**ACT Keyboard Association (ACTKA)**

**Constitution**

**July 2013**

**1. NAME**

(a) The name of the organization shall be the "ACT Keyboard Association" (ACTKA).

**2. INTERPRETATION**

(a) Within this constitution, unless the contrary intention appears:

(i) "the Association" means the ACT Keyboard Association;

(ii) "Member" means a financial member of the Association;

(iii) "the Executive" consists of the President, Vice-Presidents, Secretary and Treasurer of the Association;

(iv) “Committee member” means a member on the Committee who is not an Executive member of the Association;

(iv) "financial year" means the period between July 1 and June 30;

(v) “the Act” means the *Associations Incorporation Act 1991 (ACT)*.

**3. OBJECTS**

(a) The objectives of the Association shall be:

(i) to promote, encourage and collaborate in the study, practice, performance, teaching, knowledge and composition of keyboard related music;

(ii) to support a broad musical education including keyboard harmony and aural training;

(iii) to exist as a dedicated ACT keyboard organization with a vision to encourage collaborations with ACT bordering regional areas;

(iv) to look at new opportunities of delivering musical education relating to the keyboard, utilizing new technologies.

(v) to collaborate with other organizations;

(vi) to look at a broad spectrum of inclusive memberships of various levels to ensure that professionalism and excellence are promoted;

(vii) to encourage young emerging pianists to contribute to on-going activities:

(viii) to endeavor to establish awards and competitions;

(ix) to support keyboard tuition through scholarships;

(x) to do all such other things as may be conducive or incidental to the attainment of the above objects or any of them.

**4. MEMBERSHIP**

(a) Membership is open to all persons interested in the activities of the Association or supporting the music/keyboard community in the ACT.

(b) Application for membership of the Association shall be submitted to the Committee or online;

(c) Membership is conditional upon payment of the annual subscription;

(d) Four types of memberships will be available

(i) Full Membership: event discounts and voting rights

(ii) Family Membership: event discounts and voting rights (members over 18yrs)

(iii) Student 18yrs + & Pensioner Membership: event discounts and voting rights

(iv) Students under 18yrs: event discounts, no voting rights

(v) Friends of the ACTKA: no event discounts, no voting rights

(e) An electronic copy of this Constitution shall be made available to all members;

(f) Only financially current members over the age of 18 are eligible to vote at General Meetings of ACTKA.

(g) Life Membership may be granted to a member or former member by a General Meeting of members, in recognition of outstanding service to the Association. A Life Member shall not be liable to pay the annual subscription.

(h) Subscriptions

(i) The annual subscription amount for members shall be determined by the Committee prior to the beginning of the financial year. Should the increase on the preceding year’s annual subscription exceed 10 per cent (excluding GST) then the increase will need to be ratified at a General Meeting.

(ii) The subscription is due and payable in one sum at the beginning of the financial year, or upon offer of membership in the case of new members;

(iii) The annual subscription payment of any new member who joins on or after the first day of May shall cover the remainder of that financial year as well as the subsequent financial year;

(iv) A person who has paid the annual subscription shall be a financial member until the close of the Annual General Meeting in the next year;

(v) the Committee may levee late fee charges at their discretion;

(vi) The liability of a member to contribute towards the payment of debts, liabilities or expenses of the Association is limited to any unpaid portion of the annual subscription of that member.

**5. FINANCE & RECORDS**

(a) The income and property of the Association shall be derived from subscriptions, donations, grants, proceeds from events and any other source determined by the Committee, and shall be applied solely to the promotion of the objects set out in paragraph 3, and no portion thereof shall be paid or in any way transferred by way of profit to any member of the Association.

(b) All monies received shall be deposited in a bank account or accounts approved by the Committee. One account shall hold a maximum deposit of $1000.00 from which payments can be made by one of the nominated signatories, with authorisation from the president. Payments from all other accounts shall be signed by any two authorised signatories. Use of the Debit Card shall require acquittal by both the ACKTA member authorised to use that Card and the Treasurer.

(c) Signatory to bank accounts will be Treasurer, President and any two committee members as decided by the ACTKA Committee.

(c) The Secretary shall keep under his or her control all records, books and documents of the Association, except for the financial ledger and the Auditor’s reports, which will stay under the Treasurer’s control;

(d) The records, books and other documents shall be available for inspection by a member.

(e) The Association's financial year shall be 1st July to 30th June of the following year.

**6.** **GENERAL MEETINGS**

(a) The *Annual General Meeting* of the Association shall be held as soon as possible after the end of the financial year, at such time and place as the Committee may decide, but no later than September 30th in each year;

(b) The business of that meeting shall be to receive and discuss a report from the Committee and a summary of the Treasurer's accounts, to discuss questions relating to the structure and management of the Association, to elect members of the Committee, to elect an Auditor, and to transact such other business as members may wish to bring forward. The meeting shall be conducted in accordance with standard meeting procedure;

(c) At least seven days' notice of such Annual General Meeting shall be given to members. For the purposes of this paragraph a newspaper advertisement or electronic message shall be sufficient notice.

(d) A *Special General Meeting* may be called at any time by order of the Committee and shall be called within 30 days of receipt of a written request signed by at least ten (10) members. Such request shall state the business to be discussed. At least 14 days' notice of such meeting, stating the business to be discussed, shall be given to members. No other business shall be brought forward at such a meeting.

(e) Voting at General Meetings shall be by show of hands unless the meeting resolves otherwise;

(f) Members may vote by electronic proxy.

**7. COMMITTEE**

(a) There shall be a Committee for the management, conduct and control of the activities, property and affairs of the Association. The Committee shall consist of the President, up to but no more than two (2) Vice Presidents, Secretary, Treasurer, the last active Past President and at least four (4) and no more than seven (7) other members.

(b) Each member of the Committee will normally hold office for one year, or in the case of appointed Committee members, until the elections at the next Annual General Meeting;

(c) Committee vacancies may be filled by members appointed by the Executive until the next Annual General Meeting and such Committee members will exercise all rights and privileges of elected members;

(d) The Committee shall meet a minimum of 10 times during the year at a time and place designated by the Executive;

(b) Meetings of the Committee shall be conducted in accordance with standard meeting procedure.

(c) An Auditor who shall not be a member of the Association shall be elected at the Annual General Meeting.

(d) Duties of the Committee

The Committee shall have the power to do all things necessary to promote the objects of the Association. In particular the powers of the Committee shall include:

(i) The control of the funds of the Association;

(ii) The making of such rules as it considers necessary for the running of the Association within the limits of this constitution.

(iii) Where the Committee is of the opinion that a member has acted in a manner prejudicial to the interests of the Association, the Committee may suspend the member for a specified period from such rights and privileges as the Committee may determine;

(iv) A member may appeal, requesting a hearing with the Committee, by writing to the Secretary within 14 days of notification of the decision.

(v) The PRESIDENT shall preside at all meetings of the Association and of the Committee at which he or she is present and willing, otherwise the Vice-President shall preside. In the absence of both the President and the Vice-President, the members of the Association or the Committee, as the case may be, shall appoint one of their number to preside.

In the event of an equality of votes the person presiding shall, except in the case of elections, have a second or casting vote.

(vi) The SECRETARY,with the assistance of the PRESIDENT, shall conduct the correspondence of the Association and issue and receive all requisite notices. The Secretary or another member of the Committee appointed by the Committee shall be the Public Officer of the Association. In the absence of the Secretary, the Committee may appoint a person, who may or may not be the Secretary, to keep a record of the proceedings of meetings of the Association and the Committee.

(vii) The TREASURER shall:

- Keep proper books of account of all receipts and payments. A summary of the accounts for each financial year, together with a report from the Auditor thereon, shall be circulated to members at or before the Annual General Meeting;

- Invest funds of the Association as may be surplus to current requirements as and where the Committee shall direct from time to time.

(d) Special Officers and Sub-committees

The Committee may appoint sub-committees of its own members or of other members, with such terms of reference as it sees fit, to hold office until the next Annual General Meeting. All such sub-committees shall report to the Committee. The Committee may appoint members to joint committees with other societies.

**8. ELECTIONS**

(a) The Secretary shall call for nominations for the offices of President, Vice-Presidents, Secretary and Treasurer and for up to seven Committee Members when notice of the Annual General Meeting is given to members. Nominations in writing shall be submitted to the Secretary before the Annual General Meeting. Nominations shall be seconded by another member and signed by the nominee;

(b) Election to one office invalidates any further nominations of that person in that year.

(c) Where more than one nomination is received for any office or more than seven nominations are received for the positions of Committee Member, the Annual General Meeting shall elect a returning officer and a secret ballot of members shall be held for each such office and position. The person with the greatest number of votes shall be elected to that office and the persons with the seven highest numbers of votes shall be elected to those positions. In the event of a tie, a second secret ballot shall be taken between those candidates only. In the event of a second tie, the election shall be decided by a draw of lots;

(d) Where no nomination for an office, or less than three nominations for the positions of Committee Member are received, the Secretary may call for nominations from the floor in which case those provisions in paragraph 8(c) and 9(b) shall not apply;

(e) In the event of a vacancy in the office of President or Vice-President, the Committee may appoint a member of that Committee to hold office until the elections at the next Annual General Meeting. Such a person shall be treated as if he or she had been elected to that office. In the event of any other vacancy on the Committee, the Committee may co-opt a member of the Association to hold that position until the elections at the next Annual General Meeting. Such a person shall be treated as if he or she had been elected to that position;

(f) A member of the Committee may resign from a position or office by notice in writing to the President or in the case of the President, to the Secretary. The resignation shall be effective on receipt of that notice.

**9. ELIGIBILITY OF OFFICERS**

(a) No person may be nominated for the position of President until they have been a member of the Association for at least two years;

(b) No person shall hold the office of President for more than four consecutive years.

**10. VACANCIES**

A vacancy in the office of a member of the Committee happens if the member -

(a) dies; or

(b) ceases to be a member of the association; or

(c) resigns the office; or

(d) suffers from mental or physical incapacity; or

(e) is disqualified from office under the Act, section 63 (1); or

(f) is absent without the consent of the Committee from all meetings of the Committee held during a period of 4 months; or

(e) is removed from office by the Committee by resolution, subject to the Act, section 50.

**11. QUORUM**

(a) At meetings of the Committee, four Committee members shall constitute a quorum.

(b) At an Annual General Meeting, 20 per cent of the current membership shall constitute a quorum.

**12. SEAL & LOGO**

(a) The Seal of the Association shall not be affixed to any instrument except by the authority of a resolution of the Committee, in the presence of at least two members of the Committee and the Secretary or such other person as the Committee shall appoint for that purpose, and those members shall sign every instrument to which the seal is so affixed in their presence.

(b) The Committee shall have the authority to establish an Association logo.

**13. PUBLICATIONS**

(a) The Association shall maintain a website. This website shall be electronically available to the public, with a members-only section available to all financial members.

**14. DISSOLUTION**

(a) The Association may be dissolved only at a General Meeting by a resolution passed by at least two-thirds of the members present and voting. Each member shall be given at least 14 days' notice of such a resolution.

(b) Subject to paragraph 13(c), if upon the winding up of the Association there remain, after the satisfaction of all debts and liabilities, any assets, these shall be distributed to such Association or societies, preferably operating in Canberra and having objects similar to the objects of the Association, as and how the General Meeting shall determine. If this provision cannot be carried out, the surplus assets shall be distributed to such charitable objects as the General Meeting shall decide.

(c) If upon the winding up of any Public Fund established by the Association to support its cultural objects, there remain after the satisfaction of all the Fund's debts and liabilities, any assets, these shall be transferred to such organization or organizations having objects similar to the objects of the Association, and whose rules prohibit the distribution of its income among its members, and which is eligible for tax deductibility of donations under subsection 78 (4) or (5) of the Income Tax Assessment Act 1936 and is listed on the Register of Cultural Organizations maintained under that Act.

[Incorporated May 2013]

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