



## **ACT Wildlife Incorporated**

### **Constitution**

February 2016

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## **1. TITLE**

The name shall be ACT WILDLIFE INCORPORATED and is referred to as ACT Wildlife Incorporated in this constitution.

## **2 OBJECTS**

- 2.1 Rescue, rehabilitate and release injured, sick and orphaned native wildlife.
- 2.2 Educate the public about sharing the urban environment with native wildlife.
- 2.3 Provide quality training to carers to ensure a high standard of welfare for wildlife in care.
- 2.4 To establish and maintain a public fund to be called the ACT Wildlife Gift Fund for the specific purpose of supporting the environmental objects/purposes of ACT Wildlife Incorporated. The Fund is established to receive all gifts of money or property for this purpose and any money received because of such gifts must be credited to its bank account. The Fund must not receive any other money or property into its account and it must comply with subdivision 30-E of the Income Tax Assessment Act 1997.

## **3. NON-PROFIT CLAUSE**

The assets and income of the organisation shall be applied solely to further its objects and no portion shall be distributed directly or indirectly to the members of the organisation except as genuine compensation for services rendered or expenses incurred on behalf of the organization.

## **4. MEMBERSHIP**

- 4.1 The membership of ACT Wildlife Incorporated may be limited to such members as the Committee may from time to time determine.
- 4.2 Membership of ACT Wildlife Incorporated shall consist of:
  - a) Ordinary Members - members who are active carers or volunteers
  - b) Associate Members – members who are supporters or who reside interstate.
- 4.3 Members shall each have full voting powers and shall be entitled to all the privileges of ACT Wildlife Incorporated unless a member has been determined by the committee to be ineligible to vote.
- 4.4 Membership of new members is to be conditional for 6 months. Continuing membership is at the discretion of the Committee. All members must abide by the ACT Wildlife Incorporated relevant Codes.
- 4.5 Membership does not automatically authorise a person to rescue, rehabilitate, euthanase or release an animal. The Committee will consider each member who seeks to be a carer and issue an authority to those people who are considered to meet requirements current at the time. These will include as a minimum:
  - a) Being a financial member of ACT Wildlife Incorporated.
  - b) Residing within the ACT.
  - c) If under 18 years old the junior member must be under the supervision of a parent who is a carer of ACT Wildlife Incorporated.
  - d) Being capable of undertaking rescue and rehabilitation activities.
  - e) Have the ability to work cooperatively with others, within the relevant Codes of ACT Wildlife Incorporated.
  - f) Deemed to be competent, by virtue of training or experience, to undertake rehabilitation or other specified tasks.
  - g) Complying with all legal requirements appropriate to the activities being undertaken.

- 4.6 Members need to disclose to the committee all animals being kept or cared for at the members address, this would include domestic animals and wildlife and the organisations involved if any. The committee will then decide on a case by case basis of the appropriateness of the member's situation to care for wildlife.

## **5. SUSPENSION OR TERMINATION OF MEMBERSHIP**

- 5.1 The Committee shall have the power to suspend or terminate the membership of any person whose conduct is detrimental to ACT Wildlife Incorporated, but any such person shall have the right to appeal at a General Meeting, which shall vote on the issue by secret ballot.
- 5.2 If a complaint is made by a member about another member of the association that:
- a) Has persistently refused or neglected to comply with a provision of this constitution,
  - b) Has persistently and willfully acted in a manner prejudicial to the interests of ACT Wildlife Incorporated; or
  - c) Has neglected to provide appropriate care to the animals in their charge.

The Committee may;

- a) Refuse to deal with the complaint if it considers it trivial or vexatious in nature, or
- b) Give notice to the member if it is deemed that the complaint is valid, in which case the member has 14 days to make a submission to the Committee.

The Committee will take into consideration the submission made by the member in connection with the complaint, and by resolution, expel or suspend the member from the association if the facts alleged in the complaint have been proved. Notification of the action must be made by the Secretary within 7 days of the decision and the suspension of the member is to be effective immediately.

If the member appeals this decision he/she must appear at a special General Meeting within 28 days of notice being given.

At this special General Meeting:

- a) No other business must be transacted other than the appeal;
- b) The Committee and the member must be given the opportunity to state their respective cases orally or in writing; and
- c) Other members present are to vote by secret ballot whether the resolution be confirmed or revoked.

This decision will be final, and, if found in favour of the member, the member is to be on a conditional membership for 6 (six) months until full membership is restored, during which time the member must be monitored by the committee.

## **6. SUBSCRIPTIONS**

- 6.1 The Annual General Meeting of ACT Wildlife Incorporated shall determine the annual subscription payable by each Member.
- 6.2 The Annual subscription shall be payable on the first day of January each year and shall be valid for one calendar year.
- 6.3 Any person whose application for membership is accepted during the first three quarters of the year shall pay the yearly membership fee, which is to be subsequently renewed on the first day of January of the following year. Any person joining in the last quarter of the year will have one and a quarter year's membership.
- 6.4 The subscription shall not be refundable to any member who resigns from ACT Wildlife.

- 6.5 Any member who fails to pay the annual subscription within four (4) weeks of its becoming due shall be sent a written or electronic reminder. If the subscription is still unpaid after a further 4 weeks, they shall forfeit their membership.

## **7. COMMITTEE**

7. The role of the Committee is to control and manage the affairs of ACT Wildlife
- 7.1 The Management Committee, referred to in this Constitution as “the Committee”, shall consist of the six (6) office bearers, plus other committee members as co-opted.
- 7.2 The Committee shall meet at least six monthly. Four members of the committee shall constitute a quorum, at which the President or Vice President, or their deputy, shall be one.
- 7.3 The President or, in the President’s absence, the Vice President or their deputy, may at any time convene a meeting of the Committee.
- 7.4 A resolution in writing signed by all members of the Committee shall have the same force as if it had been passed at a duly constituted meeting of the Committee.
- 7.5 The Committee at its discretion may fill vacancy in any office. A member elected to fill such a vacancy shall hold office until the next Annual General Meeting.

## **8. OFFICE BEARERS**

- 8.1 The office bearers of ACT Wildlife Incorporated Management Committee shall be:

1. President
2. Vice President
3. Secretary / Minute taker
4. Treasurer
5. Training Coordinator
6. Public Officer

- 8.2 The roles and Responsibilities of the office bearers shall be as set out below;

### **8.2.1 The President:**

- 8.2.1.1 Shall be the chief executive officer of ACT Wildlife Incorporated and shall chair all meetings of the ACT Wildlife Incorporated Committee.
- 8.2.1.2 Shall be the spokesperson for ACT Wildlife Incorporated.
- 8.2.1.3 Shall be an ex-officio member of all sub-committees.

### **8.2.2 The Vice President**

- 8.2.2.1 Shall deputise for the President.

### **8.2.3 The Secretary / Minute Taker**

- 8.2.3.1 Shall attend to all official correspondence;
- 8.2.3.2 Shall give notice of all meetings at least 7 days prior to the meeting date and 30 days before the Annual General Meeting;
- 8.2.3.3 Shall keep full and correct minutes of all general and Committee meetings including a record of members present;

8.2.3.4 Shall keep a register of members containing the full name, address, telephone number, email address and date of joining of every member, and keep a record of training sessions attended;

8.2.3.5 Shall keep a register of property and assets; and

8.2.3.6 Carry out such other duties as the Committee directs.

#### **8.2.4 The Treasurer**

8.2.4.1 Shall, subject to the direction of the Committee, receive all monies on account of ACT Wildlife Incorporated;

8.2.4.2 Shall keep correct accounts and books showing the financial position of ACT Wildlife Incorporated;

8.2.4.3 Shall prepare and submit to the meetings of the Committee, a statement showing the financial position of ACT Wildlife Incorporated;

8.2.4.4 Shall prepare the balance sheet, trading account and profit and loss account (as referred to in item 8.5);

8.2.4.5 Shall produce to the Auditor all books, papers and records necessary to enable him/her to audit the accounts of ACT Wildlife Incorporated, and to keep a record of all financial members and date of the latest payment of subscription. This is to be done in time to enable the Auditor to produce his/her report to the AGM of ACT Wildlife Incorporated; and

8.2.4.6 Shall carry out such other duties as the Committee directs.

#### **8.2.5 The Training Coordinator**

8.2.5.1 Shall liaise with the Committee to set a timetable for training each year that covers Basic Training/Orientation, and separate advanced training for all species that come into care;

8.2.5.2 Shall work with Trainers and the Editor for publication of training manuals;

8.2.5.3 Shall co-ordinate training, makes venue bookings and liaises with trainers; and

8.2.5.4 Shall take registrations, collects fees and pass all monies to the Treasurer.

#### **8.2.6 Public Officer**

8.2.6.1 The Public Officer is appointed by the Committee and must carry out their duties in accordance with the Act.

#### **8.2.7 Committee Members**

### **9 GENERAL MEETING**

9.1 An **Annual General Meeting** shall be held each calendar year at a time not more than five (5) months after the end of the financial year and at a venue to be determined by the Management Committee. The quorum shall be twenty percent (20%) of the total ACT Wildlife Incorporated membership. If the quorum is not present thirty (30) minutes after the advertised opening time of the meeting, that meeting will stand adjourned for the period of twenty one (21) days when a meeting will be convened to transact the agenda of the adjourned Annual

General Meeting. A quorum is not required for that meeting.

- 9.1.1 In addition to any other business that may be transacted at an annual general meeting the business of the annual general meeting is:
  - 9.1.1.1 To confirm the minutes of the last annual general meeting and of any general meeting held since that meeting; and
  - 9.1.1.2 To receive from the committee reports on the activities of the association during the last financial year; and
  - 9.1.1.3 To elect members of the committee including office-bearers; and
  - 9.1.1.4 To receive and consider the statement of accounts and the reports that are required to be submitted to members under the ACT, section 73(1)
- 9.1.2 A member desiring to bring any business before a general meeting may give written notice of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member
- 9.1.3 All members must receive notice of the Annual General Meeting in writing at least thirty (30) days prior to the date of the meeting.
- 9.1.4 Only members attending the Annual General Meeting are entitled to vote, unless a member has been disciplined by the Committee and is therefore not entitled to vote.
- 9.1.5 All Committee positions are to be declared vacant and a new Committee will be elected.
- 9.1.6 The nomination of any candidate for election as an office bearer of the Committee shall be in writing, endorsed by the candidate and lodged with the Secretary before the date of the AGM. If there should be more nominations than the number required under Item 6, the election of the Committee office bearers shall be determined by a secret ballot conducted by the retiring President or by the person appointed by the meeting for that purpose. Should any vacancy attract only one nomination, then the person so nominated shall be declared elected.
- 9.1.7 Except as otherwise provided, Committee members shall hold office for one (1) year.
- 9.1.8 Should a vacancy attract no nominations before the date of the meeting, then nominations for that vacancy shall be called from the floor of the meeting, and the vacancy filled, if necessary, by the result of a secret ballot.
- 9.1.9 The President shall present a report to the Annual General Meeting each year, on the affairs of ACT Wildlife Incorporated for the year immediately preceding.
- 9.2 ACT Wildlife Incorporated may by special resolution remove from office any member of the Committee other than the President and may by an ordinary resolution elect another member to fill the vacancy. The member so elected shall hold office until the next Annual General Meeting.
- 9.3 An **Extraordinary General Meeting** may be convened by the Committee or by not less than five per cent (5%) of members who shall put such request to the Secretary in writing at least three (3) weeks prior to the set date.
- 9.4 Notice of **General Meetings** is announced in the minutes of the previous meeting and at the time of the distribution of an agenda to Committee members at least seven (7) days prior to the meeting.

9.4.1 General Meetings must be held six monthly, or more frequently as determined by a Committee resolution.

9.4.2 The quorum of a General Meeting shall be half (1/2) the committee plus one (1).

## **10. ACCOUNTS AND RECORDS**

10.1 The Treasurer shall keep records of all income and expenditure and report the activity and balance at each General Meeting.

10.2 The Committee shall cause true records to be kept of:

10.2.1 All members containing the full name, address, telephone number, email address and date of joining and training attendance of every member:

10.2.2 All assets, credits and liabilities of ACT Wildlife Incorporated.

10.3 These records and any other records deemed necessary by the Committee should be kept at such a place as the Committee thinks fit.

10.4 The record books and other documents of the Association must be open to inspection at a place in the ACT free of charge by a member of the Association at any reasonable hour.

10.5 The Treasurer shall provide a written report to each Annual General Meeting, including a balance sheet trading account and profit and loss account, showing as accurately as circumstances will permit the financial position of ACT Wildlife Incorporated for the financial year. This report shall be accompanied by the Auditor's Report. The annual report of the Treasurer shall set out the state and conditions of ACT Wildlife Incorporated and shall be signed by the President and counter-signed by the Secretary at the Annual General Meeting.

10.6 A copy or summary of each report balance sheet trading account and profit and loss account shall be given to each Member at the Annual General Meeting.

10.7 ACT Wildlife Incorporated's financial year shall conclude on 31<sup>st</sup> December.

10.8 Funds for ACT Wildlife Incorporated are sourced from grants, donations, fundraising and membership fees.

## **11 AUDIT.**

11.1 Once at least in every financial year the accounts of ACT Wildlife Incorporated shall be examined and the correctness of the balance sheet ascertained by an Auditor appointed by Management Committee of ACT Wildlife Incorporated.

## **12 AUDITOR.**

12.1 The Auditor will not be a member of ACT Wildlife Incorporated, for the purpose of auditing the records and accounts of ACT Wildlife Incorporated.

12.2 The Auditor shall be supplied with a copy of the balance sheet and it shall be his/her duty to examine the same with the accounts and vouchers relating thereto.

12.3 The Auditor shall have a list delivered to him/her of all records kept by ACT Wildlife Incorporated, and shall at all reasonable times have access to the records and accounts of ACT Wildlife Incorporated.

12.4 The Auditor shall make a report to the members upon the balance sheet and accounts. Every such report shall state whether the balance sheet is a full and fair balance sheet containing

the particulars required by these rules and properly drawn up so as to exhibit a true and correct view of the state of affairs of ACT Wildlife Incorporated. The report will also indicate whether the Auditor has called for further explanations and whether the information given by the Committee has been satisfactory. The Auditor's report shall be read together with the report of the President at the Annual General Meeting.

- 12.5 The Auditor may audit the records and accounts at such other times as he/she thinks fit or as the Committee directs.

### **13 LOSS OR DAMAGE OF ACT WILDLIFE INCORPORATED'S PROPERTY**

- 13.1 If any member breaks, loses or damages any property of ACT Wildlife Incorporated, that member shall pay the cost of replacing the lost or damaged property or, at the discretion of the Committee, of repairing or making good the damage.

### **14 INDEMNITY**

- 14.1 Every member of the Committee (here meaning 'and every other officer or servant of ACT Wildlife Incorporated') shall be indemnified by ACT Wildlife Incorporated (and it shall be the duty of the Committee to pay all costs) against, losses and expenses which any such member of the Committee may incur or become liable for by reason of any contract entered into or act or thing done by him/her as a member of the Committee in the course of the business of ACT Wildlife Incorporated, except such (if any) as shall happen through his/her own wilful neglect or default.
- 14.2 A member of the Committee or officer of ACT Wildlife Incorporated will not be liable for the following acts or neglects if they are done as a duty of office, or related to such duty, unless they are done through their own willful neglect or default:
- a) acts, receipts, neglects or defaults of any other member of the Committee or officer
  - b) for joining in any receipt or other act of conformity
  - c) for any loss or expense happening to ACT Wildlife Incorporated through the insufficiency or deficiency of title to any property acquired by order of the Committee for or on behalf of ACT Wildlife Incorporated
  - d) for the insufficiency or deficiency of any security in or upon which any moneys of ACT Wildlife Incorporated shall be invested
  - e) for any loss or damage arising from the bankruptcy, insolvency or tortious act or any person with whom any moneys, securities or effects shall be deposited
  - f) for any loss occasioned by any error or judgment or oversight on his/her part for any other loss, damage or misfortune whatever, which shall happen in the executions of the duties of his/her office

### **15 DISSOLUTION CLAUSE**

- 15.1 ACT Wildlife Incorporated shall only be dissolved following the passage of a resolution put to the entire membership of ACT Wildlife Incorporated.
- 15.2 To succeed, a resolution to dissolve ACT Wildlife Incorporated must be agreed by a seventy five percent (75%) majority of the entire membership.
- 15.3 In the event of a resolution being passed to dissolve ACT Wildlife Incorporated, ACT Wildlife Incorporated's assets remaining after the settlement of all outstanding debts, shall be transferred to such non-profit organisations with similar purpose as determined by the committee in office immediately prior to the dissolution of ACT Wildlife Incorporated.

### **16. INSURANCE**



16.1 The association must effect and maintain insurance, including as required under operating license conditions.

## **17. AMENDMENTS TO THE CONSTITUTION**

17.1 Any proposal to amend the constitution shall require three quarters majority vote at a duly constituted Annual General Meeting.

17.2 Any motion to amend the constitution must be lodged with the Secretary at least four (4) weeks before an AGM, and all members shall be notified of the terms of the motion at least three (3) weeks before the AGM.

17.3 This constitution can also be changed under clause 9.3 at an Extraordinary General Meeting.

## **18. MANAGEMENT OF THE ACT WILDLIFE GIFT FUND**

18.1 ACT Wildlife Incorporated agrees to comply with any rules that the Treasurer and the Minister with responsibility for the environment may make to ensure that gifts made to the ACT Wildlife Gift Fund are only used for its principal purpose.

18.2 Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of ACT Wildlife Incorporated and the ACT Wildlife Gift Fund and not be influenced by the preference of the donor.

18.3 In case of the winding-up of the ACT Wildlife Gift Fund, any surplus assets are to be transferred to another fund with similar objectives that is on the Register of Environmental Organisations.

18.4 ACT Wildlife Incorporated agrees to give the Secretary responsible for the Commonwealth Department of the Environment, within a reasonable period after the end of each income year, statistical information about gifts made to the public fund during that income year.

18.4.1 A committee of management of no fewer than three persons will administer the fund. The committee will be appointed by the organization. A majority of the members of the committee are required to be 'responsible persons' as defined by the Guidelines to the Register of Environmental Organisations.

18.5 The objective of the ACT Wildlife Gift Fund is to support ACT Wildlife Incorporated's environmental purposes.

18.6 Members of the public are to be invited to make gifts of money or property to the ACT Wildlife Gift Fund for the environmental purposes of ACT Wildlife Incorporated.

18.7 Money from interest on donations, income derived from donated property, and money from the realisation of such property is to be deposited into the ACT Wildlife Gift Fund.

18.9 A separate bank account is to be opened to deposit money donated to the ACT Wildlife Gift Fund, including interest accruing thereon, and gifts to it are to be kept separate from other funds of the organisation.

18.10 Receipts are to be issued in the name of the ACT Wildlife Gift Fund and proper accounting records and procedures are to be kept and used for the ACT Wildlife Gift Fund.

18.11 The fund will be operated on a not-for-profit basis.

19 Miscellaneous

19.1 Funds - Source

19.1.1 The funds of the association must be derived from entrance fees and annual subscriptions of members donations and subject to any resolution passed by the association in general meeting and subject to the ACT, section 114, and any other sources that the committee decides.

19.1.2 All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank account.

19.1.3 The association must as soon as practicable after receiving any money issue an appropriate receipt.

20 Funds - Management

20.1 Subject to any resolution passed by the association in general meeting the funds of the association must be used for the objects of the association in the way that the committee decides.

20.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association being members of the committee or employees authorized to do so by the committee.

21 Alteration of objects and rules

21.1 Neither the objects of the association mentioned in the Act, Section 29, nor these rules may be altered except in accordance with the Act.

22 Common Seal

22.1 The common seal of the association must be kept in the custody of the secretary.

22.1 The common seal must not be attached to any instrument except by the authority of the committee and the attaching of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the secretary.

