

**SAVE RALPHS BAY INCORPORATED ACTION GROUP**  
**(Also known as SRB Inc Action Group)**  
**CONSTITUTION**

**1. TITLE**

The Action Group shall be known as Save Ralphs Bay Inc (Hereafter referred to as SRB Inc).

**2. OBJECTS OF THE ASSOCIATION**

- 2.1 To oppose the Walker Corporation's 2004 development proposal for Ralphs Bay, Frederick Henry Bay and the canal at Lauderdale, and any subsequent development proposals for Ralphs Bay deemed by SRB Inc to be inappropriate;
- 2.2 To work towards the protection of the natural and aesthetic values of Ralphs Bay such that further proposals of this nature cannot be put forward;
- 2.3 To promote an approach to Coastal Planning in Tasmania that will prevent inappropriate development proposals in coastal areas;
- 2.4 To bring into closer understanding and co-operation the supporters of SRB Inc for the purposes set out above, and to convene, organise and co-ordinate such meetings, activities and events (including fundraising) as may be deemed necessary.

**3. MEMBERSHIP**

- 3.1 Any person who supports the Objects of the Association shall become a Member of the Association on completion of the Membership Form and payment of the Membership Fee, which shall be determined at the Annual General Meeting.
- 3.2 Any person whose activities are deemed by the SRB Inc Coordinating Committee to be in opposition to the Objects of Association set out above shall not be a member of SRB Inc.

**4. VOTING**

- 4.1 In general, decisions are to be reached by consensus among Members present at meetings.
- 4.2 Where a vote is taken, decisions of SRB Inc shall be by a simple majority vote by Members, except for alterations of the Constitution. 4.3 The Chair of the meeting may exercise a deliberative as well as a casting vote.

**5. MEETINGS**

- 5.1 The Annual General Meeting shall be held at a date between July and December each year.
- 5.2 At least two weeks' notice of the Annual General Meeting shall be given to Members by email, or by printed notice to those not on email.
- 5.3 The ordinary General meetings of SRB Inc, Coordinating Committee meetings and Public Meetings shall be held as frequently as deemed to be necessary, and in convenient locations such as local Halls.
- 5.4 Ordinary General Meetings and Public Meetings shall be called and convene by the SRB Inc Coordinating Committee.

**6. ELECTIONS**

- 6.1 Elections shall be by a secret ballot of Members at the Annual General Meeting.
- 6.2 Nominations from Members for the positions of Public Officer, Treasurer, and Coordinators shall be received by email or in printed form by the Public Officer at least 24 hours prior to the Annual General Meeting.
- 6.3 At the Annual General Meeting, nominations from Members may also be received from the floor.
- 6.4 In the event of a position being contested, each candidate shall make a brief statement in support of their nomination before the vote is taken.
- 6.5 The Returning Officer shall be appointed at the Annual General Meeting.

**7. COORDINATING COMMITTEE**

- 7.1 The Coordinating Committee shall consist of the Public Officer, Treasurer, current Chair, Coordinators of strategically important roles and activities of SRB Inc, and additional committee members.
- 7.2 The term of office shall be for one year.
- 7.3 The position of any Coordinating Committee member absent for three consecutive General or Coordinating Committee meetings without apology shall automatically become vacant.
- 7.4 The Coordinating Committee shall have the power to fill casual vacancies. Members appointed to fill casual vacancies shall retire at the next Annual General Meeting.
- 7.5 The Coordinating Committee shall be responsible to SRB Inc and shall present a summary of its activities to the next General Meeting and an Annual Report to the Annual General Meeting.
- 7.6 Retiring members may be eligible for re-election
- 7.7 The Coordinating Committee may appoint sub-committees, working groups and delegates, and may co-opt additional members as considered necessary. Such appointments and membership shall not extend beyond the next Annual General Meeting.

## **8. QUORUM**

- 8.1 At General Meetings, ten (10) members shall form a quorum.
- 8.2 For the Annual General Meeting, twenty (20) members shall form a quorum.
- 8.3 The quorum at Coordinating Committee meetings shall be five (5).

## **9. FINANCE**

- 9.1 All money received shall be banked in the Save Ralphs Bay Inc bank account.
- 9.2 As far as possible, all payments shall be made by cheque.
- 9.3 Cheques shall be signed by the Treasurer and one other member authorised by the Coordinating Committee.
- 9.4 Accounts for payment shall be submitted to a Coordinating Committee Meeting for approval.
- 9.5 The funds of SRB Inc may be invested in an institution approved by a General Meeting, as recommended by the Treasurer from time to time.
- 9.6 The funds of the Association may be used to defray costs incurred by Members acting in accordance with the Objects set out in Section 2, at the discretion of a Coordinating Committee Meeting.

## **10. PETTY CASH**

- 10.1 With the approval of a Coordinating Committee Meeting, the Treasurer may allocate small amounts of Petty Cash (Petty Cash to be held at \$50.00) to working groups or committee members for projects of SRB Inc, if the need arises.
- 10.2 A meeting of the Coordinating Committee shall have the power to authorise expenditure up to \$500 to cover contingencies which may arise between meetings. All such expenditure must be accounted for at the next Coordinating Committee Meeting.
- 10.3 Receipts for all expenditure shall be presented to the Treasurer. An account of all such expenditure shall form part of the Treasurer's Report to each Coordinating Committee Meeting.

## **11. AUDITOR**

An Auditor shall be appointed at the Annual General Meeting and shall be eligible for re-appointment.

## **12. DUTIES**

- 12.1 **Chair** (this position may rotate if this is the choice of the Coordinating Committee) The Chair of each meeting shall:
  - (a) As far as possible, ensure that SRB Inc functions at all times in accordance with its Constitution;
  - (b) Preside at meetings of SRB Inc.
- 12.2 **Secretary** (this position may rotate if this is the choice of the Coordinating Committee) The Secretary shall:
  - (a) Take, write up, copy and distribute Minutes of all General and Coordinating Committee meetings, within 24 hours wherever possible.
  - (b) Perform such other duties as may be assigned by the Coordinating Committee.
- 12.3 **Treasurer**  
The Treasurer shall:
  - (a) Maintain proper records of receipts and payments. These records shall be available for inspection by members of SRB Inc on request at any reasonable time.
  - (b) Issue receipts for all money received.
  - (c) Pay all moneys received into SRB Inc's bank account.
  - (d) Present a financial statement and any accounts for payment to each Coordinating Committee meeting.
  - (e) Present an audited financial statement to the Annual General Meeting

## **13. REMUNERATION**

- 13.1 All Officers and Coordinators of SRB Inc shall be honorary positions.
- 13.2 All reasonable operating expenses incurred by members of SRB Inc shall be reimbursed following approval by a Coordinating Committee Meeting.

## **14. AFFILIATION**

SRB Inc may, with the approval of a Coordinating Committee Meeting, affiliate with other associations and societies which include in their sphere of work the protection of the coastal environment from inappropriate development.

## **15. DELEGATES**

Delegates to bodies with which SRB Inc is affiliated may be appointed at a Coordinating Committee Meeting.

**16. PROHIBITED ACTIVITIES**

- 16.1 SRB Inc shall not identify itself in any way as working for any political party or religious denomination.
- 16.2 SRB Inc funds shall not be used for party political or religious purposes.

**17. AMENDMENTS TO THE CONSTITUTION**

This Constitution may be amended by a two thirds majority of Members at an Annual General Meeting, provided 14 days notice of the proposed amendment has been given by email or in writing, to all Members.

**18. DISSOLUTION, & RESTARTING SRB**

- 18.1 Every reasonable effort shall be made to keep SRB Inc viable and active for as long as necessary to achieve its stated Objects as set out in Section 2 above.
- 18.2 SRB Inc shall be dissolved if a resolution to this effect is carried by a two thirds majority of Members at a General Meeting, 21 days notice of the proposed resolution having been given to all Members by email or written notice.
- 18.3. That in the event of dissolution
  - 18.3.1 all assets shall be transferred to Birds Tasmania
  - 18.3.2 all records be placed with the State Library of Tasmania
- 18.4 Following any such dissolution, steps can be taken to restart SRB Inc at a Special Meeting convened for this purpose by ten (10) former Members of SRB Inc.
- 18.5 If a quorum of the last pre-dissolution Coordinating Committee is prepared to resume, they may co-opt additional Committee members in accordance with 7.7 of this Constitution.
- 18.6 If there is not a quorum of the last pre-dissolution Coordinating Committee, other willing persons can, with the approval of the Special Meeting, take on the roles of the Coordinating Committee in an Acting capacity until the next Annual General Meeting.

**19. INTERPRETATION**

- 19.1 Any doubt arising as to the application or meaning of any clause shall be decided at a General Meeting.
- 19.2 The Constitution is intended to be interpreted according to the spirit as well as the letter of its provisions.

**20. GENERAL**

- 20.1 The Constitution of SRB Inc shall be available for inspection at the SRB Inc. website, [www.saveralphsbay.org](http://www.saveralphsbay.org)
- 20.2 Printed copies of this Constitution shall be available on request from the Public Officer of SRB Inc.
- 20.3 A copy of this Constitution shall be lodged at the Tasmanian Conservation Trust.

Confirmed and adopted by the Save Ralphs Bay Inc Action Group:

Date .....

Signed by:..... (Public Officer)

..... (Treasurer)

..... (Current Chair)

..... (Coordinator, .....)

..... (Coordinator, .....)