

Weed Society of Queensland Constitution

1. NAME

The Name of the incorporated Society shall be the "Weed Society of Queensland Inc." (henceforth referred to as "the Society").

2. OBJECTIVES

The objectives of this Society are:

- a) To promote wider interest in weeds and pest animals and their management.
- b) To provide opportunities for those interested in weeds and pest animals and their management to exchange information and ideas based on research and practice.
- c) To encourage the investigation of all aspects of weeds and pest animals and their management.
- d) To encourage the study of weed and pest animal science and the dissemination of its findings.
- e) To encourage education in weed and pest animal science and management.
- f) To produce and publish such material as may be considered desirable.
- g) To cooperate and, where appropriate, affiliate with other organisations engaged in related activities.
- h) To support and continue to foster the Council of Australasian Weed Societies.

3. MEMBERSHIP

- a) Membership shall be of five classes, "ordinary", "honorary", "organisational", "corporate" and "associate", and shall be open to those individuals, organisations and corporate bodies who are interested in weeds. "Ordinary", "organisational", "corporate" and "associate" membership of the Society shall be unlimited.
- b) "Honorary" members are elected for life and shall have the same rights as ordinary members. The number of honorary members shall not exceed 10 persons or 10% of the ordinary membership of the Society, whichever is the fewer. Honorary members shall be elected only at the Annual General Meeting by a majority vote of the members present. The number of new honorary members elected in any one year shall not exceed one. Nominations for honorary membership may be made by any financial member of the Society, but must be in writing and be in the hands of the Secretary sixty (60) days before the Annual General Meeting.
- c) Organisations may, on approval of the Society, nominate one representative to the Society, who shall have the same rights as an ordinary member.
- d) Corporate membership shall be available to corporate bodies, who wish to enrol several employees (minimum three) as Society members, provided that the Society is informed formally of all names of these nominated employees. Each nominated employee of the corporate member will have the same rights as ordinary members. Corporate membership will cost the product of the number of nominated employees by the ordinary membership rate, less a discount of 10%, provided that it is paid as a single payment by the corporate body.
- e) Associate membership shall be open to those enrolled as full time students who shall be

able to attend and speak at meetings and to receive all of the Society publications provided they have paid all of the Society's dues. They shall not be able to vote, make nominations or be eligible to stand for positions within the Society.

- f) Applications for ordinary, organisational, corporate or associate membership shall be forwarded to the Secretary for consideration by the Management Committee. Applications shall be presented to the next General Meeting and membership acceptance will be subject to approval by two thirds of the members present.
- g) All persons, who are ordinary, honorary, corporate or organisational members, shall have the right to attend all meetings, including branch meetings, at which they may speak, vote and make nominations and shall be eligible to stand for all positions within the Society and to receive all its publications, provided they have paid all the Society's dues.

4. TERMINATION OF MEMBERSHIP

- a) Any member may resign from the Society at any time by giving notice in writing to the Secretary. Such resignation shall take effect at the time such notice is received by the Secretary, provided all subscriptions and dues have been paid by the member up to the end of the financial year, unless a later date is specified in the notice when it shall take effect on the later date.
- b) If a member
 - i. is convicted of an indictable offence, or
 - ii. fails to comply with any of the provisions of these rules, or
 - iii. has membership in arrears for a period of two years or more, or
 - iv. conducts him or herself in a manner considered to be injurious or prejudicial to the character or interests of the Society, the Management Committee shall consider whether membership shall be terminated.
- c) The member concerned shall be given a full and fair opportunity of presenting his/her case and if the Management Committee resolves to terminate his/her membership it shall instruct the Secretary to advise the member in writing accordingly. Any member, whose subscription is two years in arrears and who has been duly notified of the fact, shall ipso facto, cease to be a member of the Society, but shall be eligible to reapply for membership.

5. APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

- a) A person whose application for membership has been rejected or whose membership has been terminated may within one month of receiving written notification thereof, lodge with the Secretary written notice of his/her intention to appeal against the decision of the Management Committee.
- b) Upon receipt of a notification of intention to appeal against rejection or termination of membership the Secretary shall convene, within three months of the date of receipt by him/her of such notice, a general meeting to determine the appeal. At any such meeting the applicant shall be given the opportunity to fully present his/her case and the Management Committee or those members thereof who rejected the application for membership or terminated the membership subsequently shall likewise have the opportunity of presenting its or their case. The appeal shall be determined by the vote of the members present at such meeting.
- c) Where a person whose application is rejected, does not appeal against the decision of the Management Committee within the time prescribed by these rules or so appeals but the appeal is unsuccessful, the Secretary shall forthwith refund the amount of any fee paid.

6. SUBSCRIPTIONS

Each member except honorary members shall pay an entrance fee upon joining and thenceforth an annual subscription the rate of which shall be fixed at the Annual General Meeting. The subscription shall fall due on the 31st day of March.

7. REGISTER OF MEMBERS

- a) The Secretary shall cause a Register to be kept in which shall be entered the names and addresses of all persons admitted to membership of the Society and the dates of their admission and current membership status.
- b) The Register shall be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection.

8. MANAGEMENT COMMITTEE

- a) The Management Committee shall be honorary and shall consist of a President, a Vice President, a Secretary, a Treasurer, an Editor, a member representing each branch (providing at least two (2) people nominated from each branch), one CAWS delegate and sufficient other ordinary members to give an odd number greater than eight (8).
- b) The management of the Society shall be vested in the Management Committee. Decisions of the Management Committee shall be reported to and are subject to ratification by members at each Annual General Meeting.
- c) The members of the Management Committee shall be elected at the Annual General Meeting. They shall be eligible for re-election, except that the office of President shall not be held by any one person for more than two consecutive terms.
- d) The Management Committee shall have the power to fill a casual vacancy in its membership from financial members of the Society.
- e) The Management Committee shall have the power to co-opt persons for specific purposes.
- f) Any member of the Management Committee may resign from membership of the Management Committee at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date or such member may be removed from office at a General Meeting of the Society where that member shall be given the opportunity to fully present his case. The question of removal shall be determined by the vote of the members present at such a General Meeting.

9. MEETINGS

- a) The Honorary Secretary shall convene an Annual General Meeting to be held in November each year. The Honorary Secretary shall convene a Special General Meeting if so required by requisition in writing by at least ten (10) financial members.
- b) At least thirty (30) days notice in writing shall be given to members prior to the date of the Annual General Meeting and Special General Meetings.
- c) Ordinary Meetings and Management Committee Meetings shall be held at times and places as determined by the Management Committee. Management Committee meetings shall be convened by the Secretary at least once every two (2) calendar months. The Secretary will notify members of the Management Committee in advance of the Management Committee meetings and will provide details of the intended agenda.
- d) At every meeting of the Management Committee, five (5) persons shall constitute a quorum.
- e) Subject as previously provided in this rule, the Management Committee may meet together and regulate its proceedings as it thinks fit. Provided that questions arising at any meeting of the Management Committee shall be decided by a majority of votes, and in the case of equality of votes, the question shall be deemed to be decided in the negative.
- f) A member of the Management Committee shall not vote in respect of any contract or proposed contract with the Society in which he is interested, or any matter arising thereout, and if he does so vote his vote shall not be counted.
- g) The President shall preside as Chair Person at every meeting of the Management Committee; or if there is no President, or if at any meeting he/she is not present within ten minutes after the time appointed for holding the meeting, the Vice-President shall be Chair

Person or if the Vice-president is not present at the meeting then the members may choose one of their number to be Chair Person of the meeting.

- h) If within half an hour from the time appointed for the commencement of a Management Committee Meeting a quorum is not present, the meeting, if convened upon the requisition of members of the Management Committee, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place, or to such other day and at such other time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.
- i) At any general meeting the number of voting members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- j) The Secretary shall convene all general meetings of the Society by giving not less than fourteen (14) days notice of any such meeting to the members of the Society.
- k) The manner by which such notice shall be given shall be determined by the Management Committee. Provided that notice of any meeting convened for the purpose of hearing and determining the appeal of a member against the rejection or termination of his membership by the Management Committee, shall be in writing. Notice of a general meeting shall clearly state the nature of the business to be discussed thereat.
- l) Unless otherwise provided by these rules, at every general meeting:
 - i. The President or his nominee shall preside as Chair Person, or if he is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the Vice-President shall be the Chair Person or if the Vice-President is not present or is unwilling to act then the members present shall elect one of their number to be Chair Person of the meeting.
 - ii. The Chair Persons shall maintain order and conduct the meeting in a proper and orderly manner.
 - iii. Every question, matter or resolution shall be decided by a majority of votes of the voting members present.
 - iv. Every member present except associate members shall be entitled to one vote and in the case of equality of votes the Chair Person shall have a casting vote: providing that no member shall be entitled to vote at any general meeting if his annual subscription is more than one (1) year in arrears at the date of the meeting.
 - v. Voting shall be by show of hands or a division of members.
 - vi. A member may vote in person or by proxy or by attorney and on a show of hands every person present who is a member or a representative of a member shall have one vote.
 - vii. The instrument appointing a proxy shall be in writing, in the common or usual form under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised. A proxy may, but need not be a member of the Society.
 - viii. The instrument appointing a proxy shall be deposited with the Secretary, prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument proposes to vote, and
 - ix. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every General Meeting shall be signed by the Chairperson of that meeting or the

Chairperson of the next succeeding General Meeting: provided that the minutes of any Annual General Meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding General Meeting or Annual General Meeting.

10. BY-LAWS

The Society may make, amend or repeal by-laws, not inconsistent with these Rules, for management of the Society.

11. ALTERATION OF RULES

Subject to the provisions of the Associations Incorporation Act, 1981, these rules may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting: provided that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the Under Secretary, Department of Justice, Brisbane.

At least thirty (30) days notice in writing of the meeting and the text of the amendment shall have been given to members. A proposed amendment to these rules shall be submitted in writing to the Secretary and shall require to be supported in writing by at least five (5) financial members.

12. COMMON SEAL

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose.

13. FUNDS AND ACCOUNTS

- a) The funds of the Society shall be banked or invested in the name of the Society in the manner which the Management Committee may from time to time direct.
- b) Proper books and accounts shall be kept and maintained either in written or printed form in the English language showing correctly the financial affairs of the Society and the particulars usually shown in books of a like nature.
- c) All moneys shall be banked as soon as practicable after receipt thereof.
- d) The Management Committee shall determine the amount of petty cash which shall be kept on the imprest system.
- e) All expenditure shall be approved or ratified at a Management Committee meeting.
- f) As soon as practicable after the end of each financial year, the Treasurer shall cause to be prepared a statement containing particulars of:
 - i. the income and expenditure for the financial year just ended; and
 - ii. the assets and liabilities of all mortgages, charges and securities affecting the property of the Society at the close of that year.
- g) All such statements shall be examined by an auditor who shall present his/her report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audits was made.
- h) The auditor shall not be a member of the Management Committee, but may or may not be a member of the Society. He/she shall be appointed annually at the Annual General Meeting and shall be eligible for re-election.
- i) The income and property of the Society whencesoever derived shall be used and applied solely in promotion of its objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the Society provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect of moneys advanced by him to the Society or otherwise owing

by the Society to him or remuneration to any officers or servants of the Society or to any member of the Society or other person in return for any services actually rendered to the Society provided further that nothing herein contained shall be construed so as to prevent the payment or repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the Society or reasonable and proper rent for premises demised or let to the Society.

14. DOCUMENTS

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Society.

15. FINANCIAL YEAR

The financial year of the Society shall close on September 30.

16. DISTRIBUTION OF SURPLUS ASSETS

If the Society shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other institution or institutions having objects similar to the objects of the Society and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the Society under or by virtue of Rule 12 (i) such institution or institutions to be determined by the members of the Society.