



Jervis Bay and Basin Arts

Constitution

Jervis Bay and Basin Arts Inc.

Version as amended at
Special General Meeting
11 December 2018

Amendments

- Addition of two sub-clauses under Section 40 (4) at the request of the Department of Communications and the Arts to facilitate the association's inclusion on the Register of Cultural Organisations
- Update name of 'The Arts Council of New South Wales' to 'Regional Arts NSW'

Jervis Bay and Basin Arts Inc.

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INTERPRETATION

In these rules, except in so far as the context or subject-matter otherwise indicates or requires:

"association" means the Jervis Bay & Basin Arts Inc.

"company" means Regional Arts NSW.

"special general meeting" means a general meeting of the association other than an annual general meeting.

"special resolution" means a resolution required to be passed by a majority of not less than three-fourths of such members being present and entitled so to vote at a general meeting of the association of which the notice required by the constitution has been given.

"ordinary resolution" means a resolution passed by a majority of members present and entitled so to vote at a general meeting of the association of which the notice required by the constitution has been given.

"the Act" means the Associations Incorporation Act, 1984.

"the regulation" means the Associations Incorporation regulation, 1985.

"district", "region" or "area" means the villages and hinterland of Woollamia, Huskisson, Vincentia, Hyams Beach, Jervis Bay, Erowal Bay, Old Erowal Bay, Sanctuary Point, St Georges Basin, Basin View, Bewong, Wandandian, Tomerong and Falls Creek.

ADDRESS

1. The association will determine its address for the service of all notices by resolution of the committee provided only that such address be notified to the general public and members by advertisement in the local press.

AIMS AND OBJECTIVES

2. The objects for which this association is established are:
 - (1) to maintain and develop an incorporated association which will exist, not to serve any personal financial gain or interest of its members, but to work for the encouragement of all kinds of artistic expression in the Jervis Bay and St Georges Basin region.
 - (2) to seek and to maintain affiliation with The Regional Arts NSW Limited, a Company Limited by Guarantee and registered in the state of New South Wales, by conforming with the criteria set by the Board of Directors of the company.
 - (3) to engage in any activities intended to develop the practice and appreciation of the arts and culture in the community provided only that such activities be consistent with the Memorandum and Articles of Association of the company.
 - (4) to promote and encourage arts and cultural activities in the Jervis Bay and Basin region.
 - (5) to provide a networking service to artists and organisations in the region.
 - (6) to attract arts funding and resources for projects in the region.

- (7) to establish a visual and performing arts space in the district.
- (8) to improve and enhance the area's built environment.
- (9) to purchase, lease, exchange, hire or otherwise acquire any property, real or personal, or any rights or privileges.
- (10) to sell, improve, mortgage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the association.
- (11) to invest or otherwise deal with any monies and to vary, Transfer, sell or otherwise dispose of any investment.
- (12) to borrow money or obtain the payment of money whether as an unsecured loan or by way of mortgage or otherwise and to repay any of such loan or to purchase back or obtain the release of any such security.
- (13) to invite and receive donations or grants.
- (14) to do all such other lawful things as are incidental to or conducive to the attainment of the above powers and objects.

MEMBERSHIP

3. (1) Membership of the association shall be open to any person upon payment of an annual or biennial subscription, the amount of which has been determined by the committee of management.
- (2) The secretary shall be responsible for ensuring that a register of members is established and maintained.
- (3) Other local community-based organisations may be affiliated by resolution of a meeting of the committee or of any general meeting of the association, provided only that no organisation shall be affiliated if its objects are not consistent with the objects of the association. Members of such an affiliated organisation will not be granted automatic membership of the association but may be offered membership at a reduced rate.
- (4) Life membership may be conferred by special resolution of the association passed at any general meeting provided only that no person shall be nominated unless that person has given outstanding service to the arts by the practice of the same or in the advancement and administration of the same for a period exceeding ten years.
- (5) The association in general meeting on recommendation of the committee may establish other classes of members on such terms and conditions as may be prescribed and whether with or without the right to attend or vote at general meetings of the association.

CESSATION OF MEMBERSHIP

4. (1) A person ceases to be a member of the association if the person:
 - (a) fails to pay an annual membership fee,
 - (b) resigns that membership,
 - (c) dies, or
 - (d) is expelled from the association.
- (2) A right, privilege or obligation which a person has by reason of being a member of the association:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates upon cessation of the person's membership.
- (3) An organisation affiliated with the association may have its affiliation revoked by ordinary resolution expressed in a general meeting.

MEMBERS' LIABILITIES

5. (1) The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the cost. charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by rule 3 (1).

DISCIPLINING OF MEMBERS

6. (1) Where the committee is of the opinion that a member of the association:
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the association,the committee may, by resolution expel the member from the association or suspend the member from membership of the association for a specified period.
- (2) Where the committee passes such a resolution the secretary shall inform the member in writing of the following:
 - (a) the resolution and the grounds on which it is based,
 - (b) the member's right to address the committee at its next meeting and/or to submit to the committee at or prior to that meeting a written reply to the resolution, and
 - (c) the date, time and place of the next committee meeting.
- (3) At its next meeting the committee shall consider any response by the member and resolve either to confirm or rescind the resolution. The secretary shall convey the outcome to the member within 7 days. Where the committee confirms the resolution the

secretary shall inform the member in writing of the member's right of appeal under rule 7.

RIGHT OF APPEAL OF DISCIPLINED MEMBER

7. (1) A member shall have 7 days from the date of receipt of the notice confirming the resolution in 6(1) to inform the secretary in writing of an intention to appeal against the committee's decision.
- (2) Upon receipt of such notice the secretary shall notify the committee which shall convene a general meeting of the association to be held within one month of receipt of the notice of appeal.
- (3) At this meeting the member and the committee shall have the opportunity to state their respective cases after which the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

THE COMMITTEE OF MANAGEMENT

8. The committee shall be called the committee of management of the association and, subject to the Act and Regulation and these rules, and to any resolution passed by the association in general meeting:
 - (1) shall control and manage the affairs of the association.
 - (2) may exercise all such functions as may be exercised by the association other than those functions that are required by these rules to be exercised by a general meeting of members of the association, and
 - (3) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

CONSTITUTION AND MEMBERSHIP

9. (1) The committee shall consist of-
 - (a) the president,
 - (b) the vice-president,
 - (c) the secretary,
 - (d) the treasurer,
 - (e) the publicity officer,and other elected office bearers up to a number which shall be determined by the members at the annual general meeting.
- (2) The committee shall have the power to co-opt up to 3 other persons. Co-opted members shall, by their co-option and payment of the annual subscription, become members of the association and entitled to the same rights and privileges and subject to the same liabilities and duties as an elected member.
- (3) Each member of the committee shall hold

office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election. Co-opted members shall hold office only until the end of the annual general meeting following their co-option.

ELECTION OF MEMBERS

10. (1) Nomination for election of any person to the committee shall be proposed by a member of the association.
- (2) Such nomination shall be in writing and shall bear the signature of the proposer together with the consent thereto of the nominee.
- (3) A member of the association may nominate himself or herself as a candidate for election or re-election to the committee.
- (4) Nominations may be received by the chairperson up to the time of the commencement of the annual general meeting.
- (5) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and any vacant positions remaining shall be deemed to be casual vacancies.
- (6) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (7) If the number of nominations exceeds the number of vacancies a ballot shall be held.
- (8) No person employed by The Regional Arts NSW in a full-time capacity shall be eligible for election to the committee and no such person shall be co-opted as a member of the committee. Such person or persons may be invited to take part in a committee meeting but shall not have any right to vote on any matter before the committee.
- (9) A casual vacancy may be filled by the committee but any person chosen to fill such vacancy shall retire at the next annual general meeting.

PRESIDENT

11. (1) The President shall be responsible for ensuring that Committee meetings and special or general meetings are conducted in accordance with the constitution.
- (2) Represent as head of the association as required.
- (3) It is the duty of the president to:
 - (a) chair all meetings or arrange for an alternate committee member to chair the meeting,
 - (b) ensure decisions of the committee are enacted, and
 - (c) provide oversight and determinations relating to internal disputes of the organisation suffice that members through a

special or general meeting shall have overriding say .

- (4) The Vice President is elected to carry out the duties of the President when deputised or delegated.

SECRETARY

12. (1) The Secretary shall receive and reply to, where appropriate, all correspondence relating to the association.
- (2) The Secretary shall be responsible for notifying members of general meetings
- (3) It is the duty of the Secretary to keep minutes of:
 - (a) all appointments of office bearers and members of the committee,
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (4) The Secretary shall notify Regional Arts NSW of changes to the association's office bearers and/or postal address.
- (5) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

TREASURER

13. It is the duty of the Treasurer to ensure that:
 - (1) all money due to the association is collected and received and that all payments ,authorised by the association are made
 - (2) correct books and accounts are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association,
 - (3) a financial statement is prepared and presented to the committee at each of its meetings,, and
 - (4) an annual financial statement is prepared in time for auditing and presentation to the association's annual general meeting.
 - (5) The Treasurer must establish and maintain a register of members of the association specifying the name and address of each member together with the date on which the person became a member. The Treasurer, with approval from the Committee, may appoint a separate Membership Secretary, if they see fit, to perform this job. Refer Annual General Meeting section, clause 21(c).

PUBLICITY OFFICER

14. (1) The Publicity Officer shall ensure that regular communication of the affairs of the

association is provided to members.

- (2) The publicity officer is appointed to enhance the public reputation of the organisation and to utilise members skills and all media types to promote the activities of the organisation to the community.

PUBLIC OFFICER

15. (1) The committee shall appoint a member of the committee or another member of the association as public officer. The public officer must be resident in New South Wales and at least 18 years of age.
- (2) It is the duty of the public officer to apply for incorporation, and, once the association is incorporated, to lodge the association's Annual Statement with the appropriate government agency and to notify that agency of any changes in the association, such as changes to:
 - (a) the association's name,
 - (b) the objects or rules of the association, and
 - (c) membership of the committee.

CASUAL VACANCIES

16. (1) A casual vacancy on the committee occurs if the member:
 - (a) dies or becomes of unsound mind,
 - (b) ceases to be a member of the association or is suspended for any period from such membership,
 - (c) resigns office by notice in writing,
 - (d) ceases to be a resident of New South Wales,
 - (e) is removed from office under rule 16, or
 - (f) is absent without the consent of the committee from more than 3 consecutive meetings of the committee.
- (2) The committee may suspend the public officer at a committee meeting and appoint a new public officer. The position of public officer shall not remain vacant for more than 14 days.

REMOVAL OF COMMITTEE MEMBER

17. (1) The association in a general meeting may by resolution remove any member of the committee from office and may by resolution appoint another person to hold office until the next annual general meeting.
- (2) Where a member of the committee to whom such a resolution relates makes representations in writing to the secretary or president and requests that the representations be notified to the members of the association. The secretary or president may send a copy of the representations to each member of the association or, if they are not so sent, the member is entitled to require

that they be read out at the meeting at which the resolution is considered.

COMMITTEE OF MANAGEMENT MEETINGS

18. (1) The committee shall meet at least once every 3 months in each calendar year at such place and time as the committee may determine. Additional meetings of the committee may be convened by the president.
- (2) Oral or written notice of a meeting shall be given by the secretary to each committee member at least 7 days (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (3) Provided such notice shall have been duly sent the non-receipt of a notice of meeting by a member entitled to receive notice shall not invalidate the proceedings of any meeting.
- (4) The quorum necessary for the transaction of business of the committee may be fixed by the committee and unless so fixed shall be 4 members and in no case shall the quorum be fixed at less than 4 members.
- (5) No business shall be transacted by the committee unless a quorum is present and if within 30 minutes of the time appointed for the meeting a quorum is not present the meeting must be adjourned to such time and place as those members present may decide.
- (6) At a meeting of the committee:
 - (a) the president, or in the president's absence, the vice-president shall preside as chairperson or
 - (b) if the president and vice-president are absent or unwilling to act the members present shall choose one of their number to chair the meeting.
- (7) Ordinary members of the association and interested members of the public may attend any committee meeting. They may enter into discussion with the leave of the committee but shall not have the right to vote on matters being determined by the committee at that time.

DELEGATION BY COMMITTEE TO SUB-COMMITTEE

19. (1) The committee may delegate to one or more sub-committees (consisting of such members of the association as the committee thinks fit) the exercise of specified powers.
- (2) Any sub-committee so formed shall in the exercise of the powers so delegated conform to any restrictions imposed upon it by the committee.
- (3) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force

and effect as it would have if it had been done or suffered by the committee.

- (4) The committee may revoke wholly or in part any delegation under this rule
- (5) A sub-committee may meet and adjourn as it thinks proper.

VOTING AND DECISIONS

- 20. (1) Questions arising at a meeting of the committee or of any sub-committee shall be determined by a majority of the votes of members present at that meeting.
- (2) Each member present is entitled to one vote but, in the event of an equality of votes, the chairperson may exercise a second or casting vote.
- (3) The committee shall cause proper minutes of all its meetings to be made and any minutes of any meeting of the committee if purporting to be signed by the chairperson of such meeting shall be receivable as prima facie evidence of matters stated in such minutes.
- (4) Any act or thing done or suffered by the committee or by a sub-committee appointed by the committee is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member.

ANNUAL GENERAL MEETINGS

- 21. (1) The association shall convene an annual general meeting at least once in each calendar year at a date to be fixed by the committee of management. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:
 - (a) to confirm the minutes of the preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the committee reports on the activities of the association and an audited balance sheet and income and expenditure statement for the preceding financial year ended 30 June,
 - (c) to elect office bearers of the association and other members of the committee and, if necessary, to appoint an auditor and any other officers, and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 26(6) of the Act.
- (2) Any member may submit any resolution to be placed before the annual general meeting. Notice of such proposed resolution shall be posted, faxed or delivered personally to the secretary so as to reach him or her not later than 7 days prior to the date of the annual general meeting.

- (3) If the committee fails to call the annual general meeting in accordance with these rules any ten members of the association may by requisition in writing signed by them call upon the committee forthwith to call the annual general meeting. If after requisition the committee fails within 14 days to call the meeting the members signing the requisition may jointly proceed to call the meeting and all records of the association shall be made available to them for that purpose and the meeting shall be validly held notwithstanding the failure through inadvertence or other reasonable cause to give notice to any person or organisation entitled to receive notice.

SPECIAL GENERAL MEETINGS

- 22. (1) The committee may at any time for any special purpose convene a special general meeting of the association.
- (2) The committee shall, on the requisition in writing of not less than 10 members convene a special general meeting of the association.
- (3) If the committee fails to convene a meeting to be held within 1 month after the date on which a requisition is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

SPECIAL RESOLUTIONS

- 23. (1) A special resolution must be passed by a general meeting of the association to effect any of the following changes:
 - (a) a change of the association's name, rules or objects,
 - (b) an amalgamation with another association or a division into two or more separate associations, and
 - (e) the temporary dissolution of the association.
- (2) A special resolution must be passed in the following manner:
 - (a) all members shall be notified of the details of the special resolution and notice of the general meeting shall be given in accordance with rule 22(2) below,
 - (b) a quorum must be present at the meeting, and
 - (c) at least three fourths of those members present must vote in favour of the resolution.

NOTICE OF GENERAL MEETINGS

- 24. (1) Every notice convening a general meeting shall specify the place, the day and the hour of the meeting and shall furnish such further information as will indicate the business to be transacted.

- (2) Such notice shall be sent by email, ordinary post or facsimile machine to every member and shall be so sent as to give not less than 14 days' notice in the case of an annual general meeting and not less than 21 days notice in the case of a special general meeting.
- (3) Provided notice of any meeting shall have been duly sent in accordance with clause (2) above the non-receipt of notice of meeting by any member entitled to receive notice shall not invalidate the proceedings of any meeting.

QUORUM AND PROCEEDINGS AT GENERAL MEETINGS

25. (1) No item of business shall be transacted at a general meeting unless a quorum of members is present during the time the meeting is considering that item. Five members entitled to vote shall constitute a quorum. If within 30 minutes after the appointed time for the commencement of a general meeting a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and place or to such other day (not being more than 14 days after such first meeting date) at such time and place as the chairperson may decide.
- (2) If at the adjourned meeting a quorum is not present within 30 minutes after the time appointed for the commencement of the meeting the members present (being not less than 3) shall constitute a quorum. The president or, in the president's absence, the vice-president, shall preside as chairperson at each general meeting and if both are absent or unwilling to act the members present shall elect one of their number to preside as chairperson.
- (3) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than business left unfinished at the meeting at which the adjournment took place.
- (4) Where a general meeting is adjourned for 14 days or more the secretary shall give written or oral notice of the adjourned meeting to each member of the association, stating the place, date, and time of the meeting and the nature of the business to be transacted.
- (5) At any general meeting a resolution put to the vote shall be decided on a show of hands or by written ballot. In the case of an equality of votes the chairperson in addition to his or her

deliberative vote shall have a second or casting vote.

- (6) Each member shall have one vote only on each question.
- (7) Each member may appoint another member as proxy. Notice must be given to the secretary no later than 24 hours before the meeting.
- (8) A member or proxy is not entitled to vote unless full annual membership fees payable by the member or proxy to the association have been paid.
- (9) Group membership only has one vote regardless of how many members of that group are present. Family membership has only one vote.

FUNDS - SOURCE

26. (1) The funds of the association may come from any legal source the committee determines, subject to any resolution passed at a general meeting.
- (2) All money received shall be deposited as soon as practicable and without deduction to the credit of the association's bank account.
- (3) The association shall issue an appropriate receipt as soon as practicable.

FUNDS - MANAGEMENT

27. (1) Subject to any resolution passed at a general meeting, the funds of the association shall be used solely in pursuance of the objects of the association in such manner as the committee determines and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the association.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any authorised members of the committee or one authorised member of the committee and one authorised employee of the association.
- (3) The committee may recoup any travelling and other expenses incurred on behalf of the association and remunerate any of its officers for such expenses. A policy for the reimbursement of expenses shall be determined in advance by the committee.

ACCOUNTS

28. (1) The financial year of the association shall end on 30 June in each year.
- (2) The accounts shall be audited as soon as practicable after the end of the financial year by a person who shall be appointed at an annual general meeting and who shall not be a member of the committee of management.
- (3) A vacancy occurring in the office of auditor during the year shall be filled by the

committee as a casual vacancy and such appointee shall hold office until the next annual general meeting when the said vacancy shall be filled.

- (4) Every balance sheet and statement of income and expenditure that is audited and approved by a general meeting shall be conclusive.

CUSTODY OF BOOKS, ETC.

29. Except as otherwise provided by these rules the secretary shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

INSPECTION OF BOOKS

30. The records, books and other documents of the association shall be open to inspection, free of charge, by a member of the association at any reasonable hour.

INSURANCE

31. (1) The association shall effect and maintain public liability insurance pursuant to section 44 of the Act.
- (2) The association may effect and maintain any other insurance policy or policies.

STANDING ORDERS

32. The committee may from time to time make and repeal and amend such standing orders (not inconsistent with this constitution) as it shall think expedient for the internal management and well-being of the association. All standing orders made by the committee may be set aside by ordinary resolution at a general meeting.

NOTICES

33. (1) Any notices required to be given to any member by these rules may be handed to the member personally or sent by post, facsimile machine or E-mail to the member at the member's home address. E-mail address or facsimile number shown in the register of members.
- (2) Where a document is sent by post it shall be deemed to have been received on the third day following the posting.

RESTRICTION OF POWER OF AUTHORITY

34. (1) No person purporting to represent this association shall have the power or authority express or implied to pledge the credit of the association or to pay, Satisfy, Agree, contract, guarantee, incur or indemnify against liability for any cost or charge for the booking or reservation of accommodation, premises or any goods or services whatsoever or in respect of any appearance or performance by any professional artist or paid performers without the prior consent of

the committee expressed by resolution or minute.

- (2) Neither this association nor any person purporting to represent it shall have power or authority express or implied to pledge the credit of, or act on behalf of, Regional Arts NSW Limited without the prior consent of the Board of Directors of the company expressed by resolution or Board Minutes and conveyed in writing over the signature of the General Manager.

COMMON SEAL

35. (1) The common seal of the association shall be kept in the custody of the public officer.
- (2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures of 2 members of the committee.

ALTERATION OF OBJECTS AND RULES

36. (1) The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the association. Written notification of any alteration shall be posted to Regional Arts NSW within 14 days of such a change occurring and should such alteration conflict with the requirements for affiliation with the company it shall be immediately rescinded.
- (2) The association shall alter any rule or object concerning affiliation with the company which is expressed in this constitution if so required as a condition of affiliation with the company because of an amendment to the company's Memorandum and Articles of Association concerning affiliation.

COMPLIANCE WITH CHARITABLE FUNDRAISING ACT

37. Should the association obtain an authority to fundraise the association shall comply with such of the provisions of the Charitable Fundraising Act, 1991, and the regulations thereunder as are applicable to it.

TEMPORARY DISSOLUTION OF THE ASSOCIATION

38. (1) The association may go into recess only in response to a special resolution approved at a general meeting. Notification in writing shall be posted to Regional Arts NSW within 14 days of the resolution being passed. Such notification shall include the name and address of a trustee appointed by the association to take responsibility for the association's assets and property and any matters arising while the association is in recess.
- (2) Should members of the local community wish

to reform the association. when it is in recess. the trustee or any 4 former members of the association may call a public meeting for that purpose. In the event that neither the trustee nor 4 former members are available the person or persons wishing to reform the association may contact the company.

- (3) In the event of the association not reforming within 24 months of going into recess the trustee shall notify the company and proceed to formal permanent dissolution. In the event of the company not being notified after 24 months the company shall have the right to wind up the association in accordance with rules 38(1) to 38(3).

PERMANENT DISSOLUTION OF THE ASSOCIATION

39. (1) The association may be dissolved only after the holding of a public meeting which has been advertised in the local press and all members have been notified in the manner prescribed in the rules for the holding of a general meeting. Notification of such dissolution shall be forwarded to Regional Arts NSW within 14 days of the date of the public meeting. Such notification shall include the name and address of a trustee who shall be responsible for procedures under rule 38(2).
- (2) If upon winding up of the association there remains after satisfaction of all its debts and liabilities any property what-soever the same shall not be paid to or distributed among the members of the association but shall be given or transferred to Regional Arts NSW Limited or to some other institution or institutions having objects similar to the objects of the association and which shall prohibit the distribution of its or their income and property among members.
- (3) The institution or institutions so to benefit shall be determined by a simple majority of members present and voting at the public meeting called in accordance with rule 38(1), but should there be no such members present, then determination shall be made by the Board of Directors of Regional Arts NSW by resolution or Board minute.
- (4) In the event that the company is satisfied that the association is no longer active and in breach of the requirements for affiliation the company shall have the right to wind up the association in accordance with rule 38(1) to 38(3).

40. PUBLIC FUND FOR TAX DEDUCTIBLE DONATIONS

Should the association at any time decide to apply to be included on the Register of Cultural

Organisations, it will:

- (1) establish and maintain a public fund,
- (2) deposit donations into this public fund as listed on the Register of Cultural Organisations. These monies will be kept separate from the other funds of the association and will only be used for the principal purpose of the association. Investment of monies in this fund will be made in accordance with guidelines for public funds as specified by the Australian Taxation Office,
- (3) the fund will be administered by a management committee or a subcommittee of the management committee, the majority of whom, because of their tenure of some public office or their professional standing, have an underlying community responsibility, as distinct from obligations solely to the cultural objectives of Jervis Bay & Basin Arts Inc.,
- (4) ensure that no monies/assets in this fund will be distributed to members or officers of the association, except as reimbursement of out-of-pocket expenses incurred on behalf of the fund or proper remuneration for administrative services,
 - (4.1) comply with any rules that the Treasurer and the Arts Minister make to ensure that gifts made to the fund are used for its principal purpose,
 - (4.2) submit to the Arts Secretary, at intervals of 6 months, statistical information about gifts made to the public fund received during the last 6 months,
- (5) notify the Department responsible for the administration of the Register of Cultural Organisations of any proposed amendments or alterations to provisions for the public fund, in order to assess the effect of any amendments on the public fund's continuing Deductible Gift Recipient status,
- (6) issue receipts for gifts to the public fund which must state:
 - (a) The name of the public fund and that the receipt is for a gift made to the public fund,
 - (b) The Australian Business Number of the company/association,
 - (c) The fact that the receipt is for a gift, and
 - (d) Any other matter required to be included on the receipt pursuant to the requirements of the Income Tax Assessment Act 1997, and
- (7) Winding-up clause

If upon the winding-up or dissolution of the public fund listed on the Register of Cultural Organisations, there remains after satisfaction of all its debts and liabilities, any property or funds, the property or funds shall not be paid to or distributed among its members, but shall be given or transferred to some other fund, authority or institution having objects similar

rules shall prohibit the distribution of its income among its or their members, such fund, authority or institution to be eligible for tax deductibility of donations under Subdivision 30-B, section 30-100, of the Income Tax Assessment Act 1997 and listed on the Register of Cultural organisations maintained under the Act.

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