offering the Committee an explanation of his/her conduct either verbally or in writing as the Committee may decide, the conduct of the member is such as to be detrimental to the best interests of the Organisation, provided that:

- (a) Such expulsion shall not be effective unless it is confirmed by a majority of members present at a Special General Meeting of members convened to consider the expulsion.
- (b) Such Special General Meeting is held within a period of one (1) month from the date of the decision of the Management Committee to expel the member.
- (c) At such Special General Meeting the member whose expulsion is under consideration shall be allowed to offer an explanation of his/her conduct verbally or in writing at the option of such member.
- (d) The voting of such Special General Meeting shall be by ballot if not less than five (5) members present thereat shall so demand.

- (e) It shall be in the power of the Committee to exclude such member from participation in the affairs of the Organisation until such Special General Meeting shall be held.
- (f) Those suspended or expelled from Tweed Valley Wildlife Carers Inc are no longer considered members and are not authorised under the General Licence.

#### **7. Register of Members**

- (a) The Public Officer of the Organisation shall establish and maintain a register of members of the Organisation specifying the name and address of each person who is a member of the Organisation, together with the date on which the person became a member.
- (b) The register of members shall be kept at the principal place of administration of the Organisation and shall be open for inspection, free of charge, by any member of the Organisation at any reasonable hour.

#### **8. Fees and Subscriptions**

A member of the Organisation shall, upon admission to membership, pay to the Organisation an Annual Membership Fee of an amount as determined by the Committee.

#### **9. Member's Liabilities**

The liability of a member of the Organisation to contribute towards the payment of the debts and liabilities of the Organisation or the costs, charges and expenses of the winding up of the Organisation is limited to the amount, if any, unpaid by the member in respects of the membership of the Organisation as required by Rule 8.

#### **10. Management**

The management of the Organisation shall be vested in a Management Committee consisting of the office-bearers and three other members.

No member of the Management Committee shall be appointed to any salaried office of the Organisation or any office of the Organisation paid by fees, and no remuneration or other benefit in money or money's worth shall be given by the Organisation to any member of the Management Committee except repayment of out-of-pocket expenses, interest at a rate not exceeding interest at the rate for the time being charged by bankers in Sydney for money lent to the Organisation, and reasonable and proper rent for premises let to the Organisation.

#### **11. Office-Bearers**

The office-bearers shall consist of a President, Vice-President, Secretary, Treasurer, and such other officers as shall be decided by the members of the organisation at the Annual General Meeting. The office-bearers and the other members of the Management Committee shall be elected annually at the Annual General Meeting. Any casual vacancy occurring among the office-bearers may be filled by the Committee and the person so appointed to fill such vacancy shall hold office for the unexpired term of the member so replaced.

#### **12. Vacation of Office**

The office of a member of the Management Committee or of a trustee shall become vacant:

- (a) Upon his/her decease.
- (b) If he/she becomes mentally ill or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.
- (c) If he/she becomes bankrupt or makes any arrangement or composition with his/her creditors generally.
- (d) If he/she resigns his/her office by notice in writing to the Organisation.
- (e) If he/she is absent for more than four months without leave of the Committee from meetings of the Committee held during that period.
- (f) If he/she ceases to be a member of the Organisation.
- (g) Upon a resolution being passed by a two-third (2/3) majority of members present at a properly-constituted General Meeting specially called for the purpose, to remove him/her from office.
- (h) If he/she holds any office of profit under the Organisation.
- (i) If he/she is directly or indirectly interested in any contract or proposed contract with the Organisation.

#### **13. Clause deleted**

#### **14. Proceedings at General Meetings**

- (a) The President shall preside as Chairperson at every General Meeting of the Organisation, but if he/she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, then

the Vice-President shall preside as Chairperson. In the absence of both the President and Vice-President, members present shall elect one (1) of their number to be Chairperson of the meeting, a simple majority sufficing.

- (b) The Chairperson may, with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty (30) days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- (c) At any General Meeting a resolution put to the vote of a meeting shall be decided on a show of hands unless a poll (before or on the declaration of the result of the show of hands) is demanded by the Chairperson or by at least three (3) members present. Unless a poll is so demanded a declaration by the Chairperson that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or loss, and minutes of the proceedings of the Organisation shall each be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.
- (d) If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairperson directs and the result of the poll shall be the resolution of the meeting at which the poll was demanded but a poll demanded on the election of a Chairperson or on a question of adjournment shall be taken forthwith.
- (e) In the case of an equality of votes, whether on a show of hands or on a poll, the Chairperson of the meeting at which a poll is demanded shall be entitled to a second or casting vote.
- (f) Each member present and voting at a General Meeting of the Organisation shall have one vote.

#### **15. Notice of Meetings**

The Secretary shall give at least seven (7) days notice in writing of all General Meetings to the members of the Organisation specifying the place, the day and the hour of the meeting and the general nature of the business to be dealt with at the meeting.

#### **16. Financial Year**

The financial year shall conclude on 30 June or, where the Organisation's National Parks and Wildlife Service General Licence expiry date differs from this, the Licence expiry date.

#### **17. Annual General Meeting**

The Annual General Meeting shall be held within two months of the end of the financial year, when the Annual Report and audited financial statements shall be presented.

#### **18. Special General Meeting**

Any two (2) members of the Management Committee may at any time convene a Special General Meeting of the Organisation. Special General Meetings shall also be convened by the Secretary upon the written request of not less than five percent (5%) in number of the members of the Organisation and shall be held within a period of one (1) month from the date of receipt of the request.

#### **19. Quorum**

At meetings of members a quorum shall consist of five (5) members and at a Management Committee shall consist of four (4) members. Should within half (1/2) an hour of the time set down for a meeting to commence, a quorum not be present, then the meeting shall be adjourned to the same time and place seven (7) days later or to a place and to a time within one (1) month of the date of such meeting, to be determined thereat. If at such adjourned meeting a quorum not be present, then those members attending shall be deemed to be a quorum, provided the number of such members is not less than three (3).

#### **20. Funds**

- (a) All money received by the Organisation shall be deposited intact at the earliest possible date to the credit of the Organisation's bank account. Receipts for money received shall be issued promptly.
- (b) Any withdrawal from the bank account shall be signed by two (2) of the Management Committee.

#### **21. Amendment of Rules and Objectives**

These rules may be amended by a resolution passed by a two-third (2/3) majority of members present at any Annual General Meeting at which notice of the proposed amendment shall have been given or at a Special General Meeting convened for such purpose.

**22. Common Seal**

- (a) The common seal of the Organisation shall be kept in the custody of the Public Officer.
- (b) The common seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the common seal shall be attested by the signatures either of two (2) members of the Committee or of one (1) member of the Committee and of the Public Officer or Secretary.

**23. Custody of Books, etc**

Except as otherwise provided by these rules, the Public Officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the Organisation.

**24. Inspection of Books, etc**

The records, books and other documents of the Organisation shall be open to inspection, free of charge, by a member of the Organisation at any reasonable hour.

**25. Rules for the Tweed Valley Wildlife Carers Public Fund**

- (a) The objective of the Tweed Valley Wildlife Carers Public Fund is to support the Organisation's environmental purposes.
- (b) Members of the public are to be invited to make gifts of money or property to the Public Fund for the environmental purposes of the Organisation.
- (c) Money from interest on donations, income derived from donated property, and money from the realisation of such property is to be deposited into the Fund.
- (d) A separate bank account is to be opened to deposit money donated to the Fund, including interest accrued thereon, and gifts to it are to be kept separate from other funds of the Organisation.
- (e) Receipts are to be issued in the name of the Fund and proper accounting records and procedures are to be kept and used for the Fund.
- (f) The Fund will be operated on a not-for-profit basis.
- (g) A Committee of Management of no fewer than three persons will administer the Fund. The Committee will be appointed by the Organisation, with a majority of members of the committee being required to be 'responsible persons' as defined by the Guidelines to the Register of Environmental Organisations.