



MALLEEFOWL
Preservation Group Inc.

MALLEEFOWL
PRESERVATION GROUP

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2018

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CONSTITUTION

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1) **NAME**

The name shall be THE MALLEEFOWL PRESERVATION GROUP. Hereafter in this document it shall be referred to as the M.P.G.

2) **OBJECTIVES OF THE M.P.G.**

The OBJECTIVES of the M.P.G. shall be:

- a) To preserve the Malleefowl in its natural habitat in Western Australia.
- b) To aid in the reintroduction of the Malleefowl into suitable vegetation areas in Western Australia by means of fencing and revegetating suitable corridors between such areas.
- c) To coordinate continuing feral species eradication programs in the M.P.G. study areas and to promote Landholder participation in such eradication programs, in cooperation with the relevant Government Agencies.
- d) To promote Community awareness of the malleefowl and its need for protection through media, schools, local shows and any other means available.

- e) To develop a Malleefowl Conservation Strategy for Western Australian communities.
- f) To gain more knowledge of regional West Australian malleefowl populations by way of extended study programs.
- g) To set up a gift fund under the constitution and rules of the M.P.G. for the specific purpose of:
 - i) Education/Community Awareness the value of our natural environment and how to protect it.
 - ii) Encouraging formation of other localised groups by way of guidance and assistance.
 - iii) Ongoing monitoring and study of native flora and fauna and associated habitats
 - iv) Promoting feral animal and weed eradication

The COMMUNITY CONSERVATION TRUST must comply with section 78AB of the Income Tax Assessment Act 1936.

3) THE PROPERTY AND INCOME

The property and income of the M.P.G. shall be applied solely towards the promotion of the objectives of the M.P.G. and no part of that property or income may be paid or otherwise distributed directly or indirectly to members of the M.P.G. except:

- a) The payment in good faith of remuneration to any member of the M.P.G. for services actually rendered.
- b) The payment of interest on money borrowed by the M.P.G. from a member of the M.P.G.

4) COMMITTEE OF MANAGEMENT

- a) The business and affairs of the M.P.G. shall be under the management of the Committee, provided however that except in the case of extreme urgency, the Committee shall not take any action contrary to decisions made at a General meeting.
- b) The Committee shall consist of:
 - i) Chairperson (President)
 - ii) Vice Chairperson (vice President)
 - iii) Secretary
 - iv) Treasurer
 - v) Up to three other members
- c) The Committee shall arrange:
 - i) All excursions for the purpose of monitoring and surveying
 - ii) All ordinary meeting dates
 - iii) All social functions organised by the M.P.G.
 - iv) Employment of paid staff

- d) The election of the Committee for the ensuing twelve months shall take place at the Annual General Meeting
- e) All members of the Committee must be financial members of the M.P.G.
- f) Should any vacancy occur on the Committee of the M.P.G. other than in the normal course of elections, the vacancy shall be filled by a financial member appointed by the Committee and that person shall hold office for the unexpired portion of the predecessor's term.
- g) Nomination for each candidate for election to the Committee shall be proposed by another financial member at the Annual General Meeting. Contested offices shall be subject to ballot by members present and voting thereon.
- h) The committee shall make any such arrangements as they believe necessary for purchasing goods in connection with the general running of the M.P.G. or of catering.
- i) The Committee shall have the power to delegate to a sub-committee, to deal with any such matters as the Committee deems fit.

5) MEMBERSHIP OF THE M.P.G.

- a) Any person and institution interested in the M.P.G. and the aims it embraces shall be eligible for membership.
- b) All adult members shall be permitted to hold office, vote and take part in business procedures at meetings of the M.P.G.
- c) Membership fees shall be reviewed at the Annual General Meeting in each year.
- d) A properly constituted Annual General Meeting or Special Meeting may appoint any person as an honorary member of the M.P.G. in recognition of services rendered.
- e) Upon any person ceasing to be a member of the M.P.G. for any reason whatsoever, he/she shall not be entitled to the return of his/her membership subscription.
- f) The committee may expel, punish or otherwise deal with any member whose conduct is, in its opinion, injurious to the interests of the M.P.G. The decision shall be final, unless revoked or varied by a Special General Meeting called for the purpose and held within one month after notice of such decision shall have been delivered.

6) REGISTRATION OF MEMBERS

- a) The Secretary shall on behalf of the M.P.G. keep and maintain the register of members of the said Group.
- b) The Secretary shall cause the name of the person who dies or ceases to be a member under Clause 5 (f) of the M.P.G. constitution, to be deleted from the register of the members of the M.P.G.
- c) Any member who delivers notice in writing of his or her resignation from the M.P.G. shall have his or her name deleted from the register by the Secretary.

7) DUTIES OF THE EXECUTIVE

Unless otherwise determined by the Committee, the duties of the President, Secretary and Treasurer shall be:-

a) THE PRESIDENT

- i) The President of the M.P.G. shall be the Chairperson at all General Meetings. Should the President not be present, then the Vice President shall take the chair
- ii) At all meetings the Chairperson's decision on all points of order shall be final.
- iii) The Chairperson shall have a casting vote in addition to his or her deliberate vote.
- iv) The Chairperson shall ensure that the minutes taken in any official meeting are checked and signed as correct by the Chairperson of the next official meeting to which those minutes relate.

b) THE SECRETARY

The secretary shall:

- i) Carry out his or her duties under the direction of the Committee
- ii) Keep a true and accurate record of all minutes of all meetings
- iii) Coordinate the correspondence of the M.P.G.
- iv) Issue notices of all meetings
- v) Have custody of all books, documents, records and registers (see clause 5 a), other than those to be kept and maintained by the Treasurer

c) THE TREASURER

The Treasurer shall:

- i) Be responsible for the receipt of all moneys paid to or received by the M.P.G. and issue receipts for the same.
- ii) Pay all moneys received by the M.P.G. into such accounts as the Committee directs
- iii) Make payments from the funds of the M.P.G. with the authority of a General Meeting or of the Committee and in doing so ensure that all cheques are signed by any one member of the executive as well as by the bookkeeper assigned by the Committee OR by any two members of the executive.
- iv) Present a financial statement of the current affairs of the M.P.G. at each general meeting and keep proper books of account of all moneys received and disbursed, and generally perform all such duties as the Committee directs.
- v) Have custody of all securities, books and documents of a financial nature and be responsible for having the accounts audited by a qualified Auditor (not a member of the M.P.G.) and present an audited Financial Statement at each Annual General Meeting.

8) COMMITTEE MEETINGS

- a) The Committee shall meet as often as required to conduct the business of the M.P.G.
- b) Any member of the Committee shall have the power to call a meeting of the said Committee
- c) The quorum for a Committee Meeting shall be THREE (3) members present in person or taking part by teleconference via audio, video or computer connection and shall include one of the President, Vice President, Secretary or Treasurer.
- d) The Secretary is to issue notice of Committee Meetings SEVEN (7) days prior to the Meeting
- e) Each Committee member has a deliberate vote and the Chairperson has an additional casting vote if required
- f) Committee meetings Absentee Members may apply to the Committee for exemption from Committee Meetings for a period of time, showing reasonable cause. Members shall forfeit the right to hold office on the Committee if absent for more than three consecutive calendar months in the year, without an approved exemption request.

9) ANNUAL GENERAL MEETINGS

- a) The Annual General Meeting (hereafter to be referred to as the A.G.M.) of the M.P.G. shall be held on a date to be decided by the Committee within four calendar months of the end of the financial year.
- b) Members shall be given notice by the Secretary, at least fourteen days prior to the meeting date
- c) The QUORUM for the A.G.M. shall be nine (9) persons present
- d) If at any A.G.M. there be no quorum within thirty minutes of the time appointed for the meeting, then the meeting shall lapse and another meeting date shall be set by the Committee within thirty (30) days
- e) Subject to these rules, each member present in person or by proxy at an A.G.M. is entitled to a deliberate vote
- f) Duties of the Chairperson, Secretary and Treasurer shall be subject to the rules covered under Clause 7 (i, ii and iii)
- g) The election of a Committee for the ensuing twelve months shall take place at the A.G.M., together with any other business mentioned in the notice paper concerning the meeting.
- h) Nomination of each candidate for election as an office bearer shall be proposed by another financial member at the A.G.M. Contested offices shall be subject to ballot at the A.G.M. by members present and voting thereon.
- i) The Annual Finance Report and audited balance sheet shall be submitted to members at the A.G.M. [see clause 7 iii (e)].

- j) The A.G.M. or a Special General Meeting may make by-laws or amendments to the Constitution if necessary and desired for the proper administration of the M.P.G. These amendments must be approved by not less than 75% of the members present and voting thereon. Notice of motion for Constitutional changes must be given to members at least seven (7) days prior to the meeting at which they will be decided.

10) GENERAL AND SPECIAL MEETINGS

- a) A General or Special Meeting may be conducted at the request of any of the Executive of the M.P.G. or at written request of any financial member
- b) The date for this meeting shall be in writing thirty (30) days of the request and notice shall be given to members by the Secretary, at least seven (7) days prior to the meeting
- c) If a Special Meeting is not convened within a thirty (30) day period of a written request, the requestor may convene a Special Meeting for the purpose specified in that request
- d) Any General or Special Meeting shall have a QUORUM of at least seven (7) members present in person
- e) Rules governing General or Special Meetings shall be the same as those governing the A.G.M. with the exception of:
- i) Clause 9 (b, c, g, h, i, and j)
 - ii) Clause 7 iii (e)

11) FINANCE

The financial year shall end on the 30th April of each calendar year.

12) TRUSTEES

Unless otherwise determined, the members of the M.P.G.'S Committee for the time being, shall be deemed to be the Trustees of the M.P.G., to hold any property, real and personal, belonging to the M.P.G.

13) DISTRIBUTION OF PROPERTY AND ASSETS UPON CESSATION OF THE M.P.G.

- a) Upon the cessation of the M.P.G., for any reason whatsoever, any person holding any M.P.G. moneys or property shall forthwith pay the same to the Committee.
- b) If, on the cessation of the M.P.G., any property of the group remains after satisfaction of all debts and liabilities and the expenses incurred in cessation, that property shall be distributed to:
- c) Another incorporated association with similar conservation objectives.
 - d) An association for charitable purposes.
 - e) COMMON SEAL
 - f) The M.P.G. shall have a Common Seal on which its corporate name shall appear in legible characters.
 - g) The Common Seal of the M.P.G. shall not be used without the authority of the Committee and that use shall be recorded in the minute book.

- h) The affixing of the Common Seal shall be witnessed by any two of the Executive of the M.P.G.
- i) The Common Seal shall be kept in the custody of the Secretary.

14) AMENDMENTS TO THE CONSTITUTION

This shall be the only Constitution of the MALLEEFOWL PRESERVATION GROUP and shall come into force forthwith and shall not be altered, varied, added to or repealed unless 75% of members present at the A.G.M., or at a meeting specially convened for that purpose, are in favour of such alteration, variation, addition or repeal (Clause 9 [j]).

15) CUSTODY OF BOOKS, DOCUMENTS, RECORDS AND SECURITIES

- a) All books, records, documents and securities of the M.P.G. shall be held in trust by either the Secretary or Treasurer, according to their duties (Clause 7) and shall be available for inspection by any member of the M.P.G. upon reasonable request.

End.