



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

1. Mission

To represent, promote and provide a network for our member groups, helping in their development and operation, providing assistance with project ideas, funding opportunities and providing a community forum for ideas and discussion.

2. Objects definition

Wherever possible, the group will seek to achieve the objectives of SACTCG by;

- a) Developing co-operative working arrangements with government agencies and landholders with responsibilities for land and water management in the Southern ACT catchment.
- b) Ensuring that the aims and objectives of members are held in high regard at all times and are always considered a priority, and that government officials are fully informed of community needs and expectations in regard to issues arising within the catchment Developing co-operative working arrangements with private enterprise, if the opportunity arises, to achieve positive outcomes within the Southern ACT catchment area..
- c) Provide a forum through which the community of southern ACT community can work to ensure that its natural resources are managed on an ecologically sustainable basis.
- d) Encourage the development and dissemination of best available information supporting the management of natural resources.
- e) Provide input and advice to the formulation and review of natural resource management (NRM) policy, plans and strategies proposed by government, business and community groups.
- f) Facilitate education, public awareness, and communication of catchment management and natural resource management issues.
- g) Promote and stimulate the coordination of cooperative community initiatives through the implementation of strategic Sub-Catchment Plans and by developing project and funding proposals.
- h) Develop and sponsor NRM projects and investment proposals.
- i) Contribute to the monitoring and evaluation of NRM initiatives in the upper Murrumbidgee catchment.
- j) Develop resources to deliver NRM outcomes.
- k) Develop, implement, monitor and review catchment wide action plans that attempt to improve catchment health.

3. Membership

- a) Subject to these rules the members of the Association shall be the members of the Association immediately prior to incorporation together with such other people and organisations as the committee admits to membership.
- b) Applications for membership are open to organisations that have a direct involvement in natural resource management in the Upper Murrumbidgee Catchment and individuals whose skills and



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

knowledge would enhance the operations of the Association. Member organisations may be drawn from, but not restricted to: * local government authorities, * Landcare networks, * Parkcare networks, * Waterwatch networks, * Regional non-government conservation and land management organisations, * State and Territory government agencies and Advisory Committees, * Service Providers, * Regional Business organisations, * Regional Aboriginal Land Councils.

- c) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which must decide whether to approve or to reject the nomination.
- d) In deciding on an application for membership, the Association shall take into account the balance of interests represented in the Association at that time.
- e) The register of members kept by the Association shall show the name, address and date of commencement of membership for each member. Provision for noting the date of cessation of membership shall also be contained in the register.
- f) Members of the Association that are not themselves incorporated will be covered by the Association's corporate identity as stated in section 22 of the "Associations Incorporation Act 1991" and will be covered by the Association's certificate of currency Public Liability and Voluntary Workers Insurance.

4. Disputes between members

- a) In the event of a dispute arising between members (in their capacity as members) or between a member(s) and the Association or a member(s) and the management committee the following procedure shall apply.
- b) Each side of the dispute shall nominate a representative who is not directly involved in the dispute. Those representatives shall then attempt to settle the dispute by negotiation.
- c) Should the nominated representatives be unable to resolve the dispute within 14 days (or such other period as they may agree upon) the Secretary shall refer the dispute to a person mutually agreed upon for mediation.
- d) In the event that no person can be agreed upon to mediate the dispute the Secretary shall refer the dispute to a community justice centre for mediation.

5. Management Committee

- a) Subject to the Act, the Regulation and this constitution and to any resolution passed by the Association in general meeting, the committee:
 - (i) is to control and manage the affairs of the Association, and



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

- (ii) may exercise all such functions as may be exercised by the Association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Association, and
- (iii) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Association. The Secretary shall ensure that records of the business of the Association including the rules, register of members, minutes of all general and management committee meetings and a file of correspondence are kept.

6. Office Bearers

- a) **Chair.** The Chair shall be the chief officer of the Association. The Chair shall preside at meetings of the general membership of the Association and the meetings of the Management Committee of the Association. Unless otherwise provided by a motion duly adopted at any meeting of the Association Management Committee, the Chair shall make an annual report of the affairs of the Association to the membership no less than once per year.
- b) **Vice-Chair.** The Vice-Chair shall assist the Chair in discharging the duties of that office in a manner specified by the Chair. This can include preparing for board meetings or communicating new policies to staff, members or other Management Committee members. The Vice-Chair can lead Board meetings in the Chairman's absence. The Vice-Chair may assume the role of chair and has the power to make organisational decisions as though they were the Chair. On some occasions, the Chair may be removed or leave their post for personal reasons. In such cases, the Vice-Chair typically takes over until a time when the board can vote for a new Chair.
- b) **Secretary.** The Secretary is to manage the administrative functions of the Association. The Secretary upon request will make any books or documents of the Association available for inspection by members of the Association. The Secretary is to maintain minutes of:
 - (i) all elections and appointments of committee members;
 - (ii) the names of members of the committee present at a committee meeting or a general meeting; and
 - (iii) all proceedings at committee meetings and general meetings.

Minutes of proceedings at a meeting must be signed by the person chairing at the meeting or by the person chairing the next succeeding meeting.

- c) **Treasurer.** The Treasurer shall collect and ensure that all money received by the Association is paid into an account in the Association's name. Payments shall be made through a petty cash system, electronically or by cheque signed by two signatories authorised by the management committee. All expenditures shall be authorised in advance by the management committee or a general meeting.



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

The Treasurer shall ensure that correct books and accounts are kept showing the financial affairs of the Association. These records shall be available for inspection by any member.

7. Public Officer. The Management Committee shall appoint a Public Officer.

The management committee may at any time remove the Public Officer and appoint a new Public Officer provided that the person appointed is 18 years of age or older and a resident of The ACT.

The Public Officer may be a Management Committee member, member or any other person regarded as suitable for the position by the committee.

Service of documents on the Association is effected by serving them on the Public Officer or by serving them personally on two members of the management committee.

The Public Officer shall be deemed to have vacated their position in the following circumstances:

- i) death;
 - ii) resignation;
 - iii) removal by the management committee or at a general meeting;
 - iv) bankruptcy or financial insolvency;
 - v) mental illness; or
 - vi) residency outside the ACT.
- f) When a vacancy occurs in the position of Public Officer the management committee shall within 14 days notify the Registrar General by the prescribed form and appoint a new Public Officer.
- g) The Public Officer is required to notify the Registrar General by the prescribed form in the following circumstances:
- i) appointment (within 14 days);
 - ii) a change of residential address (within 14 days);
 - iii) a change in the Association's objectives or rules (within one month);
 - iv) the Association's financial affairs (the Annual Statement) (within one month after the annual general meeting);
 - v) a change in the Association's name (within one month).



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

- i) The Public Officer shall keep a register of members of the management committee which must:
 - i) contain the name and residential address of each management committee member and the date on which s/he became a member of the management committee;
 - ii) be updated within one month of any change taking place; and
 - iii) be made available for inspection by any person, at all reasonable hours and free of charge.

8. Discipline

- a) Where the Group or any sub-committee of the Group is of the opinion that a member has:
 - (i) refused or neglected to comply with any provision of the rules set by the Group or has demonstrated impropriety which adversely affects the Group; or
 - (ii) acted in any manner prejudicial to the objects and interests of the Group, then:
 - such acts shall be drawn to the attention of the Executive of the Group for action to overcome any adverse consequences for the Group;
 - such actions may include removal of the member from the Group and/or its affiliations.
 - (iii) any appeal against a decision by the Executive can at the appellant's written request be either referred to the full meeting of the Group by way of the Executive for vote by the membership or to a sub-committee established by the Executive with the agreement of the member subject to the adverse decision to hear the grievance.

9. Dispute resolution

- a) A complaint may be made to the committee by any person that a member of the Association:
 - (i) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (ii) has wilfully acted in a manner prejudicial to the interests of the Association.
- b) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- c) If the committee decides to deal with the complaint, the committee:
 - (i) must cause notice of the complaint to be served on the member concerned, and



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

- (ii) 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
 - (iii) must take into consideration any submissions made by the member in connection with the complaint.
- d) The committee may, by resolution, expel the member from the Association or suspend the member from membership of the Association 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.
- e) 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, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 12.
- f) The expulsion or suspension does not take effect:
 - (i) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - (ii) if within that period the member exercises the right of appeal, unless and until the Association confirms the resolution under clause 12, whichever is the later.

10. General meetings

- a) In the case of the annual general meeting the following business shall be transacted:
 - i) confirmation of the minutes of the last annual general meeting and any recent special general meeting;
 - ii) receipt of the management committee's report on the activities of the Association in the last financial year;
 - iii) election of office bearers and other members of the management committee;
 - iv) receipt and consideration of a statement from the management committee which is not misleading and gives a true and fair view for the last financial year of the Association's income and expenditure, assets and liabilities, mortgages, charges and other securities, and trust properties.

11. Special Resolutions

- a) A special resolution must be passed by the Association in accordance with section 39 of the Act. a general meeting of the Association to effect the following changes:
 - i) a change of the Association's name;



BYLAWS OF THE SOUTHERN ACT CATCHMENT GROUP INC.

- ii) a change of the Association's Constitution;
 - iii) a change of the Association's objectives;
 - iv) an amalgamation with another incorporated Association;
 - v) to voluntarily wind up the Association and distribute its surplus property;
 - vi) to apply for registration as a company or a cooperative.
- b) A special resolution shall be passed in the following manner:
- i) a written notice must be given to all members advising that a general meeting is to be held to consider a special resolution;
 - ii) the notice must give details of the proposed special resolution and give at least 21 days' notice of the meeting;
 - iii) a quorum must be present at the meeting; and
 - iv) at least three-quarters of the members at the meeting (rounded up) who are entitled to vote under these rules must be in favour of the resolution.

Annexes

1. Conduct of meetings policy
2. Financial transactions cards policy
3. Petty cash policy
4. Travel Expenses policy
5. LSL and Leave plans
6. Risk management policy
7. Sponsorship policy
8. Volunteer management policy
9. Work health and safety policy