

# **RAW MILK ADVOCACY ASSOCIATION SA CONSTITUTION**

## **1. NAME:**

The name of the Association shall be the Raw Milk Advocacy Association SA Inc. (hereinafter referred to as "The Association" ).

## **2. DEFINITIONS:**

- 2.1. "Association" means Raw Milk Advocacy Association Inc.
- 2.2. "Act" means Associations Incorporation Act 1985
- 2.3. "Steering Committee" means the governing body which leads and manages the work of the Association (also referred to as the Committee).

## **3. OBJECTS:**

The objects of the Association shall be:

- 3.1. To advocate for the legalisation of raw milk as a food for human consumption.
- 3.2. To support appropriate regulations which ensure high standards in the production and distribution of raw milk and raw milk products.
- 3.3. To support research into the benefits of raw milk and raw milk products.
- 3.4. To provide material support to raw milk producers in South Australia.
- 3.5. To support consumer access to raw milk and raw milk products.

## **4. POWERS OF THE ASSOCIATION**

The Association shall have all the powers conferred by section 25 of the Act.

## **5. MEMBERSHIP:**

- 5.1. Any person of 18 years or older who supports the aims and objects of the Association is eligible to become a member of the Association.
- 5.2. Eligible persons must complete and submit a membership application. Membership will be confirmed on receipt of the membership application fee.
- 5.3. An annual membership renewal fee will be determined by the Steering Committee for approval at the AGM.
- 5.4. A register of members shall be maintained by the Association Secretary.
- 5.5. If at any time it shall be of the opinion that the interests of the Association so require, membership of the Association may be suspended or terminated by the Steering Committee.
- 5.6. Each Member is entitled to one vote.

## **6. GOVERNANCE OF THE ASSOCIATION:**

- 6.1. Governance of the Association will be the responsibility of the Steering Committee.
- 6.2. Appointment of the Public Officer will be the responsibility of the Steering Committee.
- 6.3. The financial year of the Association is 1 July to 30 June.

## **7. ELECTION OF STEERING COMMITTEE MEMBERS:**

- 7.1. Members wishing to be nominated for the Steering Committee must complete a nomination form detailing the experience and skills they can offer to the Committee. This nomination must be seconded by another Association member and submitted to the Committee at least 4 weeks prior to the AGM.

## **8. STEERING COMMITTEE:**

- 8.1. The Steering Committee shall comprise a minimum of 3 and a maximum of 7 members with voting rights.
- 8.2. Committee members are expected to commit for a period of 2 years.
- 8.3. The Committee will select from its membership a chairperson, secretary, treasurer and Public Officer.
- 8.4. The Committee shall determine an annual schedule of meetings to carry out its responsibilities as it deems appropriate.
- 8.5. The Committee may by resolution, fill any casual vacancy on the Committee; the member so appointed retaining the office until the following Annual General Meeting.
- 8.6. The Committee shall have the power to co-opt to the Committee any member or members of the Association willing and able to assist in the conduct of the business of the Committee as it may deem necessary or expedient.
- 8.7. The Committee may establish subcommittees to assist in the conduct of the business of the Committee as it may deem necessary or expedient.
- 8.8. The Committee may whenever it thinks fit convene a Special General Meeting. Fourteen days' notice at least specifying the place, day and hour of meeting and the general nature of business shall be given to all members via email.
- 8.9. The Committee shall upon a requisition of 20 members or 20% of the total membership (whichever is the greater) convene a Special General Meeting. Fourteen days' notice at least specifying the place, day and hour of meeting and the general nature of business shall be given to all members.

## **9. THE ASSOCIATION:**

- 9.1. Officers of the Association shall comprise Chairperson, Secretary, Treasurer and Public Officer who shall be selected by the Steering Committee.
- 9.2. The Annual General Meeting of the Association shall be held within 3 months of the end of the financial year, and at least fourteen (14) clear days' notice of such meeting shall be given.
  - 9.2.1. The business of the meeting shall be:
    - 9.2.1.i. Chairperson's Report

- 9.2.1.ii. Treasurer's report
  - 9.2.1.iii. Election of Steering Committee members
  - 9.2.1.iv. Any other business as may be brought before the meeting which the Steering Committee may consider relevant
- 9.2.2. Notice of all Annual General Meetings and Special General meetings shall be given at least fourteen days prior to the date of the meeting specifying the place, the day and the hour for the meeting. Such notice shall be given through the Association website and member email addresses.
- 9.2.3. No business shall be transacted at any Annual General Meeting or Special General meeting unless a quorum of 20 members or one third of the total membership (whichever is the lesser) are present at the commencement of such business. If within thirty minutes from the time appointed for the meeting a quorum is not present the meeting shall be adjourned to such place, date and time as the Chairperson of the meeting shall decide provided that no such meeting shall stand adjourned for a period of more than fourteen days following the date of the adjournment. If at such adjourned meeting a quorum is not present those present shall constitute a quorum and may proceed to transact the business for which the meeting was called.
- 9.3. Incoming Committee members shall assume office immediately following the AGM.
- 9.4. Rights of members.
- 9.4.1. The rights and privileges of a member shall not be transferable.
  - 9.4.2. Retirement of members. Any member who desires to retire shall give notice in writing to the Association. Upon receipt by the Association of the Notice such member's name shall be removed from the Register of members.

## **10. OFFICERS:**

- 10.1. The Chairperson
- 10.1.1. The Chairperson shall chair Steering Committee and General meetings except that in the absence of the Chairperson or at the request of the Chairperson or of a majority of the meeting another member may be elected as meeting chairperson.
  - 10.1.2. The Chairperson together with the Secretary shall prepare the agenda for Steering Committee and General Meetings.
  - 10.1.3. The Chairperson shall encourage full balanced participation in meetings and shall decide on matters of order.
- 10.2. The Secretary
- 10.2.1. The Secretary shall give notice of meetings in accordance with the provisions of this constitution.
  - 10.2.2. The Secretary shall cause records to be kept on behalf of the Association including the Constitution and policies, a register of members, notices and

minutes of meetings, a file of correspondence, and submissions or reports made by or on behalf of the Association.

- 10.2.3. In the absence of the Secretary or at the request of the Secretary or of a majority of the meeting another member shall be elected as minutes secretary.

## **11. AMENDMENTS OF CONSTITUTION AND RULES:**

- 11.1. This constitution may be repealed or amended by resolution of three quarters of members present and voting at a General Meeting of which not less than one calendar month's written notice including notice of the proposed new rule, repeal or amendment has been made available to all members.
- 11.2. Rules for the proper administration of meetings or business may be made, repealed or amended by a General Meeting or by a Steering Committee Meeting subject to subsequent disallowance at a General Meeting, provided that not less than one calendar month's written notice of the new rule, repeal or amendment has been distributed to all members.

## **12. FINANCES AND PROPERTY:**

- 12.1. Persons who by authority accept or incur any pecuniary liability on behalf of the Association shall be held indemnified against any personal loss in respect of such liability.
- 12.2. The income property and funds of the Association shall be used and applied solely towards the promotion of the objects of the Association and shall not be paid or transferred to the members or relative of members provided that nothing herein contained shall prevent any payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objects of the Association and without undue preference.
- 12.3. An employee of the Association shall notwithstanding that employment be entitled to be a member of the Association, the Steering Committee or any sub-committee provided that:
  - 12.3.1. An employee shall immediately declare a conflict of interest when matters concerning his/her employment or other personal interests are to be discussed. At the request of a majority of the Steering Committee, or one of its committees, the employee concerned shall remain absent during such discussions.
- 12.4. On dissolution all property whether real or personal remaining after all debts and legal liabilities shall be transferred to such other body formed for promoting similar objects or for charitable objects as shall be approved by the Association provided that:
  - 12.4.1. Such other body shall also prohibit the distribution of income and property to the members to the extent stated herein:
  - 12.4.2. If the Association shall have been approved pursuant to Section 78(1) of the Income Tax Assessment Act then such other body shall also be approved:  
and
  - 12.4.3. The Association shall not be dissolved except by approval of not less than three quarters of members present and voting at a meeting called for that

purpose of which not less than one calendar month's written notice of the proposed dissolution has been given to all members.

### **13. DECISIONS:**

- 13.1. Unless otherwise required by law or by these Rules all matters to be decided at any meeting whether of members or of the Steering Committee and its sub committees shall be decided by a simple majority.
- 13.2. In the case of a tie, the chairperson shall have a casting vote
- 13.3. Votes of members: Every member present in person at an Annual or Special General Meeting of the Association shall on show of hands and upon a poll have one vote.
- 13.4. Proxy votes shall not be accepted.

### **14. AFFILIATION:**

- 14.1. The Steering Committee may:
  - 14.1.1. Make application for affiliation with such organisations and associations as the Steering Committee in its absolute discretion may think fit.
  - 14.1.2. Elect a representative or representatives to attend meetings of such organisations and associations aforesaid.
  - 14.1.3. Invite a representative or representatives from such organisations aforesaid to attend any meeting of the Association.

### **15. INTERPRETATION OF RULES AND CONSTITUTION AND BY-LAWS:**

- 15.1. The decision of the Steering Committee on the construction or interpretation of these Rules and Constitution or any by-laws made thereunder shall be conclusive and binding on all members unless and until the same shall be over-ruled by an Annual General Meeting or Special General Meeting called for that purpose.