



CONSTITUTION OF THE SYDNEY VIDEO MAKERS CLUB INCORPORATED

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1 DEFINITIONS

The following definitions apply to this constitution.

1.1 Name.

The Club shall be known as the Sydney Video Makers Club. Hereinafter referred to as “The Club”

1.2 Act

The Act means the Associations Incorporation Act 2009

1.3 Regulation

The Regulation means the Association Incorporation Regulation 2010

1.4 Screening Procedures

A Sydney Video Makers document titled:

RULES AND PROCEDURES FOR COMPETITIONS
AND GENERAL SCREENINGS OF
SYDNEY VIDEO MAKERS CLUB INCORPORATED

The document defines the Rules and procedures to be adhered to by members of The Club for the content, format, competition entry compliance and screening of media at Club Events. Hereinafter referred to as the “Screening Procedures”

1.5 Resolution

Means a resolution passed by the Members at a general meeting of the Club of which notice has been given to members no later than 21 days before the date on which the meeting is held. For adoption such resolution must be supported at least three-quarters of the votes cast by members present, who are eligible to vote in accordance with the Club Constitution. The notice of meeting must include the content of the resolution and a statement to the effect that the resolution is intended to be passed at the meeting.

2 CLUB OBJECTIVES

The objectives of the Club are:

- 2.1 To promote and encourage the making of quality videos with content which meets definitions established in the “Screening Procedures”.
- 2.2 To provide instructional talks, demonstrations, courses so that members wishing to do so may advance their knowledge and skills in the art of video making.
- 2.3 To invite speakers from outside the Club to talk about the latest equipment and new developments so that members may be kept aware of current and future trends in video making.
- 2.4 To encourage the exchange of ideas and information among members on video making topics in a friendly, sociable atmosphere.
- 2.5 Maintain contact with other video clubs in a spirit of friendship and co-operation.

The club will not affiliate with or support any political party or activist group.

3 MEMBERSHIP

3.1 Membership shall be open to all members of the public at the discretion of the Management Committee.

3.2 Membership Categories:

3.2.1 Individual

An Individual Member is entitled to all of the benefits of Membership as described in this Constitution.

3.2.2 Joint

Two related individuals may choose to have Joint Membership. Each Joint Member is entitled to all of the benefits of an individual memberships as described in this Constitution.

3.2.3 Family

A group of three or more from one family may elect to be a Family Membership and each member of the group is entitled to all the benefits of individual membership as described in this Constitution.

3.2.4 Honorary

Any member may propose another for Honorary Life Membership in recognition of services rendered. All proposals shall be made in writing to the Secretary detailing the grounds on which the proposal is made. Submissions are to be made at least twenty eight (28) days prior to the date of the meeting at which the proposal is to be voted on. For acceptance at least two thirds of financial members present must vote in favour of the proposal. Voting shall be by secret ballot. Honorary Members shall be entitled to free membership and all the benefits and privileges of Individual membership.

3.2.5 Country

Any member defined in paras 3.2.1 through 3.2.3 residing 100km or more from the Sydney CBD may be admitted as a Country Member and is entitled to all of the benefits of Individual Membership as described in this Constitution.

3.3 New Members

Intending members shall make application by filling in the appropriate form along with payment of the annual subscription fee and joining fee in accordance with Clause 4.1. This constitution is available to all members as a download from the Club website. A copy of this Constitution together with the Screening Procedures shall be given to any new member unable to access the Club website.

3.4 Guests/Visitors

Members may invite guests to Club meetings

3.5 Benefits and Privileges

3.5.1 Financial members shall be entitled to the benefits and privileges of the Club and one vote per membership at any election or ballot.

3.5.2 Non-financial members are deemed to have left the Club and hence forfeit all Club entitlements.

4 SUBSCRIPTIONS

4.1 Subscription Rates

An annual subscription rate for the individual category of membership and the joining fee for new membership shall be fixed by the Management Committee.

The fee for joint membership shall be 133% of the individual membership fee, family membership 200% of the individual membership fee and for country membership 50% of individual membership.

4.2 Subscription Review

The annual subscription, joining fee and resultant fees for other categories of Membership shall be reviewed from time to time by the Management Committee who shall determine the appropriate fee for each category of membership.

4.3 New Member Subscription

The Annual Subscription shall be paid in advance for one calendar year with a renewal date of 1 January of the next calendar year. Subscriptions will be normalised from the date of joining as follows:

4.3.1 If the joining date is between 1 January and 30 June subscription will be levied at 100% of the annual fee.

4.3.2 If the joining date is between 1 September and 31 December the first subscription will be levied as 50% of the annual fee

4.3.3 The joining fee will be added to the subscription as calculated in 4.3.1 or 4.3.2.

4.4 Subscription Renewals

Subscriptions shall be levied in advance and are due for renewal on 1 January each year. The Treasurer shall publish a reminder to all members in the Club Newsletter, or by any other appropriate means.

If a member fails to renew his subscription by 31 March then that member shall be deemed un-financial and shall forfeit all benefits of membership. ([Clause 3.5](#)).

4.4.1 Claim Forfeit

Any person shall, upon ceasing to be a member of the Club, forfeit all rights to or claim upon the Club and its property and funds.

4.4.2 Members' Register

A register of members in an appropriate form shall be maintained by the Treasurer.

5 MANAGEMENT

5.1 Management Committee.

The management of the Club shall be vested in a Management Committee which subject to the Act, the Regulation and this Constitution Shall:

- 5.1.1 Control and manage the affairs of the Club.
- 5.1.2 From time to time, resolve to amend Club Screening Procedures.
 - 5.1.2.1 Any change thereto shall become effective one calendar month after their publication in the club newsletter and on the Club website.
 - 5.1.2.2 Any changes applicable to the Video of the Year Competition shall become effective three calendar months after their publication in the Club newsletter and Club website.
- 5.1.3 Subject to the above has power to perform all such acts and do all such things as appear to the Management Committee to be necessary or desirable for the proper management of the affairs of the Club

5.2 Composition of the Management Committee

The management of the Club shall be vested in a Management Committee comprising a President, a Vice President, Secretary, and Treasurer and up to ten Ordinary Committee Members. Ordinary Committee Members elected at the Annual General Meeting may be elected to specified positions of responsibility (such as Membership Secretary, Newsletter Editor) as resolved at the Annual General Meeting. Any specific responsibilities not so allocated at the Annual General Meeting shall be allocated as appropriate by the Management Committee.

5.3 Election of the Management Committee

The Management Committee shall be elected at the Annual General Meeting at which time all positions shall be declared vacant with effect from the commencement of the AGM in progress. A Temporary Chairman shall be appointed by the Annual General Meeting to chair the election of the new Management Committee. The elected Management Committee shall hold office from the conclusion of the election until the AGM in the following year.

5.4 Eligibility for Management Committee

Any member of the Club shall be eligible for nomination to the Management Committee provided he/she is at least eighteen years of age and is a financial member of the Club, except that in the case of President, Vice President, Secretary and Treasurer the nominee shall have been a member for at least twelve months.

5.5 Eligibility for President and Vice President

No member may serve more than three consecutive years as President or Vice President but shall be eligible for election to the office of Vice President in the case of President and the office of President in the case of Vice President.

5.6 Nominations

Nominations of candidates for all positions on the Management Committee may be made in writing beforehand or orally during the Annual General Meeting. A member of the Club must second a nomination for candidate. In the event of there being more nominations than positions available then a ballot shall be held, either by a show of hands or by secret ballot if the Chairperson so directs.

5.7 Management Committee Meetings

Four members shall constitute a quorum. The Management Committee shall meet at least once a month for the disposal of business and at such other times as the Management Committee may decide.

5.8 Management Committee Attendance

Any Management Committee member failing to attend three consecutive meetings without the specific agreement of the President shall be asked to stand down from the Management Committee. Financial members of the club may attend Management Committee meetings and participate in discussions. Visiting members have no voting rights. Visitors, who are not members of the Club, may be invited by the Club President to attend, to participate in specific discussions.

5.9 Sub Committees

The Management Committee may from time to time appoint sub committees to undertake specific tasks or to convene Club events. Any such sub-committee shall include a member of the Management Committee.

5.10 Management Committee Vacancies

Any vacancy occurring during the year of tenure shall be filled by means of nomination and election to the vacant position at the next monthly Club meeting.

5.11 Remuneration

All members of the Club shall provide their services in an honorary capacity.

5.12 Payment for Services

The Management Committee may authorise payment to any member of the Club for goods provided, services rendered, or expenses incurred on behalf of the Club.

6 MANAGEMENT COMMITTEE MEMBER RESPONSIBILITIES**6.1 President**

The President is responsible to the Members for the Management of the Club.

6.2 Casting vote

In the event of a tied vote at a Management Committee meeting the Chairperson of the meeting shall have a casting vote.

6.3 Meeting Chairperson

The President, or in his absence the Vice President, shall be Chairperson at all Management Committee meetings of the Club. In the absence of the President and Vice President the members may proceed to elect one of their number as Chairperson.

6.4 Vice President

The Vice President shall adopt the duties of President during any absence of the President.

6.5 Secretary

The Secretary shall conduct the general business and correspondence of the Club and shall obey the lawful directions of the Management Committee and act as Public Officer for the Club ([clause 9.0](#)).

6.5.1 Minutes

The Secretary shall record and archive the Minutes of the Management Committee Meetings, all proceedings of all Committee Meetings, Special General Meetings and the Annual General Meeting.

6.5.2 Insurance

The Secretary shall in conjunction with the Management Committee arrange for insurance cover:

6.3.2.1 Against any claims for compensation which the Club may become liable by way of Personal Injury or damage to Third Party Property caused by an occurrence in connection with Club activities.

6.3.2.2 To compensate the Club for loss or damage to Club equipment.

6.5.3 Club records

The Secretary will retain and secure all records, correspondence and documents pertaining to Club business activity.

6.6 Treasurer

The Treasurer shall receive all moneys on behalf of the Club, give proper receipts for same, make all authorised payments and deposit all surplus funds into the Club's bank account.

6.6.1 Cheques

Cheques shall be drawn by the Treasurer and shall be signed by any two of at least three nominated signatories. The nominated signatories shall be designated by the Management Committee.

6.6.2 Treasurer's Reports

The Treasurer shall provide financial reports at each Management Committee meeting:

6.4.1.1 Statement of income and expenditure for the month;

6.4.1.2 Current statement for the month;

6.4.1.3 Current cash reconciliation.

6.6.3 In conjunction with the Secretary arrange appropriate Insurance for the Club Activities.

6.6.4 Annual Accounts

The Treasurer shall present all books of account etc. to the auditor for auditing as soon as possible after June 30 each year but not later than 21 August in each year, unless the Management Committee decides to dispense with the audit where the financial position of the Club is considered to be consistent with the operations of the Club throughout the year.

6.6.5 Annual Financial Report

The Treasurer shall submit an appropriate financial statement to the Annual General Meeting for the 1 period July of the preceding calendar year to 30 June of the current calendar year. If an audit has been dispensed with pursuant to Clause 6.4.3 the President and Treasurer shall certify thereon that to the best of their knowledge and ability the financial position as disclosed in the statement is considered to be consistent with the operations of the Club throughout that year.

6.7 Source of Funds

The funds of the Club are to be derived from entrance fees and annual subscriptions of members, donations, grants and, subject to any resolution passed by the Club in general meeting, such other sources as the Management Committee determines.

7 GENERAL MEETINGS

7.1 Annual General Meeting

The Annual General Meeting shall be held in the month of September each year on a date to be determined by the Management Committee. The President of the club shall officiate as Chairman except during the election of the Management Committee as defined in clause (5. 3)

7.2 Notice of Annual General Meeting

The Secretary shall give appropriate notice of the Annual General Meeting by placing a notice in the Club Newsletter. In any case this will not be less than fourteen (14) days prior to the meeting. If a resolution is included on the agenda the notice will be not less than 21 days

7.3 Special General Meetings

Special General Meetings shall be convened and conducted in the same manner as the Annual General Meeting and shall be called as follows:

7.3.1 The Management Committee may call a Special General Meeting of members whenever it deems it necessary to do so.

7.3.2 The Secretary shall call such a meeting on the written application of at least ten (10) members.

7.3.3 Notice of meeting will be not less than 21 days before the date of the meeting and will include detail of any proposed resolution.

7.4 Quorum

Twenty five percent (25%) of the financial membership shall form a quorum at any Annual or Special General Meeting.

7.5 Voting

Voting at all meetings, including Management Committee meetings, shall be restricted to financial members.

7.5.1 Voting shall be by a show of hands, or

7.5.2 A secret ballot shall be taken if called for by any member, or at the discretion of the Chairperson.

7.6 Proxy Voting

Proxy voting shall not be permitted at Management Committee meetings. Proxy voting is permitted at an Annual or Special General Meeting. Proxy votes must be in writing and signed by the member making the proxy vote. Proxy votes must be lodged with the club secretary before the meeting commences.

8 AUDITOR

If three or more members request in writing that an audit be undertaken then an Honorary Auditor shall be appointed by members at the Annual General Meeting or a Special General Meeting convened for that purpose. The audit will cover the period nominated by the members requesting the audit.

9 PUBLIC OFFICER

The Secretary shall be the Public Officer for the Club. The address of the Public Officer is the official address for the service of documents on the Club. The duties of the Public Officer are to comply with the Act the Regulation and this Constitution.

10 COMMON SEAL

The Club is not required to have or use a common seal

11 CUSTODY OF BOOKS

Except as otherwise provided by this constitution the Treasurer must keep in his or her custody or under his or her control all financial records, account books and other financial documents relating to the Club.

12 INSPECTION OF BOOKS

The records, books and other documents of the Club must be open to inspection, free of charge, by any member of the Club at any reasonable hour and with reasonable notice of the request.

13 MEMBERS' LIABILITIES

The liability of a member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding up of the Club is limited to the amount of any unpaid subscription owing by the member in respect of membership of the Club as required by Clauses (4.2), (4.3) and (4.4).

14 CONSTITUTION INTERPRETATION AND ALTERATION

14.1 Interpretation

If an interpretation of this Constitution or Screening Procedures is required then the Management Committee is responsible for such interpretation. Any interpretation made will be valid until a resolution at a General Meeting resolves to amend the Constitution or Rules to remove the anomaly requiring the interpretation.

14.2 Gender

In the interpretation of this Constitution and any of the Screening Procedures made by the Management Committee, the masculine gender shall also be deemed to include the feminine gender and the singular number shall be deemed to include the plural number.

14.3 Alterations to the Constitution

This Constitution may be altered by a resolution of the members at any Annual or Special General Meeting convened and passed in accordance with the definition of a resolution and required notice of meeting.

15 DISSOLUTION

If at any Annual or Special General Meeting convened in accordance with this constitution a resolution is passed for the dissolution of the Club, then the Management Committee shall immediately or at such future date as specified in such special resolution, proceed to realise the property of the Club. After the discharge of all liabilities including the reimbursement of the unused portion of each member's annual subscription the Management Committee shall distribute any surplus funds to an organisation with similar objectives and which meets the Commissioner of Taxation requirements under such conditions.

All recorded media, both original and copy, belonging to the Club shall be offered to the Mitchell State Library or National Film Archives for preservation and safe keeping.

16 AMALGAMATION

Where it furthers the objectives of the Club then the Club may amalgamate with any one or more organisations having similar objectives. If at any Annual or Special General Meeting a resolution is passed for the amalgamation of the Club, then the Management Committee shall immediately or at such future date as shall be specified in the resolution, proceed to transfer the property and recorded media of the Club to the other organisation. The other organisation must have rules preventing the distribution of organisation assets to members and must comply with Commissioner of Taxation's requirements governing such an amalgamation.

17 DISCIPLINING OF MEMBERS

17.1 A complaint may be made by any member of the Club if some fellow member persistently and wilfully:

17.1.1 Refuses or neglects to comply with the provisions of this Constitution or Screening Procedures;

17.1.2 Acts in a manner prejudicial to the interests of the Club.

17.2 On receiving such a complaint the Management Committee shall:

17.2.1 Serve notice of the complaint on the member concerned and

17.2.2 Give the member at least fourteen (14) days from the time the notice is served within which to make submissions to the Management Committee in connection with the complaint; and

17.2.3 Take into consideration any submissions made by the member in connection with the complaint.

17.3 After considering the complaint and any submissions made in connection with the complaint, the Management Committee may if satisfied that the complaint has been proven, by resolution expel the member from the Club or suspend the member from membership of the Club,

- 17.4** If the Management Committee resolves to expel or suspend a member the Secretary shall, within seven (7) days after the resolution is made, give written notice to the member of the action taken and reasons given by the Management Committee for such action. The Secretary shall further advise the member of the member's right to appeal under Clauses 17.5 and 17.6.
- 17.5** Right of Appeal of Disciplined Member
- 17.5.1** A member may appeal to the Club in General Meeting against a resolution of the Management Committee. Notice of this intention must be made within seven (7) days after notice of the resolution is served on the member.
- 17.5.2** The member's notice to the Management Committee of his intention to appeal may be, but need not be, accompanied by a statement indicating the grounds on which the member intends to appeal.
- 17.6** The expulsion or suspension does not take effect:
- 17.6.1** Until the expiration of the period within which the member is entitled to appeal as defined in Clause 17.5.1 or:
- 17.6.2** If the member exercises the right to appeal, until the appeal has been heard as defined in Clause 17.7.
- 17.7** On receipt of a notice in from a member accordance with Clause 17.5 the Secretary shall notify the Management Committee which shall convene a Special General Meeting of the Club to be held within twenty eight (28) days after the date on which the Secretary received the notice from the member. At any Special General Meeting of the Club convened under this Clause:
- 17.7.1** No business other than the question of the appeal shall be transacted; and
- 17.7.2** The Management Committee and the member shall be given the opportunity to state their respective cases orally or in writing, or both;
- 17.7.3** Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked. If the majority supports the resolution by vote then the resolution is confirmed. If the resolution is defeated the appeal by the member is successful and the member must be reinstated

18 RESOLUTION OF INTERNAL DISPUTES

If an internal dispute remains unresolved then the matter shall be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.

19 MEDIA CONTENT POLICY

Media presented at Club meetings does not require "Censorship Classification". The member presenting the media is responsible for content appraisal and audience appeal. In general terms presentations should be suitable for a mixed gender adult audience. If a presenter anticipates any problems with media planned for club screening the media should be reviewed with a club committee member to ensure acceptance prior to screening. Additional guidance is given in the "Screening procedures" to assist members making content appraisals.

20 COPYRIGHT

The Club respects the rights of owners of copyright material and requires that any use of such material be with the permission of the owner or their authorised representative. A member may include copyright material in a presentation by following the protocol detailed in the “Screening Procedures” This protocol is to be adhered to for any club presentation and is not limited to competitions.

21 AMENDMENT RECORD

Fully revised and reprinted in October 2003. Includes alteration to the original constitution accepted by members at the following AGMs/SGMs Fully reprinted and issued 1 July 2005

Ver 1 28 August 2002

Ver 2 26 March 2003

Ver 3 22 June 2005

Ver 4 28 September 2008 Incorporated club name change and revised logo.

Ver 5 27 September 2009 main change Pres, & Vice Pres. Term set at 3yrs. Maximum

Ver 6 21 December 2009 Classification requirements removed, P PG deleted.

Ver 7 24 Feb 2010 para 6.5 source of funds added to comply with NSW Incorporations act.

Ver 8 24 September 2014 main change Management Committee power to make Rules

Ver 9 22 June 2016 main changes reformat and creation of “Screening Procedures”

Ver 10 AGM 2017 main change term of service of elected MC changed

21.1 Current version:

Ver 10 Changes accepted by members at AGM Aug 2017.

Main changes. Period of Elected Committee office changed to be from election at the AGM until all positions declared open for election at the next AGM or SGM.

Period of service changed to support improved Management of Club.

Registered by NSW Govt. Fair Trading (Not registered)

I Scott Aug 2017

Secretary, Sydney Video Makers Club
