

# ANNUAL GENERAL MEETING

## NOTICE OF MEETING

The twenty-second Annual General Meeting of the Friends of the Heysen Trail and Other Walking Trails Inc will be held at 7.30 pm on Friday, 27th March 2009 at Woodville Lawn Bowling Club, Oval Avenue, Woodville South. Free car parking will be available in the car park; enter from Koolunda Avenue.

The agenda for this meeting is printed on the next page.

Nominations are sought from you, our members, for election to the Friends Council at the Annual General Meeting, for all positions including the President, Vice President, Secretary, Treasurer and half of the remaining members (our Constitution calls for not less than four and not more than ten non office bearing members).

Council meetings are currently held on the third Wednesday of each month at 5.30pm, in a room provided by Uniting Care Wesley (above the Friends offices). Meetings usually conclude by 7.30pm.

In addition to Council, there is an opportunity for members to contribute to one of the various Committees: Walking, Trails Maintenance, Marketing and Membership, Trailwalker, etc.

To nominate, please complete and copy or detach the form below and send it to:

The Secretary  
Friends of the Heysen Trail, 10 Pitt Street Adelaide, 5000

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### NOMINATION FORM

I ..... wish to nominate for the position of .....  
President, Vice President, Secretary,  
Treasurer, Council Member.

.....  
(Signature of Nominee)

.....  
(Proposer)

.....  
(Please Print Name)

.....  
(Secunder)

**NOMINATIONS CLOSE AT 2.00pm ON Friday 20<sup>th</sup> MARCH 2009  
AT THE FRIENDS OFFICE**

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**Note:** We welcome nominations for Council, particularly from new members. The section of the Friends Constitution relevant to nomination and election to the Council is reproduced overleaf.

**22<sup>nd</sup> ANNUAL GENERAL MEETING  
FRIDAY 27 MARCH 2009 AT 7.30PM  
AT WOODVILLE LAWN BOWLING CLUB,  
OVAL AVENUE, WOODVILLE SOUTH**

**AGENDA**

1. Apologies.
2. Acceptance of the Minutes of the previous Annual General Meeting held on 28 March 2008.
3. President's Report.
4. Financial Report
5. Maintenance Report
6. Election of Officers.
  - 6.1 President
  - 6.2 Vice President
  - 6.3 Treasurer
  - 6.4 Secretary
  - 6.5 Council Members
7. Appointment of Auditor.
8. Election of Honorary Members
9. Other Business
  - 9.1 Alterations to constitution

The following four **Notices of Motion**, endorsed by council, will be put to members to amend the constitution of the association. Alterations in italics

**Notice of Motion 1.** That Rule 5 be amended as follows:

5. **MEMBERSHIP**

(4) **A Life Member** shall be an individual who has paid the appropriate subscription for that category of membership *to be set at 10 times the annual subscription rate, at time of payment.*

Comment: The constitution as it stands does not set what the appropriate subscription should be.

**Notice of Motion 2.** That Rule 19 be amended as follows:

19. **FINANCE AND ACCOUNTS**

- (6) Subject to the authority of the Council, all cheques, bills of exchange, promissory notes *or other payments shall be authorised on behalf of the Council by two members of the Council duly nominated for the purpose, one of whom must be the Treasurer, the President, the Vice President, or the Secretary.*

Comment: This reflects modern banking practices like eBanking.

**Notice of Motion 3.** That Rule 22 be amended as follows:

22. **DISSOLUTION OF ASSOCIATION**

(2) If upon winding up or dissolution of the Association there remains, after satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among members of the Association, but shall be distributed to other body or bodies *with similar objectives to the Association*, and which shall prohibit the distribution of income and property to members.

Comment: Self evident change.

**Notice of Motion 4.** That the Appendix to the Constitution be amended as follows:

**APPENDIX TO CONSTITUTION  
BRANCH BY-LAWS**

The wording should reflect current practice namely references to Branch Chairman should be changed to Branch President and references to Branch Vice-Chairman should be changed to Branch Vice-President. These references occur in clauses 5 (2), 6 (2), 6 (3) and 8 (3).

- 9.2 Any other business
- 10. Close of Meeting.

At the conclusion of the business of the evening, we have invited John Shepherd, Executive Director of Operation Flinders, to address the meeting.

Tea and coffee will be served at the conclusion of the evening. Please bring a plate of light supper.

**Note:** Any member wishing to move a motion at the AGM should be aware of the Constitutional requirements as follows: "Notice of any motion proposed to be moved at a General Meeting by any member not being a member of the Council shall be signed by the proposer and seconder and shall be delivered to the Secretary at least seven days before the meeting. No motion moved by any member other than a member of the Council shall be entertained by the meeting unless notice thereof has been given as aforesaid."

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## **ELECTION OF COUNCIL MEMBERS AT AGM**

The Section of the Friends Constitution relating to Management of the Association, and to the procedure for nomination and election of members of the Council is reproduced below.

### **8. MANAGEMENT**

- (1) The affairs of the Association shall be managed and controlled by a Council which may exercise on behalf of the Association all the powers conferred on the Association by this Constitution, and may do all such things as are within the objects of the Association except such things as are required to be done by the Association in General Meeting.
  - (2) The Council shall consist of the President of the Association, together with a Vice-President, a Secretary, a Treasurer, and not less than four, nor more than ten other members, all of whom shall be elected at an Annual General Meeting of the Association.
  - (3) The President shall hold office for a period of two years and shall be eligible for reelection after that period, provided that after three terms in office he or she shall stand down for at least one year.
  - (4) The Vice-President, the Secretary, the Treasurer and half of the other members shall retire annually. The members to retire each year shall be determined by the Council which shall ensure, as far as possible, that they shall retire in rotation. A retiring Vice-President, Secretary, Treasurer or member shall be eligible for re-election without nomination.
  - (5) Nominations for election as President, Vice-President, Secretary or Treasurer, or as a member of the Council shall be invited by notice in the Association's Newsletter or other appropriate publication not less than 21 days before the Annual General Meeting. All persons nominated for election must be members of the Association.
  - (6) Nominations must be in writing and must be signed by two members of the Association and by the nominee to signify his willingness to stand for election. They must include brief biographical details of the nominee for distribution to members at or before the Annual General Meeting and must reach the Secretary of the Association not less than seven days before the Annual General Meeting; provided that if an insufficient number of nominations has been received to fill the vacancies, additional nominations may be accepted at the Annual General Meeting.
  - (7) If the number of nominations received is more than the number of vacancies to be filled, an election to fill the vacancies shall be held by secret ballot.
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