

CONSTITUTION OF THE WEST AUSTRALIAN FOLK FEDERATION INC.

A Society for the Study and Promotion of Folklore.

A Not for Profit Organisation.

The property and income of the association must be applied solely towards the promotion of the objects and purposes of the association and no part of that property or income may be paid or otherwise distributed, directly or indirectly to any member of the association, except in good faith in the promotion of those objects or purposes.

1. NAME.

The name of the Society shall be "West Australian Folk Federation (Inc)." herein referred to as "the Federation".

2. OBJECTS.

The objects of the Federation shall be:

- a) To present, encourage and foster Folk Music, Dance, Bush Poetry and folklore.
- b) To coordinate and assist bodies, especially within the state of Western Australia, in achieving the objects set out in clause 2(a).
- c) To support the "Australian Folk Alliance Inc." Or any other national Folk Music, Dance and Bush Poetry Organization which, may from time to time be established to liaise with or make representation to any Government or other body in the pursuit of the objects set out in clause 2(a).

3. POWERS.

In the carrying out of its objects, the Federation shall have the following powers:

- a) To purchase, take on, lease or exchange, to hire or otherwise in any manner whatsoever to acquire or to hold or deal with for such consideration as may be thought fit any property or assets, both real and personal including any lands, leases, building and any rights or privileges which may be considered of benefit to the Federation and to develop work or otherwise turn the same to account and to let sell or otherwise dispose of the same for such consideration and such terms and in such manner that may be deemed expedient or desirable.
- b) To borrow or raise money and to lend money and to secure the payment and the repayment of money in such manner and on such terms and for such period as the Federation shall think fit, and in particular to execute mortgage bills of sale, charges and other securities charged on all or any of the property of the Federation both present and future and to purchase, redeem, pay off or agree to a variation of all or any such securities.
- c) To draw, make, accept, endorse, execute, discount and issue Bills of exchange, Promissory notes, Bills of Lading, Warrants and other negotiable or transferable instruments.
- d) To transfer all or any part of the property of the Federation and to make gifts and loans to and otherwise financially assist any institution society or association having objects altogether or in part similar to the objects of the Federation.
- e) To undertake and execute any trusts for the purpose of carrying out the objects of the Federation.
- f) To enter into any arrangement or agreement that may seem conducive to the carrying out of objects of the Federation or of benefit to the Federation directly or indirectly with any corporation or with any person or firm.
- g) To delegate all or any of its powers to any committee appointed by the Federation or to any sub-Committee thereof.
- h) To employ such persons at such remuneration and for such periods and on such terms and conditions (and with power to terminate such employment) as may be deemed expedient.
- i) To do such other things which are conducive or incidental to the attainment of the objects above, or any of them.

4. MEMBERSHIP AND AFFILIATION.

- a) There shall be four types of membership, being Single membership, Family membership, Affiliate membership, Honorary Life membership:
- 1) Single membership is open to all individual interested persons. Single membership shall carry one vote at General Meeting.
 - 2) Family membership is open to families, a family being up to two adults and their dependants under sixteen years of age. Family membership shall carry one vote for each adult at General meetings.
 - 3) Affiliate membership is open to bodies and organisations. Affiliate membership shall carry one vote at General Meeting.
 - 4) Honorary life membership may be bestowed on individual persons by the Committee and ratified by the membership at the Annual General Meeting for “especially meritorious service” to the Federation. Any such membership will be specially presented and such member will have full rights but need no longer pay annual fees. Honorary life membership shall carry one vote at General meetings.
 - 5) The committee may reject any membership application.
- b) The annual fee and affiliation fee shall be set by the Committee and may be altered at the Annual General Meeting or at an extraordinary General meeting convened for that purpose provided always the Committee may set a pro rata annual and/or affiliation fee for the remainder of any membership year.
- c) The Membership year and year of affiliation shall begin at the date of approval by the Committee of that application.
- d) Membership or affiliation terminates when the member ceases to be a financial member or when the member is expelled by committee. If the committee considers that the conduct of any member is detrimental to the best interests of the Federation, it shall give the member at least twenty one day’s notice of expulsion and shall provide the member with an opportunity to give an explanation prior to expulsion. Expulsion may be voided by a majority vote at a general meeting.
- e) 1) The Federation will maintain a register of its members and record in that register, any change in the membership of the association. Any change will be recorded within 28 days after the change occurs.
- 2) The register of members must include each members name and a residential postal or email address.
 - 3) A member may inspect the register free of charge upon written request to the committee. This member may make a copy of, or take an extract from the register, but has no right to remove the register for that purpose.
 - 4) The management committee is authorised to determine a reasonable charge for providing a copy of the register.

5. MANAGEMENT

- a) The management of the Federation shall be vested in a Committee. The committee shall comprise no less than six (6) and no more than ten (10) plus immediate past chairperson who may remain for one year.
- b) The Committee shall be elected in accordance with the rules set out in section 8 of this constitution. The new committee shall take effect from the conclusion of the General meeting and dissolve when the succeeding committee takes effect.
- c) If the Committee comprises less than ten elected members plus the immediate past chairperson, the Committee may co-opt other members to fill the committee vacancies. Any person so co-opted shall have all the rights and obligations of members elected to the Committee.
- d) The Committee shall be comprised of the following members, who shall be individually elected in accordance with the rules in Section 8;

- 1) An Executive consisting of Chairperson, Vice Chairperson, Secretary, and Treasurer, all of whom shall be nominated for and elected directly.
 - 2) Two to six ordinary committee members, and
 - 3) The immediate Past Chairperson (unless he/she is elected to an executive position). No member of the Committee shall hold more than one position listed in (d1) or (d2) above, except in temporary circumstances.
- e) A member of the committee shall retain that position until either the committee dissolves or the member's written resignation is presented to a committee meeting or the member is expelled from the Federation or from the committee. A member may be expelled from the committee if he/she fails to attend three consecutive meetings.
 - f) The Chairperson or, in his/her absence, the vice Chairperson shall preside over meetings of the Committee. If neither is present within 15 minutes of the appointed time, the Committee shall elect a chairperson for that meeting.
 - g) The Committee shall meet for the dispatch of business at least bimonthly. The Chairperson may, at any time, and the secretary shall on the request in writing of any two Committee members, summon a Committee meeting. Under such circumstances the Secretary shall give all Committee members at least three days' notice in writing.
 - h) The committee shall have the power to co-opt or invite other persons to sit on the committee from time to time. Any person so co-opted or invited shall have the right to attend committee meetings when invited to do so and to join in discussions, but shall have no right to vote.
 - i) A quorum of the committee shall be half plus one member.
 - j) Motions arising at any Committee meeting shall be decided by a majority vote of those present. The chairperson shall have a substantive vote. In the event of a tie he/she may exercise an additional casting vote.
 - k) The Committee shall define such administrative duties as are to be carried out by the Secretary and Treasurer. The Secretary shall cause to be kept a correct record of all proceedings of the Committee.
 - l) All office bearers shall be required to hand over materials in their possession together with a report to the incoming Committee by the first meeting following the Annual General Meeting.
 - m) The Committee may be removed by an Extraordinary General Meeting at which a motion to remove the Committee is passed by a two thirds majority of the members present. The members present at the Extraordinary General Meeting must decide on the process for management until a new Committee is elected in accordance with the rules. The members shall agree on a date for an Extraordinary General Meeting to be held within three months, and shall appoint a Returning Officer and two scrutineers to organise the election of a new committee in accordance with the rules set out in section 8.
 - n) The committee may appoint a member to fill a position on the committee that has become vacant or was not filled by election at the most recent annual general meeting.
 - o) If the position of Secretary becomes vacant the committee must appoint an eligible member within 14 days.
 - p) The committee may continue to act despite a vacancy in its membership (subject to a quorum).
 - q) If there are fewer committee members than required for a quorum the committee may act only for the purpose of:
 - 1) Appointing committee members under this rule.
 - 2) Convening a general meeting.

6. FINANCE

- a) The financial year shall begin on the first day of July and shall end on the last day of June.
- b) The income earned and the property held by the Federation from time to time shall be under the absolute control of the Committee and shall be applied solely towards the promotion of the objects of the Federation and no portion thereof shall be paid or apportioned or transferred directly or indirectly by way of dividend bonus or otherwise, by way of profit whatsoever to the persons or any of them who at any time are or have been members of the Federation or to any person claiming through or by any of them always provided that nothing herein contained shall prevent the payment of any remuneration to any person employed by the Federation or to any member thereof for any services actually rendered or value given to the Federation.
- c) Members shall not incur expenditure on behalf of the Federation or use Federation funds without the authority of the Committee.
- d) All moneys received by a member of the Federation or any other person on behalf of the Federation shall be banked within Five (5) working days of receipt in the Account of the Federation at a bank or banks approved by the Committee.
- e) The Treasurer shall examine all accounts Submitted for payment and recommend to the Committee those to be paid. Moneys shall only be withdrawn from such accounts on the authority of the Committee by cheques or withdrawal forms signed by the Treasurer and by one of the Chairperson, Vice Chairperson or Secretary. Where the Treasurer is absent from the Perth Metropolitan Area for seven (7) or more Consecutive days the Committee may appoint an Acting Treasurer during his absence.
- f) An auditor shall conduct an audit of the Federation accounts and balance sheets for each year and shall furnish a report to the Annual General Meeting as an addition to the Treasurer's report. The Auditor for the ensuing year shall be appointed at the same General Meeting. The auditor shall not be a member of the Committee.
- g) In the event that the auditor resigns his/her position during the financial year, the Committee shall have authority to appoint an auditor for the duration of the term subject to notification at the next Annual General Meeting.
- h) When undertaking a project requiring a substantial financial commitment, a cap must be adhered to as laid down in By-Law 1. Should additional commitment be required then, as laid down in By-Law 1, this must be agreed to by a 75% majority in a vote by members at an AGM or EGM.

7. GENERAL MEETINGS

- a) The Annual General Meeting of the Federation shall be held within 4 months of the end of the financial year (as set down in section 6a) at such time and place as the committee may determine, for the following purposes:
 - 1) To receive the Annual Report of the Committee and the auditor's report.
 - 2) To announce the results of the election of Committee, and to elect additional Committee members for unfilled positions.
 - 3) To appoint an auditor for the following year.
 - 4) To deal with any other business. b) Extraordinary General Meetings may be held at such times as the Committee may deem necessary or within one (1) calendar month of the receipt by the Secretary of a notice in writing requesting an Extraordinary General Meeting signed by at least (10) financial members of the Federation.
- c) Subject to clause 12 the Secretary shall give at least seven (7) days' notice in writing to all members of the Federation and to all affiliated bodies specifying the time and place of the meeting and the general nature of the business to be dealt with.
- d) At General meetings a quorum shall consist of ten (10) members. If a quorum is not present within a half an hour of the time set down for a meeting to commence the meeting shall be adjourned for seven (7) days and members not present shall be advised by the Secretary of the next time and place. The quorum at such an adjourned meeting shall be eight (8).

- e) Motions shall be decided by a majority vote of members present. Voting shall be by show of hands unless a poll is called for by the chairperson or by any: two (2) members when voting shall be by ballot. Notice of motions shall be signed by the mover and lodged with the Secretary at least forty eight (48) hours prior to the meeting.
- f) Voting at General Meetings may be given personally or by proxy. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed must be received by the Secretary before the scheduled commencement time of the meeting or adjourned meeting. The proxy holder must be a financial member of the WA Folk Federation. The proxy form shall be made available upon request to the committee.

8. ELECTION OF THE MANAGEMENT COMMITTEE

- a) The Chairperson shall call for nominations for Committee positions from the membership when the Annual General meeting is called (at least 42 days).
- b) A member may nominate for a maximum of three positions, and should indicate his/her order of preference when nominating for more than one position. The lesser nomination(s) will become effective only following his/her non-election to the higher preference.
- c) Each candidate for a position on the Committee shall be a financial member of the WA Folk Federation and shall be nominated by two members. Each candidate and the two proposing members must sign the nomination form which must be returned before the date of the Annual General Meeting.
- d) The Committee shall appoint a returning officer and two scrutineers, none of whom may be a candidate for election, to receive nominations, supervise the conduct of the election and to initial the ballot papers.
- e) If the number of valid nominations received is not more than the number of vacant positions, no ballot is necessary and the returning officer shall declare the result and members will be advised at the Annual General Meeting.
- f) The ballot papers will be prepared by the returning officer with the assistance of the scrutineers, who will list the names of nominating members in an order randomly selected by ballot draw.
- g) The ballot papers will direct the voters to cast preferential votes for those Committee positions for which there is more than one candidate per position. The order of preference shall be indicated by placing number 1, 2, 3... against each candidate, the number 1 indicating the first preference.
- h) The Returning Officer will declare the result of the ballot on the completion of counting of votes, and the result will be formally announced at the Annual General meeting.
- i) Should insufficient nominations be received, nominations may then be accepted at the Annual General meeting and election for unfilled positions will be by ballot held during the Annual General meeting.

9. INSURANCE

All festivals, concerts, lectures, workshops, meetings to which invitation is made to members of the public and which are directly under the control of the Federation shall be covered by a public liability and property loss and damage insurance policy and such other policies of insurance as the Committee shall deem necessary to arrange.

10. SEAL

The Federation will not make use of a Common Seal.

11. GENERAL

- a) The Federation may affiliate with such kindred bodies as may be approved by the Committee.
- b) A copy of the Federation newsletter shall be distributed to the members.

12 INDEMNITY

The Chairperson, Vice Chairperson; Secretary, Treasurer and members of the Committee from time to time and at all times be saved harmless and kept indemnified from and against cost charges, losses damages and expenses which such person or persons or any of them sustain, incur or be put to in or about the execution and discharge of their respective trusts and or in or about any action suit or proceedings at law or inequity in which they or any of them shall or may be plaintiff or defendant, provided that such person or persons shall have acted by direction of the Committee for the time PROVIDED ALWAYS that the amount of such costs damages charges and expenses for which indemnity is intended to be hereby provided shall immediately it shall have been sustained or incurred be paid from the funds of the Federation and that none of the committee or other officers of the Federation shall be answerable or accountable for the other or any of them or any other person or persons whatsoever but for his own acts, deeds and defaults alone.

13. DISPUTE RESOLUTION

Disputes will be settled in compliance with the *Associations Incorporation Act 2015 (the Act)*;

1. If the parties to a dispute are unable to resolve the dispute between themselves within 14 days after the dispute has come to the attention of each party, any party to the dispute may start the grievance procedure by giving written notice to the Secretary of:
 - a) the parties to the dispute; and
 - b) the matters that are the subject of the dispute.
2. Within 28 days after the Secretary is given the notice, a committee meeting must be convened to consider and determine the dispute.
3. The Secretary must give each party to the dispute written notice of the committee meeting at which the dispute is to be considered and determined at least 7 days before the meeting is held.
4. The notice given to each party to the dispute must state:
 - a) when and where the committee meeting is to be held; and
 - b) that the party, or the party's representative, may attend the meeting and will be given a reasonable opportunity to make written and/or oral submissions to the committee about the dispute.
5. If the dispute is between one or more members and the Association and any party to the dispute gives written notice to the Secretary stating that the party:
 - a) does not agree to the dispute being determined by the committee; and
 - b) requests the appointment of a mediator under rule 23,the committee must not determine the dispute.
6. At the committee meeting at which a dispute is to be considered and determined, the committee must:
 - a) give each party to the dispute, or the party's representative, a reasonable opportunity to make written and/or oral submissions to the committee about the dispute; and
 - b) give due consideration to any submissions so made; and
 - c) determine the dispute.
7. The committee must give each party to the dispute written notice of the committee's determination, and the reasons for the determination, within 7 days after the committee meeting at which the determination is made.
8. A party to the dispute may, within 14 days after receiving notice of the committee's determination under rule (6c), give written notice to the Secretary requesting the appointment of a mediator.
9. If notice is given under rule (8), each party to the dispute is a party to the mediation.

14. DISSOLUTION

- a) The Federation may be dissolved by the vote of two thirds of the members present at an Annual General Meeting or an Extraordinary General Meeting convened for that purpose. Notice of Motion to dissolve the Federation shall be lodged with the Secretary at least twenty one (21) days prior to the date of such meeting. All members shall be advised in writing by the Secretary of the intended motion to dissolve the Federation at least fourteen (14) days prior to the date or such meeting.
- b) If upon dissolution of the Federation there remains, after satisfaction of all its debts and liabilities, any property, the property shall not be paid to or distributed amongst the members of the Federation but shall be given or transferred to some other incorporated organisation or organisations having objects similar to the objects of the Federation and whose rules shall prohibit distribution of it or their income among its or their members. Such organisation or organisations to be eligible for tax deductibility under subdivision 30-B of the income assessment Act 1997 and listed on the register of cultural organisations maintained under the act.

15. CONSTITUTION

A copy of this constitution shall be made available to any member who requests such a copy by notice in writing to the Secretary. The Constitution or any part thereof may be altered or added to by the vote of two-thirds of the members present at the Annual General Meeting or at an Extraordinary General Meeting convened for that purpose. Notice of motion concerning any such alteration or addition shall be lodged with the Secretary at least twenty-one (21) days prior to the date of such a meeting.

BY-LAWS

- 1). There will be a cap of \$10,000 maximum relating to the unsponsored portion of a budget that can be spent on large projects. Unsponsored spending above this is at the discretion of a 75% majority in a vote by members at an AGM or EGM as mentioned in section 6h of the WAFF constitution. The cap value will be reviewed by the committee as needed and any change would need to be passed at an AGM or EGM.