

# **Rules of the Northey Street City Farm** **Association Inc.**

October 1994  
(Amended 22 November 2014)

## **1 NAME**

The name of the incorporated association shall be **Northey Street City Farm Association Inc.** (in these rules called “the association”).

## **2 OBJECTS**

- (1) To protect and enhance the natural environment. To achieve this via the following means:-
  - (a) to provide people with the space, resources and knowledge to produce organic food using ecologically sustainable methods;
  - (b) to involve local people, particularly children in learning about and caring for the environment;
  - (c) to provide a point of social contact for local residents. Including people with intellectual, physical and social disabilities;
  - (d) to create opportunities for work and skills development;
  - (e) to work together with landcare and other environmental and community groups;
  - (f) to pursue these objectives within the catchment areas of the Enoggera and Ithaca Creeks.
  - (g) To establish and maintain a public fund to be called the Environment Fund for the specific purpose of supporting the environmental purposes of Northey Street City Farm. 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.
- (2) To contribute to the relief of poverty, sickness and other misfortune and to the promotion of the wellbeing of individuals, groups and communities who are disadvantaged and vulnerable either socially, physically, intellectually or emotionally, (hereinafter called “social welfare”.)
- (3) To promote, establish, carry out and support and to assist in promoting, establishing, carrying out and supporting any social welfare programs designed to contribute to the alleviation of poverty, sickness or other misfortune including those undertaken by Statutory Authorities, Voluntary Welfare Organizations and other community groups
- (4) To develop programmes to relieve the burden of unemployment to meet the needs of people of central and northern Brisbane.

### 3 POWERS

(1) The powers of the association are:

- (a) to take over the funds and other assets and the liabilities of the present unincorporated association known as the Ithaca Creek City Farm Association:
- (b) to subscribe to become a member of and co-operate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the association, but the association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the association under or by virtue of rule 28(10);
- (c) in furtherance of the objects of the association to buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the association or persons frequenting the association's premises;
- (d) to purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of being conveniently used in the connection with any of the objects of the association, but in case the association shall take or hold any property which may be subject to any trusts the association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- (e) to enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the association;
- (f) to obtain from any such government or authority any rights, privileges and concessions which the association may think desirable to obtain: and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (g) to appoint, employ, remove or suspend such managers, clerks, secretaries, employees and other persons as may be necessary or convenient for the purposes of the association;
- (h) to remunerate or any body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (i) to construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- (j) to invest and deal with the money of the association not immediately required in such manner as may from time to time be thought fit;
- (k) to take, or otherwise, acquire, and hold shares, debentures or other securities of any company or body corporate;

- (l) in furtherance of the objects of the association to lend and advance money or give credit to any person or body corporate;
- (m) guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate and otherwise to assist any person or body corporate;
- (n) to borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys any further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay-off any such securities;
- (o) draw, make, Accept, endorse, discount, execute and issue notes, bills of exchange, bills of lading and other negotiable or transferable Instruments;
- (p) in furtherance of the objects of the association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the association;
- (q) to take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the association's property of whatsoever kind sold by the association, or any money due to the association from purchasers and others;
- (r) to take any gift of property whether subject to any special trust or not, for any one or more of the objects of the associations but subject always to the exception in paragraph (d);
- (s) to take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the association, in the shape of donations, annual subscriptions or otherwise;
- (t) to print and publish any newspapers, periodicals, books or leaflets that the association may think desirable for the promotion of its objects;
- (u) in furtherance of the objects of the association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the association and which shall prohibit the distribution of it's or their income and property among its or their members to an extent at least as greets as that imposed upon the association under or by virtue of rule 28 (10);
- (v) in furtherance of the objects of the association to transfer all or any parts of the property, assets liabilities and engagements of the association to any one or more of the incorporated associations with which the association s authorise to amalgamate;
- (w) in furtherance of the objects of the association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one more of the incorporated associations with which the association is authorised to amalgamate;
- (x) to make donations for patriotic, charitable or community purposes;
- (y) to transact any lawful business in aid of the Commonwealth of Australia in the promotion of peace and environmental protection;

- (z) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the association.

#### **4 CLASSES OF MEMBERS**

- (1) The membership of the association shall consist of ordinary members.
- (2) The number of ordinary members shall be unlimited.
- (3) The categories of membership shall be such as the members shall from time to time at any general meeting so determine.

#### **5 MEMBERSHIP**

(1) Every person who at the date of incorporation of the association was a member of the unincorporated association and who on or before the day of incorporation agrees in writing to become a member of the association shall be admitted by the management committee of the association as that member held in the unincorporated association.

(1A) Every member of the association who previously to agreeing to become a member of the association has paid the member's subscription as a member of the unincorporated association shall not be liable to pay any further sum by way of annual subscription to the association prior to the expiry of the member's current subscription.

(2) Every applicant for membership of the association (other than the members of the unincorporated association as referred to in sub – rule 5 (1)) shall be proposed by one member of the association and seconded by another member.

(2A) The application for membership shall be made in writing, signed by the applicant and the applicant's proposer and seconder and shall be in such form as the management committee from time to time prescribes.

#### **6 MEMBERSHIP FEES**

(1) The membership fees shall be such sum as the members shall from time to time at any general meeting so determine.

(2) The membership fees shall be payable at such time and in such manner as the management committee shall from time to time determine.

#### **7 ADMISSION AND REJECTION OF MEMBERS**

(1) At the next meeting of the management committee after the receipt of any application and the fee applicable, such application shall be considered by the management committee, who shall thereupon determine upon the admission or rejection of the applicant.

(2) Any applicant who receives a majority of the votes of the members of the management committee present at the meeting at which such application is being considered shall be accepted as a member of the association.

(3) Upon the acceptance or rejection of an application for membership the secretary shall forthwith give the applicant notice in writing of such acceptance or rejection.

## **8 TERMINATION OF MEMBERSHIP**

(1) A member may resign from the association at any time by giving notice in writing to the secretary.

(1A) Such registration 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.

(2) If a member –

- (a) In convicted of an indictable offence; or
- (b) Fails to comply with any of the provisions of these rules; or
- (c) Has membership fees in arrears for a period of two months or more; or
- (d) Conducts herself or himself in a manner considered to be injurious or prejudicial to the character or interests of the association;

The management committee shall consider whether the members Membership shall be terminated.

(3) The member concerned shall be given a full and fair opportunity of presenting the members case and if the management committee resolves to terminate to terminate the membership it shall instruct the secretary to advise the member in writing accordingly.

## **9 APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP**

(1) A person whose application for membership has been terminated may within one month of receiving written notification thereof, lodge with the secretary written notice of the persons intention to appeal the decision of the management committee.

(2) 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 the secretary of such notice, a general meeting to determine the appeal.

(2A) At any such meeting the applicant shall be given the opportunity to fully present the applicants 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.

(2B) The appeal shall be determined by the vote of the members present at such meeting.

(3) 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.

## **10 REGISTER OF MEMBERS**

(1) The management committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the association and the dates of their admission.

(2) Particulars shall be entered into the register of deaths, resignation, termination, and reinstatements of membership and any further particulars as the management committee or the members at any general meeting may require from time to time.

(3) The register shall be open for inspection at all reasonable times by any member who previously applies to the secretary for such inspection.

## **11 MEMBERSHIP OF MANAGEMENT COMMITTEE**

(1) The management committee of the association shall consist of a co-ordinator, assistant co-ordinator, secretary, treasurer, all of whom shall be members of the association, and such number of other members as the association may from time to time elect or appoint.

(2) At the annual general meeting of the association all of the management committee members completing a two year term shall retire from office, but shall be eligible upon nomination for re-election for a two year term with the following exception:

- (a) For the first election after this clause has taken effect (2015) the Management Committee will identify half of the positions on the Management Committee that will be elected for one year and half to be elected for two years.
- (b) Any casual positions that were filled by appointment where the vacated position was in the first year of a two year term the position will be available for election to a one year term until the next annual general meeting.

(3) The election of the officers and other members of the management committee shall take place in the following manner:-

- (a) Any two members of the association shall be at liberty to nominate any other member to serve as an officer or other member of the management committee;
- (b) The nomination which shall be in writing and signed by the member and the member's proposer and seconder, shall be lodged with the secretary at least fourteen days before the annual general meeting at which the election is to take place.
- (c) A list of the candidates names in alphabetical order, with the proposers and seconders names shall be posted in a conspicuous place in the office or usual place of meeting of the association for at least seven days immediately preceding the annual general meeting;
- (d) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order, and each member present at the annual general meeting shall be entitled to vote for any number of such candidates not exceeding the number of vacancies;
- (e) Should at the commencement of such meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.

(4) Permanent employees of Northey Street City Farm are not eligible for election or appointment to the Management Committee.

## **12 RESIGNATIONS, REMOVAL OR VACATION OF OFFICE OF MANAGEMENT COMMITTEE**

- (1) Any number 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 shall be removed from office at a general meeting of the association where that member shall be given the opportunity to fully present the members case.
- (2) The question of removal shall be determined by the vote of the members present at such a general meeting.

## **13 VACANCIES ON THE MANAGEMENT COMMITTEE**

- (1) The management committee shall have power at any time to appoint any member of the association to fill any casual vacancy on the management committee until the next general meeting.
- (2) The continuing members of the management committee may act notwithstanding any casual vacancy in the management committee, but if and so long as their number is reduced below the number fixed by or pursuant to these rules as the necessary quorum of the management committee, the continuing member or members may act for the purpose of increasing the number of members of the management committee to that number or of summoning a general meeting of the association but for no other purpose.

## **14 FUNCTIONS OF THE MANAGEMENT COMMITTEE**

- (1) Except as otherwise provided by these rules and subject to resolutions of the members of the association carried at any general meeting the management committee –
  - (a) Shall have the general control and management of the administration of the affairs, property and funds of the association; and
  - (b) Shall have the authority to interpret the meaning of these rules and any matter relating to the association on which these are silent, but any interpretation must have regard to the Associations Incorporation Act 1981, including any regulation made under the Act.
- (2) The management committee may exercise all the powers of the association:-
  - (a) To borrow or raise or secure the payment of money in such a manner as the members of the association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the associations property, both present and future, and to purchase, redeem or pay off any such securities; and
  - (b) To borrow money from members at a rate of interest not exceeding interest at the rate of the time being charged by bankers in Brisbane for overdrawn accounts on money lent, whether the term of the loan be short or long, and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the association, and to provide and pay off any such securities; and
  - (c) To invest in such manner as the members of the association may from time to time determine.

## **15 MEETINGS OF THE MANAGEMENT COMMITTEE**

- (1) The management committee shall meet at least once every calendar month to exercise its functions.
- (2) A special meeting of the management committee shall be convened by the secretary on the requisition in writing signed by not less than one-third of the members of the management committee, which requisition shall clearly state the reasons why such a special meeting is being convened and the business to be conducted at the meeting. If the secretary is unable or unwilling to call the special meeting, the management committee coordinator must call the meeting.
- (3) At every meeting of the management committee a simple majority of a number equal to the number of members elected and appointed to the management committee as at the close of the last general meeting of the members, shall constitute a quorum.
- (4) Subject as previously provided in this rule, the management committee may meet together and regulate its proceedings as it thinks fit;
- (4A) However, 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.
- (5) A member of the management committee shall not vote in respect of any contract or proposed contract with the association in which the member is interested, or any matter arising thereout, and if the member does so vote the member's vote shall not be counted.
- (6) Not less than fourteen days notice shall be given by the secretary to members of the management committee of any special meeting of management committee. This may be shortened if there is unanimous agreement from the members of the committee before the time appointed for the meeting.
- (6A) Such notice shall clearly state the nature of the business to be discussed thereat.
- (7) The chairperson shall be nominated at the previous meeting and be based upon a rotation system amongst members of the management committee. If at any meeting the chairperson is not present within ten minutes after the time appointed for holding the meeting then the members may choose another of their number to be chairperson for the meeting.
- (8) 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.
- (9) 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.

## **16: MINUTES OF MANAGEMENT COMMITTEE MEETINGS**

- (1) The secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting are entered in a minute book.

(2) To ensure the accuracy of the minutes, the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy.

## **17 APPOINTMENT OF SUBCOMMITTEES**

(1) The management committee may delegate any of its powers to a sub-committee consisting of such members of the association as the management committee thinks fit.

(1A) Any subcommittee so formed shall in the exercise of powers so delegated conform to any regulations that may be imposed on it by the management committee.

(2) A sub-committee may elect a chairperson of its meetings.

(2A) If no such chairperson is elected, or if at any meeting the chairperson is not present within ten minutes after the time appointed for holding the meeting, the members present may choose one of their numbers to be chairperson of the meeting.

(3) A sub-committee may meet and adjourn as it thinks proper.

(4) Questions arising at any meeting shall be determined by a majority of votes of the members present and in the case of equality of votes, the question shall be deemed to be decided in the negative.

## **18 ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

All acts done by any meeting of the management committee or of a sub-committee or by any person acting as a member of the management committee shall notwithstanding that it is afterwards discovered that there was some defect in the appointment of any such member of the management committee or person acting as aforesaid, or that the members of the management committee or any of them were disqualified, be as valid as if every person had been duly and was qualified to be a member of the management committee.

## **19 RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING**

(1) A resolution in writing signed by all the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.

(2) Any such resolution may consist of several documents in like a form, each signed by one or more members of the management committee.

## **20 ANNUAL GENERAL OR GENERAL MEETINGS**

The first general meeting shall be held at such time, not being less than one month nor more than three months after incorporation of the association, and at such place as the management committee may determine.

## **21 SUBSEQUENT ANNUAL GENERAL MEETINGS**

- (1) The annual general meeting shall be held within six months of the close of the financial year.
- (2) The business to be transacted at every annual general meeting shall be –
  - (a) statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the association for the preceding financial year; and
  - (b) The receiving of the auditors report upon the books and accounts for the preceding financial year; and
  - (c) The election of members of the management committee; and
  - (d) The appointment of an auditor.

## **22 SPECIAL GENERAL MEETINGS**

- (1) The secretary shall convene a special general meeting –
  - (a) When directed to do so by the management committee; or
  - (b) On the requisition in writing signed by not less than one-third of the members presently on the management committee or not less than the number of ordinary members of the association which equals double the number of members presently on the management committee plus one; or
  - (c) On being given a notice in writing of an intention to appeal against the decision of the management committee to reject an application for membership or to terminate the membership of any person.
- (2) A requisition mentioned in sub rule (1)(b) shall clearly state the reasons why such a special general meeting is being convened and the nature of business to be transacted there at.

## **23 QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETINGS**

- (1) At any general meeting the number of members required to constitute a quorum shall be double the number of members presently on the management committee plus one.
- (2) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (2A) For the purposes of this rule- “member” includes a person attending as a proxy or as representing a corporation which is a member.
- (3) If within half an hour from the time appointed for the commencement of a general meeting a quorum is not present, the meeting, convened upon the requisition of members of the management committee or the association, shall lapse.
- (3A) 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 members present shall be a quorum.

(4) The chairperson may, with the consent if any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

(5) When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of the original meeting.

(6) Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

## **24 NOTICE OF GENERAL MEETING**

(1) The secretary shall convene all general meetings of the association by not giving less than 14 days notice of any such meeting to the members of the association.

(2) The manner by which such notice shall be given shall be determined by the management committee.

(3) However, notice of any meeting convened for the purpose of hearing and determining the appeal if a member against the rejection or termination of the members membership by the management committee, shall be given in writing.

(4) Notice of a general meeting shall clearly state the nature of the business to be discussed there at.

## **25 PROCEDURE AND VOTING AT GENERAL MEETING**

(1) Unless otherwise provided by these rules, at every general meeting-

(a) the co-ordinator shall preside as a chairperson, or if there is no co-ordinator, or if the co-ordinator is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, the assistant co-ordinator shall be the chairperson or if the assistant co-ordinator is not present or is unwilling to act then the members present shall elect one of their numbers to be chairperson of the meeting; and

(b) the chairperson shall maintain order and conduct the meeting in a proper and orderly manner; and

(c) every question, matter or resolution shall be decided by a majority of votes of the members present; and

(d) every member present shall be entitled to one vote, subject to:

- i. the member being aged at least 18 years at the time of voting;
- ii. each membership in the family category being entitled to no more than two votes;
- iii. each membership in the organisation category not being entitled to vote.

In the case of an equality of votes the chairperson shall have a second or casting vote;

- (e) however, no member shall be entitled to vote at any general meeting if the member's annual subscription is more than one month in arrears at the date of the meeting; and
- (f) voting shall be by show of hands or a division of members, unless not less than one-fifth of the members present demand a ballot, in which event there shall be a secret ballot; and
- (g) the chairperson shall appoint two members to conduct the secret ballot in such a manner as the chairperson shall determine and the result of the ballot as declared by the chairperson shall be deemed to be resolution of the meeting at which the ballot was demanded; and
- (h) 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 and in a secret ballot every member present in person or by proxy or by attorney or other duly authorised representative shall have one vote; and
- (i) the instrument appointing a proxy shall be in writing, in the common or usual form, under the hand of the appointer or of the appointer's attorney duly authorised in writing or, if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised; and
- (j) a proxy may but need not be a member of the association; and
- (k) the instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot; and
- (l) where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near there to as circumstances permit;

ASSOCIATION: Northey Street City Farm Association Inc.

I.....of.....

Being a member of the above named association, hereby  
 appoint.....of.....or failing the  
 member.....of.....

as my proxy to vote for me on my behalf at the (annual) general meeting of the association, to be held on the  
 day of.....,19....., and at any adjournment thereof.

Signed. this.....day. of.....19.....

Signature

This form is to be used \*in favour of / \*against the resolution.

\*(strike out whichever is not desired. Unless otherwise instructed the proxy may vote as the proxy thinks fit.)

- (a) the instrument appointing the 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 purposes to vote; and
  - (b) 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.
- (2) For the purpose of ensuring accuracy of the recording of such minutes, the minutes of every management committee meeting shall be signed by the chairperson of the next succeeding management committee meeting verifying their accuracy.

(3) 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.

(4) However the minutes of any annual general meeting shall be signed by the chairperson if that meeting or the chairperson of the next succeeding general meeting or annual general meeting.

## **26 BY-LAWS**

The management committee may from time to time make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association and any by-law may be set aside by a general meeting of members.

## **27 ALTERATION OF RULES**

(1) 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

(2) However, no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and approved by the department body which deals with this.

## **28 COMMON SEAL**

(1) The management committee shall provide for a common seal and for its safe custody.

(2) 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 counter signed 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.

## **29 FUNDS AND ACCOUNTS**

(1) The funds of the association must be kept in the name of the association in a financial institution decided by the management committee.

(2) 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 association and the particulars usually shown in the books of a like nature.

(3) All moneys shall be deposited as soon as practicable after the receipt thereof.

(4) All Payments of \$100 or more must be made by cheque or electronic funds transfer and signed or approved electronically by any two of the:

- (a) the coordinator;
- (b) the secretary;
- (c) the treasurer;
- (d) any other members of the association who have been authorised by the management committee to approve electronic transfers and sign cheques issued by the association.

(5) However, 1 of the persons who signs the cheque or approves the electronic funds transfer must be the coordinator, the secretary or the treasurer.

(6) Cheques shall be crossed “not negotiable” except those in payment of wages, allowances or petty cash recoupments which may be open.

(7) The management committee shall determine the amount of petty cash which shall be kept on the imprest system.

(8) The association’s management committee must—

- (a) approve or ratify the association’s expenditure; and
- (b) ensure the approval or ratification is recorded in the management committee’s minute book.

(9) As soon as practicable after the end of each financial year the treasurer shall cause to be prepared to statement containing particulars of –

- (a) the income and expenditure for the financial year just ended; and
- (b) the assets and liabilities and of all mortgages, charges and securities affecting the property of the association at the close if that year.

(10) All such statements shall be examined by the auditor who shall present a 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 audit was made.

(11) The income and property of the association 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 dividend, bonus or otherwise by way of profit to or amongst the members of the association provided that nothing herein contained shall prevent the payment in good faith of interest to any such member in respect if moneys advanced by the member to the association or otherwise owing by the association to the member or of remuneration to any officers or servants of the association or to any member of the association or other person in return for services actually rendered to the association provided further that nothing herein contained shall be constructed so as to prevent the payment and repayment to any member of out of pocket expenses, money lent, reasonable and proper charges for goods hired by the association or reasonable and proper rent for premises demised or let to the association.

### **30 DOCUMENTS**

The management committee shall provide for the safe custody, of books, documents, instruments of title and securities of the association.

### **31 FINANCIAL YEAR**

The financial year of the association shall close on 30<sup>th</sup> June in each year.

### **32 DISTRIBUTION OF SURPLUS ASSETS**

If the association shall be wound up in accordance with the provisions of the Associations Incorporation Act 1981, and there remains, after satisfaction of all of all its debts and liabilities, and

property whatsoever, the same shall not be paid to or distributed among the members of the association, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the association, and which is institution approved by the commissioner of taxation as an institution referred to in paragraph 78(1)(a) of the Income Tax Assessment Act 1936, 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 association under or by virtue of Rule 28(10), such institution or institutions to be determined by the members of the association.

### **33 ENVIRONMENT FUND**

#### **(1) Requirements of the Public Fund:-**

Northey Street City Farm must inform the Department responsible for the Environment as soon as possible if:

- it changes its name or the name of its public fund; or
- there is any change to the membership of the management committee of the public fund; or
- there has been any departure from the model rules of the public fund.

#### **(2) Ministerial Rules**

Northey Street City Farm 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 fund are only used for its principal purpose.

#### **(3) Non Profit**

The income and property of Northey Street City Farm shall be used and applied solely in promotion of its objects and no portion shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to members, directors, or trustees of the organisation.

#### **(4) Conduit Policy**

Any allocation of funds or property to other persons or organisations will be made in accordance with the established purposes of Northey Street City Farm and not be influenced by the preference of the donor.

#### **(5) Winding Up**

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

#### **(6) Statistical Information**

Statistical information requested by the Department on donations to the Public Fund will be provided within four months of the end of the financial year.

An audited financial statement for the organisation and its public fund will be supplied with the annual statistical return. The statement will provide information on the expenditure of public fund monies and the management of public fund assets.

#### **(7) Model Rules for the Northey Street City Farms Public Fund – titled ‘Environmental Fund’**

- The objective of the fund is to support the organisation's environmental purposes.
- Members of the public are to be invited to make gifts of money or property to the fund for the environmental purposes of the organisation.