



Northern Volunteering SA Inc.

CONSTITUTION

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1. Name

The name of the Association shall be NORTHERN VOLUNTEERING SA INCORPORATED, and hereinafter called NVSA.

2. Interpretation

In this Constitution unless the contrary intention appears - 'the Act' means the 'ASSOCIATIONS INCORPORATION ACT 1985 and its amendments.'

3. Objectives

- A. To encourage voluntary participation in the wider community and promote the value of voluntarism by all means of communication, through health, welfare, recreational, cultural and civic programmes where appropriate.
- B. To promote and maintain a mutually acceptable standard of volunteering.
- C. To provide a voice for volunteering and a support for individual volunteers.
- D. To facilitate communication and exchange of ideas on issues relevant to voluntarism between organisations and groups which employ or wish to employ volunteers.
- E. To recruit interview and refer potential volunteers to not-for-profit community based organisations and government departments, matching the interests and skills of the volunteer with the task required.
- F. To do all such things as may be incidental to the attainment of such objectives.

4. Declaration

NVSA shall not be affiliated with any political party and shall be non-sectarian.

5. Membership

Membership shall be open to not-for-profit organisations, government departments, corporations or individual persons who have agreed to accept the above objectives, paid the prescribed membership fee, signed and returned the approved membership

form.

6. Voting

- A. A member organisation may appoint a representative who may speak and vote on its behalf.
- B. Individual persons who are financial members are entitled to one vote.
- C. All matters shall be decided by a majority of the votes cast and in the case of equality the question shall pass as 'Status Quo'.

7. Fees

- A. Membership fees will be set at the discretion of the Management Committee.
- B. Fees may be reduced or waived at the discretion of the Management Committee.
- C. Membership fees are due on July 1 and payable by 31 August each year.

8. Powers of NVSA

NVSA shall have all the powers conferred by section 25 of the Act.

These powers, include such things as

- A. Acquire, hold, deal with and dispose of any real or personal property.
- B. Administer any property or trust.
- C. Open and operate bank accounts.

9. Management Committee

- A. There shall be a Management Committee consisting of not more than fourteen (14) persons from amongst be appointed the Chairperson, Vice Chair, Secretary, and Treasurer (together with the Director) shall constitute the Executive and such other officers as deemed necessary.
- B. Any member of the staff of NVSA whether paid or working as a volunteer and providing that person is deemed a financial member of NVSA shall be eligible to serve on the Management Committee and have full voting rights on all decisions made by the Management Committee.

- C. Each programme operating under the auspices of NVSA may have representation on the Management Committee. However no more than two persons from each programme shall have voting rights.
- D. A person's membership or potential membership of the Management Committee to NVSA, whose circumstances are those as defined in Section 30 of the Act, shall be terminated forthwith or refused.

10. Termination of Membership of Management Committee

- A. Non-attendance at three (3) consecutive Management Committee Meetings without reasonable cause in writing and acceptable to the Management Committee will automatically terminate his/her membership.
- B. Termination Vacancy: Any vacancy shall be filled by a financial member (as described in section 5 of this document) who is nominated and selected by the Management Committee.

11. Function of the Management Committee

Office bearers shall carry out duties as determined by the Management Committee.

The Management Committee shall, amongst other things:

- A. Ensure that the objectives of NVSA are maintained and that the Management Committee at all times act in the best interests of NVSA in accordance with the Act.
- B. Ensure that all staff, paid or voluntary, receive appropriate support and resources, for the efficient execution of their duties and that all legislation relevant to paid and voluntary workers is observed, where possible.
- C. Provide up to date job descriptions for all staff (paid or voluntary) as required.
- D. Keep proper books of accounts and all relevant documentation to substantiate transactions which shall be subject to annual independent Audit or when deemed necessary.
- E. There shall be a bank account in the name of NVSA to which four

(4) designated members of the Management Committee shall be signatories with any two to sign.

- F. Receive fees, grants, donations and fundraise as its revenue.
- G. Any other duties as required to maintain and promote the objectives of NVSA.

12. Functions of Officers

12.1 Chairperson

- A. The Chairperson at the meeting shall have a deliberate vote but not a casting vote.
- B. The Chairperson shall chair all Executive, Management Committee and General Meetings except in the absence of the Chairperson a Management Committee member shall chair that meeting
- C. The Chairperson together with the Secretary shall prepare the Agenda for all Executive, Management Committee and General Meetings.
- D. The Chairperson shall encourage full participation in meetings by all members and shall decide on matters of order.
- E. The Chairperson shall act as spokesperson unless an alternative spokesperson has been appointed by the Management Committee or a General meeting. The Spokesperson shall make statements in accordance with previously agreed policy, or in an emergency following consultation with at least two (2) members of the Management Committee.

12.2 Finance Team

- A. The Team shall comprise at least three and no more than four to undertake all financial accounting and reporting of NVSA and be responsible to the Director. Roles of individual members of the Team to be determined by the Director
- B. The Finance Team shall cause monies received to be paid into an account authorised by the Management Committee in the name of NVSA. Payments shall be as petty cash or by cheque signed by two (2) authorised signatories appointed by the Management Committee.
- C. Major or unusual expenditure shall be authorised in advance by the Management Committee.
- D. The Finance Team shall cause records to be kept of all receipts and payments and other financial transactions and be available for inspection by any member.

- E. The Finance Team shall cause to be prepared Financial Budgets and Statements and shall submit a reconciled report on the finances to the Director for presentation to each Management Committee Meeting.
- F. The Finance Team shall prepare all financial records for the annual audit and present the audited accounts to the Annual General Meeting.

12.3 Secretary

- A. The Secretary shall call all meetings in accordance with the provisions of the Constitution. The Secretary together with the Chairperson shall prepare the agenda for Executive, Management Committee and General Meetings. The Secretary shall distribute all minutes, reports and other information to all members of the Management Committee and primary workers.
- B. The Secretary shall cause records to be kept of the Association including the constitution and policies, records of members, a register of minutes of meetings and of notices of motion, a file of correspondence and records made on behalf of the Association.
- C. In the absence of the Secretary another member shall be elected as Minute secretary.

12.4 Public Officer and the Common Seal

- A. One of the members of the Management Committee shall be appointed as the Public Officer for the purpose of the Act. The Management Committee may at any time revoke such appointment.
- B. The Common Seal of NVSA shall be kept in the custody of the Public Officer. The Seal shall only be affixed to any instrument or documentation by virtue of a resolution of the Management Committee and when so fixed shall be accompanied by the signatures of the Chairperson and Public Officer.
- C. The Public Officer shall be responsible for lodging any form as required by the Act with the Office of Consumer and Business Affairs.

12.5 Director

The Director shall be responsible to the Management Committee for the efficient operation of NVSA, and all programmes operating under the auspice of NVSA within the terms of reference of the

position, and in accordance with the objectives of funding sources.

13. Meetings

- A. Frequency of Meetings: The Management Committee shall meet whenever necessary and at least ten (10) times a year.
- B. Notice of meetings shall be given to members at least four (4) days prior to meetings.
- C. Quorum: One half of the elected Management Committee members, but not less than five (5) Management Committee members shall constitute a quorum.
- D. If a Management Committee meeting is abandoned because of a lack of a quorum, another meeting shall be called within seven (7) days.
- E. Sub-Committees: The Management Committee may from time to time appoint such sub-committees from among its members for a specific purpose. Such sub committee must report to the Management Committee and shall conduct the business of the sub committee in accordance with the directions of the Management Committee which may refer to them such powers or duties as may be determined by the Management Committee; provided that:
 - No sub-committee shall have the authority to make any public statement on behalf of NVSA, or carry out purchases or act on decisions without ratification from the Management Committee.
 - No more than two people who are not members of NVSA shall at any time occupy a position on any sub-committee.

14. Special General Meeting

In addition to the above mentioned meetings, the Management Committee may on its own motion, or shall upon request in writing from not less than five (5) members of NVSA call a Special General Meeting.

Where such a meeting requires a Special Resolution as defined by the Act, then 21 days written notice shall be given to each member.

Such Special General Meetings shall be held within one month of the Secretary receiving the request.

The notice for such Special General Meetings shall be widely publicised and displayed prominently within the Community no later than fourteen (14) days prior to such meetings and state time, date and purpose of such a meeting. All members shall be notified in writing to the last known address as notified to the Secretary.

15. Annual General Meeting

- A. The Annual General Meeting of NVSA shall be held each year within five (5) months after the close of the financial year which shall be June 30.
- B. All members and Member Organisations shall be entitled to one vote at any General Meeting at which they are present, (as described in section 6 of this document).
- C. A quorum at any General Meeting shall be ten (10) members or two thirds of the membership, whichever is the lesser.
- D. If at any General Meeting there is no quorum within 30 minutes of the time appointed for the meeting, then a majority of members present may decide to adjourn the meeting for a period not exceeding fourteen (14) days.
- E. The business of the Annual General Meeting shall be:
 - To receive the Chairperson's report for the previous financial year.
 - To receive the Director's and primary workers reports for the previous financial year.
 - To receive the Finance Team's Report and audited Financial Statements of NVSA and individual projects for the previous year.
 - To appoint an auditor for the following year.
 - To elect members to the Management Committee who must be financial.
- a) In the event of there being more than fourteen (14) nominated for membership of the Management Committee a ballot shall be held by the Public Officer.
 - Ballot papers shall be prepared showing the names of

- Voters may select up to fourteen (14) candidates of their choice by placing a tick or a cross against the candidates name(s). If more than fourteen (14) are so marked, that ballot paper shall be invalid.
 - Two scrutineers, selected by the meeting from those members not nominated for office, shall count the ticks or crosses against each name on the ballot papers and give the total number of votes cast for each person to the Public Officer who shall declare the result by selecting the fourteen (14) names with the highest number of votes.
- b) The elected members shall assume office not less than two (2) and no more than three (3) calendar months after the Annual General Meeting. During this period the new Management Committee will elect the executive and attend a minimum of one meeting of the outgoing Management Committee. The outgoing Management Committee shall operate as usual and undertake comprehensive hand over of all positions during this time.
- c) Any other business that may further the objectives of NVSA must be included in the agenda.
- d) Nominations may be made at the meeting or in writing to the Secretary prior to the meeting.

16. Amendment to the Constitution

No amendment or addition to the Constitution shall be made except by a resolution at a Special Meeting or Annual General Meeting. Any such resolution must be passed by three quarters majority of those members present at such meetings and entitled to vote.

Notice of intention to alter the Constitution shall be made in writing to the Management Committee at least three (3) weeks prior to the General Meeting and proposed amendments shall be included in the Notice to be served to the members of NVSA.

17. Finances and Property

A. Members who by authority accept or incur any pecuniary liability on behalf of NVSA shall be held indemnified against any personal loss in respect of such liability.

B. The income, property and funds of NVSA shall be used and

applied solely towards the promotion of the objects and shall not be paid or transferred to the members or relatives of members provided that nothing herein contained shall prevent the payment in good faith to any other person in return for services actually rendered

18. Dissolution

On dissolution all property whether real or personal remaining after payment of all debts and legal liabilities shall be transferred to such other body or bodies formed for promoting similar objectives or to such charitable bodies as shall be approved by NVSA provided that if NVSA shall have been approved pursuant to Section 78 (1) (a) of the Income Tax Assessment Act then such other body or bodies shall have been approved.

19. Circumstances not provided for

If any circumstances shall arise as to which this Constitution is silent, or is incapable of taking effect of being implemented according to its strict provision, the Management Committee shall, subject to any direction from time to time given to it by resolution of a General Meeting, have power to determine what action may be taken to give best effect to the objectives of NVSA and to ensure its efficient administration and every act of the Management Committee bona fide resolved upon pursuant to this clause shall be valid and effectual as if authorised within.

This is the Annexure marked 'A' referred to in the statutory
declaration of

Made on theday of20.....

Before Me:

JUSTICE OF PEACE
