

MANAGEMENT RULES

of the

FRIENDS

of the

PINNACLE

25 JULY 2010

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PART I - PRELIMINARY

1. Name

The name of the organisation is Friends of the Pinnacle.

2. Definitions

In these rules unless a contrary intention appears –

“**A.C.T.**” means Australian Capital Territory;

“**A.G.M.**” means Annual General Meeting;

“**FOTPIN**” means Friends of the Pinnacle;

“**group**” means the organisation established by these management rules;

“**member**” means a member however described by the group;

“**model rules**” means the rules annexed to the Associations Incorporation Regulations of the ACT;

“**notice**” means by email, by normal post or hand delivered written information to a house post box;

“**ordinary committee member**” means a member of the committee who is not an office bearer of the group;

“**Pinnacle Reserve**” means the area so defined by the A.C.T. Government; and

“**PC&L**” means the Parks, Conservation and Lands department of the Government of the A.C.T.

3. Interpretation of the Other Provisions

The model rules are deemed to be incorporated into these Rules.

4. Relationship with the A.C.T. Government and other groups

FOTPIN operates on the Pinnacle Reserve with the permission of PC&L which is the controlling ACT Government agency for the Pinnacle Reserve. All FOTPIN activities on the Pinnacle Reserve require the approval of PC&L as PC&L has public liability insurance cover for the approved activities of FOTPIN members on the Pinnacle Reserve.

The group is an unincorporated body that includes a policy-making coordination committee. FOTPIN will operate under the umbrella of one of the incorporated catchment groups (e.g. Ginninderra Catchment Group) for management of funding proposals and other financial issues.

PART II – GOAL, OBJECTIVES AND STRATEGIES

5. FOTPIN Goal and Objectives

The group's goal is to foster an enduring community of interest that protects and enhances the ecological values of the Pinnacle Reserve. To this end, the group's objectives include promoting and implementing strategies that:

- foster community interest and pride in, and care for, the Pinnacle Reserve;
- halt and reverse threats to biodiversity and ecological function posed by:
 - (a) pest plants and animals;
 - (b) land and water degradation; and
 - (c) contemporary fire regimes.

6. FOTPIN Strategies

The group's goal and objectives will be achieved by implementing the following strategies:

- (a) to publicly advocate for the above goals and objectives, subject to committee approval;
- (b) to inform and encourage sustainable and responsible recreational use;
- (c) to facilitate social and community activities which create a community of interest, including creative pursuits;
- (d) to develop, maintain and make available comprehensive resource materials that inform attainment of the group's goal and objectives, and to make those materials available to the community and interested parties;
- (e) to develop and implement plans and projects that improve ecological function and halt and reverse threats to ecological function, and to secure monies from public and private sources for plan or project implementation;
- (f) to ensure the group's publications, including any plans and projects, are accessible to the community, and to facilitate the understanding of those publications;
- (g) to facilitate participation in the group's plans and projects by educational institutions, experts, indigenous communities, local businesses and others who might benefit from or have an interest in the group's activities;
- (h) to, where practicable, facilitate training in the skills required to implement the group's plans and projects; and

- (i) to monitor and report to the community on the implementation of plans, projects and environmental achievements, and to implement continuous improvement and adaptive management actions.

PART III – MEMBERSHIP

7. Membership

- (1) Membership is open to any person with an interest in furthering the goal and objectives of the group.
- (2) A person may become a member by completing the membership application and payment of a voluntary membership joining fee of \$10.
- (3) Ongoing membership in the following years after joining is maintained by the voluntary payment of \$2 per year payable up to a maximum of 5 years in advance. No refund of advanced annual subscriptions will be made for persons who resign under sub rule 7(4) or have their membership cancelled under processes followed under sub rule 7(5).
- (4) A person's membership ceases by resignation in writing, including by email, or failure to renew membership.
- (5) Where the committee or a general meeting is of the view that a member has persistently acted in a manner which is prejudicial to the group's goal, objectives or strategies, action may be taken in accordance with clause 9 of the model rules with respect to the courses available, the procedures and processes to be followed, the rights of appeal which may be utilized, and the like.

8. Members' Liability

Members are not personally liable for any debts incurred by the group.

PART IV – THE CO ORDINATION COMMITTEE

9. Powers of the Committee

The committee, subject to these Rules, and to any resolution passed by the group in a general meeting, controls and manages the affairs of the group.

10. Constitution and Membership

- (1) The committee consists of a minimum of four people elected pursuant to sub rule 10(3).
- (2) The office bearers of the group are – convenor, treasurer, secretary, and holders of such other positions as are nominated from time to time.
- (3) The convenor and other members of the committee are to be elected at each annual general meeting in such a manner as the committee directs.
- (4) Subject to these rules, all members of the committee hold office until the conclusion of the A.G.M. following their election but are eligible for re-election.
- (5) The committee may co-opt additional members for particular purposes and periods.
- (6) No member of the committee may hold the same office for more than two years consecutively.

11. Convenor

- (1) The committee is to appoint a convenor.
- (2) Without limiting the functions of the convenor the role of the convenor includes to:
 - (a) call and preside over general and annual meetings;
 - (b) unless otherwise determined by the committee, represent the group in communications with other parties

12. Secretary

- (1) The committee is to appoint a secretary.
- (2) The secretary is to record, or cause to be recorded, the minutes of committee meetings and general meetings and keep the records and books as per sub rule 30.

13. Treasurer

- (1) The committee is to appoint a treasurer.

- (2) The treasurer is to:
- (a) collect and receive all monies due to the group and make payments authorised by the group;
 - (b) keep correct accounts showing the groups financial affairs with details of receipts and expenditure;
 - (c) keep records of grant funds that may be accessed through other incorporated land care groups in the ACT or NSW where the group successfully applied for grant funding; and
 - (d) update the records at least every three months and such records are to be posted on the FOTPIN web site.

14. Vacancies

- (1) A committee member resigns, and any office held falls vacant, by advising the convenor in writing/email, or in the case of the convenor by advising the secretary in writing/email.
- (2) A committee member is deemed to have resigned and any office held by that person falls vacant if he or she fails to attend two consecutive meetings without tendering an apology.
- (3) Where a casual vacancy occurs interested members may nominate themselves for the position.
- (4) If the number of nominations exceeds the places available the member(s) will be determined by vote at a meeting called for the purpose of electing a person or persons to nominated positions. Such meeting does not have to have the election as the sole purpose of the meeting but must comply with the requirements under sub rule 20(3) and sub rule 21(1).

15. Conflict Resolution

A member of the committee dissatisfied with the actions of any other member may call a special meeting of the committee so that the matter may be resolved.

16. Committee Meetings and Quorum

- (1) The committee must meet at least three times each calendar year.

- (2) The secretary must give at least 7 days notice of a meeting either orally or in writing /email.
- (3) Notice of a meeting must specify the nature of the business. Other business may not be transacted without the agreement of a majority of all members of the committee.
- (4) Minutes of a meeting are to be confirmed at the next meeting.
- (5) Any three members of the committee constitute a quorum for a meeting.

17. Voting and Decisions

- (1) Questions arising at meetings of the committee are determined by a majority of votes of members at the meeting. Proxy voting is not permitted.
- (2) In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

PART V – GENERAL MEETINGS

18. Annual General Meetings

The group is to convene an A.G.M. once every year.

19. Business of Annual General Meeting

- (1) The business of the A.G.M. is:
 - (a) to confirm the minutes of the preceding A.G.M. and of any intervening general meeting whose minutes had not been confirmed;
 - (b) to receive reports from the committee on the group's activities during the preceding financial year;
 - (c) to elect the convenor and other members of the committee; and
 - (d) to receive and consider the statement of accounts and reports of the group.
- (2) An A.G.M. is to be specified as such in the notice convening it.
- (3) A quorum for an A.G.M is 10 members.

- (4) The first meeting of the membership of the group will be deemed to be an annual general meeting and the group will elect members of the committee. The elected committee will appoint the office bearers of the group.

20. Calling General Meetings

- (1) The committee may convene a general meeting whenever and however it thinks fit.
- (2) A member or members may request a general meeting be held.
- (3) Any request for a general meeting must:
 - (a) state the purpose(s) of the meeting;
 - (b) identify the member or members making the request;
 - (c) be lodged with the secretary.
- (4) A request may consist of a single document or several documents identifying at least one or more of the members making the request.
- (5) If the committee fails to convene a general meeting within four weeks of the date on which a request for such a meeting is lodged with the secretary, any one or more members making the request may convene a special general meeting to be held not more than eight weeks after the date of the request.
- (6) A special general meeting will comply as nearly as practicable with the arrangements for general meetings and requires a quorum of 10 members.

21. Notice of requested General Meeting

- (1) At least 14 days before the holding of such a general meeting the secretary must arrange delivery of a notice specifying its place, date and the nature of business to be transacted.
- (2) Where the nature of the business proposed to be dealt with at such a general meeting requires a special resolution, [see sub rule 32(1)] the secretary must, at least 21 days before the date fixed for the general meeting, have a notice delivered to each member specifying the intention to propose the special resolution in addition to the matter required under sub rule (1).
- (3) A member desiring to bring any business before such a general meeting may give notice of it in writing to the secretary who will include it in the notice convening

the meeting.

22. General Meetings of Committee – Procedure and Quorum

- (1) Three members present in person constitute a quorum.
- (2) If within half an hour after the appointed time for the commencement of such a general meeting a quorum is not present, the meeting stands adjourned until a time, place and date to be fixed.
- (3) Minutes of a meeting are to be confirmed at the next meeting.

23. Presiding Member

The convenor or, if absent, any other member elected by the committee may preside at a general meeting.

24. Making of Decisions

- (1) Questions arising at general meetings are determined by a majority of votes. Proxy voting is not permitted.
- (2) In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

PART VI – FINANCE

25. Financial Year

The financial year of the group begins on 1 July each year.

26. Sources of Funds

- (1) Funds may be raised from donations, fund-raising projects and grants from any appropriate source.
- (2) All monies received are to be deposited as soon as practicable in the group's bank account.

27. Management of Funds

- (1) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the treasurer and one other committee member.
- (2) Two committee members (the Treasurer and one other committee member) shall be nominated each year as trustee signatories to the group bank account.

28. Audit

- (1) The accounts and financial records of the group must be audited at least annually.
- (2) Audit must be by a person who:
 - is not on the committee; and
 - has not helped prepare the accounts.

PART VII – MISCELLANEOUS

29. Alteration of Objectives and Rules

Neither the objectives of the group nor these rules may be altered except in accordance with these rules and by calling a special meeting for such purpose.

30. Custody of Books

The secretary must keep in his or her control all records and other documents relating to the group.

31. Service of Notices

For the purpose of these rules, a notice may be served by or on behalf of the group upon any member at the member's address shown in the register of members.

32. Surplus Property

- (1) At the first general meeting of the group, the group is to pass a special resolution nominating a fund, authority or institution for the purposes of vesting any surplus property in the event of the dissolution or winding up of the group.
- (2) A subsequent special resolution may modify or substitute the fund, authority or institution chosen under subclause 32 (1).