



FRIENDS OF KU-RING-GAI ENVIRONMENT (FOKE) INC

Incorporated 1995

FRIENDS OF
KU-RING-GAI
ENVIRONMENT INC.

Constitution

Under the Associations Incorporation Act 2009

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Statement of Functions and Objects

1. To demonstrate the great public importance of Ku-ring-gai's nationally significant natural environment and built heritage to New South Wales and Australia.
2. To work, on behalf of friends and residents, for the maintenance of Ku-ring-gai's heritage and the enhancement of the traditional character and amenity of its environment, both built and natural.
3. To lobby for maintenance and/or adoption of appropriate planning and environment policies and their consistent application by Ku-ring-gai Council.
4. To encourage Ku-ring-gai Council to practise policies of open government, which include resident and community consultation.
5. To encourage Ku-ring-gai Council to consult with and involve Ku-ring-gai residents, and residents and community groups, in planning and environment policy formulation and to lobby for such policy reform at local, State and Federal levels, where appropriate, including commenting on and responding to planning and environment policy initiatives and drafts relevant to the functions and objects of FOKE.
6. To provide a support network for Ku-ring-gai residents and friends to take action on issues affecting them, within the framework of the aims and objectives of FOKE.
7. To promote public awareness of issues and policies affecting the traditional character and environment of Ku-ring-gai.
8. To encourage and support the election to Ku-ring-gai Council of persons who are supportive of the aims and objectives of FOKE.
9. To co-operate and exchange information with other residents and community groups dedicated to the preservation and enhancement of Ku-ring-gai's built and natural environment.

Part 1 - Preliminary

1. Definitions

(1) In this constitution:

FOKE means the Friends of Ku-ring-gai Environment (FOKE) Inc.

ordinary committee member means a member of the committee who is not an office-bearer of FOKE.

secretary means:

- (a) the person holding office under this constitution as secretary of FOKE or,
- (b) if no such person holds that office, the public officer of FOKE.

special general meeting means a general meeting of FOKE other than an annual general meeting.

the Act means the *Associations Incorporation Act 2009*.

the Regulation means the *Associations Incorporation Regulation 2016*.

the financial year of FOKE will be the calendar year

(2) In this constitution:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

Part 2 - Membership

2. Membership generally

(1) A person is eligible to be a member of FOKE if:

- (a) the person is a natural person, and
- (b) the person has been approved for membership in accordance with clause 3, and
- (c) has paid their annual membership fee.

3. Application for membership

(1) An application for membership of FOKE:

- (a) must be made in writing in the form set out in Appendix 1 to this constitution, or in such other form as the committee may determine from time to time, and
- (b) must be lodged with the secretary of FOKE together with the required annual membership fee as determined by the committee from time to time, and
- (c) must be referred by the secretary to the next meeting of the committee for consideration.

(2) If the application is refused by the committee, the secretary must inform the applicant of the decision and refund any monies lodged with the application as soon as practicable. FOKE will not be obliged to furnish the applicant with reasons for its decision.

(3) Upon approval of the application by the committee, the secretary must within 28 days enter the applicant's name into the register of members and forward to the applicant a form of receipt and a copy of this constitution. Once the applicant's name is entered into the register, the applicant becomes a member of FOKE.

4. Cessation of membership

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

- (a) dies, or
- (b) resigns membership, or
- (c) is expelled from FOKE, or

- (d) fails to pay the annual membership fee under clause 8 (1) within 3 months after the fee is due.

5. *Membership entitlements not transferable*

A right, privilege or obligation which a person has by reason of being a member of FOKE:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

6. *Resignation of membership*

- (1) A member of FOKE may resign from membership of FOKE by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of FOKE ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. *Register of members*

- (1) The secretary of FOKE must establish and maintain a register of members of FOKE specifying the name and postal or residential address of each person who is a member of FOKE together with the date on which the person became a member and the date of each renewal of their membership.
- (2) The register of members must be kept in New South Wales at FOKE's official address:
- (3) The register of members must be open for inspection, free of charge, by any member of FOKE at any reasonable hour.
- (4) A member of FOKE may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection, that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - (a) the purposes of sending the person a FOKE newsletter, a notice in respect of a meeting or other event, or other material relating to FOKE, or
 - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.
- (7) If the register of members is kept in electronic form:
 - (a) it must be convertible into hard copy, and

- (b) the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

8. Fees and subscriptions

- (1) A member of FOKE must pay to FOKE an annual membership fee of \$10 or, if some other amount is determined by the committee, that other amount:
 - (a) before 1 April in each calendar year, or
 - (b) on becoming a member.
- (2) A person who ceases to be a member of FOKE will not be entitled to any refund of membership fees paid to FOKE.

9. Members' liabilities

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

10. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of FOKE, or a dispute between a member or members and FOKE, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (2) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (3) The *Commercial Arbitration Act 2010* applies to any such dispute referred to arbitration.

11. Disciplining of members

- (1) A complaint may be made to the committee by any person that a member of FOKE:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of FOKE.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
 - (a) must cause notice of the complaint to be served on the member concerned, and
 - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.

- (4) The committee may, by resolution, expel the complainee member from FOKE or suspend the member from membership of FOKE if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, stating the reasons given by the committee for having taken that action and of the member's right of appeal under clause 12.
- (6) The expulsion or suspension does not take effect:
 - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (b) if within that period the member exercises the right of appeal, unless and until FOKE confirms the resolution under clause 12,whichever is the later.
- (7) A member of FOKE seeking public office or a position on any community or statutory organisation must not, without the prior written consent of the committee of FOKE:
 - (a) declare the fact of his/her membership of FOKE in any promotional, election or advertising material, or
 - (b) represent or infer, whether verbally or in writing, and whether by himself/herself or by any other person, that he/she has the support, encouragement or endorsement of FOKE in seeking such office or position.Such unauthorised actions will be considered a contravention of this constitution and the member may be expelled or suspended in accordance with the process outlined above.

12. Right of appeal of disciplined member

- (1) A member may appeal to FOKE in general meeting against a resolution of the committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of FOKE to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of FOKE convened under subclause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

- (5) The appeal is to be determined by a simple majority of votes cast by members of FOKE.

Part 3 - The committee

13. Powers of the committee

Subject to the Act, the Regulation, this constitution and to any resolution passed by FOKE in general meeting, the committee:

- (a) is to control and manage the affairs of FOKE, and
- (b) may exercise all such functions as may be exercised by FOKE, other than those functions that are required by this constitution to be exercised by a general meeting of members of FOKE, and
- (c) has power to perform all the acts and do all things as appear to the committee to be necessary or desirable for the proper management of the affairs of FOKE.

14. Composition and membership of committee

- (1) The committee is to consist of:
- (a) the office-bearers of FOKE, and
 - (b) at least 3 ordinary committee members, each of whom is to be elected at the annual general meeting of FOKE under clause 15.
- (2) The maximum number of committee members is to be 10.
- (3) The office-bearers of FOKE are as follows:
- (a) the president,
 - (b) the vice-president,
 - (c) the treasurer,
 - (d) the secretary.
- (4) A committee member may hold up to 2 offices (other than both the president and vice-president offices).
- (5) There is no maximum number of consecutive terms for which a committee member may hold office.
- (6) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, and is eligible for re-election.

15. Election of committee members

- (1) Nominations of candidates for election as office-bearers of FOKE or as ordinary committee members:
- (a) must be made in writing, signed by 2 members of FOKE and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and

- (b) must be delivered to the secretary of FOKE at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
 - (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
 - (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
 - (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
 - (6) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.
 - (7) A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of FOKE must be a member of FOKE and have held that membership for not less than six (6) months immediately preceding the election.
 - (8) A member of FOKE who is a sitting Councillor of Ku-ring-gai Council or a spouse thereof shall not be a member of the committee of FOKE.
 - (9) A retiring or retired Councillor of Ku-ring-gai Council shall not become a member of the committee within 12 months of retiring as a Councillor.

16. Secretary

- (1) The secretary of FOKE must, as soon as practicable after being appointed as secretary, lodge notice with FOKE of his or her address.
- (2) It is the duty of the secretary to keep minutes (whether in written or electronic form) of:
 - (a) all appointments of office-bearers and members of the committee, and
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The signature of the chairperson may be transmitted by electronic means for the purposes of subclause (3).

17. Treasurer

It is the duty of the treasurer of FOKE to ensure that:

- (a) all money due to FOKE is collected and received and that all payments authorised by FOKE are made, and

- (b) correct books and accounts are kept showing the financial affairs of FOKE, including full details of all receipts and expenditure connected with the activities of FOKE.

18. Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of FOKE to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
- (a) dies, or
 - (b) ceases to be a member of FOKE, or
 - (c) becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 19, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001* of the Commonwealth.

19. Removal of committee members

- (1) FOKE in general meeting may, by resolution, remove any member of the committee from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution, referred to in subclause (1) relates, makes representations in writing (not exceeding a reasonable length) to the secretary or president and requests that the representations be notified to the members of FOKE, the secretary or the president may send a copy of the representations to each member of FOKE or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

20. Committee meetings and quorum

- (1) The committee must meet at least three times in each period of 12 months at such place and time as the committee may determine.

- (2) Additional meetings of the committee may be convened by the president or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any three members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - (a) the president or, in the president's absence, the vice-president is to preside, or
 - (b) if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

21. Appointment of FOKE members as committee members to constitute quorum

- (1) If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of FOKE as committee members to enable the quorum to be constituted.
- (2) A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
- (3) This clause does not apply to the filling of a casual vacancy to which clause 18 applies.

22. Use of technology at committee meetings

- (1) A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.

- (2) A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

23. Delegation by committee to sub-committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of FOKE as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

24. Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 20 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

Part 4 - General meetings

25. Annual general meetings - holding of

FOKE must hold its annual general meetings:

- (a) within 6 months after the close of FOKE's financial year, or
- (b) within any later time as may be allowed or prescribed under section 37 (2)(b) of the Act.

26. Annual general meetings - calling of and business at

- (1) Subject to the Act and to clause 25, the annual general meeting of FOKE is, to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of FOKE during the last preceding financial year,
 - (c) to elect office-bearers of FOKE and ordinary committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

27. Special general meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of FOKE.
- (2) The committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of FOKE.
- (3) A requisition of members for a special general meeting:
 - (a) must be in writing, and
 - (b) must state the purpose or purposes of the meeting, and
 - (c) must be signed by the members making the requisition, and
 - (d) must be lodged with the secretary, and
 - (e) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.

- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
- (6) For the purposes of subclause (3):
 - (a) a requisition may be in electronic form, and
 - (b) a signature may be transmitted, and a requisition may be lodged, by electronic means.

28. Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of FOKE, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, notify each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of FOKE, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, notify each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 26 (2).
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

29. Quorum for general meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled to vote under this constitution is present during the time the meeting is considering that item.
- (2) Five members present (being members entitled to vote under this constitution at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned to the same day in the following month at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) are to constitute a quorum.

30. Presiding member

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of FOKE.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

31. Adjournment

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of FOKE stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

32. Making of decisions

- (1) A question arising at a general meeting of FOKE is to be determined by either:
- (a) a show of hands or, if the meeting is one to which clause 37 applies, any appropriate corresponding method that the committee may determine, or
 - (b) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot.
- (2) If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of FOKE, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
- (4) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

33. Special resolutions

A special resolution may only be passed by FOKE in accordance with section 39 of the Act.

34. Voting

- (1) On any question arising at a general meeting of FOKE a member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (3) A member is not entitled to vote at any general meeting of FOKE unless all money due and payable by the member to FOKE has been paid.
- (4) A member is not entitled to vote at any general meeting of FOKE unless the member has been a member of FOKE for at least six (6) consecutive months immediately preceding the meeting.
- (5) A member is not entitled to vote at any general meeting of FOKE if the member is under 18 years of age.

35. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

36. Postal or electronic ballots

A postal or electronic ballot will not be undertaken to determine any issue or proposal.

37. Use of technology at general meetings

- (1) A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of FOKE's members a reasonable opportunity to participate.
- (2) A member of FOKE who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 - Miscellaneous

38. Insurance

FOKE may effect and maintain insurance.

39. Funds - source

- (1) The funds of FOKE are to be derived from annual subscriptions of members, donations, grants and, subject to any resolution passed by FOKE in general meeting, such other sources as the committee determines.
- (2) All money received by FOKE must be deposited as soon as practicable and without deduction to the credit of FOKE's bank or other authorised deposit-taking institution account.
- (3) FOKE must, as soon as practicable after receiving any money, issue an appropriate receipt.

40. Funds - management

- (1) Subject to any resolution passed by FOKE in general meeting, the funds of FOKE are to be used in pursuance of the objects of FOKE in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by 2 authorised signatories.

41. FOKE is non-profit

Subject to the Act and the Regulation, FOKE must apply its funds and assets solely in pursuance of the objects of FOKE and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

42. Distribution of property on winding up of FOKE

- (1) Subject to the Act and the Regulation, in a winding up of FOKE, any surplus property of FOKE is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
- (2) In this clause, a reference to the surplus property of FOKE is a reference to that property of FOKE remaining after satisfaction of the debts and liabilities of FOKE and the costs, charges and expenses of the winding up of FOKE.

43. Change of name, objects and constitution

An application to the Director-General for registration of a change in FOKE's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

44. Custody of books etc

Except as otherwise provided by this constitution, all records, books and other documents relating to FOKE must be kept in New South Wales at FOKE's official address, in the custody of a member of FOKE (as the committee determines).

45. Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of FOKE at any reasonable hour:
 - (a) records, books and other financial documents of FOKE,
 - (b) this constitution,
 - (c) minutes of all committee meetings and general meetings of FOKE.
- (2) A member of FOKE may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$1 for each page copied.
- (3) Despite subclauses (1) and (2), the committee may refuse to permit a member of FOKE to inspect or obtain a copy of records of FOKE that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of FOKE.

46. Service of notices

- (1) For the purpose of this constitution, a notice from FOKE may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

47. Financial year

The financial year of FOKE is each period of 12 months commencing on 1 January and ending on the following 31 December.

Appendix 1
Friends of Ku-ring-gai Environment (FOKE) Inc.
(incorporated under the *Associations Incorporation Act 2009*)
Application for Membership

I,

[full name of applicant]

of

.....

[address]

Email address.....

Telephone (Preferred Contact):

Occupation.....

hereby apply to become a member of Friends of Ku-ring-gai Environment Inc. (FOKE). In the event of my admission as a member, I agree to be bound by the constitution of FOKE for the time being in force.

.....

Signature of applicant

Full Name.....Date.....

Membership of other community organisations (Please list)

.....

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