



RULES OF ASSOCIATION

Contents

1.0	Title	2
2.0	Definitions.....	2
3.0	Objectives.....	2
4.0	Volunteers.....	2
5.0	Committee Members.....	2
6.0	Role Descriptions	3
6.1	Chairperson.....	3
6.2	Treasurer.....	3
6.3	Secretary	3
6.4	Council Representative	4
6.5	Public Officer.....	4
7.0	Resignations	4
8.0	Expulsion of a member	4
9.0	Register of members.....	5
10.0	Meetings	5
10.1	Annual General Meeting.....	5
10.2	Special General Meeting.....	5
10.3	General Meeting	5
10.4	Proceedings at Meetings.....	6
11.0	Elections.....	6
12.0	Proxies.....	6
13.0	Administration	6
14.0	Minutes	6
15.0	Finance	7
15.1	Accounting	7
15.2	Annual Reports.....	7
15.3	Audits	7
15.4	Non-Profit	7
16.0	Amendments to the Constitution	7
17.0	Dissolution	7
18.0	Powers of the Association.....	8

1.0 Title

- 1.1 The title of the Association will be Outback Open Air Cinema Inc and may be referred to as the “association” or Coober Pedy Drive In Theatre

2.0 Definitions

- 2.1 In this Constitution unless a contrary meaning is intended the following words will have the meaning ascribed to them
 - 2.1.1 ‘Board’ Means the Executive Committee
 - 2.1.2 ‘Member’ means Committee Member
 - 2.1.3 ‘Meeting’ means a general meeting of members of the association
 - 2.1.4 ‘Act’ means the Associations Incorporations Act, 1985
 - 2.1.5 ‘Regulations’ means the Associations Regulations, 1985
 - 2.1.6 ‘Month’ means a calendar month

3.0 Objectives

- 3.1 to provide a quality entertainment experience for the community
- 3.2 to create a sustainable enterprise
- 3.3 to provide a wide range of films to cater for cultural diversity
- 3.4 to ensure suitable amenities for patrons are provided
- 3.5 to operate as a not-for-profit incorporated body
- 3.6 to promote Coober Pedy tourism
- 3.7 to provide food and beverage services to patrons

4.0 Volunteers

- 4.1 A volunteer of the Drive-in can be any person who is interested and supports furthering the objectives and agrees to be bound by its rules.
- 4.2 Committee members’ and volunteer contact details can be entered on the membership list. Volunteers can be informed by email about meeting dates and can be sent meeting agendas and minutes.
- 4.3 Volunteers may attend meetings and may appear on rosters to do projection, gate or canteen work. Volunteers will work under the supervision of a Drive-in Committee Member who will check monies collected and sign summary sheets.

5.0 Committee Members

- 5.1 The Executive Committee (the "Board") consists of no more than 9 people who consist of:
 - 5.1.1 Chairperson
 - 5.1.2 Deputy Chairperson
 - 5.1.3 Secretary
 - 5.1.4 Treasurer
 - 5.1.5 Council Representative
 - 5.1.6 Committee members (up to four)
- 5.2 Any member may resign from their position at a meeting or in writing. The Committee may appoint any member to such a vacancy until the next Annual General Meeting.

6.0 Role Descriptions

6.1 Chairperson

- 6.1.1 The Chairperson keeps the common seal which can be affixed only by resolution of the Committee or of a General Meeting and in the presence of two Committee Members including at least one office bearer.
- 6.1.2 The Chairperson at any meeting will have a personal deliberative vote and, in addition, will have a casting vote if votes are equal.
- 6.1.3 The Chairperson will chair Executive, Committee and General Meetings except that in the absence of the Chairperson or at the request of the Chairperson or a majority of the meeting another member may be elected as meetings chairperson.
- 6.1.4 The Chairperson, together with the Secretary will prepare the agenda for Committee and General Meetings.
- 6.1.5 The Chairperson will encourage full balanced participation in meetings by all members and will decide on matters of order.
- 6.1.6 The Chairperson acts as spokesperson unless an alternate spokesperson has been appointed by the Committee or a General Meeting.
- 6.1.7 The spokesperson will make statements in accordance with previously agreed policy, or, in an emergency, following consultation with at least 2 members of the Committee.
- 6.1.8 The Chairperson will act as the Public Officer of the Association unless otherwise determined at an Annual General Meeting.

6.2 Treasurer

- 6.2.1 The Treasurer will cause and/or monitor monies received to be paid into an account authorised by the Committee in the name of the Association.
- 6.2.2 Payments will be made as petty cash, cheques and electronic banking signed by 2 signatories of whom there will be no more than 4 appointed by the Committee. Major or unusual expenditures must be authorised in advance by the Committee or a General Meeting.
- 6.2.3 The Treasurer must cause records to be kept of all receipts and payments and other financial transactions, which records will be available for inspection by any member.
- 6.2.4 The Treasurer will prepare financial budgets and statements and will submit a report on finances to each general meeting. If the treasurer is absent from a general meeting he/she will forward the report on to the Chair for presentation.
- 6.2.5 The Treasurer will present audited accounts to the Annual General Meeting.

6.3 Secretary

- 6.3.1 The Secretary will give notice of meetings in accordance with the provisions of this Constitution.
- 6.3.2 The Secretary will cause records to be kept of the Association including the Rules (Constitution) and policies, records of members, a register of minutes of meetings and notices, a file of correspondence, and records of submissions or reports made by or on behalf of the Association.
- 6.3.3 In the absence of the Secretary or at the request of the Secretary or of a majority of the meeting another may be elected as minute's secretary.

6.4 Council Representative

- 6.4.1 The council representative will advocate for issues pertaining to the drive in during council meetings and in the community.
- 6.4.2 They will move motions in council meetings which provide a mutual benefit to the drive in and community.
- 6.4.3 They will act as a conduit between the Drive In Committee, council and CEO to ensure works are completed at the drive in site.

6.5 Public Officer

- 6.5.1 The Public Officer is a person authorised by the Executive Committee to Incorporate the Association and to ensure that the Constitution is adhered to.
- 6.5.2 If for a period of more than one month an incorporated association has no public officer, it will be guilty of an offence and liable to a fine.
- 6.5.3 The association must, within one month after any change in the identity or address of its public officer, give notice to the Commission containing prescribed particulars of the change.
- 6.5.4 The Chairperson will act as the Public Officer of the Association unless otherwise determined at an Annual General Meeting.

7.0 Resignations

- 7.1 A member may resign from membership of the association by giving written notice to the chairperson or secretary of the association.
- 7.2 General Drive-in Committee members may resign verbally or in writing at a general meeting.
- 7.3 Committee members should notify an elected member if they wish to cease affiliation with the Drive-in. Their decision will be reported and their name will be removed from the list of members at the next committee meeting.

8.0 Expulsion of a member

- 8.1 Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the *Association*.
- 8.2 Particulars of the charge must be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.
- 8.3 The determination of the committee will be communicated to the member, and in the event of an adverse determination the member must, (subject to 4.2d below), cease to be a member 14 days after the committee has communicated its determination to the member.
- 8.4 It will be open to a member to appeal the expulsion to the association at a general meeting. The intention to appeal must be communicated to the secretary or public officer of the association within 14 days after the determination of the committee has been communicated to the member.
- 8.5 In the event of an appeal under 4.3d above, the appellant's membership of the association will not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.

- 8.6 If a member does not attend any meeting in a one year period without personal verbal or written apology, they will be considered to have resigned and their name removed from the membership roll.

9.0 Register of members

- 9.1 A register of members must be kept and contain:
- 9.1.1 The name and contact detail.
 - 9.1.2 The date on which each member was admitted to the association, and
 - 9.1.3 If applicable, the date of and reason(s) for termination of membership.

10.0 Meetings

10.1 Annual General Meeting

- 10.1.1 At least 21 days prior the meeting, a notice must be displayed, in prominent positions in the town, inviting people to attend stating the date, time and venue. An additional notice may be placed in the local paper.
- 10.1.2 Nominations for the committee will be put forward by anyone in attendance or by written application. Nominees must be active volunteers or members for 60 days to be eligible for nomination. An active volunteer is on the register; has signed a volunteer form; has attended at least 2 meetings; and/or does volunteer work.
- 10.1.3 The Drive-in Annual General Meeting will be held after March each year. At this Meeting the office bearers for the ensuing year will be elected and the Chair person and Treasurer Annual Reports and Balance Sheets will be presented.
- 10.1.4 A quorum for the transaction of business must consist of at least half elected members plus one.
- 10.1.5 A date for the next General Meeting will be set at the AGM.

10.2 Special General Meeting

- 10.2.1 A Special General Meeting may be called at any time by the Chairperson, or a majority decision of the Committee, or may be called on a written request of not less than three members of the committee.
- 10.2.2 The business to be discussed at such a Special General Meeting should be fully set out in such a request.
- 10.2.3 A quorum must consist of half of the committee members plus one.

10.3 General Meeting

- 10.3.1 It is usual for a General Meeting to be held soon after the AGM and to be followed by 6 to 8 general meetings a year. A general meeting will start with a public forum. The meeting agenda will be published on the website to allow members and the public to have their input.
- 10.3.2 Following the public forum, volunteers only will meet to discuss agenda items and the Committee makes decisions. The financial report is to be presented to the Committee only.
- 10.3.3 Following the meeting, the minutes will be published on the website.

10.4 Proceedings at Meetings

- 10.4.1 If within thirty minutes after the time appointed for the meeting a quorum of members is not present, the meeting will be cancelled, to be reconvened at a time to be determined or in any case at the following usual monthly meeting.
- 10.4.2 The chairperson of the Committee or if there shall be no Chairperson, then the Vice Chairperson of the Committee or in their absence, or on their declining to take, or retiring from the chair, one of the other members chosen by those present at the meeting will preside as Chairperson at that meeting of the Association.
- 10.4.3 At any general meeting, a resolution put to a vote will be decided on a show of hands or, if requested, secret ballot of members and a declaration by the chairperson of the meeting that a resolution has been carried or lost.

11.0 Elections

- 11.1 The election of officers and committee members will be by show of hands or, if requested, secret ballot of members of the drive-in association present at the Annual General Meeting. In the case of an equality of votes the acting chairperson will have a second and casting vote
- 11.2 Office bearers and committee members will hold office until the next Annual General Meeting and may be re-elected

12.0 Proxies

- 12.1 A member is entitled to appoint in writing a person who is also a member of the Association to be his/her proxy, and to attend and vote at any meeting of the Association.

13.0 Administration

- 13.1 The Committee will have full responsibility for the works, organisation and finance of the Drive-in Theatre (Outback Open Air Cinema Inc)

14.0 Minutes

- 14.1 Minutes of all proceedings of the Association must be entered within one month after the relevant meeting in a minute book kept for the purpose.
- 14.2 The minutes kept pursuant to this rule will be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting.
- 14.3 Where minutes are entered and signed they will, until the contrary is proved be evidence, that the meeting was convened and duly held, that all proceedings at the meeting must be deemed to be valid.

15.0 Finance

15.1 Accounting

- 15.1.1 All monies received on account of the Drive-in will be reported to and recorded by the treasurer who will enter it into the financial records. Any nominated person can bank the money.
- 15.1.2 Income and expenses are to be recorded either in a computerised accounting system or in a bound book (journal) on separate pages in a ledger format. If a computerised accounting system is used then paper based copies must be made for presentation at meetings and for a summary of each financial year.
- 15.1.3 A report will be submitted at our regular meetings.
- 15.1.4 The financial records should be available for inspection by the Committee at any time.
- 15.1.5 Each cheque which is written, or bank transaction, requires endorsement by 2 signatories.
- 15.1.6 The financial records are the property of the Outback Open Air Cinema and will be kept for at least seven years.
- 15.1.7 The financial period commences on the 1st of July and ends 30th June on the each year.

15.2 Annual Reports

- 15.2.1 Balance statement showing a breakdown of the income / expenses and opening / closing balances. The closing balance must be balanced and reflected in the cash in the bank accounts.

15.3 Audits

- 15.3.1 The accounts of Outback Open Air Cinema will be audited annually by an independent auditor and the audited accounts will be presented to the Annual General Meeting. At every Annual General Meeting an Auditor will be appointed.

15.4 Non-Profit

- 15.4.1 The assets and income of the organization must be applied exclusively to the promotion of its objectives (reference Section 3 Objectives) and no portion can be paid or distributed directly or indirectly to the members of the organization except as bona fide remuneration for services rendered or expenses incurred on behalf of the organization.

16.0 Amendments to the Constitution

- 16.1 The Constitution may be amended at the Annual General Meeting or a Special General Meeting by majority vote. Within 21 days of the proposed amendment, a notice must be displayed, in prominent positions in the town, inviting members to view the changes and comment if they wish to do so. An additional notice may be placed in the local paper and social media channels.

17.0 Dissolution

- 17.1 In the event of the organization being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities will be paid and applied by the organization in accordance with its powers to an organization(s) which has similar

objects and which has rules prohibiting the distribution of its assets and income to its members.

18.0 Powers of the Association

18.1 The Drive-in Association has all the powers conferred by section 25 of the Act with the exception of subsection (e).

Last modified 01/03/2017
