



**CONSTITUTION AND RULES
OF THE
MALTESE COMMUNITY COUNCIL
OF VICTORIA INCORPORATED**

**As per Special Resolution
03.08.2019**

CONTENTS

PART I – PRELIMINARY	1
1. The Association.....	1
2. Interpretation	1
PART II – MEMBERSHIP	2
3. Ordinary Membership	2
4. Volunteer Membership	2
5. Honorary Membership.....	2
6. Member Obligations	2
7. Ordinary Member Independence.....	2
8. Application for Membership	2
9. Voting Rights	3
10. Annual Membership Fee	3
11. Register of Members	3
12. Resignation of Member	3
13. Expulsion and Suspension of Member	3
14. Grievance, Disputes and Mediation Procedures	5
PART III – GENERAL MEETINGS	6
15. Annual General Meeting.....	6
16A.General Meeting.....	6
16B.Special General Meeting	6
17. Notice of Meetings.....	6
18. Proceedings at Meetings.....	7
PART IV - GOVERNANCE	9
19. Controlling Authorities	9
20. General Council.....	9
21. General Council Meetings	9
22. Powers and Responsibilities of the Executive Committee	10
23. Election of Officers and Vacancies.....	11
24. Proceedings of the Executive Committee	12
25. The President and the Vice-Presidents.....	13
26. The Secretary and the Assistant Secretary.....	13
27. The Social Secretary	14
28. The Treasurer and the Assistant Treasurer	14
29. The Welfare Director	14
30. The Public Relations Officer.....	15
31. Expulsion from Executive Committee.....	15
PART V - MISCELLANEOUS	16
33. Cheques	16
34. Seal	16
35. Alteration of Rules and Statement of Purposes	16
36. Notices	16
37. Custody and Inspection of Records	17
38. Funds	17
39. Auditor	17
40. Dissolution, Winding up or Cancellation.....	17
SCHEDULE 1 - STATEMENT OF PURPOSES	18
SCHEDULE 2 - APPLICATION FOR MEMBERSHIP OF THE MCCV INC	19

Constitution and Rules of the Maltese Community Council of Victoria Incorporated

PART I – PRELIMINARY

1. The Association

- (1) The name of the Association is **Maltese Community Council of Victoria Incorporated** (in these Rules called “the Association”).
- (2) The Association shall be registered as an incorporated association in the State of Victoria pursuant to the *Associations Incorporation Act 1981*.
- (3) The Association is an umbrella association of Maltese organisations representing the Maltese community in the State of Victoria.
- (4) The Association is located in Melbourne and operates in the State of Victoria.
- (5) The objectives and powers of the Association are as set out in the Statement of Purposes in Schedule 1 to these Rules.

2. Interpretation

- (1) In these Rules, unless a contrary intention appears-
 - “Association” means the **Maltese Community Council of Victoria Incorporated**;
 - “Executive Committee” means the Committee of Management of the Association established under Rule 23;
 - “Executive Member” means a member who is an office bearer sitting on the Executive Committee”;
 - “financial year” means the year ending on 30 June;
 - “General Council” means the highest governing body of the Association established under Rule 19;
 - “Maltese organisation” is an organisation that provides services or activities primarily for members of the Maltese community in the State of Victoria;
 - “member” means a member, however described, of the association;
 - “Secretary” means the person holding office under these Rules as secretary of the Association or, where no such person holds that office, the public officer of the Association;
 - “the Act” means the *Associations Incorporation Act 1981*;
 - “the Regulations” means the Regulations made under the Act.
- (2) In these Rules-
 - (a) a reference to a function includes a reference to a power, authority and duty; and
 - (b) a reference to the exercise of a function includes, where the function is a power, authority or duty, a reference to the exercise of the power or authority or the performance of the duty.

PART II – MEMBERSHIP

3. Ordinary Membership

Any Maltese organisation whose purposes and activities are not inconsistent with the Statement of Purposes set out in Schedule 1 to these Rules is eligible to become an Ordinary Member of the Association, provided that such an organisation:

- (a) has at least 20 members; and
- (b) be incorporated under the Associations Incorporation Act 1981 (Victoria)

4. Volunteer Membership

An individual who provides assistance and support to the Association in a volunteer capacity and abides with the Statement of Purposes set out in Schedule 1 to these Rules is eligible to become a Volunteer Member of the Association in accordance with the provisions of these Rules.

5. Honorary Membership

- (1) The General Council upon the recommendation of the Executive Committee may invite an individual who has made a significant contribution to the Maltese Community in Victoria or has provided services that have benefited the Maltese Community in Victoria to become an Honorary Member of the Association in appreciation of the contribution or services.
- (2) Upon acceptance of an invitation made pursuant to sub-Rule (1), the individual becomes an Honorary Member of the Association.
- (3) Invitations issued, and acceptances made, under this Rule must be in writing.

6. Member Obligations

Members of the Association and Executive Committee members shall be obliged at all times to:

- (a) conduct themselves in such a manner as to enhance the reputation of the Maltese Community in Victoria;
- (b) endeavour to uphold the good name of the Association; and
- (c) carry out any duties allotted to them in a reasonable and satisfactory manner.

7. Ordinary Member Independence

Ordinary Member organisations shall retain their right to independent management of their affairs in accordance with their own Constitution, Rules and Statement of Purposes.

8. Application for Membership

- (1) An organisation or individual seeking membership to the Association as Ordinary Member or Volunteer Member respectively shall be admitted to membership upon:
 - (a) submitting a written application for membership in the form set out in Schedule 2 to these Rules and lodging it with the Secretary of the Association; and
 - (b) approval of the application for membership by the Association at a General meeting.
- (2) As soon as is practicable after the receipt of an application for membership the Secretary shall refer the nomination to the Executive Committee.
- (3) Upon an application for membership being referred to it, the Executive Committee shall consider the application and make recommendations to the General Council whether to approve or to reject the application.
- (4) Upon an application for membership being approved by a two-thirds majority of the Ordinary Members of the Council present and voting, the Secretary shall, with as little delay as

possible, notify the applicant in writing that the application for membership of the Association has been approved and request the payment of membership fees if applicable.

- (5) The Secretary shall enter the applicant's name in the Register of Members upon payment of membership fees if applicable and, upon the name being so entered, the applicant becomes a member of the Association in the relative membership category.
- (6) A right, privilege, or obligation of a person or organisation relating to or arising from membership of the Association:
 - (a) is not capable of being transferred or transmitted to another person or organisation; and
 - (b) terminates upon the cessation of membership whether by death, winding up, resignation or otherwise.
- (7) An Ordinary Member organisation shall within fourteen days of being notified of its approval of its application for membership forward to the Secretary of the Association the name and address of two persons (delegates) who are to represent the member organisation at meetings of the General Council and of the Association.

9. Voting Rights

- (1) An Ordinary Member organisation shall be entitled to one vote at the meetings of the Association. A vote shall be recorded by one of the delegates of the organization and no proxy votes shall be permitted to an organisation. A delegate can only represent and vote for one organisation.
- (2) Volunteer Members and Honorary Members shall have no voting rights.

10. Annual Membership Fee

- (1) An Ordinary Member organisation shall pay an annual membership fee of such amount, if any, as may be determined by the Association at its Annual General Meeting.
- (2) No membership fee shall be payable by Volunteer Members and Honorary Members.

11. Register of Members

The Secretary shall keep and maintain a Register of Members in which shall be entered the particulars of Ordinary, Volunteer and Honorary Members, including particulars of the delegates of the Ordinary Members.

12. Resignation of Member

- (1) A member of the Association may resign from the Association by first giving one month's notice in writing to the Secretary of his/her/its intention to resign and upon the expiration of that period of notice, the member shall cease to be a member.
- (2) Upon the expiration of a notice given under sub-Rule (1), the Secretary shall make in the Register of Members an entry recording the date on which the member, by whom the notice was given, ceased to be a member.

13. Expulsion and Suspension of Member

- (1) Where the Executive Committee is of the opinion that a member:
 - (a) has refused or neglected to comply with these Rules; or
 - (b) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association,

the Executive Committee may by resolution:

- (c) expel the member from the Association; or

- (d) suspend the member from such rights and privileges of membership of the Association as the Executive Committee may determine for a specified period
- (2) At a meeting of the Executive Committee held in accordance with sub-Rule (3) for the purpose of considering the passing of a resolution to expel or suspend a member, the Committee:
 - (a) shall give to the member an opportunity to be heard;
 - (b) shall give due consideration to any written statement submitted by the member; and
 - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (3) A resolution of the Executive Committee under sub-Rule (1):
 - (a) does not take effect unless the Executive Committee, at a meeting held not earlier than fourteen and not later than twenty-eight days after the service on the member of a notice under sub-Rule (4) confirms the resolution in accordance with this Rule; and
 - (b) where the member exercises a right of appeal to the Association under this Rule, does not take effect unless the Association confirms the resolution in accordance with this Rule.
- (4) Where the Executive Committee passes a resolution under sub-Rule (1), the Secretary shall, as soon as practicable cause to be served on the member of a notice in writing:
 - (a) setting out the resolution of the Executive Committee and the ground/grounds on which it is based;
 - (b) stating that the member may address the Executive Committee at a meeting to be held not earlier than fourteen and not later than twenty-eight days after service of the notice;
 - (c) stating the date, place and time of that meeting;
 - (d) informing the member that he/she/it may do one or more of the following:
 - (i) attend the meeting;
 - (ii) give to the Executive Committee before the date of that meeting a written statement seeking the revocation of the resolution;
 - (iii) not later than twenty-four hours before the date of the meeting, lodge with the Secretary a notice to the effect that he/she/it wishes to appeal to the Association at a general council meeting against the resolution.
- (5) Where the Secretary receives a notice under sub-Rule(3), he/she shall notify the Executive Committee and the Executive Committee shall convene a General Council meeting of the Association to be held within twenty-one days after the date on which the Secretary received the notice.
- (6) At a General Council meeting of the Association convened under sub-Rule (5):
 - (a) no business other than the question of the appeal shall be transacted;
 - (b) the Executive Committee shall place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
 - (c) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (7) If at the General meeting:
 - (a) two-thirds of the members present vote in person in favour of the resolution, the resolution is confirmed; and
 - (b) in any other case, the resolution is revoked.

14. Grievance, Disputes and Mediation Procedures

- (1) The grievance procedure set out in this Rule applies to disputes under these Rules between:
 - (a) a member and another member; or
 - (b) a member and the Association
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within fourteen days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within ten days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:-
 - (a) a person chosen by agreement between the parties; or
 - (b) in the absence of agreement:
 - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Association; or
 - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) An individual member of a member organisation can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conducting the mediation, must
 - (a) give the parties to the mediation process every opportunity to be heard;
 - (b) allow due consideration by all parties of any written statement submitted by any party; and
 - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the medication process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

PART III – GENERAL MEETINGS

15. Annual General Meeting

- (1) The Association shall in each calendar year convene an Annual General Meeting of its members.
- (2) The Annual General Meeting shall be held on such day as the Executive Committee determines and no later than the end of September in each year.
- (3) The Annual General Meeting shall be specified as such in the notice convening it.
- (4) The ordinary business of the Annual General Meeting shall be:
 - (a) to confirm the minutes of the last preceding Annual General Meeting;
 - (b) to receive from the Executive Committee reports upon the transactions of the Association during the last preceding financial year;
 - (c) to elect members of the Executive Committee of the Association every second year; and
 - (d) to receive and consider the statement submitted by the Association in accordance with Section 30(3) of the Act.
- (5) The Annual General Meeting may transact special business for which notice is given in accordance with these Rules.
- (6) The Annual General Meeting shall be in addition to any other General Council Meetings that may be held in the same year.

16. A. General Meeting

- (1) The Association shall convene not less than ten monthly general meetings in each year.
- (2) The Executive Committee may, whenever it thinks fit, convene a General Meeting of the Association.
- (3) The Executive Committee shall, on the requisition in writing of ordinary members representing one-third of the total number of ordinary members, convene a General Meeting of the Association.
- (4) The requisition for a General Meeting by ordinary members shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the Secretary at the address of the Association and may consist of several documents in a like form, each signed by one or more of the ordinary members making the requisition.
- (5) If the Executive Committee does not cause a General Meeting to be held within one month after the date on which the requisition is sent to the Secretary at the address of the Association, the ordinary members making the requisition, or any of them, may convene a General Meeting to be held no later than three months after that date.

16. B. Special General Meeting

- (1) A meeting called by the Executive Committee of Ordinary Members pursuant to Sub-rule 16(3) and 16(5) shall be a Special General Meeting.

17. Notice of Meetings

- (1) The Secretary of the Association shall, at least seven days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at his/her/its address appearing in the Register of Members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- (2) No business other than that set out in the notice convening the meeting shall be transacted at the meeting unless agreed to by a simple majority of the ordinary members in attendance.
- (3) A member desiring to bring any business before a meeting may give notice of the business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

18. Proceedings at Meetings

- (1) All business that is transacted at the Annual General Meeting and a Special General Meeting with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- (2) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considering that item.
- (3) Delegates representing four Ordinary Member organisations and three members of the Executive Committee personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (4) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened, upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.
- (5) The President or, in his/her absence, one of the Vice-Presidents shall preside as Chairperson at a general meeting of the Association, and in their absence a member of the Executive Committee nominated by the ordinary members.
- (6) The Chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (7) Where a meeting is adjourned for 14 days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (8) Except as provided in sub-Rules 17(1) and 17(2), it is not necessary to give notice of an adjournment of the business to be transacted at an adjourned meeting.
- (9) A question arising at a general meeting of the Association shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes in favour of, or against, that resolution.
- (10) Upon any question arising at a general meeting of the Association, Executive Members and Ordinary Members shall have one vote only. The immediate past President and volunteer and honorary members shall have no vote.
- (11) All votes shall be cast personally by Executive Members and one of the nominated delegate of the Ordinary Member organisation.
- (12) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.

- (13) If at a meeting a poll on any question is demanded by not less than three ordinary members, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (14) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.
- (15) A member is not entitled to vote at any general meeting unless all monies due and payable by his/her organisation to the Association have been paid.

Part IV - Governance

19. Controlling Authorities

The controlling authorities governing the Association shall be:

- (a) the General Council, which shall be the highest governing body of the Association; and
- (b) the Executive Committee, which shall be accountable to the General Council.

20. General Council

- (1) The General Council shall meet not less than 5 (five) times per year to conduct general meetings and at the Annual General meeting, which total 6 meetings per year and such other meetings as the Executive Committee shall from time to time determine.
- (2) Participants in the General Council shall be:
 - (a) two accredited delegates from each Ordinary Member organisation who shall have the right to vote but shall record only one vote for their organisation;
 - (b) the members of the Executive Committee who shall have the right to vote other than the immediate past President of the Council who shall have no right to vote; and
 - (c) Volunteer Members and Honorary Members who shall have no right to vote.
- (3) The discharging of a member organisation of its financial obligations to the Council is the essential pre-condition for admitting its delegates to participate in the General Council.
- (4) The General Council shall have the following powers:
 - (a) to determine guidelines for the development of the Maltese Community in Victoria;
 - (b) to receive and approve the reports of the Executive Committee and to appoint an Auditor;
 - (c) to elect the office bearers of the Executive Committee according to sub-Rule 15(4)(c);
 - (d) to elect delegates to a national Maltese council of Australia.
 - (e) to accept new members of the Association;
 - (f) to invite individuals to join the Association as Honorary Members in accordance with Rule 5;
 - (g) to approve the budget of the Association;
 - (h) to amend the Rules of the Association in accordance with Rule 32;
 - (i) to vote on the dissolution of the Association in accordance with Rule 37;
 - (j) to expel or suspend members of the Association;
 - (k) to expel Executive Members;
 - (l) to convene the Annual General Meeting and general meetings of the Association
 - (m) to decide on all matters affecting the Association, which are not restricted to the Executive Committee.

21. General Council Meetings

- (1) The General Council shall be validly assembled if:
 - (a) it was duly convened in accordance with these rules;
 - (b) at least four member organisations are represented and three members of the Executive Committee are present;

- (c) if within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting, if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting has been adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.
- (2) Resolutions of the General Council shall be carried when passed by a majority of votes unless otherwise stipulated by these rules. In case of equality of votes, the President shall have a casting vote.
- (3) Meetings of the General Council shall be chaired by the President of the Council and in his/her absence one of the Vice-Presidents, provided that should they both be absent then by a member of the Executive Council nominated by the General Council at that meeting.
- (4) Members who have failed to attend more than one half of the general meetings between Annual General Meetings at which elections of the Executive Members are held are not eligible to vote.

22. Powers and Responsibilities of the Executive Committee

- (1) The Executive Committee constituted as provided in Rule 23 shall be the committee of management of the Association responsible for the management of the affairs of the Association.
- (2) The powers and responsibilities of Executive Committee shall be:
 - (a) to manage the activities of the Association;
 - (b) to control and manage the business and affairs of the Association;
 - (c) to convene meetings of the General Council;
 - (d) to receive applications for membership of new members to the Association and to make recommendations to the General Council;
 - (e) to appoint Sub-Committees, Task Forces, Representative Bodies and all such institutions, as and when necessary, which may facilitate the realisation of the aims of the Association;
 - (f) to administer the funds of the Association;
 - (g) to present reports to the General Council;
 - (h) subject to these Rules, the Act and the Regulations, to exercise all such powers and functions as may be exercised by general meetings of the members of the Association; and
 - (i) subject to these Rules, the Act and the Regulations, to perform all such acts and things as appear to the Executive Committee to be essential for the proper management of the business and affairs of the Association.
- (3) The Members of the Executive Committee shall be:
 - (a) the President;
 - (b) two Vice-Presidents;
 - (c) the Secretary;
 - (d) the Assistant Secretary;
 - (e) the Social Secretary;

- (f) the Treasurer;
 - (g) the Assistant Treasurer;
 - (h) the Welfare Director;
 - (i) the Public Relations Officer;
 - (j) a representative of the Missionary Society of St Paul and
 - (k) the Immediate Past President;
- (4) The provisions of Rule 23 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the offices mentioned in sub-Rule 22(3).
- (5) Executive Members shall hold office for a period of two years until the second Annual General Meeting after the date of their election and are eligible for re-election.
- (6) In the event of a casual vacancy in any office referred to in sub-Rule 22(3), the Executive Committee may appoint a person who is eligible for nomination to the Executive Committee of the Council under sub Rule 23(10) to the vacant office and the person so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following the date of his/her appointment.

23. Election of Officers and Vacancies

- (1) Nominations of candidates for election as members of the Executive Committee:
- (a) Shall be made in writing, signed by two ordinary members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) Shall be delivered to the Secretary of the Association not less than fourteen days before the date fixed for holding of the Annual General Meeting at which elections will be held.
- (2) If insufficient nominations are received to fill all vacancies on Executive Committee, further nominations shall be received at the Annual General Meeting.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held. The candidate who receives a simple majority of valid votes cast shall be elected to the contested office.
- (5) The ballot for the election of Executive members of the Committee shall be conducted at the Annual General Meeting in such usual manner as the Executive Committee may direct.
- (6) The Provincial of the Missionary Society of St. Paul (MSSP) shall 'ex officio' represent the MSSP on the Executive Committee, provided that he may nominate another person in his stead.
- (7) Nominations of a candidate for election to any office on the Executive Committee shall not be void if that candidate has been nominated for another office for election at the same election provided that a candidate shall not hold more than one office in the Executive Committee.
- (8) No member of the Executive Committee shall be appointed to or retain any paid office of the Association while he or she is a member of the Executive Committee, provided that he or she may obtain reimbursement of reasonable out-of-pocket expenses incurred while acting under the authority of the Executive Committee.
- (9) (a) No paid staff member of the Association shall be entitled to stand for election as a member of the Executive Committee within six months of ceasing such employment.

- (b) No former Executive Member shall be appointed to a paid position with the Association within 6 months of his resignation or retirement from the Executive Committee.
- (10) To be eligible for nomination to the Executive Committee of the Council a candidate must be a member of an ordinary member organisation and nominated by the president of an ordinary member organisation and seconded by the President of another ordinary member organisation.
- (11) For the purpose of these Rules, a member of the Executive Committee becomes vacant if the member:
 - (a) ceases to be a member organisation;
 - (b) becomes an insolvent under administration within the meaning of the relevant legislation;
 - (c) resigns his/her office by notice in writing given to the Secretary;
 - (d) stands for State or Federal political office; and/or
 - (e) fails to attend three consecutive Executive Committee meetings without an apology that is acceptable to the Executive Committee.

24. Proceedings of the Executive Committee

- (1) The Executive Committee shall be convened by the President and shall meet at least on ten occasions in each year at such place and such times as the Executive Committee may determine.
- (2) Special meetings of the Executive Committee may be convened by the President or by any five of the members of the Executive Committee.
- (3) Notice shall be given to members of the Executive Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting unless with the consent of a simple majority of the Executive members in attendance.
- (4) Any four members of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee.
- (5) No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it lapses.
- (6) At meetings of the Executive Committee:
 - (a) the President or in his/her absence one of the two Vice-Presidents shall preside; or
 - (b) If the President and the two Vice-Presidents are absent, any one of the remaining members of the Executive Committee as may be chosen by the members present shall preside.
- (7) Questions arising at a meeting of the Executive Committee or of any sub-committee appointed by the Executive Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such manner as the person presiding at the meeting may determine.
- (8) Each member present at a meeting of the Executive Committee or of any sub-committee appointed by the Executive Committee (including the person presiding at the meeting) is entitled to one vote except for the Immediate Past President who shall have no right to vote and, in the event of an equality of votes on any question, the person presiding may exercise a casting vote. Should the Immediate Past President be appointed by the meeting to preside, he or she shall have no casting vote.

- (9) Written notice of any special business to be considered at an Executive Committee meeting shall be served on each member of the Executive Committee by delivering it to him/her at a reasonable time before the meeting or by sending it by pre-paid post addressed to him/her at his/her usual or last known place of abode at least two business days before the date of the meeting.
- (10) Subject to sub-Rule (4) the Executive Committee may act notwithstanding any vacancy on the Executive Committee.

25. The President and the Vice-Presidents

- (1) As the official head of the Association, the President shall: preside at all meetings of the General Council and of the Executive Committee and preserve order thereat so that business may be conducted in due form, with propriety and in conformity with standing procedures;
 - (a) upon confirmation of the minutes, sign them in the presence of the meeting;
 - (b) sign all documents requiring his/her signature as official head of the Association;
 - (c) instruct the Secretary to call all meetings of the General Council and the Executive Committee;
 - (d) be entitled to call a general meeting of the General Council and the Executive Committee at all times.
- (2) The Vice-Presidents shall provide assistance to the President in carrying out the responsibilities set out in sub-Rule (1), as delegated to them by the President from time to time.
- (3) In case of an inability of the President to carry out the duties of his or her office, the Executive Committee shall appoint one of the two Vice-Presidents to take over the performance of the President's duties for the remainder of the term if the remaining period does not exceed twelve months or convene a General Meeting to appoint a President if the remaining period exceeds twelve months.

26. The Secretary and the Assistant Secretary

- (1) The Secretary of the Association shall:
 - (a) unless excused, attend all meetings of the General Council and the Executive Committee;
 - (b) attend to all correspondence, retain, answer and produce all correspondence;
 - (c) submit to the President, or in his/her absence, a Vice-President, as to the course to be pursued in any matter, pending the next sitting of the General Council or the Executive Committee, as the case may be;
 - (d) summon all General Council and Executive Committee meetings;
 - (e) keep the minutes of all meetings, setting out all resolutions passed or other business transacted by the General Council or Executive Committee with a record of the names of the persons present at the meetings;
 - (f) keep a Register of Members of the Association and a record of attendance at all General Council meetings; and
 - (g) be responsible for the custody of the Common Seal of the Association.
- (2) The Assistant Secretary shall provide assistance to the Secretary in carrying out the responsibilities set out in sub-Rule (1), as delegated to her/him by the Secretary from time to time.

27. The Social Secretary

The Social Secretary shall:

- (a) be responsible for the organization of social functions for and on behalf of the Association;
- (b) liaise with the social secretaries of the affiliated associations and jointly with them organise social functions as may be appropriate;
- (c) organise and promote such social activities as may be directed by the Executive Committee from time to time; and
- (d) carry out such other responsibilities as may be referred to him/her by the Executive Committee.

28. The Treasurer and the Assistant Treasurer

(1) The Treasurer of the Association shall:

- (a) collect and receive all moneys due to the Association and make all payments authorised by the Association;
- (b) keep correct accounts and books showing the financial affairs of the Association with full details of receipts and expenditure connected with the activities of the Association;
- (c) arrange for audits of the records;
- (d) keep a list of assets belonging to the Association; and
- (e) make available, prepare and certify the accuracy of any financial statement or information required to support any applications for welfare grants to be submitted by the Association, as required by the relevant government funding authorities.

(2) The accounts and books referred to in sub-Rule (1) shall be available for inspection by members at the Maltese Community Council at 477 Royal Parade, Parkville by prior arrangement.

(3) The Assistant Treasurer shall provide assistance to the Treasurer in carrying out the responsibilities set out in sub-Rule (1), as delegated to her/him by the Treasurer from time to time.

29. The Welfare Director

The Welfare Director of the Association shall:

- (a) be responsible to oversee the welfare programmes conducted by the Association;
- (b) report regularly to the Executive Committee and the General Council on all welfare activities and initiatives conducted by the Association;
- (c) ensure that applications for welfare grants are duly prepared and submitted on behalf of the Association to the relevant government funding authorities;
- (d) direct welfare staff employed by the Association and ensure that they keep proper records that will enable the Association to comply with any reporting requirements under the terms and conditions of any welfare grant received by the Association;
- (e) ensure that welfare grants received by the Association are duly accounted for in accordance with the terms and conditions of the grant; and
- (f) carry out such other responsibilities as may be referred to him/her by the Executive Committee.

30. The Public Relations Officer

The Public Relations Officer shall:

- (a) be responsible for the production of a monthly newsletter of the Association under the direction of an editorial committee appointed by the Executive Committee;
- (b) promote the purposes of the Association;
- (c) promote all activities and initiatives of the Association; and
- (d) carry out such other responsibilities as may be referred to him/her by the Executive Committee.

31. Expulsion from Executive Committee

- (1) The Association at a General Council meeting may by resolution remove any member of the Executive Committee before the expiration of his/her term of office and appoint another member in his/her stead to hold office until the expiration of the term of the first-mentioned member.
- (2) Expulsion from the Executive Committee shall be on the basis of an Executive member:
 - (a) having refused or neglected to comply with these Rules; or
 - (b) having been found guilty of conduct unbecoming a member or prejudicial to the interests of the Association.
- (3) Complaints against an executive member shall be in writing and forwarded to the Secretary by an ordinary member or executive member of the Association, signed by the President of the member Association or executive member.
- (4) Within seven days of the receipt of the written complaint, the Secretary will forward to the executive member against whom a complaint has been made, a true copy of the written complaint with a request that he provide, within twenty-one days, a written statement responding to the complaint.
- (5) The Secretary shall, at the time of forwarding a copy of the complaint to the executive member, inform the executive member of the date, time and venue of the general meeting of the Association, which is to deal with the complaint.
- (6) The Secretary shall also inform the executive member that he/she may do one of the following:
 - (a) attend the meeting and/or
 - (b) provide the Secretary with a written statement to be tabled at the meeting.
- (7) The Association shall ensure that natural justice is accorded to the executive member.
- (8) The Secretary shall forward a copy of the written complaint against the executive member to ordinary members and other executive members at least seven days prior to the general meeting convened to consider the complaint.
- (9) If at the general meeting two-thirds of the members present vote in person in favour of the resolution to remove the executive member, the resolution is passed; otherwise a resolution is defeated.

Part V - Miscellaneous

32. Cheques

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Executive Committee, one of whom shall be the Treasurer and the other as determined by the Executive Committee.

33. Seal

- (1) The custody of the Common Seal of the Association shall be the responsibility of the Secretary.
- (2) The Common Seal shall not be affixed to any instrument except by the authority of the Executive Committee and the affixing of the Common Seal shall be attested by the signatures of two members of the Executive Committee.

34. Alteration of Rules and Statement of Purposes

- (1) These Rules and the Statement of Purposes of the Association may not be altered except by the General Council in accordance with the Act.
- (2) The General Council may, by special resolution, alter these Rules and the Statement of Purposes.
- (3) An alteration of these Rules or the Statement of Purposes approved by the General Council shall not take effect unless and until it is approved by the Registrar of Incorporated Associations under the Act.
- (4) The Secretary shall lodge an application for the approval of an alteration to these Rules and the Statement of Purposes within twenty-eight days after the alteration was passed by special resolution and observe any other requirements for the lodging of such applications under the Act.
- (5) A special resolution approving alterations to the Rules and the Statement of Purposes is passed if:
 - (a) not less than three-quarters of the members entitled to vote at Council Meetings vote in favour of the resolution; and
 - (b) all other requirements of these Rules relating to the passing of special resolutions have been met.
- (6) A resolution is not to be considered to have been passed as a special resolution under sub-Rule 35(5) unless not less than twenty-one days notice has been given in accordance with these Rules to all members entitled to vote at Council Meetings specifying the intention to propose the resolution as a special resolution.
- (7) At any Council Meeting at which a special resolution is submitted, a declaration by the Chairperson that the resolution has been carried shall be conclusive proof of the fact unless a poll is demanded.

35. Notices

- (1) A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his/her/its address shown in the Register of Members.
- (2) Where a document is properly addressed pre-paid and posted to a person / organisation as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

36. Custody and Inspection of Records

- (1) Except as otherwise provided in these Rules, the Secretary shall keep in his/her custody or under his/her control all books, documents and securities of the Association.
- (2) All accounts, books, securities and any other relevant documents of the Association must be available for inspection free of charge by any member upon request.
- (3) A member may make a copy of any accounts, books, securities and any other relevant documents of the Association.

37. Funds

- (1) The funds of the Association shall be derived from:
 - (a) subscriptions of member organisations as determined by the General Council;
 - (b) donations, endowments, subsidies, grants received by the Association; and
 - (c) such other sources as the General Council determines
- (2) No joining fee shall be payable by members when joining the Association.

38. Auditor

An Auditor for the Association shall be appointed at the Annual General Meeting.

39. Dissolution, Winding up or Cancellation

- (1) The Association shall be dissolved if a motion to that effect is carried at a meeting of the General Council convened specially for that purpose and such meeting shall also determine the method of effecting the dissolution and disposition of the assets of the Association.
- (2) For a motion of dissolution to take effect at least three-quarters of the votes of the ordinary members present and entitled to vote be cast in favour of the dissolution and at least three-quarters of all those entitled to vote must be present in person.
- (3) Upon the dissolution of the Association after all outstanding debts have been paid all remaining assets shall be transferred to an organisation having objects similar or in part similar to the objects and purposes of this Association, and also being of non-profit nature.
- (4) No assets shall be paid to or distributed among members of the General Council or the Executive Committee.
- (5) In the event of the winding up or the cancellation of the incorporation of the Association, the assets of the Association shall be disposed of in accordance with the provisions of the Act.

Schedule 1 - STATEMENT OF PURPOSE

1. The name of the incorporated Association is the Maltese Community Council of Victoria Incorporated
2. The purposes for which the incorporated Association is established are:
 - 2.1 To assist disadvantaged persons of Maltese background residing in Victoria, who suffer from poverty, social isolation, distress, misfortune and physical and mental illness.
 - 2.2 To establish and/or assist in establishing Aged care facilities for disadvantaged Aged persons in need of accommodation and care.
 - 2.3 To assist disadvantaged aged persons who require financial assistance in meeting utility expenses, provision of clothing and emergency accommodation.
 - 2.4 To establish and conduct a home and aged care visitation scheme to assist those isolated in their own home or within an aged care facility.
 - 2.5 To support and assist those suffering from physical and mental illness, distress and depression including arranging access to doctors and medical specialists of a Maltese background.
 - 2.6 To provide services to the Maltese Aged and frail by way of home support and planned activity groups and providing other services in accordance with their needs.
 - 2.7 To provide an advisory and referral service for disadvantaged persons seeking assistance.
 - 2.8 To establish a Carers Group to give assistance to those caring for aged persons or those suffering from physical disability and / or mental illness.
 - 2.9 To provide facilities and special arrangements for socialisation and entertainment for persons, who are socially isolation and depressed.
 - 2.10 To take over the funds and other assets and liabilities of the unincorporated association formerly known as the Maltese Community Council of Victoria.
 - 2.11 To subscribe to become a member of and cooperate with any other association, club or organisation, whether incorporated or not, who objectives are altogether or in part similar to those of the Association. Provided that the Association shall not subscribe to or support with its funds and club, association or organisation which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Association under or by virtue of the Rules.

Schedule 2 - APPLICATION FOR MEMBERSHIP OF THE MCCV INC.

Please fill out the relevant sections as they apply to you or your organisation.

Date: ___/___/___

Name of organisation or individual:

Category of membership being sought:

The two categories of membership are:

1. **Ordinary Membership:** An organisation whose primary object is either of an ethnic and/or multicultural focus and whose aims and activities are consistent with the statement of purposes of the MCCV.
2. **Volunteer Membership:** Individuals who abide with the MCCV's Statement of Purposes.

Please note that in accordance with the MCCV Rules, honorary members do not have voting rights.

The annual membership fees for Ordinary members shall be determined from time to time at the Annual General Meeting.

Please tick the appropriate membership category for which you are applying:

Ordinary

Volunteer

Postal address: *(where all correspondence will be issued)*

Office/Premises address *(for organisations):*

Telephone: _____

Facsimile: _____

Email Address _____

For Ordinary Membership ONLY:

Office Bearers:

President/Chairperson: Name: _____
Address: _____

Telephone: _____ (work)
_____ (home)

Secretary: Name: _____
Address: _____

Telephone: _____ (work)
_____ (home)

Treasurer: Name: _____
Address: _____

Telephone: _____ (work)
_____ (home)

Number of members: _____

Activities: *Tick the applicable box(es)*
 Social Cultural Welfare Community Women's Men's Youth
Other: please specify: _____

Delegates (two): Name: _____
Address: _____
Telephone N°: _____
Name: _____
Address: _____
Telephone N°: _____

Constitution:

Please attach a copy of the following documents (*where applicable*):

1. Certificate of Incorporation;
2. Statement of Purposes of the organisation;
3. Rules of the organisation; and
4. Particulars of the executive members of the organisation.
5. Particulars of the membership of the organisation, including number and categories of members.

ORDINARY MEMBER APPLICANT'S DECLARATION

We acknowledge that prior to signing this application we received a copy of the constitution and rules of the MCCV. We also acknowledge that our organisation is in agreement with the Statement of Purposes attached to it.

In the event of the admission of our organisation to the Association as an ordinary member, we confirm that we are duly authorised to sign this application on behalf of our organisation and we hereby agree on behalf of our organisation to be bound by the Constitution and Rules of the Association for the time being in force and subsequent amendment thereto.

Signature: President/Chairperson: _____

Secretary: _____

VOLUNTEER MEMBER APPLICANT'S DECLARATION

I acknowledge that prior to signing this application a copy of the constitution and rules of the MCCV was made available to me. I also acknowledge that I am in agreement with the Statement of Purposes attached to it.

In the event of admission to the Association as a Volunteer Member, I hereby agree to be bound by the Constitution and Rules of the Association for the time being in force and subsequent amendment thereto.

Signature (for individual applicants): _____