

# CONSTITUTION



## **Buddhist Society of the Northern Territory Incorporated**

An Association  
incorporated under  
the  
*Northern Territory Associations Act 2003*

Amended at a Special General Meeting on 10 February 2007

# CONSTITUTION

## Buddhist Society of the Northern Territory Incorporated

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# CONSTITUTION

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## Buddhist Society of the Northern Territory Incorporated

*As amended to 31 October 2005*

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*Sukha Sangassa Samaggi*<sup>1</sup>  
(Concord is the Best)

**Preamble** The Buddhist Society of the Northern Territory Incorporated was formed by members of many different Buddhist communities, to practice and share the sublime teachings of the Buddha. To achieve its great goals, members of the Society must work together with love and tolerance, serving the wider community by practicing the Buddha's sublime qualities of compassion, loving kindness, sympathetic joy and equanimity.

The Buddhist Sangha and laity are governed by traditional disciplinary rules, especially the Sangha who must adhere to the rules of the Vinaya. These traditional rules, therefore, must override any other general rules where the mutual association of the Sangha and the laity are concerned.

The Constitution of the Buddhist Society of the Northern Territory Incorporated rests on the moral foundation defined by the Buddha's teachings. Compassion, tolerance and love as taught by the Buddha are at all times the measure by which the Society guides its deliberations.

### PART 1 - PRELIMINARY

- |                                  |   |  |
|----------------------------------|---|--|
| <b>Name of the Association</b>   | 1 | The name of the Association shall be the Buddhist Society of the Northern Territory Incorporated (in this Constitution called "the Association")   |
| <b>Patron of the Association</b> | 2 | At the annual general meeting of the Association a Patron of the Association may be appointed, which appointment will remain valid until the close of the next annual general meeting unless the person is re-appointed. |

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<sup>1</sup> From the *Dhammapada*

## Definitions

3 For the purposes of this Constitution, unless the contrary intention appears:

"Annual general meeting" means a general meeting of members of the Association as provided for in section 16.

"Associate member" means a member admitted pursuant to sub-section 5(3).

"Committee" means the Executive Committee of the Association.

"Executive member" means a member of the Executive Committee as referred to in section 18(b).

"Executive officer" means a member of the Executive Committee as referred to in section 18(a).

"Financial year" means the period from 1 July to 30 June.

"General meeting" means a meeting of members of the Association convened in accordance with section 15, and, where that term is used without qualification, refers to both annual general meetings and special general meetings.

"General member" means a member admitted pursuant to sub-section 5(2).

"Honorary member" means a member admitted pursuant to sub-section 5(4) and Sangha deemed to be honorary members by sub-section 5(5).

"Life member" means a member admitted pursuant to sub-section 5(6).

"Member", where that term is used without qualification, means all members of the Association, regardless of the category of membership.

"Non-resident Sangha" means a Sangha appointed pursuant to section 10.

"President" means the President of the Association as referred to in section 18.

"Public Officer" means the Public Officer of the Association as referred to in section 18.

"Resident Sangha" means a Sangha deemed to be a Resident Sangha pursuant to section 11.

“Sangha”, which term denotes both monks and nuns, where the term is used without qualification, means, collectively, resident Sangha, non-resident Sangha, visiting Sangha and the Spiritual Adviser.

"Secretary" means the Secretary of the Association as referred to in section 18.

"Special business" has the meaning referred to in section 15.

"Special general meeting" means a general meeting of members of the Association as provided for in sub-section 6(9) and section 17.

"Special meeting" means a special meeting of the Executive Committee, as provided for in sub-sections 15(9) and 23(2).

"Special resolution" means a resolution passed by at least three-quarters of the votes of those members of the Association who, being entitled to vote, vote in person, or, where allowed by this Constitution, vote by proxy at the meeting.

“Spiritual adviser” means the Sangha appointed Spiritual Adviser pursuant to section 12.

"Treasurer" means the Treasurer of the Association as referred to in section 18.

"Vice-President" means the Vice-President of the Association as referred to in section 18.

"Visiting Sangha" means a Sangha appointed pursuant to section 10.

## **PART 11 - OBJECTS OF THE ASSOCIATION**

### **Objects and purposes of the Association**

- 4 The objects and purposes of the Association are:
- (a) to facilitate and promote the cultural and religious activities of the Buddhist community of the Northern Territory;
  - (b) to promote Buddhist traditions of living in peace and harmony with all beings;
  - (c) to welcome new members;
  - (d) to assist members in their spiritual needs;
  - (e) to inform members and the general community of the teachings of the Buddha;

- (f) to act without discrimination on the grounds of race, culture, nationality, gender, or Buddhist sect, save where consistent with Buddhist traditions and save as provided by this Constitution;
- (g) to encourage a diverse representation of Buddhist sects in both the activities and administration of the Association;
- (h) to provide and maintain facilities which further the objects and purposes of the Association, including facilities for the accommodation and welfare of Sangha;
- (i) to undertake all matters, including, but not limited to, acquiring and disposing of real and personal property, publishing material, accepting gifts, raising funds, borrowing and (subject to the provisions of the *Trustee Act (NT)*) investing money, and making donations (to the recipients referred to in section 78(1)(a) if the *Income Tax Assessment Act (Cth)*), which are incidental to the attainment of the objects and purposes of the Association and which are consistent with the provisions of this Constitution.

## **PART 111 - MEMBERSHIP**

- |                                      |   |   |
|--------------------------------------|---|---|
| <b>Membership of the Association</b> | 5 | (1) Applications for membership of the Association shall be made to the Committee in the form prescribed by the Committee.  |
| <i>General members</i>               |   | (2) The Committee may admit as a general member of the Association any applicant who is a professed Buddhist, is accepted as such by the Spiritual Adviser, is at least 18 years of age, and is a permanent resident of the Northern Territory. |
| <i>Associate members</i>             |   | (3) The Committee may admit any applicant as an associate member of the Association.  |
| <i>Honorary members</i>              |   | (4) The Committee may admit any person as an honorary member of the Association on such terms as the Committee thinks fit.  |
|                                      |   | (5) Sangha are deemed to be honorary members of the Association.  |
| <i>Life members</i>                  |   | (6) A general meeting of the Association, on the recommendation of the Committee, may admit any member of the Association as a life member of the Association.  |
| <i>Commencement</i>                  |   | (7) Where the Committee accepts an application pursuant to this section, and following payment of the prescribed membership fee, the applicant becomes a member of the Association.   |

- Register of members* (8) A register of members shall be kept by the Secretary, the details of which shall not be released to any person other than a member of the Association or as required by law.
- Period of membership* (9) Subject to sub-section (11) and section 6, any membership arising by virtue of sub-sections (2) or (3) remains valid until the close of the next annual general meeting, but may be renewed by payment of the prescribed fee.
- (10) Subject to sub-section (11) and section 6, an honorary membership arising by virtue of subsection (4) remains valid until the meeting of the Committee next following the annual general meeting, at which Committee meeting an honorary membership may, at the discretion of the Committee, be renewed.
- Resignations* (11) A member of the Association may, at any time, resign from the Association by delivering to the Public Officer a written notice of resignation.
- Not transferable* (12) A right or obligation arising by virtue of membership is not capable of being transferred and terminates upon cessation of the membership.
- Cancellation and suspension of membership** 6 (1) Subject to this section, the Committee may cancel or suspend any membership of the Association if, in the opinion of the Committee, the member has been guilty of conduct detrimental to the interests of the Association.
- Period of suspension* (2) Any suspension pursuant to this section may be for a maximum period of 12 months.
- Not to take effect immediately* (3) A cancellation or suspension of membership pursuant to sub-section (1) does not take effect:
- (a) until the expiration of 14 days after the service on the member of a notice under sub-section (4); or
- (b) where the member exercises a right under sub-section (5), unless and until upon the completion of the process provided by that sub-section the action of the Committee pursuant to sub-section (1) is confirmed.
- Service of notice* (4) Where a membership is canceled or suspended pursuant to sub-section (1), the Public Officer shall serve on the member a notice in writing advising of the cancellation or suspension of membership, specifying the grounds, and setting out the rights of the member pursuant to sub-section (5).



- (5) A member on whom a notice is served may by notice in writing delivered to the Public Officer within 14 days of receipt of the notice:
- Right of review* (a) request that the matter be reviewed by the Committee, in which event the provisions of sub-sections (6) and (7) shall apply; or
- Right of appeal* (b) appeal to a special general meeting of the Association against the cancellation or suspension, in which event the provisions of sub-sections (9) to (14) shall apply.
- Review process* (6) Where a request is received pursuant to sub-section (5)(a), the Committee:
- (a) shall provide a reasonable opportunity to the member to be heard at a meeting of the Committee in relation to the notice; and
- (b) may, at its discretion, provide appropriate mechanisms and procedures, including mediation, for canvassing or resolving any matter relevant to the issue of the notice.
- (7) When, in the opinion of the Committee, the process under sub-section (6) has been completed, the Committee shall, by secret ballot, either affirm or revoke the notice and, within 14 days, the Public Officer shall notify the member in writing of its decision.
- Appeal following review* (8) Upon receipt of a notification under sub-section (7) affirming the notice, the member may exercise a right of appeal pursuant to sub-section 5(b) on the same terms and in the same manner as if the notification were a notice served pursuant to sub-section (4).
- Appeal process* (9) Where an appeal is received pursuant to this section, the Public Officer shall forthwith notify the Committee and the Committee shall cause a special general meeting to be held within 45 days after the date on which the public officer receives the appeal.
- (10) At a special general meeting convened under this section:
- (a) no matter other than the matter of the cancellation or suspension of the membership may be considered;
- (b) the Committee shall provide details of the grounds and reasons for the cancellation or suspension of the membership;

- (c) the member whose membership has been canceled or suspended shall be given a reasonable opportunity to be heard;
- (d) the members present shall vote by secret ballot on the question of whether or not the decision made by the Committee pursuant to sub-section (1) to cancel or suspend the membership should be confirmed; and
- (e) where there has been a decision made pursuant to sub-section (1) to cancel the membership, and where pursuant to sub-section (10)(d) the members vote not to confirm that decision, the members present shall next vote by secret ballot on the question of whether or not the membership should be suspended.

***Where decision confirmed***

- (11) Where the members vote to confirm a decision made pursuant to sub-section (1) to cancel or suspend the membership, the cancellation or suspension takes effect immediately.
- (12) Where the meeting determines pursuant to sub-section (10)(e) to suspend the membership, the suspension shall commence from such time and be for such period as the Committee shall determine at a special meeting of the Committee held not later than 7 days after the special general meeting.

***Where decision not confirmed***

- (13) Where the decision of the Committee is not confirmed or a member is not suspended pursuant to sub-section (10)(e), the membership shall be deemed to have continued as though the decision pursuant to sub-section (1) had not been made.

***Special resolution required***

- (14) Save for a resolution of the Committee passed pursuant to sub-section (12), any resolution pursuant to this section will not be upheld unless it is passed by special resolution.

***Right to reapply***

- (15) Where a person's membership is canceled pursuant to this section, the person may reapply for membership after a period of two years from the time of cancellation, in which event the Committee may accept or reject the application at its discretion.

**Notices**

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- (1) A requirement of the Public Officer to serve a notice on, or notify, a member pursuant to section 6, shall be deemed to have been sufficiently complied with if the notice or notification is either personally handed to the member or sent by post, addressed to the member at his or her last known address.
- (2) Where a notice or notification is sent by post, it will be deemed to have been received 3 working days after the date of postage, as advised by the Public Officer.

- (3) Any notice required to be delivered to the Public Officer pursuant to sub-section 6(5) must be either personally handed to the Public Officer or deposited in the post box at the International Buddhist Centre of the Association in Darwin.
- Disputes**            8    (1) The grievance procedure set out in this section applies to any dispute relating to the Association between:
- (a) a member and another member; or
  - (b) a member and the Association.
- (2) The parties to the dispute must meet and discuss the matter in dispute and, in good faith, attempt to resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within a further 14 days, hold a meeting in the presence of a mediator.
- (4) The mediator must be:
- (a) a person chosen by agreement of the parties; or
  - (b) in the absence of agreement:
    - (i) in the case of a dispute between a member and another member, a person appointed by the Committee; or
    - (ii) in the case of a dispute between a member and the Association, a person who is a mediator appointed by the Community Justice Centre of the Northern Territory Department of Justice.
- (5) The mediator can be a member of the Association, but cannot be a party to or have an interest in the outcome of the dispute.
- (6) In conducting the mediation, the mediator must give the parties a reasonable opportunity to be heard and ensure that due process is accorded to the parties.
- (7) The mediator is not an arbitrator and must not determine the dispute.
- (8) If the mediation does not resolve the dispute, the parties may seek to obtain any remedy allowed by the *Associations Act (NT)* or by law.

**Annual subscriptions** 9 The annual subscriptions payable by general and associate members shall be prescribed by the Committee and are due and payable prior to the annual general meeting.

#### **PART 1V - SANGHA**

**Visiting & non-resident Sangha** 10 On the recommendation of the Spiritual Adviser, the Committee may appoint visiting and non-resident Sangha on such terms as the Committee thinks fit, save that in the absence of the Spiritual Adviser the Committee may make an appointment of its own volition.

**Resident Sangha** 11 (1) A visiting Sangha who has resided on premises belonging to the Association for not less than 3 months and who, with the consent of the Committee, continues to reside on premises belonging to the Association, shall be deemed to be a Resident Sangha.

(2) Where it is in the interests of the Association, the Membership may by special resolution at a general meeting determine that any Resident Sangha shall cease to be a Resident Sangha, in which event the Committee may require the person to leave premises belonging to the Association or allow the person to remain on such terms as the Membership thinks fit.

(3) Prior to any resolution under sub-section (2), the Committee must first provide to the Resident Sangha affected an opportunity to resolve the dispute using the Disputes mechanism detailed in section 8. In the first instance, the Resident Sangha concerned shall be counselled by the rest of the Sangha, in terms of the Vinaya rules. Failing this, a mediator will then be appointed as laid out in section 8(3).

**Appointment of Spiritual Adviser** 12 (1) There shall be an office of Spiritual Adviser.

(2) The Spiritual Adviser shall be appointed from and by the Resident Sangha, save that where the Resident Sangha fail to make an appointment within one month of any vacancy in the office of Spiritual Adviser, an appointment may be made by resolution of the Committee and, subject to sub-section (5), that appointee will be Spiritual Adviser until such time as the Resident Sangha make an appointment.

(3) Where there is only one Resident Sangha, that Resident Sangha shall be the Spiritual Adviser until such time as there is more than one Resident Sangha, in which event sub-section (2) takes effect.

- (4) The Spiritual Adviser shall hold office until he or she dies, resigns, ceases to be a Resident Sangha, or is removed pursuant to sub-sections (5) or (6) or (7).
- (5) Where a Spiritual Adviser has been appointed by the Committee pursuant to sub-section (2), he or she may be removed from that office by resolution of the Committee.
- (6) Prior to any resolution under sub-section (5), the Committee must provide to the Resident Sangha affected a reasonable opportunity to be heard by the Committee. In this instance, the Disputes procedure will also come into effect.
- (7) Where a Spiritual Adviser has been appointed by the Resident Sangha, he or she may be removed from that office by the Resident Sangha only in consultation with a more senior Sangha member from the tradition of the Sangha member concerned, and from outside the Society.

**Rights and powers of Spiritual Adviser**

- 13 (1) The Spiritual Adviser shall be entitled to attend, provide advice and make submissions at any Committee meeting or general meeting of the Association, but has no voting rights.
- (2) The Spiritual Adviser has the power to veto any act, decision or resolution of the Committee or a general meeting which relates to matters of a religious or spiritual nature.

**Limitations**

- 14 As honorary members of the Association, Sangha
  - (a) have no voting rights at Committee meetings or general meetings; and
  - (b) shall not deal in, acquire or assign any property of the Association.

**PART V - ASSOCIATION MEETINGS**

**Association Meetings**

- 15 (1) All general meetings of the Association other than the annual general meeting shall be called special general meetings.

*Special business*

- (2) All business that is transacted at general meetings, other than the ordinary business of the annual general meeting shall be special business.

*Voting eligibility*

- (3) Only life members and general members are eligible to vote at a general meeting.

- Notification*
- (4) The Public Officer shall at least 21 days before the date fixed for holding a general meeting:
- (a) cause to be inserted in a newspaper published daily in the Northern Territory a notice specifying the time and place for holding the meeting; and
- (b) cause to be inserted in a newsletter of the Association a notice specifying the time and place for holding the meeting and the nature of any special business to be transacted at the meeting.
- Proxies*
- (5) Save at a special general meeting arising pursuant to section 6, or in relation to the special business referred to in section 22, general or life member may be represented at a general meeting by proxy held by another general or life member, providing that it is in writing, the form of which may be prescribed by the Committee, and signed by both members, and further providing that no member can carry more than one proxy at any meeting.
- Quorum*
- (6) The quorum of a general meeting shall be not less than one fifth of the total number of members entitled to vote at the time of the meeting.
- (7) No business may be transacted at a general meeting unless a quorum of members entitled to vote is present, or represented by proxy, during the time when the meeting is considering that item.
- Adjournment for lack of quorum*
- (8) If within one hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting shall be adjourned to the same time and place in the following week.
- (9) If within one hour after the appointed time for the commencement of a meeting adjourned pursuant to sub-section (8) a quorum is not present, the meeting will lapse, save that:
- Committee to conduct certain business*
- (a) in the case of an annual general meeting, the business referred to in sub-section 16(2) shall be conducted by the Committee at a special meeting held not later than 7 days after the adjourned annual general meeting referred to in sub-section (8); and
- (b) for the purposes of the special business referred to in sections 6 and 22:
- (i) at a special meeting held not later than 7 days after the adjourned general meeting referred to in sub-section (8), the Committee shall exercise the powers

of the general meeting and conduct the business as though it were a general meeting convened to transact that business; and

- (ii) any resolution will not be upheld unless it is passed by secret ballot and by special resolution of the Committee members present at the meeting.

***Power to adjourn***

- (10) The chair of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and from place to place for a total period of up to 14 days, but no business shall be transacted at a meeting adjourned pursuant to this sub-section other than the business left unfinished at the meeting at which the adjournment took place.

***Chair***

- (11) At general meetings the President, or in his or her absence the Vice-President, or in their absence a general member or life member of the Association elected at the meeting, shall preside as Chair.

***Voting***

- (12) Subject to sub-section (13), sub-section 6(10) and section 22, questions arising at general meetings shall be determined on a show of hands and a declaration by the Chair that a resolution has been carried or lost is final.
- (13) If at any general meeting a poll is demanded, whether before or after a show of hands pursuant to sub-section (12), it shall be taken in such manner as the Chair may direct and the result of the poll shall be deemed to be the resolution of the meeting on that question.
- (14) Each general and life member present at a general meeting is entitled to one vote, or two votes in the case of a member holding a proxy pursuant to sub-section (5), save that in the event of a tied vote the Chair may exercise a second vote.

**Annual general meetings**

- 16 (1) The Association shall hold an annual general meeting between 1 July and 30 September each year, at such time and place as determined by the Committee.

***Ordinary business***

- (2) The ordinary business of the annual general meeting shall be:
  - (a) to confirm the minutes of the previous annual general meeting and of any general meeting held since that meeting;
  - (b) to receive reports from the Committee, Auditor and Treasurer concerning the transactions of the Association during the previous financial year and any other reports required to be produced by the *Associations Act (NT)*;

- (c) to elect the members of the Committee;
- (d) to appoint an auditor, who is not a member of the Association and who has the attributes and qualifications specified by the *Associations Act (NT)*; and
- (e) to determine whether a Patron of the Association should be appointed and, if that question is resolved in the affirmative, appoint a Patron.

*Special business* (3) An annual general meeting shall not transact any special business other than that arising pursuant to sub-section 17(6).

**Special general meetings** 17 (1) The Committee may, whenever it thinks fit, convene a special general meeting and nominate the special business to be transacted at that meeting.

(2) The Committee shall, on the requisition in writing signed by not less than 10 members entitled to vote at a general meeting, convene a special general meeting.

(3) A requisition for a special general meeting shall state the special business to be transacted at the meeting and shall be delivered to the Public Officer.

(4) Where a requisition for a special general meeting is received pursuant to this section, the Public Officer shall forthwith notify the Committee and the Committee shall cause a special general meeting to be held within 45 days from the date of the delivery of the requisition.

(5) Subject to sub-section (6), a special general meeting held pursuant to this section shall consider only the special business referred to in sub-sections (1) and (3).

(6) Where an annual general meeting is held within the period referred to in sub-section (4), any special business arising by virtue of this section shall be transacted at that annual general meeting.

**PART V1 - THE EXECUTIVE COMMITTEE**

**The Executive Committee** 18 The affairs of the Association shall be managed by an Executive Committee, constituted by:

- (a) the Executive officers of the Association, namely:



- (i) a President;
  - (ii) a Vice-President;
  - (iii) a Secretary;
  - (iv) a Treasurer;
  - (v) a Public Officer for the purposes of the *Associations Act (NT)*; and
- (b) four other members, who shall be called Executive members, all of whom shall be elected at the annual general meeting of the Association in each year and, subject to section 20, shall hold office until the close of the next annual general meeting.
- Election of Committee** 19 (1) Subject to the *Association Act (NT)*, any person who, at the time of nomination, is a general member or life member of the Association is eligible for election to the Committee.
- Nominations* (2) Nominations of candidates for election to the Committee, shall:
- (a) be made in writing signed by two general or life members, not being themselves candidates for election, and accompanied by the written consent of the candidate;
  - (b) state the position or positions for which the nomination is made; and
  - (c) be delivered to the Public Officer at least 3 days before the date set for the holding of the annual general meeting.
- Candidate deemed elected* (3) If there is only one eligible nomination for any Executive officer position, or four or less eligible nominations for the positions of Executive members, the nominated candidates shall be deemed to be elected.
- Ballot* (4) If there is more than one eligible nomination for any position of Executive officer, or more than four eligible nominations for the positions of Executive member, a ballot shall be held in relation to that position at the annual general meeting, in such usual and proper manner as the Committee may direct.
- Nominations from floor* (5) If there is no eligible nomination for a position of Executive officer, further nominations may be received at the annual general meeting, in which event sub-sections (3) and (4) shall apply as though the nomination had been made pursuant to sub-section (2).
- (6) If there is less than four eligible nominations for the positions of Executive member, further nominations may be received at the annual general meeting for any position not filled pursuant to sub-section (3), in which event sub-sections (3) and (4) shall

apply to that remaining position as though the nomination had been made pursuant to sub-section (2).

*Limitation on terms*

- (7) An Executive Officer may not hold the same office for more than three consecutive years, unless re-elected for a further term or terms by special resolution.

**Vacation of office**

20 Subject to the provisions of the *Associations Act (NT)* relating to the public officer, the office of any member of the Committee becomes vacant if the member:

- (a) dies;
- (b) becomes of unsound mind;
- (c) ceases to be resident in the Northern Territory;
- (d) fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee;
- (e) is removed from the Committee pursuant to section 22;
- (f) ceases to be a member of the Association; or
- (g) resigns his or her office, by notice in writing addressed to the Public Officer.

**Casual vacancies**

21 (1) Subject to sub-section (3), in the event of a casual vacancy in any office of Executive Officer, the Committee may appoint one of its members to the vacant office, or, in the event that another member of the Committee is not available, any general or life member, and that person shall hold office until the close of the next annual general meeting.

(2) Subject to sub-section (3), in the event of a casual vacancy in any office of Executive member, the Committee may appoint any general or life member to the vacant office and that person shall hold office until the close of the next annual general meeting.

(3) Where a member of the Committee is removed from office at a special general meeting held pursuant to section 6, that meeting may appoint a general member to the vacant office and that person shall hold office until the close of the next annual general meeting.

(4) Where no appointment is made pursuant to sub-section (3), then an appointment may be made pursuant to either sub-section (1) or (2), as appropriate.

**Removal of committee member**

22 (1) A member of the Committee may be removed by special resolution passed at a general meeting of the Association convened pursuant to section 17, providing that the member of the Committee has first been given a reasonable opportunity to be heard at the meeting.

- (2) The members present and entitled to vote at the general meeting referred to in sub-section (1) shall vote by secret ballot on the question of whether or not the member of the Committee should be removed.
- Committee Meetings** 23 (1) The Committee shall meet at least once in each month at such place and time as the Committee may determine.
- Special meetings* (2) Special meetings of the Committee may be convened by the President or any two of its members, at such time and place, or by a telecommunication medium, as determined by the President, or in his or her absence the Vice-President, or in their absence the Secretary.
- Proxies* (3) Save in relation to business transacted pursuant to sub-sections 6(7) or 15(9)(b), a member of the Committee may be represented at a committee meeting by proxy held by another member of the Committee, providing that it is in writing, the form of which may be prescribed by the Committee, and signed by both members and further providing that no member can carry more than one proxy at any meeting.
- Quorum* (4) Any five members of the Committee, including any member represented by proxy, constitute a quorum.
- (5) No business may be transacted unless a quorum is present and if a quorum is not present the meeting shall be reconvened at the same time and place in the following week.
- Chair* (6) At meetings of the Committee the President, or in his or her absence the Vice-President; or in their absence a member of the Committee elected at the meeting, shall preside as chair.
- Voting* (7) Subject to sub-sections 6(7) and 15(9)(b), questions arising at meetings of the Committee shall be determined on a show of hands.
- (8) Each Committee member present at a Committee meeting is entitled to one vote, or two votes in the case of a member holding a proxy pursuant to sub-section (3), save that in the event of a tied vote the chair may exercise a second vote.
- Temporary absence* (9) In the event of the absence of a Committee member, the Committee may appoint a general or life member of the Association to replace the Committee member for the period of his or her absence, on such terms as the Committee thinks fit.
- Sub-committees** 24 (1) The Committee may at any time appoint a sub-committee comprised of Committee members and prescribe its powers and functions.

<i>Power to co-opt</i>		(2) The Committee may co-opt any person, whether a member of the Association or not, as a member of a sub-committee, save that a person who is not a general or life member of the Association shall have no voting rights at any meeting of the sub-committee.
<i>Quorum</i>		(3) Three appointed members of a sub-committee constitute a quorum at a meeting of the sub-committee.
<b>Powers of the Committee</b>	25	<p>(1) The Committee may:</p> <p>(a) subject to this Constitution, exercise all such powers and functions as may be exercised by the Association, other than those powers and functions that are required by this Constitution to be exercised by a general meeting of members of the Association;</p> <p>(b) subject to the <i>Associations Act (NT)</i> and this Constitution, perform all such acts as appear to the Committee to be necessary for the proper management of the affairs of the Association;</p> <p>(c) perform all functions which are assigned to the Committee by this Constitution; and</p> <p>(d) make by-laws consistent with this Constitution</p>
<i>By-laws</i>		
<i>Where inconsistency</i>		(2) In the event of any inconsistency between a resolution of the Committee and a resolution of a general meeting, the latter shall prevail to the extent of the inconsistency.
<i>President's power between meetings</i>		(3) Subject to any qualification made from time to time by the Committee, in cases of urgency the President may, between meetings of the Committee, authorise the expenditure of money or accept donations, in either case not exceeding \$200 in any one instance, or issue directions or advice connected with the management and activities of the Association, and shall report on all such matters at the following meeting of the Committee.
<b>Keeping of records</b>	26	The Secretary shall faithfully keep all by-laws, records and other documents of the Association, other than the records referred to in sub-section 28(3), in such form and manner and at such place as the Committee may direct.
<b>Disclosure of interest</b>	27	(1) A member of the Committee who is interested in any contract or arrangement made or proposed to be made with the Association shall disclose that interest to the Committee at the first possible opportunity, whether that interest arises before or after the contract or arrangement is made.

- (2) A member of the Committee is not eligible to vote in respect of any contract or arrangement in which he or she is interested.

## **PART VII - FINANCES AND PROPERTY**

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|-------------------------------|----|---|
| <b>Accounts</b>               | 28 | (1) True accounts shall be kept of all money received and expended by the Association, including the source of the money and the nature of the expenditure, and of the property, credits and liabilities of the Association.  |
| <i>Right to inspect</i>       |    | (2) Subject to any reasonable restrictions as to time and manner of inspecting them prescribed by the Committee, the accounts referred to in sub-section (1) shall be open to the inspection of the members of the Association.   |
| <i>Accounting records</i>     |    | (3) The Treasurer shall faithfully keep all accounting records of the Association in such form and manner and at such place as the Committee may direct.  |
| <b>Banking and finance</b>    | 29 | (1) The Treasurer shall, on behalf of the Association, receive all money received by the Association.   |
| <i>Bank accounts</i>          |    | (2) The Committee shall cause to be opened with such banks as the Committee selects bank accounts in the name of the Association, into which all moneys received shall be paid by the Treasurer as soon as possible after its receipt, save for such money which the Treasurer is authorised to hold pursuant to sub-section (3). |
| <i>Petty cash</i>             |    | (3) The Committee may authorise the Treasurer to hold petty cash in such amount and on such terms as the Committee determines.  |
| <i>Cash payments</i>          |    | (4) Except with the authority of the Committee, no payment in excess of \$100 shall be paid in cash for any one item from the funds of the Association.   |
| <i>Cheques</i>                |    | (5) No cheques shall be drawn on the Association's bank account except for the payment of expenditure that has been authorised by the Committee.<br><br>(6) All cheques shall be signed by any two of the Executive Officers of the Association.  |
| <b>Audit of accounts etc.</b> | 30 | (1) The auditor of the Association shall be the person appointed as such pursuant to sub-section 15(9)(a) or 16(2).   |

- (2) If a casual vacancy occurs in the office of auditor, the Committee may appoint as auditor a person who is not a member of the Association and who has the attributes and qualifications specified by the *Associations Act (NT)*, and the person so appointed shall hold office until the next annual general meeting.
- (3) Once at least in each financial year the accounts of the Association shall be examined by the auditor.
- (4) The Treasurer shall direct the auditor to, and give him or her access to, all of the accounts, financial records and other documents of the Association.
- (5) The auditor may require from any of the Executive Officers of the Association such information and explanations as may be necessary for the performance of his or her duties as auditor.
- (6) The auditor shall certify as to the correctness of the accounts of the Association and shall submit a report to the next annual general meeting, including as to whether there has been compliance with this Part of the Constitution.

**Income and property**

31

- (1) Subject to this section, the income and property of the Association shall be applied solely towards the promotion of the objects and purposes of the Association and no portion thereof shall be paid or transferred, directly or indirectly, to any member of the Association.

*Payments to members*

- (2) Payment may be made in good faith to a member of the Association of:
  - (a) remuneration in return for services rendered to the Association by the member or for goods supplied to the Association by the member in the ordinary course of business;
  - (b) interest at current bank overdraft rates on money lent; or
  - (c) a reasonable sum by way of rent for premises let to the Association by the member

providing that any payment is approved by the Committee and the fact and circumstances of the payment to the member are recorded in the minutes of the meeting at which the approval is given.

**PART VIII - MISCELLANEOUS**

- Amendment of the Constitution** 32 (1) This Constitution may be amended by special resolution at a general meeting.
- (2) Any proposed amendment of the constitution is special business for the purposes of section 15.
- (3) An amendment of the objects or purposes of the Association shall not take effect unless and until approved by the Commissioner pursuant to the *Associations Act (NT)*.
- (4) An amendment of provisions of this Constitution other than the objects and purposes of the Association, shall not take effect until the requirements of the *Associations Act (NT)* in relation to filing have been complied with.
- Seal of the Association** 33 The seal of the Association shall:
- (a) be in the style depicted in the Schedule;
- (b) not be affixed to any instrument except by the authority of the Committee; and
- (c) be attested by the signatures of three Executive Officers, one of whom must be the President.
- Dissolution of the Association** 34 In the event of the Association being wound up, any surplus assets remaining after payment of the Association's liabilities shall be paid and applied by the Association, as resolved at a general meeting, to a any fund, institution or authority which, itself, is exempt from income tax.

## SCHEDULE

### Common seal of the Buddhist Society of the Northern Territory Incorporated

