

# NOARLUNGA MODEL AEROSPORTS INC CONSTITUTION

## 1. TITLE

The Title of the association shall be: Noarlunga Model Aero Sports Incorporated, (N.M.A.S.) hereinafter referred to as the "Club".

## 2. COMMON SEAL

The Common Seal of the club shall be kept in the custody of the Public Officer and shall be fixed only to a resolution of the Committee and the affixation of the Seal shall be countersigned by any two members of the Committee and the Secretary or any substitute for the secretary specially authorised by the Committee

## 3. OBJECTIVES

To promote the development of aviation in South Australia by, and in particular, the promotion, protection, organisation and encouragement in every way of the building, flying and development of model aircraft and model aeronautics generally within and in conjunction with South Australia.

## 4. MEMBERSHIP

Membership of the club shall be subject to committee approval by way of simple majority vote, in accordance with club rules, and shall be open to the following:

### 4.1. PATRON MEMBERS

Persons of distinguished position who on invitation from the Committee, desire to foster the objectives of the club.

### 4.2. HONORARY MEMBERS

Visitors or members of affiliated Clubs invited to participate in Club activities on a particular day or for an extended period approved by the Executive of the Committee on proof of M.A.A.A. current membership.

### 4.3. HONORARY LIFE MEMBERSHIP

Persons elected by way of a majority vote at a Special General Meeting or Annual General Meeting who have given outstanding services to the Club over many years. The member so honoured will not be required to pay the Club portion of the membership fee.

### 4.4. SENIOR MEMBER

Members of the Club who pay both the Noarlunga Model Aero Sports (NMAS) and Model Aero Sports South Australia (MASA) / Model Aeronautical Association of Australia (M.A.A.A.) fees through NMAS and who are eighteen years or over at the time of membership renewal (June 30th) or when first joining NMAS, are deemed to be Senior Members and shall enjoy all voting rights.

### 4.5. JUNIOR MEMBER

Members who are under the age of eighteen years at the time their membership subscription to the Club falls due.

#### 4.6. ASSOCIATE MEMBER

A financial member of another M.A.S.A. or M.A.A.A. affiliated Club may join as an Associate Member of N.M.A.S. An Associate member will NOT be entitled to any voting rights or be entitled to serve as a committee member or Office Bearer.

- a.) The annual fee and joining fee for Associate Membership shall be an amount determined at the Annual General Meeting.

#### 4.7. FAMILY MEMBERSHIP

If the committee deem that a member is the Parent, Family member or Guardian of a Junior / Juniors then a family discount may be given as set in the Discount Schedule below.

##### DISCOUNT SCHEDULE

- a.) Senior member and 1 Junior member: 10% discount on each fee
- b.) Senior member and 2 or more Junior members: 20% discount on each fee
- c.) 3 Junior members: 10% discount on each fee
- d.) 3 or more Junior members: 20% discount on each fee
- e.) Discounts not to be retrospective

#### 4.8. SOCIAL MEMBERSHIP

The Social member will;

- a.) Be entitled to participate in all social events, i.e.; Sunday BBQ's, social events & all arranged social events.
- b.) Not be allowed to fly.
- c.) Not be eligible to vote at meetings.
- d.) Not be eligible to sit on the Committee.
- e.) The annual fee and joining fee for Social Membership shall be an amount determined at the Annual General Meeting.

#### 4.9. Indoor Membership

The indoor member shall be subject to the following conditions:

- a.) Must become a member of the Model Aeronautical Association of Australia (MAAA).
- b.) Will not be permitted to fly model aircraft at the Noarlunga flying field Clisby Lane Seaford Meadows unless the current NMAS club membership fee is paid.
- c.) Shall pay fees as required from time to time for the hire of any NMAS indoor venue. Senior and Junior Fees shall be the same.

- d.) Shall not be eligible to vote at Annual General or Special Meetings.
- e.) A representative of the Indoor members may attend Committee meetings at the discretion of the chair; the member may be heard but not eligible to vote unless the issue discussed relates to indoor flying activities.
- f.) Shall be entitled to participate in all social events and attend any social function held by NMAS at the NMAS field or otherwise.
- g.) The annual fee and joining fee for Indoor Flying Membership shall be an amount determined at the Annual General Meeting

## **5. OFFICE BEARERS AND COMMITTEE MEMBERS**

### **5.1. PRESIDENT**

The president shall preside at all Committee and other meetings of the Club or in the case of absence, the chairperson shall be the Vice President. The presiding officer shall have a casting vote only.

### **5.2. VICE PRESIDENT**

The Vice President in the absence of the President shall preside at all Committee and other meetings of the club or in case of absence, a Chairperson shall be elected from the committee members present.

### **5.3. SECRETARY**

- a.) The Secretary shall conduct the correspondence on behalf of the Club and shall have the custody of all documents of the Club except those required by any other officers in the course of their duties.
- b.) The Committee shall appoint an Assistant Secretary when necessary and such Assistant Secretary will have the powers of the secretary when the latter is unavailable or requires assistance.
- c.) The secretary shall keep full and accurate minutes of all Committee, Special and Annual General Meetings.

### **5.4. PUBLIC OFFICER**

These duties shall be carried out by the Secretary.

### **5.5. TREASURER**

- a.) The Treasurer shall receive all monies on behalf of the Club on the official receipt form and pay such moneys into such accounts at such banks the Committee may from time to time direct.
- b.) The Treasurer shall pay all due accounts after receiving the Committee's approval for such payments.

- c.) The Treasurer shall record all financial transactions of the Club in the club financial records and shall present an audited written statement of income and expenditure to the Annual General Meeting.
- d.) The Treasurer shall return completed Registration and affiliation forms to the Model Aerosport SA Inc. and / or other bodies.
- e.) The Committee shall appoint an Assistant Treasurer when necessary and such Assistant Treasurer will have the powers of the Treasurer when the latter is unavailable or requires assistance.

#### 5.6. AUDITOR

- a.) The Auditor shall be elected by a simple majority vote at an Annual General Meeting or Special General Meeting or if necessary appointed by the Committee.
- b.) The Auditor shall inspect the membership roll, audit the annual statement of accounts and shall verify same.
- c.) The Auditor shall have the power at any time to call for the production of all books, accounts, vouchers and other documents relating to the financial affairs of the Club.
- d.) The Auditor shall not hold any office and shall not be a member of the Committee.

#### 5.7. SAFETY OFFICER

- a.) The Committee will be responsible for the administration and enforcement of all Club Safety issues.
- b.) The Safety Officer shall ensure that all flying safety issues are communicated to members.
- c.) The Safety Officer shall be the focal point for the reporting of all safety issues and will be responsible for reporting such matters to the Committee.
- d.) The Safety Officer shall be one of the Committee elected at an Annual General Meeting or Special General Meeting.

#### 5.8. PUBLIC RELATIONS OFFICER

The Public Relations Officer may be elected from Club membership at any scheduled Club meeting or appointed by the Committee.

#### 5.9. M.A.S.A. REPRESENTATIVE

One member of the Committee shall represent the Club at all meetings of the Model Aerosport SA Inc. (M.A.S.A.)

## **6. COMPOSITION OF COMMITTEE**

- 6.1. The Committee shall consist of the President, Vice President, Secretary, Treasurer, Safety Officer, Chief Flying Instructor and five senior members.
- 6.2. A Senior Member shall not be eligible for election to the Committee until after the expiration of 3 Years membership, the time being calculated from the date of joining.
- 6.3. Junior Representative: One (1) Junior may be elected to the Committee to represent junior members of NMAS. The Junior representative shall be an additional member to the Committee and will have no voting rights.
- 6.4. Executive Members: The Executive shall consist of President, Vice President, Secretary and Treasurer.

## **7. DUTIES OF THE COMMITTEE**

- 7.1. The quorum of the Committee shall be at least five members.
- 7.2. The Committee shall meet at least monthly.
- 7.3. The Committee is bound to consider any proposal put to it at an Ordinary meeting of the Club.
- 7.4. The Association shall have all the powers conferred by section 25 of the Act
- 7.5. The Committee shall decide by the simple majority vote matters of policy affecting the conduct of the Club and shall be responsible for the business and financial affairs of the Club. Consider for approval all applications for membership.
- 7.6. Any extraordinary expenses or borrowing exceeding \$3,000.00 shall be subject to approval at a Special General Meeting.
- 7.7. The Committee shall have the power to make, alter or repeal such regulations and / or Bylaws as may be deemed necessary.
- 7.8. The Committee is responsible for administering the discipline process in accordance with Club Rules.
- 7.9. A Special Meeting of the Committee may be called at any time at the direction of the President or request signed by at least two members of the Committee or in an emergency by the Secretary.
- 7.10. The Committee may appoint sub-committees of any number and assign to them any such duties as it may deem necessary. Decisions reached by such sub-committees shall be subject to the Committee approval and confirmation.

7.11. An office of the Club or membership of a Committee becomes vacant if:

- a.) The holder ceases to be a member of the Club.
- b.) The holder confirms their resignation in writing to the Secretary.
- c.) The holder's office is declared vacant by a resolution passed by simple majority vote at a Special General Meeting.
- d.) An office bearer's position will become vacant if the office holder fails to attend 3 consecutive Committee meeting without consent of the committee.
- e.) When a position becomes vacant, the Committee shall be empowered to either appoint another Senior Financial member to the position or elect not to fill the position.

7.12. The Committee shall be subject to a resolution passed by simple majority vote at an Annual General Meeting or Special General Meeting.

7.13. No member of the executive shall be under the legal age of majority.

## **8. ELECTION OF OFFICE BEARERS AND COMMITTEE MEMBERS**

8.1. A SENIOR financial member of NMAS is entitled to hold an office of the Club after 2 years continuous membership within the last 5 years.

8.2. Office bearers shall be elected by a simple majority vote at an Annual General Meeting in the following manner:

- a.) At the Annual General Meeting in an odd number year the Vice President and the Secretary along with the Committee shall retire, but be eligible for reappointment. The President and Treasurer shall remain in office.
- b.) At the Annual General Meeting in an even number year the President and Treasurer along with the committee shall retire, but be eligible for reappointment. The Vice President and Secretary shall remain in office.

8.3. If during an Annual General Meeting,

- a.) a position becomes vacant, or
- b.) no nominations were received for a named position, or
- c.) insufficient nominations were received for general committee positions,

it is permissible to seek and accept nominations during the course of the meeting, and for these to be voted on. Such nominations are to be received by means of a completed Nomination Form or can be received from the floor at the AGM.

If any position cannot be filled by the process, during the AGM a "Special General Meeting" shall be called.

- 8.4. No member should hold more than one committee position unless there are no other valid nominations for that position.

## **9. FINANCE**

- 9.1. The income and property of the Club shall be applied solely to the promotion of its objectives, (such promotion shall be deemed to include the awarding of prizes) and no part thereof shall be paid or transferred directly or by way of dividends, bonus or otherwise by way of pecuniary profit to the members, provided that remuneration may be paid in good faith to officers and servants of the Club or other persons for services actually rendered to the Club.
- 9.2. Membership fees and joining fees shall be an amount determined at the Annual General Meeting. The membership fee shall be deemed to include the affiliation fee to MASA and the M.A.A.A.
- 9.3. Total membership fees shall fall due on the 1st of July of each year and when paid will render the applicant a member until the following 30th June. Membership shall cease if renewal fees are not paid by the 1st July.
- 9.4. New members joining between January and June of the current membership year shall pay reduced membership fees as set in accordance with Club Rules. There shall be no reduction in fees for new members joining between July and December of the current membership year.
- 9.5. To ensure the continuing financial viability of the Club, the Treasurer shall ensure that a minimum of 12-month administration costs be retained in the books of account at any one time.

## **10. MEETINGS**

### **10.1. THE ANNUAL GENERAL MEETING**

- a.) The Annual General Meeting shall be held as soon as practicable following the Annual General Meeting of M.A.S.A. but prior to the 31st of July next.
- b.) The meeting shall receive and adopt the Annual Report and Financial Statements for the year, elect officers and set Club membership fees for the following year and conduct other business as presented on the published agenda.

### **10.2. SPECIAL GENERAL MEETING**

- a.) Notice of any Special General Meeting must be given at least fourteen days prior to the meeting.
- b.) The Committee may call a Special General Meeting of the Club at any time.

- c.) Upon requisition in writing of not less than five members, the Committee shall within one month of receipt of the requisition convene a Special General Meeting for the purpose specified in the written request. The written request shall be signed by members making same and shall state the purpose of the meeting.
- d.) If a Special General Meeting is not convened by the Committee within one month as required, those members requesting the meeting may convene the meeting in accordance with the rules. As such they shall be entitled to a list of those members entitled to receive notification of the meeting.
- e.) Notice of a meeting at which a special resolution is to be proposed shall be given at least twenty one days prior to the date of the meeting. The Committee shall be responsible for the notification of members by whatever means practicable.

#### 10.3. QUORUM

The quorum for an Annual General Meeting or Special General Meeting shall be fifteen.

#### 10.4. ORDINARY GENERAL MEETINGS

Ordinary General Meetings shall be convened by the direction of the Committee.

### **11. DISSOLUTION OF THE CLUB**

In the event of the Club being disbanded all property of the Club whatever kind shall be handed over to Model Aerosport SA Inc. or anybody succeeding that body or to any other club or association as must be decided by a Special Resolution of not less than three quarters of the members entitled to vote to be passed and not less than twenty one days written notice.

### **12. Winding Up**

The association may be wound up in the manner provided for in the Act

### **13. AMENDMENTS TO THE CONSTITUTION**

This constitution may be amended at any Annual General Meeting or Special General Meeting of members, provided that the amendment is carried by two thirds majority of those financial members voting.

NMAS constitution as amended 28<sup>th</sup> July 2019