



## Defence Reserves Association

# CONSTITUTION

(As approved at the AGM of 23 August 2009)

### **GENERAL PROVISIONS**

#### **Name:**

1. The name of the association is "Defence Reserves Association" ("the Association")

#### **Aims:**

2. The aims of the Association are:
  - 2.1 to foster and assist the Australian Defence Force with particular emphasis on the Defence Reserves;
  - 2.2 to make and receive gifts and donations;
  - 2.3 to publicise the Defence Reserves by public relations facilities and activities;
  - 2.4 to be involved actively in the welfare and betterment of serving and former Defence Force members with specific attention to those of the Defence Reserves;
  - 2.5 to encourage loyalty to the Commonwealth of Australia and observance of its laws and statutes;
  - 2.6 to consider and where appropriate seek changes to the conditions of service, amenities and equipments relating to the Defence Reserves;
  - 2.7 to aid recruiting for the Defence Reserves and assist in the promotion of their units;
  - 2.8 to represent the standpoint of the Defence Reserves in the promotion of an effective tri-service Defence Force;
  - 2.9 to promote and assist with overseas training of junior Defence Reservists; and
  - 2.10 to take any other action in furtherance of the aims of the Association.

**Definitions:**

- 3.1 “Defence Reservist” includes any member or former member of the Australian Defence Force who undertook a period of service as a Defence Reservist.
- 3.2 “Defence Reserves” include any tri-service unit that is:
  - (a) designated as a Reserves Forces Unit, or
  - (b) designated as a composite/integrated Reserves Unit.
- 3.3 “State” shall include any State or Territory of the Commonwealth of Australia and means the Branch of that State or Territory.
- 3.4 “Voting” shall be either by:
  - (a) “simple majority” i.e. more than 50% of those entitled to vote, or
  - (b) “special majority” i.e. more than 75% of those entitled to vote, where specified.

**Structure:**

4. The Association is to have a National Council to determine policy and a National Executive and State Branches to affect the normal business of the Association.

**Membership:**

- 5.1 Persons who are members of, or former members of, the Australian Defence Force may, subject to the payment of the appropriate subscription, become members of the Association.
- 5.2 Persons, corporations and associations who subscribe to the aims of the Association may, subject to acceptance by the National Executive or a Branch of the Association and payment of the appropriate subscription, become members of the Association.
- 5.3 All persons seeking membership shall apply to the Association and the appropriate State Committee shall determine whether or not the applicant shall become a member, or refer the matter to the National Executive for resolution. The Association shall not be bound to state any reason for declining membership.

***NATIONAL PROVISIONS*****National Council**

- 6.1 There shall be a National Council of the Association comprising the Presidents of each State Branch, or their designated representative, as well as the elected/appointed Office bearers.
- 6.2 The National Council shall elect for a two year term: a President and a Deputy President and four Vice Presidents, representing Navy, Army, Air Force and Defence Health Services;

- 6.3 The National Council shall appoint an Honorary Secretary and an Honorary Treasurer; and further appoint an Auditor on an annual basis.
- 6.4 Past National Presidents of the Association shall be ex-officio members of the National Council, but shall not have the right of appointing proxies, or of voting.
- 6.5 The National Council may appoint a Patron of the Association.
- 6.6 The National Council may appoint Honorary Life Members who shall be ex-officio Members of the National Council, but shall not have the right of appointing proxies, or of voting.

### **National Executive**

- 7.1 The Executive of the National Council shall comprise the President, the Deputy President, the Honorary Secretary and the Honorary Treasurer each of whom shall have a deliberative vote and subject to this constitution, have such powers and responsibilities as may, from time to time, be delegated by the Council. Other members, in an advisory capacity, may be co-opted by the Executive. The Executive shall meet at such times and places as the President may determine.
- 7.2 The National Executive shall have the power to appoint other Office Bearers and/or Committees for such purposes and for such periods as the Executive may determine, but only members of the National Executive shall have a deliberative vote.

### **Meetings**

- 8.1 The National Council shall meet as the National Executive may determine and twenty-eight (28) days notice in writing shall be given detailing the business to be considered thereat.
- 8.2 Any member of the National Council may appoint another member of the Association to be their proxy in their absence and notice of such appointment shall be given to the Honorary Secretary in writing by letter or electronic means prior to the commencement of the meeting.
- 8.3 No business shall be conducted at any meeting of the National Council of which due notice has not been given, unless acceptance of that business is carried by a special majority resolution.
- 8.4 Meetings may be conducted either in person, or by telephonic conference, or by other electronic means as the National Executive so decides.

### **Quorum**

9. A quorum of the National Council shall be 50% of voting Office Bearers and State Presidents, either in person or by proxy.

### **Annual General Meeting**

- 10.1 Once in each year there shall be an Annual General Meeting at which the annual accounts of the National Council shall be presented and the Office Bearers elected or appointed.
- 10.2 State Branches, at their own expense, may have up to two, non voting delegates.

## **Finance**

- 11.1 The accounts of the National Council shall be subject to audit at least once in each year prior to the Annual General Meeting by an auditor appointed by the Council.
- 11.2 Funding of the National Council shall be by contributions by State Branches of such amount per State as determined by the National Council each year.

## **President**

- 12.1 The President of the National Council shall be the Chairperson of the meetings of the Council and of the Executive, or in the President's absence the Deputy President. In their absence, the members shall appoint one of their number to be Chairperson of the meeting.
- 12.2 In the event of equality of votes, the Chairperson shall have a casting vote.
- 12.3 The President may appoint an Advisory Committee to assist the President in carrying out their role.

## **Honorary Secretary**

13. The Honorary Secretary shall be responsible for convening of meetings of the National Council and of the Executive and shall keep and maintain minutes thereof. Minutes of meetings of the Executive shall be distributed to members of the Council as soon as possible thereafter. The Secretary shall have the care and custody of the records of the Council other than those which the Treasurer is required to maintain.

## **Honorary Treasurer**

14. The Honorary Treasurer shall maintain the books of account of the National Council and shall present an audited statement of accounts to the Annual General Meeting.

## **Alteration and Amendments**

15. The provisions of this Constitution may be altered or amended from time to time by a special resolution of the National Council passed by a majority of members present and voting in person or by proxy provided:
  - 15.1 notice of any proposed amendment or alteration shall be given to each State Committee sixty (60) days prior to the date of the meeting of the National Council at which the proposal is considered, and
  - 15.2 no alteration or amendment shall come into effect unless, either before or after the passing of the resolution of the National Council, a majority of the State Branch Committees assent to the alteration or amendment.

## **STATE BRANCH PROVISIONS**

### **State Branches**

- 16.1 In each State there shall be a committee of not less than seven persons who shall be elected annually for a term of one year, with the exception of 17.2 below.

- 16.2 Elections shall be held each year at the Annual General Meeting of the State Branch of the Association. Nominations for Committee must be made in writing to the Secretary of the State Branch and received by the Secretary twenty-eight (28) days before the meeting and the Secretary shall notify such nominations in the notice of the meeting. However, in the absence of sufficient nominations, additional nominations may be received from the floor of the meeting.
- 16.3 The Committee shall meet at least four times in each period of twelve months at such place and time as the committee may determine.
- 16.4 Meetings may be conducted either in person, or by telephonic conference, or by other electronic means as the State Executive so decides.
- 16.5 The Committee of the State Branch shall, in addition to managing the affairs of the Branch, promote matters of National Policy as agreed with the National Executive. The Branch Committee may also promote regional matters of significance to the Defence Reserves.
- 16.6 Members who are resident within a State either permanently or temporarily shall constitute a State Branch of the Association. A member eligible by residence to be a member of more than one state Branch may be a member of only one State Branch and shall elect the State Branch of which they wish to be a member and shall give notice of that election to each State Branch affected by their election.

### **State Committee**

- 17.1 The State Committee shall comprise:

- The President
- The Vice President(s) (no more than four, to allow for Tri-service and Defence Health Services representation)
- The Honorary Secretary
- The Honorary Treasurer
- Ordinary Members

- 17.2 The President and Vice Presidents shall be elected for a two year term and after four such terms, it will require on an annual basis, a special majority resolution for them to continue to serve.
- 17.3 The State Committee shall have the power to fill a casual vacancy in its number, but the member so elected shall retire at the Annual General Meeting next occurring. The Committee may co-opt any person (whether a member or not) to assist it in any particular matter or aspect for such period as it considers necessary.

### **State President**

- 18.1 The President, or in the President's absence, a Vice-President, shall be Chairperson of any meeting of the Branch or of the Committee. In their absence, the Branch or the Committee as the case may be shall appoint a member to be Chairperson of the meeting. In the event of an equality of votes, the Chairperson shall have a casting vote.
- 18.2 The State President, or an authorized Delegate, shall represent their State Branch on the National Council.

### **State Secretary**

19. The Honorary Secretary shall be responsible for the convening of meetings of the Branch and of the Committee and shall keep minutes of such meetings. The Honorary Secretary shall have custody of the records of the Branch other than those which the Honorary Treasurer is required to maintain.

### **State Treasurer**

20. The Honorary Treasurer shall maintain the books of accounts of the State Branch and a register of members of the Branch. Such books of account shall be audited at least once in a year and the accounts of the Branch shall be presented to the Annual General Meeting of the Branch.

### **Branch Meetings**

- 21.1 A General Meeting of the Branch may be convened at such time and place and upon such occasions as the committee may determine but a General Meeting shall be convened upon the written requisition signed by ten (10) members delivered to the Honorary Secretary. Notice of a General Meeting shall be given at least twenty-one (21) days before the meeting and shall state the business to be discussed thereat.
- 21.2 State Branches may elect Honorary Members from time to time.

### **Annual General Meeting**

22. At least once in each year there shall be an Annual General Meeting at which the Office Bearers and Members of the committee shall be elected, and the accounts presented. The President shall present a report of the activities and affairs of the Branch.

### **Quorum**

23. No less than twelve (12) members or 25% of the membership whichever is the lesser, at a General Meeting of a State Branch or no less than four (4) members of a State Committee at a Committee Meeting shall be present thirty (30) minutes after the notified time for the commencement, otherwise such meeting shall lapse.

### **Incorporated Branches**

24. Where a State elects to form an Incorporated Association, so long as its rules/constitution shall not be inconsistent with the aims and objectives of the Association then:
  - 24.1 that Incorporated Association shall be deemed to be the State Branch;
  - 24.2 members of the incorporated Association shall be deemed to be members of the Association; and
  - 24.3 the Incorporated Association shall have the same rights and obligations as to voting rights, financial contributions and otherwise in all respects as if it were a Branch.

## **Subscription**

25. The amount of the membership fee may be determined from time to time by the State Committee in respect of members of that State Branch.

## **Finance**

26. The funds of the State Branch (including the annual membership fee payable by the members of the Branch) shall be under the control of the State committee which may make contributions to the National Council of the Association and otherwise expend the funds as the Committee may determine provided that each State Branch shall contribute to the funds of the National Council of the Association as an Affiliation Fee and such other fees, such amount per State as the National Council shall in each year determine for or towards the expenses of the Council.
27. The assets and income of the Association shall be applied solely in the furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the organization except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

## **DISSOLUTION**

28. The Association is a non-profit making organization. In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organization with similar purposes which is not carried on for the profit or gain of its individual members.

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