



**ENCOUNTER LAKES RESIDENTS GROUP INC**

**CONSTITUTION**

**ISSUE DATE:  
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# ENCOUNTER LAKES RESIDENTS GROUP INC.

## CONSTITUTION

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## **1. NAME**

The name of the Association shall be "Encounter Lakes Residents Group Incorporated" and wherever appearing in these rules "Group" shall mean Encounter Lakes Residents Group Incorporated. "The Group" shall mean the money assets and property constituting "Encounter Lakes Residents Group Incorporated".

## **2. DEFINITIONS**

- 2.1 In these rules, unless by their context shall otherwise apply:
- 2.2 "Residents or Property Owner" means any person who resides or owns property in either the Encounter Lakes Estate or Franklin Island Estate as defined in the Plan: Encounter Lakes and Franklin Island Estates included as Appendix 1 of this Constitution.
- 2.3 "Committee" means the committee of management of the Group
- 2.4 "General Meeting" means a general meeting of members of the Group
- 2.5 "Act" means the Associations Incorporation Act, 1985.

## **3. OBJECTS OF THE GROUP**

- 3.1 The objects of the Group shall be to assist Residents or Property Owners by the provision of activities in the interest of Residents or Property Owners, namely:
- 3.2 To monitor the performance of the City of Victor Harbor Council in managing the Encounter Lakes Estate and Franklin Island Estate, and make submissions in relation to all aspects of their representation of Residents and Property Owners and development responsibility for the Encounter Lakes Estate and Franklin Island Estate;
- 3.3 To keep Residents and Property Owners informed of the policy, projects and general activities related to the above.
- 3.4 To raise money in such a manner as the Committee may determine for the ongoing management of the Group;
- 3.5 To do all such acts and things as are incidental or ancillary to all or any of the above objects;
- 3.6 The Committee is responsible for the objects of the Group but shall not be responsible for the settlement of neighbourhood disputes.

## **4. POWERS**

The Group shall have all the powers conferred by Section 25 of the Associations Incorporation Act, 1985.

## **5. MEMBERSHIP**

- 5.1 All Residents or Property Owners as defined in rule 2.2 are eligible for membership of the Group;
- 5.2 The Secretary or Treasurer shall keep a register of all members. Details of the Membership Register will only be used by Committee and will not be made available to others. The Register will contain the name and address of each member, and email address if available, and whether or not they are financial for the current year.

## 6. SUBSCRIPTIONS

- 6.1 At each Annual General Meeting of the Group, the Committee shall recommend the Membership Subscription for the following year;
- 6.2 No Resident or Property Owner shall vote at any meeting of the Group unless his/her Membership Subscription has been duly paid.
- 6.3 The subscription fees shall be paid annually. The membership year shall be from 1<sup>st</sup> January to 31<sup>st</sup> December.

## 7. COMMITTEE

- 7.1 The management of the Group shall be vested in a Committee consisting of a President, Vice President, Secretary and Treasurer; and up to 15 Committee Members endorsed by the Membership at the Annual General Meeting.
- 7.2 Members of the committee shall be elected by a simple majority of members voting at the Annual General Meeting. Nominations in writing may be made by any member through the secretary, providing the consent of the nominated member has been obtained and will be received at any time prior to the Annual General Meeting.
- 7.3 The Office Bearers shall hold office for two years and shall be elected by the Committee.
- 7.4 Committee Meetings shall be held as determined necessary by the Committee to carry out its general business;
- 7.5 A quorum for each Committee Meeting shall be 5 members;
- 7.6 Financial Members may be invited to attend Committee Meetings and contribute to and make submission to the Committee at the discretion of the Chairperson, but will not have voting rights with respect to any motions tabled at the meeting;
- 7.7 The President or in the President's absence the Vice President will chair the meeting. If both are absent the Chair Person shall be appointed by the committee members present;
- 7.8 The office of a committee member shall become vacant if a committee member is:
  - Disqualified from being a committee member by the Act; or
  - Absent without apology from more than 3 meetings in a financial year; or
  - No longer a resident or property owner as defined in section 2.2 of these rules.
- 7.9 The Committee may appoint a person to fill a casual vacancy and such person shall hold office until the next Annual General Meeting.

## 8. POWERS OF THE COMMITTEE

The powers of the Committee shall be:

- 8.1 To carry out the management and general business of the Group;
- 8.4 The Committee shall appoint a Public Officer who will hold the common seal, as required by the Act.
- 8.2 To call Special General Meetings at such time and upon such issues as the Committee may deem appropriate;
- 8.3 To co-opt additional Committee Members for any purpose.
- 8.4 The Committee may select and appoint Sub-Committees consisting of Committee Members and or other Members, and may vest such Sub-Committees with the authority to undertake such research and investigation as may be thought proper into any matter which the Group may consider to be general business of the Group.

## **9. ANNUAL GENERAL MEETING**

- 9.1 An Annual General Meeting of the Group shall be held not later than the November 30<sup>th</sup> each year.
- 9.2 Notice of such meeting shall be given by the Secretary by a newsletter to all residents at least 14 days prior to the meeting;
- 9.3 The President shall chair Annual General Meetings but in the President's absence the Vice President will take over the responsibility. If both are absent the Chair Person shall be appointed by the committee members present;
- 9.4 The order of the business at the meeting shall be
- Confirmation of the minutes of the previous Annual General Meeting and of any Special General Meeting held since that meeting
  - Consideration of the accounts and reports of the committee
  - Election of up to 19 committee members
  - Any other business requiring consideration by the Group at the Annual General Meeting.

## **10. SPECIAL GENERAL MEETINGS**

Special General Meetings may be called as follows:

- 10.1 By the Committee as deemed necessary;
- 10.2 By the Secretary, upon written request signed by 10 financial members of the Group. In this case, the Secretary shall set a date and venue for the Special General Meeting not more than 21 days from the written request and shall give notice of that Special General Meeting by a newsletter to all residents not less than 7 days before the date of the meeting;
- 10.3 The purpose and general business of the Special General Meeting is to be clearly stated on the notice of such a meeting.
- 10.4 The President shall chair Special General Meetings but in the President's absence the Vice President will take over the responsibility. If both are absent the Chair Person shall be appointed by the committee members present;

## **11. VOTING AT ANNUAL AND SPECIAL GENERAL MEETINGS**

- 11.1 A quorum at any General Meeting shall consist of 10 financial members of the Group;
- 11.2 Any motion to determine a matter classified as a special resolution, for example a variation of the rules of the Group, shall be carried by a majority of not less than 75% of financial members present and voting at the meeting;
- 11.3 A simple majority of members present and voting at the meeting shall carry all other motions.
- 11.4 Unless a poll is demanded by at least 5 members, a question for decision at a general meeting must be determined by a show of hands. Any such poll must be conducted in a manner specified by the chairperson and the result of the poll is the resolution of the meeting on that question.

## **12. PUBLIC STATEMENTS**

- 12.1 No Committee Member shall make a public statement concerning the policies or affairs of the Group without express authority of the Committee;
- 12.2 In circumstances of urgency, a public statement may be authorised by any two of the President, Vice President, Secretary and Treasurer.

## **13. MINUTES**

- 13.1 Minutes of all proceedings of General Meetings of the Group and of meetings of the Committee, shall be entered in minute books kept for the purpose.
- 13.2 The minutes kept pursuant to this rule must be confirmed by the members of the Group or the members of the Committee (as relevant) at a subsequent meeting.
- 13.3 The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- 13.4 Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

## **14. FINANCIAL/AUDIT**

- 14.1 An account shall be maintained with a bank, building society or credit union in the name of "Encounter Lakes Residents Group Incorporated" and maintained for the purpose of depositing for safekeeping all monies received. Such bank/building society/credit union account will be maintained for the duration of existence of The Group.
- 14.2 The Treasurer shall operate the account. The President, Vice President and Secretary shall each and independently have the right to operate the account in the absence of the Treasurer.
- 14.3 The Treasurer, for the purpose of recording all receipts and payments shall maintain a Cash Book, in manual or electronic form. Reconciliation with reference to financial institution statements of account shall be conducted not less frequently than 6 monthly with an audited financial statement being prepared as at the 30th of June in each year for presentation at the Annual General Meeting.
- 14.4 An official receipt is to be issued for all monies received other than those received as EFTPOS transactions.
- 14.5 The Committee of the Group shall recommend the appointment of an auditor. This recommendation shall be endorsed at the Annual General Meeting;
- 14.6 Audited financial statements are to be presented to members at the Annual General Meeting.

## **15. AMENDMENT TO THE RULES OF THE GROUP**

- 15.1 The Rules of the Group may be amended at any General Meeting called for that purpose or at the Annual General Meeting. This includes variations to the existing rules or issuing a new set of Rules.
- 15.2 The Secretary shall give at least 21 days written notice of the General Meeting to all members advising of the intention to propose the amendment of the Rules as a special resolution under the Act.
- 15.3 Any motion to amend the rules of the Group shall be carried by a majority of not less than 75% of financial members present and voting at the meeting.
- 15.4 Any amendments to the Rules shall become effective at the time the motion to vary the Rules is passed.

## **16. DISSOLUTION**

- 16.1 This may be determined by a majority of not less than 75% of financial members present and voting at the Special General Meeting called for the purpose of resolving to dissolve the Group. The Special General Meeting will determine the basis on which the committee will liquidate the Group's assets in the event of it being wound up and the basis on which the funds realised will be distributed.
- 16.2 The proceeds of the liquidation must be passed to an organisation which has similar objects to the Group and which has Rules which prohibit the distribution of its assets and income to members.



**Encounter Lakes Residents Group Inc.**  
**Constitution - *Appendix 1***  
***Plan: Encounter Lakes and Franklin Island Estates***





## ENCOUNTER LAKES RESIDENTS GROUP inc

This paper sets out the changes from our Constitution dated 19<sup>th</sup> November 2015 to those included in the document we are seeking to have approved at our 2021 AGM.

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3.2 We added the word Council to the City of Victor Harbor as it is the **Council's** performance that we are monitoring.

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5.3 We have eliminated the need to record the date members were admitted to the group; and the need to record the date and reason for members ceasing to belong to ELRGi.

**Our membership is on a year to year basis and we retain a list of financial members for each year. The rest of the information defined in 5.3 had limited, if any benefit.**

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7.1, 7.7, 9.3, 12.2 and 14.2 These sections permit and define the new role of Vice President on the ELRGi committee and how the Chair of a meeting is determined in the absence of both the President and Vice President.

**The role of Vice President is seen as a training role to ensure there is a replacement for the President in the event of a resignation. With the aging of our suburb, people leave to move into retirement villages or need to be closer to specialist medical treatment so the prospect of an unexpected Presidential resignation has increased.**

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9.2 Our earlier constitution required ELRGi to put an advertisement in the local newspaper to publicise each AGM or SGM.

**This was seen as superfluous as we provide every resident with a newsletter 5 weeks before the AGM and a follow up reminder two weeks before. The advantage in this approach is that not all members buy The Times, so we have improved the notification procedure.**

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9.4 The election of 19 Committee members relates to four Executive members and 15 ordinary members.

**Previously the number of members of the ELRHi Committee was not capped. This hasn't resulted in any particular problem in the past, but we felt a realistic limit was sensible to prevent the Committee becoming unwieldy.**

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10.2 The timing to organise a Special General Meeting has been increased from 14 to 21 days.

**We felt the time of 14 days was insufficient to organize the SGM, prepare agendas and supporting papers as well as provide the necessary advance notice defined in this section.**

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14.4 The need to provide a receipt for monies received through EFTPOS transactions has been excluded.

Members who pay through EFTPOS have a bank receipt for the transaction which will effectively prove that the amount was paid to ELRGi. This is simply recognizing that the financial system has changed in the past few years.

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