



CONSTITUTION FOR THE TANZANIAN ASSOCIATION OF QUEENSLAND

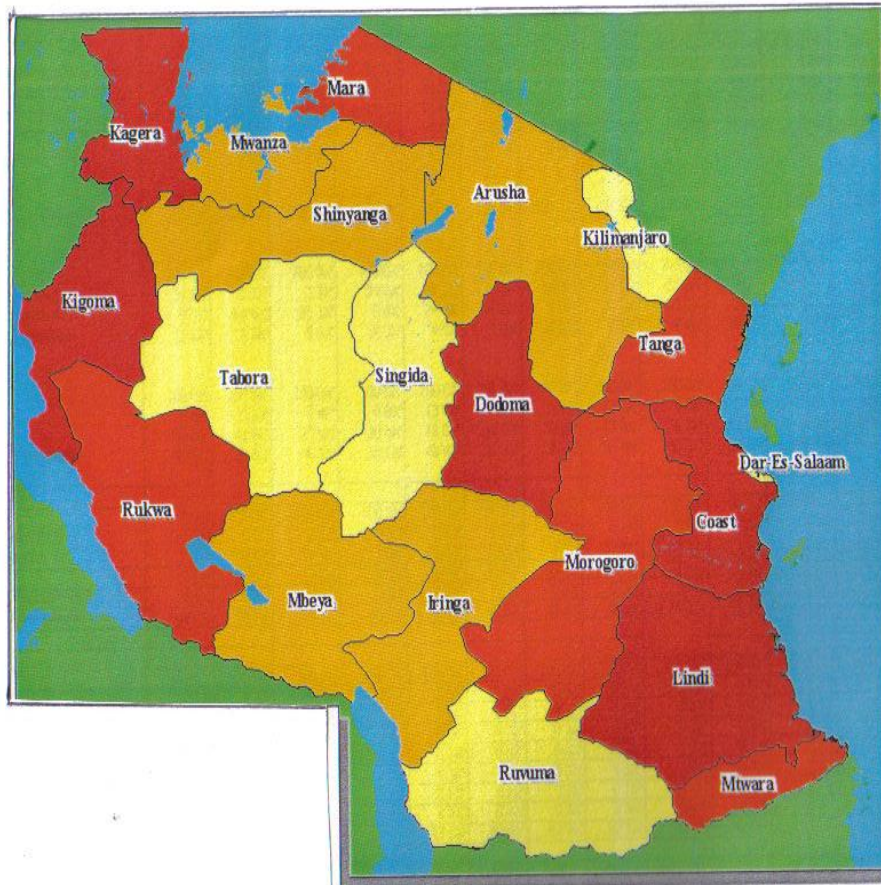


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ABSTRACT

The Tanzanian Association of Queensland was launched many years back operating not officially. The main objectives of the association among others; to assist Tanzanian in welfare needs they may identify, to provide a point of referral for the Tanzanian community to services, to provide social events for members, to maintain Tanzanian culture and foster unity pride within the Tanzanian community., to promote a culture of helping each other within the community, to promote awareness of the Tanzanian community within the Australian community, to introduce and assist in learning of the SWAHILI language, to liaise with Government and Non-Government Organisations in relation to Tanzanian community welfare issues, to liaise with Tanzanian Government representatives in relation to issues of concern to Tanzanian community and lobby for services and other issues for development of the Tanzanian community.

SECTION ONE: PRELIMINARY

1.0 NAME

The proposed name for this shall be Tanzanian Association of Queensland, abbreviated TAQ

2.0 OBJECTS

The main objectives of the Association shall be to:

- assist members in welfare needs including establishing a fund to assist members during periods of grief
- provide a point of referral for the members to services and other activities
- provide social events for members and social media for communication
- maintain Tanzanian culture and foster unity and pride within the Tanzanian community
- promote culture of helping each other within the Tanzanian community
- promote awareness of the Tanzanian community within the larger Australian community
- promote the use of the Swahili amongst members and the community
- liaise with government and Non-Government organisations in relation to Tanzanian community welfare issues
- liaise with Tanzanian Government representatives in relation to issues of concern to Tanzanian community
- lobby for services and other issues for the development of the Tanzanian community.

3. DEFINATIONS

A. In these rules:

Chairperson means the Chairperson of the Office of TAQ

Ordinary Member means a member of the committee who is not an office –bearer of the association, as refired to in rule 14(2).

Secretary means:

- (i) the personal holding office under these rules as secretary of the association, or
- (ii) If no such person holds that office – the public officer of the association.

Services means work done for, and of benefit, to others

General meeting means a general meeting of the association that involve all members of the community association that should take place once a year.

Special General meeting means a general meeting of the association other than an annual general meeting.

The Act means the Associations Incorporation Act 1981 (Qld).

The regulation means the Associations Incorporation Regulation 1999.

B. In these rules:

- (i) A reference to a function includes a references to a power, authority and duty
- (ii) A reference to the exercise of functions includes, if the function is a duty, a reference to the performance of the duty.

4. POWERS

All the powers of the Tanzanian Association of Queensland shall be vested on the *Executive Committee*.

“Executive Committee” refers to OFFICIALS chosen during the Annual General Meeting to manage the activities of the Tanzanian Association of Queensland for the current year.

The powers of the Tanzanian Association of Queensland shall be:

- (i) To invest any money of the Tanzanian Association of Queensland not immediately required in such manner as may from time to time be thought appropriate.
- (ii) To accept any gift or bequest whether subject to any special trust or not, for anyone or more of the Objects of the Tanzanian Association of Queensland.
- (iii) To take such steps as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Tanzanian Association of Queensland, in the shape of donations, grants, annual subscriptions or any other legal gift or bequest.
- (iv) To print or publish any newspapers, articles, periodicals books, website or leaflets that the Tanzanian Association of Queensland may think desirable for the promotion of its Objects.

5.0 MEMBERSHIP

Membership shall be regulated as set out in the following rules:

5.1 CLASSES OF MEMBERSHIP

The Tanzanian Association of Queensland shall consist of the following classes of membership;

Class of Member	Number of Members	Membership Eligibility	Membership limitations
Ordinary	Unlimited	- any Tanzanian-Australian "resident" within Queensland - age of 18 and over - employed, unemployed or retired	Right to vote
Associate	Unlimited	- any Tanzanian-Australian espoused "resident" within Queensland - aged 18 and over - employed, unemployed or retired	Right to vote
Honorary	5	any persons sympathetic to the cause of Tanzanian-Australian and recognized by the Executive Committee of the Tanzanian Association of Queensland.	No right to vote
Life	5	any person (member or not) nominated by the Executive Committee, and elected by a simple majority at a General Meeting who has made a significant contribution to the Objects of the Tanzanian Association of Queensland. Such Life Member shall be entitled to all the rights and privileges of membership provided for ordinary members without payment of annual subscription.	Right to vote
Patron	1	on nomination by the Committee a <u>Patron</u> may be appointed by a General Meeting of members for such term as the general Meeting may determine. An appointed Patron shall have all the rights and privileges of membership without payment of annual subscription.	Right to vote

5.2 APPLICATION FOR MEMBERSHIP

Any application for membership of the Association shall be made in writing and shall be in the form prescribed by the Executive. No proposer is required and each application shall be accompanied by a subscription for one year.

5.2.1 Fees

Membership fee shall apply to all classes of membership – except for category (3) *Life Member* and (4) *Honorary Member*. An annual membership fee of A\$ 30.00 for family membership, A\$20.00 for single membership and A\$10.00 for student membership is considered appropriate 2012-13.

NB: Donations are always very much appreciated

5.2.2 Termination

Termination of membership shall be advised by the Secretary in writing and shall occur when

- (i) A member resigns from the Tanzanian Association of Queensland.
- (ii) If a members subscription is six months overdue.
- (iii) A member is deemed by the Executive Committee to have contravened this constitution and is expelled by a special resolution conducted as a secret ballot at a General Meeting called for that purpose. At such a General Meeting the member will be afforded every opportunity to present their case why their membership should not be terminated. There shall be no appeal from a General Meeting's decision to terminate membership.

5.3 ENTITLEMENTS AND RESPONSIBILITIES

Each financial member shall

- (i) be entitled to receive notice of, and to attend and vote at General Meetings of the Tanzanian Association of Queensland. Each such member shall have one vote.
- (ii) ensure that particulars of his address for correspondence and any changes thereto from time to time shall be advised to the Secretary.

5.4 SUBSCRIPTIONS

Subscriptions for Ordinary Members shall be paid at a rate determined from time to time by the Tanzanian Association of Queensland at a General Meeting (section 4.2 above). Membership fees shall fall due on the first day of each calendar year.

5.5 REGISTER

- (i) A register of members shall be kept showing the name and address of all members who are financial.
- (ii) The register shall be open for inspection at all reasonable times by any member upon application to the Secretary. No copy of the register shall be supplied without the prior approval of the Executive Committee who shall be empowered to impose any conditions they consider reasonable and appropriate.

6.0 EXECUTIVE COMMITTEE

The Executive Committee shall meet where a majority of the Executive Committee decides.

6.1 AUTHORITY

The Executive of the Association, subject always to the provisions of the Associations Incorporation Act and these rules shall:

- (i) have the general control and management of the administration of the affairs, property and funds of the Tanzanian Association of Queensland; and
- (ii) have authority to interpret the meaning of any part of these rules and any matter relating to the Tanzanian Association of Queensland on which the rules are silent; providing always that where these rules are silent on any matter the *Model Rules of the Associations Incorporation Act* shall apply and where any provision of these rules are inconsistent with those *Model Rules*, the *Model Rules* shall prevail
- (iii) exercise all the Powers of the Tanzanian Association of Queensland; and
- (iv) provide for the safe custody of all books, documents, and instruments of title of the Tanzanian Association of Queensland.

6.2 OFFICE BEARERS

The Executive Committee shall consist of:

- President
- One (1) Vice President
- Secretary
- Treasurer
- Up to three (3) other members

NB: It is to be noted that under the Associations Incorporation Act the Secretary is not required to be a member of the Tanzanian Association of Queensland.

6.2.1 Duties

The duties of the specified office bearers of the Executive Committee shall be:

- (i) The President shall be the spokesperson for the Association and, if available, chair all meetings.
- (ii) The Secretary shall cause full and accurate minutes of all questions, resolutions and other proceedings of every Executive Committee Meeting and General Meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Executive Committee Meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding General Meeting or Annual General Meeting.
- (iii) The Treasurer shall be responsible for the keeping and maintenance of proper books of account, correctly showing the financial affairs of the Association.
- (iv) The Executive Committee must ensure the safe custody of books, documents, Instruments of title and securities of the Tanzanian Association of Queensland.

6.2.2 Election

Members of the Executive Committee shall be elected at each **bi-Annual** General Meeting and shall hold office for two (2) until the date of the next bi-Annual General Meeting. The procedure to be adopted for the election of office bearers of the Executive shall be:

- (i) at the **bi-Annual** General Meeting all members of the Executive shall retire from office, but shall be eligible for re-election.
- (ii) nomination for office, which shall be in writing and signed by the nominee, his proposer and seconder, shall be lodged with the Secretary at least 14 days before the **bi-Annual** General Meeting.
- (iii) all contested elections of office bearers shall be by secret ballot.
- (iv) should, at the commencement of such **bi-Annual** General Meeting, there be insufficient numbers of candidates nominated, those nominated in accordance with Section 6. 2. 2. (ii) shall be declared elected and additional nominations may be taken from the floor of the meeting to fill remaining vacancies.

6.2.3 Vacancy

The Executive Committee has the power to appoint any time any financial member of the Tanzanian Association of Queensland to fill any casual vacancy as may occur on the Executive Committee from time to time, until the next **bi-Annual** General Meeting.

6.2.4 Resignation

Any member may resign from the Executive by giving notice in writing to the Secretary.

6.2.5 Removal from Office

Any member of the Executive may be removed from office at a General meeting of the Tanzanian Association of Queensland, where that member shall be given the opportunity to fully present his case. The matter of removal shall be determined by a secret ballot, and there shall be no appeal against the result of the ballot.

6.3 MEETINGS

The Executive shall meet as often as necessary to conduct the business of the Association and not less than once *every two months*.

6.3.1 Notice

Notice of regular meetings shall be given at the previous Executive Committee meeting. This does not preclude the President from calling a hitherto unscheduled Executive Committee meeting by giving all Executive Committee seven (7) days written notice.

6.3.2 Quorum

At all meetings of the Executive Committee, the quorum shall be one half of the number of members elected at the previous **bi-Annual** General Meeting. If within an hour of the time appointed for the start of an Executive meeting, a quorum is not present, the meeting shall be dissolved. The Executive Committee may function validly PROVIDED its number is not reduced below a quorum.

Should Executive Committee numbers fall below a quorum, the remaining Executive Committee members may act only to appoint new Executive Committee members, or for the purpose of convening a General Meeting of the Tanzanian Association of Queensland.

6.3.3 Special Meetings

A Special meeting of the executive may be convened by the President or any two (2) members of the Executive Committee. Such notice shall clearly state the reasons such a special meeting is convened.

6.3.4 Chairmanship

The Chairman of all meetings (Executive, general, special, **bi-annual** general meetings) shall be the PRESIDENT, or in his absence, a Vice-President or any member elected by and from the financial members present.

6.3.5 Voting

The Executive Committee may meet together and regulate its proceedings as it thinks fit; PROVIDED that questions arising shall be decided in a manner consistent with this constitution and by a majority vote. In the case of an equality of votes, the person in the Chair shall have a second or casting vote.

6.3.6 Sub-committees

Sub-Committees may be formed to deal with specified needs as and when they arise. All sub-committees must include at least one member of the Executive Committee.

6.3.7 Powers

Any Sub-Committee so formed shall exercise only those powers delegated to it by the executive, and shall report to the Executive at each meeting of the Executive.

6.3.8 Authority

Sub-Committees shall not incur debts, enter contracts or make public statements without the prior approval of the executive.

7.0 MEETINGS

There shall be three (3) classes of meetings: –

- General meetings
- Special meetings
- **Bi-Annual** General Meetings.

7.1 GENERAL MEETINGS

General meetings shall be held at a time and place to be determined by the Executive. Notice shall be given by inclusion in the Association's newsletter.

7.1.1 Notice

At least 14 days' notice of meeting and notice of motion shall be given to all members; PROVIDED that notice of a special resolution is given 21 days before the meeting. Notices shall be given and shall clearly state the business for discussion at that meeting.

7.1.2 Chairman

The PRESIDENT or, in his absence, a Vice President or financial member elected from members present at that meeting shall act as Chairman, and shall conduct the meeting in a proper and orderly manner. The Chairman shall subsequently endorse the minutes of the meeting as specified in Section 6.2.1 (ii) above.

7.1.3 Quorum

A quorum shall consist of at least *ten (10)* financial members in addition to at least half of the elected members of the Executive Committee. No business shall be conducted without a quorum and should a quorum not be present within an hour of the starting time set down for the meeting, the meeting shall be dissolved, and a further General Meeting shall be convened at a later date. The members present at such later meeting shall be deemed to form a quorum.

7.1.4 Voting

Voting shall be by a show of hands unless a secret ballot is required or requested. Decisions shall be made by a majority vote PROVIDED that where a matter must be decided by special resolution a majority of 75% of those present and eligible to vote is required. Every financial member present shall be entitled to one (1) vote.

7.1.5 Proxy votes

Proxy votes will not be accepted at ordinary General Meetings.

7.1.6 Special Resolution

A Special Resolution must be passed by a general meeting of the Tanzanian Association of Queensland to effect the following changes:

- (i) a change in the Association's name.
- (ii) a change in the Association's rules.
- (iii) a change in the Association's objects.
- (iv) an amalgamation with another incorporated Association.
- (v) to voluntarily wind up the Tanzanian Association of Queensland and distribution of its property.
- (vi) to expel a member

7.1.7 Procedure

The following procedure shall be adopted to pass the special resolution:

- (i) a notice must be given to all members advising that a general meeting is to be held to consider a special resolution. This may be done via the newsletter.
- (ii) the notice must give details of the proposed special resolution and give at least 21 days notice of the meeting
- (iii) a quorum must be present at this meeting.
- (iv) a majority of at least three-quarters (75%) of those present and entitlement to vote must vote in favour of the resolution.

7.2 SPECIAL GENERAL MEETING

A Special General Meeting shall be convened:

- (i) when directed by the Executive Committee.
- (ii) within two (2) months of receiving a written request to do so from at least twenty (20) financial members of the Association.

7.2.1 Business

No business other than that for which the meeting is convened shall be dealt with at this Special General Meeting.

7.3 BI-ANNUAL GENERAL MEETINGS

7.3.1 Business

Business to be transacted at each **bi-Annual** General Meeting shall include

- (i) Confirmation of the minutes of the previous **bi-Annual** General Meeting and any Special Meeting held since the date of that **bi-Annual** General Meeting.
- (ii) Receipt of the President's annual general report.
- (iii) Receipt of the Treasurer's annual report.
- (iv) Receipt of the Auditor's report for the preceding financial year.
- (v) Election of members of the Executive.
- (vi) Appointment of the Auditor.
- (vii) General Business as directed by the Executive Committee

7.3.2 Procedure

The **bi-Annual** General Meeting shall be conducted along the lines of General Meetings (see 7.3.1).

7.3.3 Proxy Voting

Proxy votes shall be accepted on the prescribed form by the Secretary up to seven (7) days prior to the date of the **bi-Annual** General Meeting. Each member of the Tanzanian Association of Queensland shall be limited to exercising not more than two (2) proxy votes in addition to their own vote. Non members of Tanzanian Association of Queensland shall not be permitted to exercise proxy votes except by way of a Power of Attorney and then only in respect of the financial member who has given them Power of Attorney.

7.3.4 Postal Voting

Postal voting shall not be used to determine any Tanzanian Association of Queensland business

8.0 MISCELLANEOUS

8.1 ALTERATION TO THE RULES

Subject to the provisions of the *Associations Incorporation Act*, these rules may be amended, rescinded or added to from time to time by a special resolution carried at a General Meeting; PROVIDED that no such amendment, rescission or addition shall be valid unless the same shall have been previously submitted to and is registered by the Chief Executive Officer of the Department of Tourism, Racing and Fair Trading

8.2 VOLUNTARY WINDING-UP

The Tanzanian Association of Queensland may be wound up by a special resolution of the members at any general meeting; PROVIDED that a quorum can be assembled. If it is not possible to assemble a quorum, the winding-up shall proceed in accordance with the provisions of the Associations Incorporations Act 1981 (Qld)

8.2.1 Distribution of Assets

If the Association shall be wound up, voluntarily or otherwise, in accordance with the provisions of the Associations Incorporations Act 1981, and there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or

distributed amongst the members of the Tanzanian Association of Queensland, but shall be given or transferred to some other institution or institutions having objects similar to the objects of the association, such institution or institutions, to be determined by the members of the Tanzanian Association of Queensland.

8.3 FUNDS AND ACCOUNTS

The funds and accounts shall be governed by the following rules

8.3.1 Bank

The Treasurer shall open and maintain an account with Suncorp Bank (of Queensland) in the Association's name and all Association income shall be deposited in the bank as soon as practicable after receipt.

8.3.2 Use of Association Funds

The income and property of the Association must be used solely in promoting the Association's Objects and exercising the Association's powers. No portion shall be paid to any member by way of profit or salary; PROVIDED that out-of-pocket expenses advanced by a member to the Association shall be refunded to that member following approval by the Executive Committee.

8.4 PAYMENTS

A negotiable instrument issued by the Tanzanian Association of Queensland by any two of the following Association's members:

- President
- Secretary
- Treasurer
- another member approved by the Association's Executive Committee.

NB: All Cheques shall be crossed "not negotiable"

8.4.1 Ratification

All expenditure shall be approved and ratified at an Executive Committee meeting; PROVIDED that all expenditure in excess of \$500 shall be authorized in advance by the Executive Committee or at a General Meeting.

8.4.2 Financial Year

The financial year of the association shall close on **31st December** in each year.

8.4.3 Statements

As soon as practicable after the end of each financial year the Treasurer shall cause to be prepared a statement containing the particulars of:

- (i) the income and expenditure for the financial year just ended; and
- (ii) the assets and liabilities of the Association at the close of that year.

8.4.4 Audit

All such statements shall be examined by the Auditor who shall present his report upon such audit to the Secretary prior to the holding of the Annual General Meeting next following the financial year in respect of which such audit was made.

8.5 COMMON SEAL

The Executive Committee must ensure the Association has a Common Seal.

- (i) The common seal must be kept securely by the Executive Committee
- (ii) The Common Seal shall only be used with the authority of the Executive Committee.

8.6 SIGNATORIES

Every instrument to which the Common Seal is affixed shall be signed by the Secretary and one other member of the Executive Committee.