

CONSTITUTION AND RULES OF THE  
BURNSIDE SYMPHONY ORCHESTRA INCORPORATED.

1. NAME

The name of the incorporated association is BURNSIDE SYMPHONY ORCHESTRA INCORPORATED hereinafter referred to as “the Orchestra”.

2. DEFINITIONS

In this constitution, unless the contrary intention appears -

“Committee” means the Committee of management of the Orchestra.

“Meeting” means a general meeting of the Orchestra convened in accordance with this Constitution.

“Member” means a member of the Orchestra. A member of the Orchestra is a person who has paid a subscription to the Orchestra as required by this Constitution.

“Act” means the Associations Incorporation Act, 1985.

“Regulations” means the Associations Regulations, 1985.

3. OBJECTS AND PURPOSES

The objects of the Orchestra shall be

(a) to maintain and operate an Orchestra to be known as BURNSIDE SYMPHONY ORCHESTRA.

(b) to undertake any legal activities required to maintain the Orchestra.

(c) to acquire and own assets as required for the objectives of the Orchestra.

(d) all the funds of the Orchestra shall be applied in the payment of the expenses of the Orchestra and in advancing the objects of the Orchestra and not for the purpose of securing any pecuniary profit.

4. POWERS

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

5. MEMBERSHIP

5.1 MEMBERS

The Orchestra shall be composed of individual members who wish to support and further the objects and purposes of the Orchestra and who are deemed by the Committee to be suitable and proper persons to be admitted to membership.

5.2. SUBSCRIPTIONS

(1) The membership subscription fee shall be such sum as the members shall determine from time to time in general meeting.

(2) The subscription fee will be an annual subscription payable from the 1<sup>st</sup> of February each year.

(3) Persons who become members after the 1<sup>st</sup> of February will be required to pay a pro-rata subscription based on the annual subscription as determined by the Committee.

### 5.3. RESIGNATIONS

A member may resign from membership of the Orchestra at any time without financial compensation, except where the Committee determines that compensation should be paid.

### 5.4. EXPULSION OF A MEMBER

(a) Subject to giving a member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the Orchestra.

(b) Particulars of the charge shall be communicated to the member at least two weeks before the meeting of the Committee at which the matter will be determined.

(c) The determination of the Committee shall be communicated to the member and the member shall cease to be a member, unless the member takes action under rule (4).

(d) It shall be open to a member to appeal to a general meeting of the Orchestra membership against the expulsion. The intention of the appeal shall be communicated to the Orchestra secretary within fourteen days after the determination of the Committee has been communicated to the member.

(e) In the event of an appeal under sub-rule 5.4d above, the appellant's membership of the Orchestra shall not be terminated unless the determination of the Committee to expel the member is upheld by the members of the Orchestra in general meeting after the appellant has been heard, and in such event membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

### 5.5. REGISTER OF MEMBERS

A register of members must be kept and contain:

(i) the name and address of each member.

(ii) the date on which each member was admitted to the Orchestra.

(iii) if applicable, the date of, and reasons(s) for, termination of membership.

## 6. THE COMMITTEE.

### 6.1 POWERS AND DUTIES

(a) The affairs of the Orchestra shall be managed and controlled exclusively by a Committee which in addition to any powers and authorities conferred by these rules may exercise all such powers and do all such things as are within the objects and rules of the Orchestra, and are not by the Act or by these rules required to be done by the Orchestra in general meeting.

(b) The committee has the management and control of the funds and other property of the Orchestra.

## 6.2 APPOINTMENT

(a) The Committee shall be comprised of a President, Secretary, Librarian and Treasurer, and other officers and general Committee members as required, all of whom shall be members of the Orchestra.

(b) All offices shall be declared vacant at Annual Meeting. New Officers shall be elected by ballot from names submitted by Orchestra members.

(c) The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next Annual General Meeting of the Orchestra and shall be eligible for election to the committee without nomination.

## 6.3. PROCEEDINGS OF COMMITTEE.

(1) The Committee shall meet as is necessary to manage the affairs of the Orchestra

(2) Questions arising at any meeting shall be decided by a majority of votes, and in the event of equality of votes, the President shall have a casting vote in addition to a deliberative vote.

(3) A quorum for meeting of the Committee shall be half plus one of the number of Committee members

## 6.4. DISQUALIFICATION OF COMMITTEE MEMBERS

The office of Committee member shall become vacant if a Committee member is:

(1) disqualified by the act.

(2) expelled under these rules.

(3) permanently incapacitated by ill health

(4) absent without apology from more than three consecutive Committee meetings.

## 7. PUBLIC OFFICER

The Public Officer shall be appointed by a general meeting of the members and confirmed at each Annual General Meeting.

## 8. RULES

Subject to approval by a resolution of the members of the Orchestra, these rules may be altered or be rescinded and replaced by substituted rules. Such an alteration shall be registered as required by the Act.

## 9. THE SEAL

The Orchestra shall have a common seal which will be held by the Public Officer for safe custody. The seal shall not be affixed to any document without prior resolution of the Committee. Any document to which the seal is fixed shall be attested by two of the three seal holders. The seal holders shall be the President, Treasurer and Secretary holding office at that time.

## 10. MEETINGS

- (1) The Annual General Meeting of the Orchestra shall be held on such a date following the end of the financial year as shall be fixed by the Committee.
- (2) All other meetings of the whole membership of the Orchestra shall be called Special General Meetings.
- (3) Upon a requisition in writing of not less than ten percent of the total number of members of the Orchestra, the Committee shall within fourteen days convene a special general meeting for the purpose specified in the requisition.
- (4) Not less than two weeks notice shall be given to all members of an Annual General Meeting or Special General Meeting of the Orchestra and the notice shall specify the business to be transacted at any Special General Meeting. Any notice posted or sent by electronic message to a member at the members last known address four or more days before the date of any Special General Meeting shall be conclusively deemed to have been received by the member.

## 11. PROCEEDINGS AT MEETINGS

- (1) Ten members present personally shall constitute a quorum at any general meeting.
- (2) Any vote will be decided to have been carried if a majority of members present vote for the resolution.
- (3) At any general meeting a resolution put to a vote will be decided on a show of hands, and a declaration by the President of the meeting that a resolution has been carried or lost, shall be conclusive evidence of the fact.
- (4) If a poll is demanded by at least five member, it must be conducted in a manner specified by the person presiding and the result of that poll is the resolution of the meeting on that question.
- (5) A special resolution is a special resolution as defined in the Act.
- (6) An ordinary resolution is a resolution passed by a simple majority at a general meeting.
- (7) A member shall not be entitled to appoint a proxy.

## 12. MINUTES

- (1) Proper minutes of all proceedings of meetings of the Orchestra and of the Committee shall be entered within one month after the relevant meeting in the books kept for that purpose.
- (2) The minutes, signed by the President, shall be taken as evidence that all proceedings at the meeting were held and all appointments made at a meeting shall be deemed to be valid.

## 13. ACCOUNTS

The Orchestra shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Orchestra.

## 14. WINDING UP

The Orchestra may be wound up in the manner provided for in the Act. Any assets of the Orchestra will, upon winding up, be converted to cash and donated to a charity chosen by the members attending the last meeting of the Orchestra.