

Huon Folk Inc
Constitution
(Rules of the Association)

1. Name of association

The name of the association is:

Huon Folk Inc. – also known as “The Cygnet Folk Festival”

2. Interpretation

In these rules, unless the context otherwise requires –

accounting records has the same meaning as in the Act;

Act means the [Associations Incorporation Act 1964](#) ;

annual general meeting means an annual general meeting of the Association held under [rule 13](#) ;

Association means the association referred to in [rule 1](#) ;

association has the same meaning as in the Act;

auditor means the person appointed as the auditor of the Association under [rule 10](#) ;

authorised deposit-taking institution means a body corporate that is an authorised deposit-taking institution for the purposes of the [Banking Act 1959](#) of the Commonwealth;

basic objects of the Association means the objects and purposes of the Association as stated in an application under [section 7](#) of the Act for the incorporation of the Association; namely:

- (a) to produce and promote the Cygnet Folk Festival.
- (b) to do all such things and acts to promote and encourage interest in and awareness of folk music and kindred activities, and to co-operate with other kindred bodies in fostering and promoting interest in folk music and any kindred activities.
- (c) to organise and conduct social functions, and encourage good fellowship between all persons interested in folk music and any kindred activities;

committee means the committee of management referred to in [rule 23](#) ;

employee is any person, who is not a member of the committee of the Association, who is employed or contracted to provide a service to the Association for an agreed remuneration;

festival coordinator means the person chosen by the committee to manage the running of the Cygnet Folk Festival and associated activities each year;

financial year means each period of 12 months commencing on 1 March in each year and ending on the last day of February the following year;

general meeting means –

- (a) an annual general meeting; or
- (b) a special general meeting;

officer of the Association means a person elected as an officer of the Association at an annual general meeting or appointed as an officer of the Association under [rule 24\(4\)](#) ;

ordinary business of an annual general meeting means the business specified in [rule 13\(5\)](#) ;

ordinary committee member means a member of the committee other than an officer of the Association;

public officer means the person who is, under [section 14](#) of the Act, the public officer of the Association;

servant is any member of the Association or general public, who has undertaken to carry out prescribed duties for the Association, whether or not they are remunerated for those duties;

special committee meeting means a meeting of the committee that is convened under [rule 28\(2\)](#) by the president or any 4 of the members of the committee;

special general meeting means a special general meeting of the Association convened under [rule 14](#) ;

special resolution has the same meaning as in the Act.

3. Association's office

The office of the Association is to be at the address of the festival coordinator or any other place the committee determines:

4. Objects and purposes of Association

The objects and purposes of the Association consist of the basic objects of the Association and the following objects and purposes:

- (a) the purchase, taking on lease or in exchange, hire or other acquisition of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
- (b) the purchase, sale or supply of, or other dealing in, goods;
- (c) the construction, maintenance or alteration of any building or works necessary or convenient for any of the objects or purposes of the Association;
- (d) the acceptance of a gift for any of the objects or purposes of the Association;
- (e) the taking of any step the committee, or the members of the Association at a general meeting, determine expedient for the purpose of procuring contributions to the funds of the Association;
- (f) the printing or publication of any newspaper, periodical, book, leaflet or other document the committee, or the members of the Association at a general meeting, determine desirable for the promotion of any of the objects or purposes of the Association;
- (g) the borrowing and raising of money in any manner and on terms –
 - (i) the committee thinks fit; or
 - (ii) approved or directed by resolution passed at a general meeting;
- (h) subject to the provisions of the [Trustee Act 1898](#), the investment, in any manner the committee determines, of any money of the Association not immediately required for any of the objects or purposes of the Association;
- (i) the making of a gift, subscription or donation to any of the funds, authorities or institutions to which [section 78A of the Income Tax Assessment Act 1936](#) of the Commonwealth relates;
- (j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes or conveniences calculated to benefit employees or past employees of the Association and their dependents, and the granting of pensions, allowances or other benefits to employees or past employees of the Association and their dependents, and the making of payments towards insurance in relation to any of those purposes;
- (k) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;

- (l) the purchase, or acquisition, and the undertaking of all or part of the property, assets, liabilities or engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and the rules of the Association;
- (m) the doing of any lawful thing incidental or conducive to the attainment of the objects or purposes of the Association.

5. Membership of Association

- (1) A person who applies and is approved for membership in accordance with this rule is eligible to be a member of the Association on payment of the annual subscription set in accordance with [rule 32](#) .
- (2) A person who is not a member of the Association at the time of the incorporation of the Association is not to be admitted as a member of the Association unless –
 - (a) the person applies for membership in accordance with [subrule \(3\)](#) ; and
 - (b) the person is approved for membership by the committee.
- (3) A nomination of a person for membership is to be –
 - (a) made in writing; or by submitting on-line membership form;
 - (b) accompanied by the consent of the person nominated; and
 - (c) lodged with the public officer, or with an employee or an officer of the Association.

Appendix 4 to these rules sets out a form for nomination for membership of the Association which can be used for this purpose. Alternatively, an on-line membership application can be made via the Cygnet Folk Festival website.

- (4) The consent referred to in [subrule \(3\)\(b\)](#) may be endorsed on the nomination.
- (5) As soon as practicable after the receipt of a nomination, it is to be referred to the committee.
- (6) If a nomination is approved by the committee, the public officer or the festival coordinator is to –
 - (a) notify the nominee, in writing, that the nominee has been approved for membership of the Association; and
 - (b) on receipt of the amount payable by the nominee as the first annual subscription, enter the nominee's name in the register of members.
- (7) A member of the Association may resign by serving on the public officer or the festival coordinator a written notice of resignation.

(8) On receipt of a notice from a member of the Association under [subrule \(7\)](#), the public officer or the festival coordinator is to remove the name of the member from the register of members.

(9) A person –

(a) becomes a member of the Association when his or her name is entered in the register of members; and

(b) ceases to be a member of the Association when his or her name is removed from the register of members under [subrule \(8\)](#) or rule 32(4).

(10) The festival coordinator, or his or her delegate, is to maintain, or establish and maintain, a register of members containing –

(a) the name of each member of the Association and the date on which he or she became a member; and

(b) the member's postal or residential address or address of business or employment; and

(c) an email address, if any, that the member has nominated as the email address to which notices from the Association may be sent; and

(d) the name of each person who has ceased to be a member of the Association and the date on which the person ceased to be a member of the Association.

(11) At its discretion the committee may from time to time bestow life membership upon a person or persons who have provided significant service to the objects of the Association. This life membership will endure for the life-time of the nominee, subject to sub rule (12) and is not transferable. Annual subscriptions are waived for life members. Additional privileges may be determined by the committee.

(12) Conduct of a life member which is deemed by the committee to be in contravention of one or more of the objects of the Association may result in the withdrawal by the committee of the individual's privilege of life-membership.

6. Liability of members

(1) Any right, privilege or obligation of a person as a member of the Association –

(a) is not capable of being transferred to another person; and

(b) terminates when the person ceases to be a member of the Association.

(2) If the Association is wound up, each person who was, immediately before the Association is wound up, a member of the Association, and each person who was a member of the Association within the period of 12 months immediately preceding the commencement of the winding-up, is liable to contribute –

(a) to the assets of the Association for payment of the liabilities of the Association; and

(b) for the costs, charges and expenses of the winding-up; and

(c) for the adjustment of the rights of the contributors among themselves.

(3) Any liability under [subrule \(2\)](#) is not to exceed \$1.00 .

(4) Despite [subrule \(2\)](#) , a former member of the Association is not liable to contribute under that subrule in respect of any liability of the Association incurred after he or she ceased to be a member.

7. Income and property of Association

(1) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.

(2) No portion of the income or property of the Association is to be paid or transferred to any member of the Association unless the payment or transfer is made in accordance with this rule.

(3) The Association may –

(a) pay a person or member of the Association –

(i) remuneration in return for services rendered to the Association, or for goods supplied to the Association, in the ordinary course of business of the person or member; or

(ii) remuneration that constitutes a reimbursement for out-of-pocket expenses incurred by the person or member for any of the objects or purposes of the Association; or

(iii) interest at a rate not exceeding 7.25% on money lent to the Association by the person or member; or

(iv) a reasonable amount by way of rent for premises, or a part of premises, let to the Association by the person or member; and

(b) if so requested by or on behalf of any other association, organisation or body, appoint or nominate a member of the Association to an office in that other association, organisation or body.

(4) Despite [subrule \(3\)\(a\)](#), the Association is not to pay a person any amount under that subrule unless the Association or committee has first approved that payment.

(5) Despite [subrule \(3\)\(b\)](#), the Association is not to appoint or nominate a member of the Association under that subrule to an office in respect of which remuneration is payable unless the Association or committee has first approved –

(a) that appointment or nomination; and

(b) the receipt of that remuneration by that member.

(6) The Association is not to –

(a) appoint a person who is a member of the committee to any office of the Association to which there is payable any remuneration by way of salary, fees or allowances; or

(b) pay to any such person any remuneration or other benefit in money or money's worth, other than the repayment of out-of-pocket expenses

8. Accounts of receipts and expenditure

(1) True accounts are to be kept of the following:

(a) each receipt or payment of money by the Association and the matter in respect of which the money was received or paid;

(b) each asset or liability of the Association.

(2) The accounts are to be open to inspection by the members of the Association at any reasonable time, and in any reasonable manner, determined by the committee.

(3) The treasurer of the Association is to keep all accounting books, and general records and records of receipts and payments, connected with the business of the Association in the form and manner the committee determines.

(4) The accounts, books and records are to be kept at the Association's office or at any other place the committee determines.

9. Banking and finance

(1) On behalf of the Association, the treasurer of the Association, or his or her delegate, is to –

(a) receive any money paid to the Association; and

(b) immediately after receiving the money, issue an official receipt in respect of the money; and

(c) cause the money to be paid into the account opened under [subrule \(2\)](#) as soon as practicable after it is received.

- (2) The committee is to open with an authorised deposit-taking institution an account in the name of the Association.
- (3) The committee may –
- (a) receive from an authorised deposit-taking institution a cheque drawn by the Association on any of the Association's accounts with the authorised deposit-taking institution; and
 - (b) release or indemnify the authorised deposit-taking institution from or against any claim, or action or other proceeding, arising directly or indirectly out of the drawing of that cheque.
- (4) Except with the authority of the committee, a payment of an amount exceeding \$20 is not to be made from the funds of the Association other than –
- (a) by cheque drawn, or credit card payment made, on the Association's account; or
 - (b) by the electronic transfer of funds from the Association's account to another account at an authorised deposit-taking institution.
- (5) The committee may provide the treasurer of the Association with an amount of money to meet urgent expenditure, subject to any conditions the committee may impose in relation to the expenditure.
- (6) A cheque is not to be drawn, nor a credit card payment made, on the Association's account, and an amount is not to be electronically transferred from the Association's account to another account at an authorised deposit-taking institution, except for the purpose of making a payment that has been authorised by the committee.
- (7) A cheque, draft, bill of exchange, promissory note or other negotiable instrument is to be signed by any two committee members nominated by the committee for that purpose.
- (8) An electronic transfer of an amount from the Association's account to another account at an authorised deposit-taking institution, and any payment made by credit card on the Association's account, may only be authorised by any two committee members nominated by the committee for that purpose.

10. Auditor

- (1) At each annual general meeting, the members of the Association present at the meeting are to appoint a person as the auditor of the Association.

- (2) If an auditor is not appointed at an annual general meeting under [subrule \(1\)](#) , the committee is to appoint a person as the auditor of the Association as soon as practicable after that annual general meeting.
- (3) The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.
- (4) The first auditor –
 - (a) may be appointed by the committee before the first annual general meeting; and
 - (b) if so appointed, holds office until the end of the first annual general meeting unless earlier removed by a resolution of the members of the Association at a general meeting.
- (5) If the first auditor is appointed by the committee under [subrule \(4\)\(a\)](#) and subsequently removed at a general meeting under [subrule \(4\)\(b\)](#) , the members of the Association, at that general meeting, may appoint an auditor to hold office until the end of the first annual general meeting.
- (6) Except as provided in [subrule \(4\)\(b\)](#) , the auditor may only be removed from office by special resolution.
- (7) If a casual vacancy occurs in the office of auditor, the committee is to appoint a person to fill the vacancy until the end of the next annual general meeting.

11. Audit of accounts

- (1) The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.
- (2) The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to –
 - (a) certify as to the correctness of the accounts of the Association; and
 - (b) at the next annual general meeting, provide a written report to the members of the Association who are present at that meeting.
- (3) In the report and in certifying to the accounts, the auditor is to –
 - (a) specify the information, if any, that he or she has required under [subrule \(5\)\(b\)](#) and obtained; and
 - (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
 - (c) state whether the rules relating to the administration of the funds of the Association have been observed.

- (4) The treasurer is to deliver to the auditor a list of all the accounting records, books and accounts of the Association.
- (5) The auditor may –
- (a) have access to the accounting records, books and accounts of the Association; and
 - (b) require from any employee of, or person who has acted on behalf of, the Association any information the auditor considers necessary for the performance of his or her duties; and
 - (c) employ any person to assist in auditing the financial affairs of the Association; and
 - (d) examine any member of the committee, or any employee of, or person who has acted on behalf of, the Association, in relation to the accounting records, books and accounts of the Association.

12. Exemptions under the Act

- (1) For any financial year that the Association is exempt from the requirement to be audited by virtue of [section 24\(1B\)](#) or [\(1C\)](#) of the Act –
- (a) an auditor is not required to be appointed for that financial year under [rule 10](#) unless the Association elects to have the financial affairs of the Association for that financial year audited in accordance with the Act and these rules; and
 - (b) if an auditor is not appointed for a financial year by virtue of [paragraph \(a\)](#) –
 - (i) [rules 10](#) and [11](#) do not apply in respect of the Association for that financial year; and
 - (ii) [rule 13\(5\)\(b\)](#), to the extent that it relates to an auditor, does not apply in respect of the annual general meeting held by the Association in respect of that financial year; and
 - (iii) [rule 13\(5\)\(d\)](#) does not apply in respect of the annual general meeting held by the Association in respect of that financial year.

- (2) For any financial year that the Association is exempt from the requirement to provide an annual return by virtue of [section 24\(1B\)](#) of the Act, the committee must provide, as part of the ordinary business of the annual general meeting for that financial year, a copy of the annual financial report given under the [Australian Charities and Not-for-profits Commission Act 2012](#) of the Commonwealth in respect of that financial year.

13. Annual general meeting

- (1) The Association is to hold an annual general meeting each year.

(2) An annual general meeting is to be held on any day (being not later than 3 months after the end of the financial year of the Association) the committee determines.

(3) An annual general meeting is to be in addition to any other general meeting that may be held in the same year.

(4) The notice convening an annual general meeting is to specify the purpose of the meeting.

(5) The ordinary business of an annual general meeting is to be as follows:

(a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;

(b) to receive from the committee, auditor, employees and other persons acting on behalf of the Association reports on the transactions of the Association during the last preceding financial year of the Association;

(c) to elect the officers of the Association and the ordinary committee members;

(d) to appoint the auditor and determine his or her remuneration;

(6) An annual general meeting may transact business of which notice is given in accordance with [rule 15](#) .

(7) Minutes of proceedings of an annual general meeting are to be taken during the meeting and kept in the records of the Association.

14. Special general meetings

(1) The committee may convene a special general meeting of the Association at any time.

(2) The committee, on the requisition in writing of at least 10 members of the Association, is to convene a special general meeting of the Association.

(3) A requisition for a special general meeting –

(a) is to state the objects of the meeting; and

(b) is to be signed by each of the requisitioners; and

(c) is to be deposited at the office or postal address of the Association; and

(d) may consist of several documents, each signed by one or more of the requisitioners.

(4) If the committee does not cause a special general meeting to be held within 21 days after the day on which a requisition is deposited at the

office or postal address of the Association, any one or more of the requisitioners may convene the meeting within 3 months after the day on which the requisition is deposited at the office or the postal address of the Association.

(5) A special general meeting convened by requisitioners is to be convened in the same manner, as nearly as practicable, as the manner in which a special general meeting would be convened by the committee.

(6) All reasonable expenses incurred by requisitioners in convening a special general meeting are to be refunded by the Association.

(7) The business of a special general meeting shall be only that specified in the notice advertising the meeting.

15. Notices of general meetings

(1) At least 14 days before the day on which a general meeting of the Association is to be held, the public officer, or the festival coordinator or his or her delegate, is to publish a notice specifying –

(a) the place, day and time at which the meeting is to be held; and

(b) the nature of the business that is to be transacted at the meeting.

(2) A notice is published for the purposes of [subrule \(1\)](#) if the notice –

(a) is contained in an advertisement appearing in at least one newspaper circulating in Tasmania;

(b) appears on a website, or at an electronic address, of the Association;

(c) is sent to each member of the Association at –

(i) the member's postal or residential address or address of business or employment; or

(ii) an email address that the member has nominated as the email address to which notices from the Association may be sent.

16. Business and quorum at general meetings

(1) All business transacted at a general meeting, other than the ordinary business of an annual general meeting, is special business.

(2) Business is not to be transacted at a general meeting unless a quorum of members of the Association entitled to vote is present at the time when the meeting considers that business.

(3) A quorum for the transaction of the business of a general meeting is 5 members of the Association entitled to vote.

(4) If a quorum is not present within one hour after the time appointed for the commencement of a general meeting, the meeting –

(a) if convened on the requisition of members of the Association, is dissolved; or

(b) if convened by the committee, is to be adjourned to the same day in the next week at the same time and –

(i) at the same place; or

(ii) at any other place specified by the chairperson –

(A) at the time of the adjournment; or

(B) by notice in a manner determined by the chairperson.

(5) If at an adjourned general meeting a quorum is not present within one hour after the time appointed for the commencement of the meeting, the meeting is dissolved.

17. Chairperson at general meetings

At each general meeting of the Association, the chairperson is to be –

(a) the president; or

(b) in the absence of the president, the vice-president; or

(c) in the absence of the president and the vice-president, a member of the Association elected to preside as chairperson by the members of the Association present and entitled to vote at the general meeting.

18. Adjournment of general meetings

(1) The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the members of the Association who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(2) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.

(3) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

19. Determination of questions arising at general meetings

(1) A question arising at a general meeting of the Association is to be determined on a show of hands.

(2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or been carried unanimously or carried by a particular majority, together with an entry to that effect in the records of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

20. Votes

(1) On any question arising at a general meeting of the Association, a member of the Association (including the chairperson) has one vote only.

(2) All votes are to be given personally.

(3) Despite [subrule \(1\)](#), in the case of an equality of votes, the chairperson has a second or casting vote.

21. Taking of poll

If at a general meeting a poll on any question is demanded –

(a) the poll is to be taken at that meeting in the manner that the chairperson determines; and

(b) the result of the poll is taken to be the resolution of the meeting on that question.

22. When poll to be taken

(1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.

(2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson determines.

23. Affairs of Association to be managed by a committee

(1) The affairs of the Association are to be managed by a committee of management constituted as provided in [rule 25](#).

(2) The committee –

(a) is to control and manage the business and affairs of the Association; and

(b) may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised and performed by members of the Association at a general meeting; and

(c) has power to do anything that appears to the committee to be essential for the proper management of the business and affairs of the Association.

(3) The committee shall appoint a member of the Association as public officer.

(a) The public officer is a servant of the committee and not a committee member per se. However, the committee may appoint a member of the committee as public officer.

(b) The public officer is appointed by the committee and may be dismissed or replaced by the committee.

(c) The duties of the public officer are outlined in Appendix 1 to these rules.

24. Officers of the Association

(1) The officers of the Association are:

(a) the president;

(b) the vice-president;

(c) the treasurer; and

(d) the secretary.

The duties of the officers of the Association are outlined in Appendix 1 to these rules.

(2) Subject to [subrule \(4\)](#) , the officers of the Association are to be elected in accordance with [rule 26](#) .

(3) Each officer of the Association is to hold office until the end of the next annual general meeting after that at which he or she is elected and is eligible for re-election.

(4) If a casual vacancy in an office referred to in [subrule \(1\)](#) occurs, the committee may appoint one of its members to fill the vacancy until the end of the next annual general meeting after the appointment.

(5) If an office referred to in [subrule \(1\)](#) is not filled at an annual general meeting, there is taken to be a casual vacancy in the office.

25. Constitution of the committee

(1) The committee consists of –

(a) the officers of the Association; and

(b) no more than 8 other members elected at the annual general meeting or appointed in accordance with this rule.

The roles of committee members are outlined in Appendix 1 to these rules.

(2) An ordinary committee member is to hold office until the end of the annual general meeting held two years after that at which he or she is elected and is eligible for re-election.

- (3) If a casual vacancy occurs in the office of an ordinary committee member, the committee may appoint a member of the Association to fill the vacancy until the end of the next annual general meeting after the appointment.
- (4) If an office of an ordinary committee member is not filled at an annual general meeting, there is taken to be a casual vacancy in the office.
- (5) Committee positions are honorary and voluntary.
- (6) No employee of the Association can be a member of the committee.

26. Election of members of committee

- (1) A nomination of a candidate for election as an officer of the Association, or as an ordinary committee member, is to be –
 - (a) made in writing, signed by 2 members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
 - (b) delivered to the public officer, or his or her delegate, as soon as practicable before or on the day the annual general meeting is to be held.

Appendix 4 to these rules sets out the form for nomination of a committee member which is to be used for this purpose.

- (2) If insufficient nominations are received to fill all vacancies on the committee –
 - (a) the candidates nominated are taken to be elected; and
 - (b) further nominations are to be received at the annual general meeting.
- (3) If the number of nominations received is equal to the number of vacancies on the committee to be filled, the persons nominated are taken to be elected.
- (4) If the number of nominations received exceeds the number of vacancies on the committee to be filled, a ballot is to be held.
- (5) If the number of further nominations received at the annual general meeting exceeds the number of remaining vacancies on the committee to be filled, a ballot is to be held in relation to those further nominations.
- (6) The ballot for the election of officers of the Association and ordinary committee members is to be conducted at the annual general meeting in the manner determined by the committee.

27. Vacation of office

For the purpose of these rules, the office of an officer of the Association, or of an ordinary committee member, becomes casually vacant if the officer or committee member –

- (a) dies; or
- (b) becomes bankrupt, applies to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with his or her creditors or makes an assignment of his or her remuneration or estate for their benefit; or
- (c) becomes a represented person within the meaning of the [Guardianship and Administration Act 1995](#) ; or
- (d) resigns office in writing addressed to the committee; or
- (e) ceases to be ordinarily resident in Tasmania; or
- (f) is absent from 3 consecutive meetings of the committee without the permission of the other members of the committee; or
- (g) ceases to be a member of the Association; or
- (h) fails to pay, within 14 days after receiving a notice in writing from the Association stating that the officer or committee member has failed to pay one or more amounts of annual subscriptions, all such amounts due and payable by the officer or member.

28. Meetings of the committee

- (1) The committee is to meet at least 8 times in any calendar year, at any place and time the committee determines.
- (2) A meeting of the committee, other than a meeting referred to in [subrule \(1\)](#) , may be convened by the president or any 4 of the members of the committee.
- (3) Written notice of any special committee meeting is to be served on members of the committee and is to specify the general nature of the business to be transacted.
- (4) A special committee meeting may only transact business of which notice is given in accordance with [subrule \(3\)](#) .
- (5) A quorum for the transaction of the business of a meeting of the committee is 5 members of the committee.
- (6) Business is not to be transacted at a meeting of the committee unless a quorum is present.
- (7) If a quorum is not present within half an hour after the time appointed for the commencement of –

- (a) a meeting of the committee (other than a special committee meeting), the meeting is to be adjourned to the same day in the next week at the same time and at the same place; or
 - (b) a special committee meeting, the meeting is dissolved.
- (8) At each meeting of the committee, the chairperson is to be –
 - (a) the president; or
 - (b) in the absence of the president, the vice-president; or
 - (c) in the absence of the president and the vice-president, a member of the committee elected to preside as chairperson by the members of the committee present at the meeting.
- (9) Any question arising at a meeting of the committee is to be determined –
 - (a) on a show of hands; or
 - (b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.
- (10) On any question arising at a meeting of the committee, a member of the committee (including the chairperson) has one vote only.
- (11) Despite [subrule \(10\)](#), in the case of an equality of votes, the chairperson has a second or casting vote.
- (12) Written notice of each committee meeting is to be served on each member of the committee by –
 - (a) giving it to the member during business hours before the day on which the meeting is to be held; or
 - (b) leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address or place or address of business or employment last known to the server of the notice; or
 - (c) sending it by post, to the person's postal or residential address or address of business or employment last known to the server of the notice, in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or
 - (d) faxing it to the member's fax number; or
 - (e) emailing it to the email address, of the member, that the member has nominated as the email address to which notices from the Association may be sent.
- (13) The Committee and any subcommittee may allow its members to take part in any or all of its meetings by telephone or any other means of

communication. A Committee or sub-committee member taking part in a meeting as allowed under this sub-rule is taken to be present at the meeting.

Appendix 3 to these Rules sets out the principles in accordance with which all meetings are to be conducted.

29. Disclosure of interests

(1) If a member of the committee or a member of a subcommittee has a direct or indirect pecuniary interest in a matter being considered, or about to be considered, by the committee or subcommittee at a meeting, the member is to, as soon as practicable after the relevant facts come to the member's knowledge, disclose the nature of the interest to the committee.

(2) If at a meeting of the committee or a subcommittee a member of the committee or subcommittee votes in respect of any matter in which the member has a direct or indirect pecuniary interest, that vote is not to be counted.

30. Subcommittees

(1) The committee may –

(a) appoint a subcommittee from the committee; and

(b) prescribe the powers and functions of that subcommittee.

(2) The committee may co-opt any person as a member of a subcommittee without voting rights, whether or not the person is a member of the Association.

(3) A quorum for the transaction of the business of a meeting of the subcommittee is 3 appointed members entitled to vote.

(4) Any question arising at a meeting of a subcommittee is to be determined –

(a) on a show of hands; or

(b) if demanded by a member, by a poll taken at that meeting in the manner the chairperson determines.

(5) On any question arising at a meeting of a subcommittee, a member of the subcommittee (including the chairperson) has one vote only.

(6) Written notice of each subcommittee meeting is to be served on each member of the subcommittee by –

(a) giving it to the member during business hours before the day on which the meeting is to be held; or

(b) leaving it, during business hours before the day on which the meeting is to be held, at the member's postal or residential address

or place or address of business or employment last known to the server of the notice; or

(c) sending it by post, to the person's postal or residential address or address of business or employment last known to the server of the notice, in sufficient time for it to be delivered to that address in the ordinary course of post before the day on which the meeting is to be held; or

(d) faxing it to the member's fax number; or

(e) emailing it to the email address, of the member, that the member has nominated as the email address to which notices from the Association may be sent.

(7) A convenor shall be appointed for each subcommittee by either the committee or the subcommittee itself, to be responsible for calling meetings of the subcommittee and to advise all subcommittee members in writing of the time and place at which the subcommittee meetings shall be held.

31. Executive committee

(1) The president, the vice-president, the treasurer and the secretary constitute the executive committee.

(2) During the period between meetings of the committee, the executive committee may issue instructions to the public officer and any servants or employees of the Association in matters of urgency connected with the management of the affairs of the Association.

(3) The executive committee is to report on any instructions issued under [subrule \(2\)](#) to the next meeting of the committee.

32. Annual subscription

(1) The annual subscription, for a financial year of the Association, that is payable by members of the Association is to be set by the committee and reviewed from time to time:

(2) The annual subscription, for a financial year of the Association, that is payable by members of the Association is due and payable on the first day of the financial year.

(3) If –

(a) a member of the Association has not paid his or her annual subscription for a financial year of the Association within 3 months after the first day of the financial year; and

(b) there has been sent to the member, by the Association after the first day of the financial year, a notice in writing, stating that the member's name may be removed from the register of members if the member has not, within 14 days after receiving the notice, paid all annual subscriptions due and payable by the member; and

(c) the member has not, within 14 days after receiving the notice, paid all annual subscriptions due and payable by the member, the name of the member may be removed from the register of members maintained under [rule 5\(10\)](#).

(4) If a member of the Association has not paid his or her annual subscription for a financial year of the Association within 3 months after the first day of the financial year, or within 14 days after receiving a notice under subrule (3), whichever is the later day, he or she is not entitled to attend, or vote at, the next annual general meeting of the Association.

33. Service of notices and requisitions

Except as otherwise provided by these rules, a document may be served under these rules on a person by –

- (a) giving it to the person; or
- (b) leaving it at, or sending it by post to, the person's postal or residential address or place or address of business or employment last known to the server of the document; or
- (c) faxing it to the person's fax number; or
- (d) emailing it to the person's email address.

34. Expulsion of members

(1) The committee may expel a member from the Association if, in the opinion of the committee, the member is guilty of conduct detrimental to the interests of the Association.

(2) The expulsion of a member under [subrule \(1\)](#) does not take effect until whichever of the following occurs later:

- (a) the fourteenth day after the day on which a notice is served on the member under [subrule \(3\)](#) ;
- (b) if the member exercises his or her right of appeal under this rule, the conclusion of the special general meeting convened to hear the appeal.

(3) If the committee expels a member from the Association, the public officer, without undue delay, is to cause to be served on the member a notice in writing –

- (a) stating that the committee has expelled the member; and

- (b) specifying the grounds for the expulsion; and
- (c) informing the member of the right to appeal against the expulsion under [rule 35](#) .

35. Appeal against expulsion

- (1) A member may appeal against an expulsion under [rule 34](#) by serving on the public officer, within 14 days after the service of a notice under [rule 34\(3\)](#) , a requisition in writing demanding the convening of a special general meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition, the public officer is to immediately notify the committee of the receipt.
- (3) The committee is to cause a special general meeting to be held within 21 days after the day on which the requisition is received.
- (4) At a special general meeting convened for the purpose of hearing an appeal under this rule –
 - (a) no business other than the question of the expulsion is to be transacted; and
 - (b) the committee may place before the meeting details of the grounds of the expulsion and the committee's reasons for the expulsion; and
 - (c) the expelled member must be given an opportunity to be heard; and
 - (d) the members of the Association who are present are to vote by secret ballot on the question of whether the expulsion should be lifted or confirmed.
- (5) If at the special general meeting a majority of the members present vote in favour of the lifting of the expulsion –
 - (a) the expulsion is lifted; and
 - (b) the expelled member is entitled to continue as a member of the Association.
- (6) If at the special general meeting a majority of the members present vote in favour of the confirmation of the expulsion –
 - (a) the expulsion takes effect; and
 - (b) the expelled member ceases to be a member of the Association.

36. Disputes

- (1) A dispute between a member of the Association, in his or her capacity as a member, and the Association is to be determined by arbitration in accordance with the provisions of the [Commercial Arbitration Act 2011](#) .
- (2) This rule does not affect the operation of [rule 35](#) .

37. Seal of Association

- (1) The seal of the Association is to be in the form of a rubber stamp inscribed with the name of the Association encircling the word "Seal".
- (2) The seal is not to be affixed to any instrument except by the authority of the committee.
- (3) The affixing of the seal is to be attested by the signatures of –
 - (a) two members of the committee; or
 - (b) one member of the committee and –
 - (i) the public officer; or
 - (ii) any other person the committee may appoint for that purpose.
- (4) If a sealed instrument has been attested under [subrule \(3\)](#), it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the committee.
- (5) The seal is to remain in the custody of the festival coordinator or of the public officer of the Association.

38. The rules of the Association

The rules of the Association are to be held, and copies of the rules are to be kept and made available, in accordance with the directions set out in Appendix 2 to these rules.

39. Gift Fund

- (1) The Association must establish, maintain, and control a fund, to be designated the "Cygnet Folk Festival Gift Fund".
- (2) The sole purpose of the Gift Fund is to receive and administer all gifts of money or property for the objects and purposes of the Association.
- (3) The Gift Fund must not receive any money or money received because of such gifts (for example, interest) or property other than that provided by way of gift under subrule (2).
- (4) The Association must set up and maintain separate accounting records for the Gift Fund, which clearly identify all gifts made under subrule (2) and any money received because of those gifts (such as interest).
- (5) On behalf of the Association, the Treasurer, or their delegate, must:
 - a) receive any gift made under subrule (2);
 - b) immediately after receiving the gift, issue an official ATO compliant receipt to the donor; and

- c) cause the money or property donated, as the case may be, to be paid into or credited to the Gift Fund as soon as practicable after it is received.
- (6) If the Association is wound up, or the Association ceases to be endorsed as a deductible gift recipient under the Income Tax Assessment Act 1997, any assets of the Gift Fund remaining after satisfaction of any liabilities of the Gift Fund must, as soon as practicable, be transferred to another fund, authority or institution with a similar charitable purpose:
 - a) has similar objects and purposes to the Association; and
 - b) is endorsed as a deductible gift recipient under the Income Tax Assessment Act 1997.

APPENDIX I

1. Roles and duties of Officers of the Association and of the public officer

(1) President:

- (a) chairs all meetings of the Association and ensures the meetings are run in accordance with the rules of the Association;
- (b) acts as the official representative of the organisation;
- (c) is responsible for overall leadership and motivation;
- (d) signs the minutes of each meeting as a true and correct record;
- (e) submits all applications for funding as the principal on behalf of the Association;
- (f) performs all other duties as generally agreed to at ordinary meetings of the committee.

(2) Vice-President:

- (a) carries out all functions in the absence of the President as described in this rule;
- (b) performs all other duties as generally agreed to at ordinary meetings of the committee.

(3) Secretary:

- (a) deals with correspondence to and from the organisation;
- (b) is responsible for accurate minutes of all committee and general meetings;
- (c) is responsible for ensuring minutes are kept as per requirements of the Act;
- (d) ensures that official files and records of membership are kept;
- (e) receives nominations for the committee prior to the annual general meeting;
- (f) maintains a flow of information to and from the committee;
- (g) assists in the preparation of funding applications;
- (g) performs all other duties as generally agreed to at an ordinary meeting of the committee;

(4) Treasurer:

- (a) must be one of the signatories to the cheque account;
- (b) is to keep records of the accounts of the Association in accordance with rule 9;
- (c) ensures that monthly and annual financial reports are presented at meetings;
- (d) assists in the preparation of the annual budget and ensures an annual audit is conducted;
- (e) organises the submission of accounts at the annual general meeting;

(f) performs all other duties as generally agreed to at an ordinary meeting of the committee;

(5) Public Officer:

- (a) upon appointment, is to obtain and read a copy of the Act and the Associations Incorporations Regulations 2017 and in so doing be able to implement the Act and Regulations on behalf of the Association;
- (b) ensure that any constitutional changes are notified to the proper corporate bodies;
- (c) sign any documents relating to such changes on behalf of the organisation;
- (d) ensure that the annual general meeting and any special general meetings are organised and advertised in accordance with the legal requirements of the organisation.

2. Roles and duties of Committee members of the Association

Members of the committee are expected to:

- (1) contribute information and ideas to the successful operation of the Association and its activities;
- (2) perform duties as generally agreed to at an ordinary meeting of the committee; and
- (3) be involved in hand-over procedures and mentoring of new committee members for a period of at least two months following the expiration of their term of office.

3. Roles and duties of Servants and Employees of the Association

All servants and employees will carry out their responsibilities and duties:

- (1) in accordance with the directions of the committee of the Association;
- (2) only with the prior knowledge and approval of the committee of the Association;
- (3) by attending meetings as required by the committee of the Association and as may be necessary for them to be able to receive directions relevant to their role and their contractual arrangements with the Association; and
- (4) by submitting any reports to the committee which the committee may direct them to provide to it.

APPENDIX 2

Security of Document

- (1) The Rules of the Association are to be held at the offices of the Commissioner for Corporate Affairs in accordance with the Act.
- (2) A certified true copy is to be held by the public officer to be used as required at all meetings of the Association.
- (3) Copies of the Rules of the Association are to be made available to members upon request.

These are to be in the form of;

- (a) a printed version supplied by the festival coordinator or the public officer, or
- (b) a digital version made available on the Association's website as a secure PDF formatted document

APPENDIX 3

The successful production of the Cygnet Folk Festival is heavily reliant on the efficient and effective operation of the Huon Folk Inc Festival committee and appropriate attention to its succession. The contribution of information, ideas and energy from all committee members is a prerequisite for this success.

1. Conduct of Meetings

- (1) Meetings are to be conducted efficiently, with an efficient use of time to reach outcomes. In order to achieve this aim, every effort will be made by employees and servants of the Association and by committee members to distribute an agenda, minutes, reports and attachments at least a week prior to the meetings.
- (2) Committee members have a right to raise agenda items that can be placed on the agenda prior to distribution. Members will then be responsible for the provision of information on any tabled items. Agenda items tabled at the meeting may be deferred to the following meeting for discussion.
- (3) Meetings are to be conducted according to formal meeting procedures and in accordance with the rules.
- (4) Meeting minutes are to be distributed in a timely manner.

2. Input of Committee Members

- (1) All committee members have a right and a responsibility to provide input at meetings to ensure the success of the Association.
- (2) In order to operate within the timeframe of the meeting and to allow committee members to provide valuable input to the meeting, the agenda papers should be read prior to the meeting. Where possible significant questions or concerns should be raised with the Chairperson prior to the meeting.
- (3) Participation by members should be relevant to the topic under discussion and input will be facilitated and monitored by the Chair. The timeframe for input by members will also be determined by the priorities among existing agenda items.
- (4) Meetings are to be handled flexibly and time is to be made available for members to be updated on topics raised at the meeting.
- (5) The Chairperson will ensure that all members have the opportunity to participate in meetings, including members linked by teleconference or other digital platforms.
- (6) Members are encouraged to speak through the Chairperson. The Chairperson will introduce the rules of debate and keep a time check on speakers if necessary.
- (7) A valuable function of membership of the committee can be the sharing of connections to relevant networks and associated information

and ideas which may contribute to the success of the Cygnet Folk Festival.

3. Committee Business

(1) The role of the committee is to oversee day-to-day operational issues and to develop special projects, which may involve employment or contractual matters. The committee is also responsible for ratifying any organisational decisions.

(2) Conflict of interest:

(a) members must disclose to the committee in a timely manner any actual or potential conflict of interest issue; and

(b) if any member has an actual or potential commercial or non-commercial conflict of interest, that member must declare the conflict as soon as possible and the committee will decide how the matter will be handled.

4. Operation of Sub-Committees

(1) Sub-committees are appointed by the committee and will generally include at least one member of the committee. Representation on a sub-committee is decided by the nature of the issue.

(2) Sub-committees are established for a specific purpose and are dissolved on completion of outcomes.

(3) Recommendations of sub-committees are to be tabled for committee endorsement with written reports where necessary. External input and expertise can be invited.

APPENDIX 4

Forms

1. Membership application form

2. Nomination for committee form

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Membership application form

I wish to become a member/renew my membership of Huon Folk Inc. for the

.....Financial year

Name.....

Address

.....

Email.....

☐ I enclose subscription.

Or

☐ I have paid subscription via bank transfer to Huon Folk Inc

BSB 633000

Acc 146 836 952

Signed:

.....

Postal address Cygnet Folk Festival to PO Box 2, Cygnet Tasmania 7112

Enquiries to: Telephone 0457566556

Email: info@cygnetfolkfestival.org

Website: cygnetfolkfestival.org

Nomination for committee form

I, (Nominator).....

and Seconded by.....

Nominate:

for position of.....

Huon Folk Inc. at the Annual General Meeting to be held on

(date)

Signed

I.....(Nominee)

consent to being nominated for this position.

I have read and understand the Rules of the Association and understand that committee member terms are for two years – as specified in Rule 25.

Signed

My[nominee's] contact details are:

Address

.....

Phone

Email.....

Deadline for nominations is(insert date)

Send to Public Officer, Huon Folk Inc PO Box 2 Cygnet 7112