

CERTIFICATE OF INCORPORATION

Associations Incorporation Act 1895-1982

Section 3 (3)

THESE ARE TO CERTIFY that

PERTH INTERNATIONAL FOLK DANCE GROUP

has this day been incorporated as an Association under the provisions of the Associations Incorporation Act, 1895-1982.

Dated this Sixteenth day of September 1987.



**ASSISTANT COMMISSIONER FOR
CORPORATE AFFAIRS**

CONSTITUTION OF THE PERTH INTERNATIONAL FOLK DANCE GROUP

1. NAME

1.1 The name of the Association is the "Perth International Folk Dance Group" (hereinafter called the "Association").

2. OBJECTS OF THE ASSOCIATION

2.1 The Objects of the Association are:-

- (a) to promote, teach and encourage the art of folk dancing in West Australia.
- (b) to collect and record folk dances from diverse ethnic groups and cultures.
- (c) to collect and record folk dance music.
- (d) to perform folk dances and maintain folk dance as a part of the West Australian culture.

3. POWERS

3.1 In furtherance of the Objects the Association may:-

- (a) purchase, acquire and receive any real and personal property and sell, transfer, demise and otherwise deal with any real or personal property of the Association,
- (b) collect funds and enlist and accept donations, subscriptions, bequests and other financial and other aid from any organisation, person or

persons.

- (c) raise and borrow money and secure the repayment of money raised or borrowed, for the payment of any debt or liability of the Association by any lawful means including mortgage charge or debenture upon or over all or any of the property of the Association.
- (d) undertake and execute any trusts it considers necessary or desirable and accept any gift, endowment, bequest or devise made to the Association generally or for the purpose of any specific Object and carry out any trust attached to any gift, endowment, bequest or devise.
- (e) draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants and other negotiable instruments.
- (f) appoint, employ, dismiss or suspend employees, subject to normal industrial conditions.
- (g) liase, amalgamate, affiliate or work in conjunction with - and give, grant or make available money, facilities, apparatus, equipment and other resources to - any organisation, person or persons.
- (h) purchase, lease, rent or in any other way gain the

use of buildings, facilities, apparatus, equipment or other resources.

(i) offer, provide, sponsor or contribute towards any lecture, scholarship, prize or other award for any research, study, literary contribution or other effort.

(j) produce, or encourage by any means the production of, and make available, whether by sale or otherwise, things and materials including books, monographs, periodicals, pamphlets, lectures, radio and television programmes, films, and video recordings.

3.2 The Association shall have all powers conferred upon an association incorporated under the Associations Incorporation Act 1895 and Amendments and re-enactments thereof at the time being in force in Western Australia it being intended that the provisions of this constitution shall be construed as in amplification of the said Statutory powers now and hereafter conferred upon such associations and not in substitution thereof.

4. INCOME AND PROPERTY

4.1 The income and property of the Association shall be applied solely to the promotion of its Objects and no part thereof shall be paid or transferred directly or

indirectly by way of dividend, bonus, or otherwise by way of pecuniary profit to the Members, provided that remuneration may be paid in good faith to persons, Members or otherwise, in return for services actually rendered to, or expenses incurred on behalf of, the Association.

5. MEMBERSHIP

5.1 There shall be the following classes of Members:-

A ORDINARY MEMBERS

- (a) the Committee or a majority vote at a General Meeting may admit as a Member any person, who agrees to be bound by the constitution, regulations and rules of the Association and pays the annual subscription for Membership.
- (b) the annual subscription of a Member shall be TWENTY FIVE DOLLARS or other such amount as determined by a majority vote at the Annual General Meeting or a Special General Meeting of the Association.
- (c) the annual subscription of pensioners, students, persons under eighteen years of age or unemployed persons shall be TWENTY DOLLARS or other such amount as determined by a majority vote at the Annual General Meeting or a Special General Meeting of the Association.

- (d) the subscription of a Member shall become payable in the first place on admission to Membership and thereafter at the Annual General Meeting of the Association.
- (e) any person whose annual subscription remains unpaid after the expiration of three calendar months from the date at which it became due and payable, shall cease to be a Member as at the day following such expiration, provided that the Committee may reinstate the Member on the payment of the annual subscription.
- (f) Members under the age of eighteen years shall be known as JUNIOR MEMBERS and have the same rights and privileges of an ordinary adult member SAVE the right to vote and hold office.

B HONORARY LIFE MEMBERS

- (a) an individual who has rendered distinguished service to the Association may be elected an Honorary Life Member by a two thirds majority of the Members voting at an Annual General Meeting of the Association.
- (b) an honorary life member shall have the same rights and privileges under this constitution as a Member.

C BENEFACTOR MEMBER

- (a) the Committee or a majority vote at a General Meeting of the Association may admit as a Benefactor Member any person, trust, corporation, firm, association, institution, government, instrumentality of government, municipal authority or other body who or which has given to the Association in one donation a sum of at least FIVE HUNDRED DOLLARS or other such sum as the Committee or a majority vote at a General Meeting determines, or an equivalent value in real or personal property.
- (b) a Benefactor Member shall have the same rights and privileges as an Honorary Life Member for such length of time as the Committee determines.

D MEMBER BODIES

- (a) the Committee or a majority vote at a General Meeting of the Association may admit as a Member Body of the Association any trust, association, institution, organisation, department or instrumentality of government, local government authority, education organisation, or other body, which, in its opinion, has objects or aims similar to or cognate with all or any of the Objects of the Association.

- (b) a Member Body shall pay an annual subscription of TWENTY FIVE DOLLARS or such amount as the Committee or a majority vote at a General Meeting of the Association determines.
- (c) the subscription of a Member Body shall become payable in the first place on admission to membership and thereafter at the Annual General Meeting of the Association.
- (d) any Member Body whose annual subscription remains unpaid after the expiration of three calendar months from the date at which it became due and payable, shall cease to be a Member Body as at the day following such expiration, provided that the Committee may reinstate the Member Body on the payment of the annual subscription.
- (e) a Member Body may, from time to time, nominate by writing addressed to the secretary a person to be its representative, and subject to this Constitution, the person so nominated shall have the same rights and privileges under this Constitution as an Ordinary Member.
- (f) unless holding membership in his/her own right a representative of a Member Body shall cease to have any rights upon the Member Body ceasing to be a Member Body.

(g) Where a Member Body has not nominated a representative or there is no representative for the time being of a Member Body, the rights and privileges of a Member Body shall be as determined by the Committee.

5.2 The Committee shall reserve the right to cancel the Membership of any individual or group where that Member wilfully acts against the Objects of the Association.

An expelled member shall have the right of appeal to a General Meeting of members.

6. THE COMMITTEE

6.1 The affairs and general business of the Association shall be managed by a Committee consisting of the President, the Secretary, the Treasurer and three Ordinary Members, one of whom shall be elected Deputy President by the Committee. The Committee is empowered to do all things required for the management of the Association and for the furtherance of the Association's Objects, except those things which, according to this Constitution and Rules must be done by the Association in General Meeting.

6.2 The President, the Secretary, the Treasurer, and all members of the Committee shall retire annually, but shall be eligible for re-election.

6.3 No person shall be eligible to become a member of the

Committee unless he/she shall have been a Member of the Association for at least three months prior to the Annual General Meeting at which the election takes place, save for the members of the first Committee.

6.4 Any casual vacancy occurring on the Committee may be filled by the Committee. Any person appointed to fill a casual vacancy shall hold office until the next Annual General Meeting.

6.5 A vacancy on the Committee shall be deemed to have occurred if a member:-

(a) resigns his/her membership of the Committee by notice in writing sent to the President or Deputy President.

(b) fails to attend at least one meeting in a period of six consecutive months, and has had his/her seat on the Committee declared vacant under the provisions of clause 9.3 hereof.

(c) is removed from office at a special General Meeting of the Association.

(d) dies, or departs for a period exceeding six months from the State of Western Australia.

7. RULES FOR NOMINATION AND ELECTION OF OFFICE BEARERS AND COMMITTEE MEMBERS

7.1 A candidate for election as President, Secretary,

Treasurer, or Committee Member must be nominated by one Member of the Association, seconded by another and shall have indicated consent to the nomination.

7.2 The nomination shall be either made verbally at the Annual General Meeting in which the election is held, or lodged in writing with the Secretary prior to the Annual General Meeting. To this end the President of the Annual General Meeting shall call for nominations for each office prior to the election. If the number of candidates is equal to the number of vacancies to be filled the President of the Annual General Meeting shall declare the candidates duly elected.

7.3 If the number of candidates is less than the number of vacancies to be filled the President of the Annual General Meeting shall declare the candidates duly elected and as soon as it is convenient after that meeting the Committee then in office may at their discretion fill the vacancy or vacancies pursuant to the power vested in them by paragraph 6.4 hereof.

7.4 If the number of candidates nominated exceeds the number of vacancies to be filled, an election by show of hands shall be conducted. Any candidate may withdraw her/his nomination at any time.

7.5 The following provisions shall apply to the election of members of the Committee:

- (a) the President, Secretary and Treasurer shall each appoint a Member who is able and willing to act to be the returning officers for the election.
- (b) the decision of a majority of the returning officers shall be deemed to be the decision of them all.
- (c) the President shall name the office, then name all candidates, and then name each candidate allowing time for votes to be counted. The Member voting shall raise one hand when the candidate for whom he/she wishes to vote is named.
- (d) The candidate receiving the greatest number of votes shall be elected.
- (e) In case of an equality of votes, the President shall have a casting vote. If the President is a candidate he/she shall vacate the chair at a convenient time during the meeting and the meeting shall elect in his/her place another President who shall exercise the casting vote.

B. POWERS OF THE COMMITTEE

8.1 Without in any way limiting or derogating from the general powers of the Committee to manage the affairs and the general business of the Asssocation:-

- (a) the Committee may from time to time appoint at its

pleasure and may dismiss all such officers and servants as it may think necessary for the purpose of carrying out the Objects of the Association and may pay or allow such salaries, allowances and recompenses as the Committee shall from time to time see fit.

(b) the Committee may enter into such contracts on behalf of the Association as it shall think advisable and at all times dispose of the funds of the Association as it may deem to be in the best interest of and for carrying out the Objects of the Association.

(c) the Committee may refer questions of general importance to the members in General Meeting.

9. PROCEEDINGS OF COMMITTEE

9.1 The President shall chair each meeting of the Committee. In the absence of the President from any meeting the Deputy President shall preside instead.

The Committee shall meet so often as it may deem necessary but in any event, at least once every six months to transact current business. Four members shall form a quorum and in the case of equality of voting the President shall have a second or casting vote. The minutes of the proceedings at each meeting of the Committee shall be entered in a book and be

signed by the President at such or some succeeding meeting.

9.2 If any Office Bearer is unable or unwilling to act the Committee may appoint any person to perform the duties of that Office Bearer.

9.3 If any member of the Committee fails to attend at least one meeting in a period of six consecutive months, without special leave of absence from the Committee, his/her seat on the Committee may be declared vacant by a two-thirds majority of the Committee at its next meeting. Each member of the Committee shall have at least seven days written notice of the meeting and the proposed motion.

9.4 The Committee may delegate any such powers to sub-committees consisting of such persons as it thinks fit, provided that at least one member of each sub-committee is a member of the Committee.

9.5 Any Member of the Association may attend any meeting of the Committee but may only participate in the meeting with the leave of the President. The Committee may, however, by a vote of two-thirds of the Committee members present, conduct all or any part of its proceedings in camera.

10. DUTIES OF THE PRESIDENT

10.1 It shall be the responsibility of the President to convene and preside at meetings of the Association and its Committee.

11. DUTIES OF THE SECRETARY

11.1 It shall be the responsibility of the Secretary to:-

- (a) manage and conduct the affairs of the Association under the direction of the Committee.
- (b) keep a true and accurate record of the attendances and proceedings at all General Meetings and meetings of the Committee.
- (c) co-opt other persons to assist him/her.
- (d) conduct the correspondence of the Association.
- (e) issue notices convening Committee meetings and General Meetings.
- (f) perform other secretarial duties as the Committee directs.

12. DUTIES OF THE TREASURER

12.1 It shall be the responsibility of the Treasurer to:-

- (a) receive all monies of the property of the Association.
- (b) pay reasonable accounts owing by the Association as when they fall due.

- (c) pay accounts owing by the Association as and when directed by the Committee.
- (d) keep correct accounts and books showing the financial affairs of the Association.
- (e) prepare or cause to be prepared at the 31st December each year a statement of receipts and payments for the year.
- (f) pay wages of employees of the Association.
- (g) cause such statement of receipts and payments for the year to be audited, if decided by the Committee, by the person(s) or firm appointed by the Committee.

13. FINANCE

13.1 Cheques drawn upon the Association's banking account shall be signed by two Office Bearers.

13.2 Except with the authority of the Committee, no person shall purchase goods for the Association, or incur debt on behalf of the Association, provided that in cases of urgency any Office Bearer may authorise expenditure not exceeding ten times the annual subscription of a Member in each case.

14. ANNUAL AND SPECIAL GENERAL MEETINGS

14.1 There shall be an Annual General Meeting of the Association in February of each year, or as soon as practicable thereafter, for the purpose of electing members of the Committee, transacting the general business of the Association and receiving from the Committee a report of the general affairs of the Association and statements of receipts and expenditures of the Association during the twelve months to the immediately preceding December. Such business shall be deemed ordinary business; all other business shall be deemed special. At least 14 days notice shall be given to any Member entitled to vote.

14.2 At any General Meeting a quorum shall consist of eight Members personally present. The President of all such meetings, in addition to his/her right to vote shall in the case of an equality of votes having been cast, have a second or casting vote.

14.3 A Special or General Meeting shall be called by the Secretary within 21 days of the Secretary receiving a written demand from at least a third of the Committee members, or a third of the total membership. At least 14 days notice shall be given to all members entitled to vote.

15. INDEMNITY

15.1 The members of the Committee, servants and other office

bearers of the Association and their respective executors and administrators shall be indemnified and saved harmless out of the funds of the Association from and against all charges, costs, losses, damages and expenses which they or any of them shall or may incur or sustain in or about the execution of their respective offices or in or about any contracts or agreements made by them, for or on behalf of the Association or in furtherance of the Objects of the Association except such charges or expenses as shall be incurred or sustained by or through their own wilful default.

16. AUDITING

16.1 An Auditor shall be appointed by the members at the Annual General Meeting. Auditing of the books of account shall be conducted annually just prior to the Annual General Meeting so that an audited financial report shall be available at the meeting.

17. ALTERATION OF RULES

17.1 These Rules or any of them may be added to, repealed or amended by resolution at an Annual General Meeting or General Meeting carried by a majority of at least two-thirds of the Members present and voting provided that notice of any proposed addition or amendment of the Rules to be made shall be given to the Secretary at

least twenty-one days before the meeting in question. The Secretary in giving fourteen days notice of the meeting to the Members shall provide a copy of the proposed addition and amendment.

18. DISSOLUTION

18.1 The Association shall be dissolved upon the vote of a seventy five percent majority of the Members present at a special General Meeting called for the purpose.

18.2 The Association shall be dissolved if the membership falls below eight people.

18.3 Upon dissolution the assets shall after payment of all expenses and liabilities be handed over to such registered or exempted charity or charities as a majority of the remaining Members shall decide.

19. COMMON SEAL

19.1 The Common Seal of the Association shall be kept in the custody of the Secretary at his/her office and shall only be affixed to any deed, instrument or other document at a meeting and pursuant to a resolution of the Committee and not otherwise. Any two of the members of the Committee and the Secretary shall countersign the affixation of the seal. Should the Secretary not be present the President or Deputy President may countersign in lieu of the Secretary. The Secretary shall keep a record of all documents to which

the seal shall be affixed.