

CONSTITUTION AND RULES

1 NAME

The name of the Association shall be the Oral History Association of Australia NSW Inc., hereinafter called the NSW Branch.

2 INTERPRETATION

- 2.1 'The Association' means the Oral History Association of Australia. This is the national Association to which the NSW Branch belongs.
- 2.2 'The National Committee' means the National Committee of the Oral History Association of Australia.
- 2.3 'The constitution of the Association' means the constitution of the Oral History Association of Australia, provisions of which apply to the NSW Branch.
- 2.4 'Constitution' means the Constitution of the NSW Branch. This also encompasses the Rules of the NSW Branch.
- 2.5 With regard to membership of the NSW Branch of the Association, 'persons' means not only individuals but also institutions.

3 AIMS

The aims of the NSW Branch are:

- 3.1 to promote the practice and methods of oral history;
- 3.2 to educate in the use of oral history methods;
- 3.3 to encourage discussion on all aspects of oral history;
- 3.4 to foster preservation of oral history records in Australia;
- 3.5 to do such things as may support the achievement of these aims.

4 MEMBERSHIP

- 4.1 Members shall be persons (see 2.5 above) who are eligible to be members of the Association are residents of NSW or are otherwise deemed by the Association to be affiliated with the NSW Branch, and in good standing with the Association in accordance with 4.3 and 4.5 (below).
- 4.2 Members shall pay to the NSW Branch the annual subscription, the categories (and amounts) of which shall be determined by the NSW Branch.
- 4.3 Membership shall cease upon:

- 4.3.1 death of the member;
 - 4.3.2 failure to pay the subscription when this falls due;
 - 4.3.3 the receipt by the secretary of resignation in writing;
 - 4.3.4 expulsion on the basis of conduct that is considered by the Committee of the NSW Branch or the National Committee to be contrary to the aims or interests of the Association or the NSW Branch.
- 4.4 The committee of the NSW Branch, or a member whose expulsion is being considered by that Committee, may seek the involvement of the National Committee in the matter and the National Committee shall act as specified in the Constitution of the Association.
- 4.5 When the Committee of the NSW Branch is considering the expulsion of a member, the Committee shall act as follows:
- 4.5.1 the member's conduct shall be enquired into by the committee and the member shall be given the opportunity to defend, justify or explain the conduct, either in person or in writing;
 - 4.5.2 all members of the Committee shall be consulted in the case of such an enquiry, in accordance with the normal proceedings of the Committee;
 - 4.5.3 provided that a quorum is present when the matter is enquired into, and that members are of the opinion that the member under consideration has been guilty of such conduct or action as aforesaid, then the Committee may expel or suspend that person from membership;
 - 4.5.4 should the member fail to appear at any relevant enquiry, or any adjournment thereof, or fail to respond in writing, the Committee may proceed in the member's absence to conduct the said enquiry, make its findings and act thereupon.
- 4.6 Membership entitlements are not transferable.
- 4.7 The membership entitlements of an institution, as a member according to the definition of a person in 3.1 (above) shall devolve upon the nominee of that institution, where voting at an Annual General, Extra-ordinary General or Special General Meeting is concerned.

5 REGISTER OF MEMBERS

- 5.1 The Public Officer of the NSW Branch must establish and maintain a register of members of the NSW Branch specifying the name and address of each person who is a member of the NSW Branch together with the date on which that person became a member.
- 5.2 The register of members must be kept at the principal place of administration of the NSW Branch and must be freely open for inspection by any member of the NSW Branch at any reasonable time.

6 SUBSCRIPTIONS

- 6.1 The annual subscription for each category of membership shall be determined by the NSW Branch at the Annual General Meeting.
- 6.2 The subscription shall be payable annually on 1 July to the NSW Branch.

7 MANAGEMENT

- 7.1 Management shall be vested in a Committee of no fewer than five and no more than eight members of the NSW Branch.
- 7.1.1 No fewer than three and no more than eight to be elected at the Annual General Meeting of the NSW Branch.
- 7.1.2 Up to two persons may be co-opted by the Committee subsequent to the Annual General Meeting.
- 7.2 The Office Bearers of the NSW Branch shall be the President, the Secretary and the Treasurer. They shall be elected by the membership at the Annual General Meeting, prior to the election of the remaining Committee members at that meeting.
- 7.3 The Committee shall meet as often as is necessary to conduct the business of the NSW Branch. There shall not be fewer than five meetings per year.
- 7.4 The quorum shall be three Committee members of whom at least two are Office Bearers.
- 7.5 The President or two other members of the Committee shall have the power to call a meeting of the Committee.
- 7.6 Notice of meetings of the Committee shall be given at the previous Committee meeting or by seven days written notice or, in an emergency, by such other notice as shall be ratified by the Committee.
- 7.7 An office bearer or member of the Committee shall cease to hold such office upon:
- 7.7.1 resignation in writing;
- 7.7.2 expulsion as a member of the NSW Branch;
- 7.7.3 absence from three successive Committee meetings without explanation acceptable to the Committee.
- 7.8 Vacancies arising amongst Office Bearers may, by decision of the Committee, be filled from amongst its members. Other vacancies may be filled by co-opting members until the next Annual General Meeting.
- 7.9 The Committee shall have the power to control and manage the affairs of the NSW Branch and may exercise such functions as may be exercised by the NSW Branch, except those required by these Rules and Constitution, to be exercised by a general meeting of members of the NSW Branch.
- 7.10 The Committee may appoint sub-committees for special purposes. They shall meet as directed by the Committee and shall report to the Committee.
- 7.11 Questions arising at a meeting of the Committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of the Committee or sub-committee present at the meeting.

8 GENERAL MEETINGS

- 8.1 The Annual General Meeting shall be held no less often than once in each calendar year and not more than four months after the close of the financial year which shall be 30 June.
- 8.2 The business of the annual General Meeting shall be:

- 8.2.1 to confirm the minutes of the immediately preceding Annual General Meeting;
 - 8.2.2 to receive the President's report for the preceding financial year;
 - 8.2.3 to receive the Treasurer's report for the immediately preceding financial year, in conjunction with the budgetary predictions for the ensuing financial year;
 - 8.2.4 to elect membership of the Committee for the subsequent year, nominees for positions on the Committee must consent in writing or verbally;
 - 8.2.5 to conduct any other business on the agenda.
- 8.3 A Special General Meeting shall be called by the Secretary within twenty-eight days of receipt of a directive of the Committee or a written request of at least three Committee members or not less than one tenth of the membership of the NSW Branch. The Secretary shall specify the business to be conducted at the meeting.
- 8.4 Written notice of not more than twenty-eight days and not less than seven days shall be given to members by the Secretary. The notice shall set out where and when the meeting shall be held and shall give particulars of the nature and the order of business to be transacted at the meeting.
- 8.5 A quorum at any General Meeting shall be ten members or one-sixth of the membership, whichever is the less.
- 8.6 No business other than that specified in the notice convening a General Meeting shall be transacted at the meeting, except at the discretion of the Chair.
- 8.7 A member desirous of bringing any business before a general meeting may give, to the secretary, notice in writing of that business, who must include that business in the agenda of the next General Meeting.

9 VOTING

- 9.1 Voting shall be by show of hands except:
- 9.1.1 that any contested election at an Annual or Extra-ordinary General Meeting shall be by secret ballot;
 - 9.1.2 that the meeting may, by show of hands, require any other vote to be by secret ballot;
 - 9.1.3 that, at any meeting, a member may vote on behalf of another member who is not present, if the absent member has appointed the proxy in writing.

10 PRESIDENT

- 10.1 The President shall chair Committee and General Meetings except that, in the absence of the President, or at the request of the President or of a majority of a meeting, another member may be elected as chair for that meeting.
- 10.2 The chair at any meeting shall have a personal deliberative vote and shall, in addition, have a casting vote if votes are equal.
- 10.3 The President together with the Secretary shall prepare the agenda for Committee and General Meetings.
- 10.4 In the event of the need arising for a statement to be made to an instrumentality external to the NSW Branch, the President is empowered to act as spokesperson, unless an alternative

spokesperson has been appointed by the Committee or a General Meeting. The Spokesperson shall make statements in accordance with previously agreed policy or, in an emergency, after consultation with at least two other members of the Committee.

11 TREASURER

- 11.1 It is the duty of the Treasurer to ensure that all monies received by the NSW Branch are paid into an account authorised by the Committee in the name of the NSW Branch. Payments shall be by petty cash or by cheque signed by two authorised signatories of whom there shall be no more than four appointed by the Committee. Unexpectedly large or unusually directed expenditure shall be authorised by the Committee or, where deemed appropriate, by a General Meeting.
- 11.2 The Treasurer shall keep records of all receipts coming to, and payments made on behalf of the NSW Branch. These records shall be available at all times for inspection by any member.
- 11.3 The Treasurer shall ensure that budgets are prepared and that financial statements are drawn up for submission to each Committee meeting.
- 11.4 The Treasurer shall present audited accounts to each Annual General Meeting.

12 SECRETARY

- 12.1 The Secretary shall give notice of meetings in accordance with the provisions of this Constitution and its Rules.
- 12.2 The Secretary shall ensure that records are kept of the NSW Branch, including minutes of Committee and General Meetings, the Constitution and Rules of the Branch, a file of correspondence and records of submissions or reports made by or on behalf of the NSW Branch.
- 12.3 In the absence of the Secretary or at the request of the Secretary or of a majority of the meeting, another member shall be appointed as minute secretary.

13 PUBLIC OFFICER

- 13.1 Under the Associations Incorporation Act 1984, each incorporated association must appoint a Public Officer who is a resident of NSW and must be at least eighteen years of age. The Public Officer is appointed by the association's Committee but is not required to be a member of either the Committee or the association.
- 13.2 The position of Public Officer must not remain vacant for more than fourteen days.
- 13.3 It is the Public Officer's responsibility to notify the Department of Fair Trading (or its successor(s)) of any change in the association or its financial position.
- 13.4 A register must be kept at the residential address of the Public Officer of the members of the Committee of the association, including their names, residential addresses, date on which each became a member of the Committee, and other such information which may, from time to time, be prescribed.
- 13.5 Changes in the membership of the Committee must be recorded within one month of such change coming into effect.
- 13.6 The Public Officer must comply with all other directions laid out in the pamphlet, issued by the Department of Fair Trading called "Responsibilities of Public Officers under the Associations Incorporation Act 1984".

14 AMENDMENT OF CONSTITUTION AND RULES

- 14.1 The Constitution and Rules may be repealed or amended by resolution of two-thirds of members present and voting at a General Meeting of which not less than seven days' written notice including notice of the proposed repeal or amendment has been distributed to all members.

15 FINANCES AND PROPERTY

- 15.1 The financial year of the NSW Branch shall be determined by the Committee and shall come into effect after being ratified at a General Meeting.
- 15.2 The income, property and funds of the NSW Branch shall be used solely to promote the objectives of the Oral History Association of Australia and its NSW Branch, and shall not be paid or transferred to any members or relatives of members of the NSW Branch, provided that nothing herein shall prevent any fair payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objectives of the NSW Branch, and without any undue preference.
- 15.3 On dissolution of the NSW Branch all property remaining after payment of all legal liabilities shall be transferred to such other body formed for promoting similar objectives or for charitable objectives as shall be approved by the NSW Branch, provided that:
- 15.3.1 such other body shall also prohibit the distribution of income and property to the members to the extent stated herein;
- 15.3.2 the NSW Branch shall not be dissolved except by approval of not less than two-thirds of members present at a meeting called for the purpose of which not less than one calendar month's notice, including notice of the proposed dissolution, has been distributed to all members.

16 INSURANCE

- 16.1 The association must maintain insurance under section 44 of the Act.
- 16.2 In addition, the association may maintain other insurance deemed appropriate by the Committee or a General Meeting.

17 ALTERATION OF OBJECTIVES AND RULES

- 17.1 The objectives and rules of the NSW Branch may be altered, rescinded or supplemented only by a special resolution of the NSW Branch passed at a General Meeting.

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