

# Australian Trumpet Guild

## CONSTITUTION

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**(A) NAME:**

The Australian Trumpet Guild \* (The Association) (ATG)  
(\* An unincorporated Association.)

**(B) MISSION STATEMENT**

A non-profit organisation founded in 1998, “to provide communications among trumpet players in Australia and around the world and to improve the artistic level of performance, teaching and literature associated with the trumpet”.

**(C) OBJECTS**

The Association was established to:

- further the ideals expressed in its Mission Statement (above)
- operate as an affiliate chapter of the International Trumpet Guild (ITG).
- further the “brotherhood” of trumpet players
- encourage exchange of ideas between players
- encourage mutual support across the country - network with other trumpet players
- promote trumpet playing
- share common problems
- co-ordinate trumpet education across country - share news of visiting artists at conservatoria etc.
- arrange visits by master players and clinicians
- promote Australian compositions for trumpet
- produce an Australian journal
- encourage/set up “branches”, in all capital cities and major centres (as needed).
- run yearly conferences in Australia, shared between capital cities and aim for ITG conference in Australia
- run competitions for trumpet players
- establish scholarships
- defeat geographical impediment caused by ITG being based in USA
- address local issues, leading to world outlook
- affiliate with other similar associations
- such other objectives as the Management Committee and Membership see fit, in the interests of the advancement of the trumpet and trumpet playing in Australia.

**(D) MEMBERS - RIGHTS AND RESPONSIBILITIES**

D.1 Membership is open to all trumpet players, including all players of instruments belonging to the trumpet family (cornet; flugel horn; piccolo trumpet, bass trumpet etc) and to institutions whose interests and goals include those of the ATG.

D.2. Membership Application: Application for membership shall be made by use of a written form, authorised by the Management Committee and shall be effective from the date of its

receipt at the registered office of the Trustee, provided that it is accompanied by the full, appropriate membership fee.

D.3 Chapter membership : A member who is fully financial to both the Association and the ITG is called a “Chapter member”.

D.4. Associate Membership: A member who is fully financial to the Association but not to the ITG is called an “Associate Member” D.5. Institutional Membership: A members who is an institution whose interests and goals include those of the Association.

D.6. Membership rights: All members have exactly the same rights as each other with regard to the Association. Institutional members have rights equivalent to one natural person and may nominate one person to exercise the rights of the institution.(the nominee shall be supplied with appropriate authorisation, a copy of which shall be supplied to the association, by said institution)

D.7 Membership dues:

Yearly membership is based on a calendar year (1 January to 31 December)

Adult Members: \$30.00 per annum

Student and concession\* members: \$15.00 per annum

Membership dues are payable to the Australian Trumpet Guild Pty Ltd (the Trustee) and are non-refundable.

(\*Concessional members must produce proof of pensioner status or show other financial hardship. The board of directors will adjudicate on any extraordinary request for “concession” status.)

D.8. Cessation of Membership:

A person ceases to be a member of the Association if the person:

- (a) dies;
- (b) resigns that membership; or
- (c) is expelled from the association

A member may resign from the Association by writing to the Trustees at the Postal address or Registered Office stating that he/she wishes to resign from the Association.

Such resignation shall be effective from the date of receipt of the above-mentioned letter.

A member, whose membership dues are more than 6 months in arrears, shall be considered to have resigned from the Association.

D.9. Expulsion from membership:

A member may be expelled if he/she is found to have wilfully acted against the interests of the Association, and/or has wilfully misused the funds and/or assets of the Association.

A member may be expelled by the passing of a two-thirds majority vote of either the Management Committee, the Board of Directors or a General Meeting.

Any member accused under this sub-clause, shall be advised, in writing, of the charges at least 1 month before the aforementioned vote and be given fair chance to answer the charges before the relevant committee or General Meeting.

The decision of the General Meeting shall be final. Any decision taken by the Management Committee or Board of Directors may be appealed to a General Meeting of the Membership.

All such meetings will be held in accordance with the standing orders of the Association.

D.10. Members Benefits: All financial members are entitled to:

- Stand for and hold a position on the Management Committee provided that there are no legal impediments to their so doing.
- Participate in all activities of the Association
- Receive all newsletters and other publications of the Association
- Contribute to the direction of the Association
- Any other benefits as determined from time to time by the Management Committee.

D.11 A register of members' names and addresses that be created and kept at the registered office.

## **(E) FUNDS:**

E.1 How Raised: including but not limited to

- Membership dues
- Grants
- Donations
- Bank interest
- Sponsorship
- Sale of goods
- Proceeds from Conferences and master classes

E.2. How used:

· All assets and income of the Association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to the members of the Trustee company or Association except as bona fide remuneration for services or expenses incurred on behalf of the Trustee or Association.

· All assets of the association shall be held in trust by the Australian Trumpet Guild Pty Ltd (the Trustee). All monetary assets so controlled shall be deposited in an appropriate financial institution (bank, credit union or building society) with all withdrawals from the main account being subject to the affixing of two signatures from the pool of three official signatories being the chair, vice-chair and treasurer of the Trustee.

· Up to two(2) petty cash accounts, limited to \$200 each, may be created and activated by one signature.

## **(F) MANAGEMENT**

F.1. POSITIONS

Management positions – corresponding positions between both organisations

ASSOC. MANAGEMENT COMMITTEE

## TRUSTEE BOARD OF DIRECTORS

President (1)  
Chair

Vice President(1)  
Vice-Chair

Secretary(1) (may be combined with Treasurer)  
Secretary

Treasurer/membership officer (1)

(if not combined with office of Secretary)  
Treasurer/membership officer

Committee Members (not more than 9)  
Directors

Total positions not to exceed 12  
Company Secretary (shall be one of the above)

F.2. Qualification for Office: All Committee positions are open to all financial members of the association who are eligible to hold a position as a director of a company and there is no legal impediment which prevents them from holding such a position.

All association Management Committee members are, exofficio, directors of the Trustee Company and an acceptance of nomination also includes agreement to serve as a Director of the Trustee Company if successfully elected.

All new Directors, prior to taking office, are required to sign a "Consent to act as a director" form, supplied by the company secretary and to purchase one share (\$2.00), such share to be sold back to the Trustee on termination of directorship, for purchase by the incoming director(s).

F.3. Officers of the Association shall be the President, Vice-President, Secretary, and Treasurer.

President and Vice-President

The President shall be the chief executive officer of the association and preside as chair at all meetings of the association and management committee. It shall be the President's duty to ensure that the business and proceedings of the association are carried out in accordance with these rules and resolutions of the General Meeting or committee meeting

The Vice-President shall assist the President and assume the duties of the President when the President is unavailable.

Secretary

- (1) It is the duty of the Secretary to keep minutes of:
  - (a) all appointments of office-bearers and members of the committee;
  - (b) the names of members of the committee present at a committee meeting or a general meeting; and
  - (c) all proceedings at committee meetings and general meetings.

(2) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

#### Treasurer

It is the duty of the treasurer of the association to ensure that:

(1) all money due to the association is collected and received and that all payments authorised by the by the association are made;

(2) correct books and accounts are kept showing the financial affairs of the association including full details of all receipts and expenditure connected with the activities of the association.

F.4. Control of Association: The administration of the ATG's affairs will be conducted by the management committee in accordance with the objects, any direction of the members in general meeting and the Law as it is from time to time in New South Wales. The management committee:

(i) shall control and manage the affairs of the association

(ii) may exercise all such functions as may be exercised by the association other than those functions that are required by the rules to be exercised by a general meeting of members of the association; and

(iii) has the power to perform all such acts and do all such things as appear to be necessary or desirable for the proper management of the affairs of the association.

#### F.5. Election of Management Committee

Nominations for all positions on the Management Committee shall be circulated to the members in such fashion as allows election for all positions to be effective from July 1 each year. Voting shall be by first past the post method.

Members may submit no more than 12 nominations, in writing, to the returning officer as per instructions so circulated.

If nominations exceed vacant positions, an election will be held by post to all financial members.

If insufficient nominations are received to fill the vacancies on the committee of management, after the above process has been properly followed, the candidates nominated shall be deemed to be elected. The remaining vacant positions shall be deemed to be casual vacancies.

#### F.6. Term of office and Removal from office:

The term of each office shall be 12 months, July to June, inclusive.

A casual vacancy may occur if a committee member resigns, dies, ceases to be a member of the Association; becomes insolvent within the meaning of the Corporations law, or is expelled before the completion of his/her term.

Casual vacancies: The Management Committee may appoint a member of the Association to fill a casual vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the current term.

#### Removal from Office:

A committee member may be expelled if he/she is found to have wilfully acted against the interests of the Association, and/or has wilfully misused the funds and/or assets of the Association.

A committee member may be expelled by the passing of a two-thirds majority vote of either the Management Committee, the Board of Directors or a General Meeting.

Any committee member accused under this sub-clause, shall be advised, in writing, of the charges at least 1 month before the aforementioned vote and be given fair chance to answer the charges before the relevant committee or General Meeting.

The decision of the General Meeting shall be final. Any decision taken by the Management Committee or Board of Directors may be appealed to a General Meeting of the Membership.

All such meetings will be held in accordance with the standing orders of the Association.

F.7 Sub-Committees may be formed by the Management Committee or Board of directors for specific purposes. Such sub- committees must contain at least one committee member (convenor) and may include association members who are not members of the Committee of management. Sub-committees shall have at least three (3) members. The Association President, Treasurer and Company Secretary shall be exofficio members of any sub-committee formed to deal with financial planning or corporation matters.

## **(G) MEETINGS**

### **G.1 STANDING ORDERS**

All meetings shall observe the rules of debate and agree to standing orders at the commencement of meetings.

Meetings may be held by any means, including: in person; by mail and by electronic means.

Resolutions regarding the dissolution of the Association or transfer of the trust estate, shall be decided on a two thirds majority and be subject to the requirements of clause (I) below.

Resolutions regarding the expulsion of a member or removal from office of a member of the Management Committee, shall be by two thirds majority (see F6 & D9)

All other resolutions shall be by simple majority.

All resolutions of meetings shall be communicated, in writing, to the Trustee, who shall act in accordance with any direction contained therein.

Records of all meetings will be taken by the minutes secretary (usually the elected secretary) and such minutes shall be kept at the registered office.

Members may attend meetings by proxy provided that said proxy is received by the Secretary no later than 2 hours before the relevant meeting and the member's Name, Address and voting instructions are set out therein.

### **G.2. Management Committee:**

The Management Committee shall remain in regular contact and meet at least once per year.

A quorum shall be 5 members, including at least 2 officers.

G.3. General meetings:

At least one General Meeting shall be held each year. The notice for such meetings shall be not less than three months. G.4. Extraordinary general meetings may be called at the request of 5 financial members provided that all members receive at least two weeks notice to their last known place of address.

The members, in General Meeting, may make resolutions which are binding on the Committee of Management and the Trustees. G.5. A quorum for all General Meetings shall be 30 financial members, or one quarter of the membership, whichever is greater

**(H) RULES/CONSTITUTION - CHANGES AND ADDITIONS**

Association Rules and Constitution may be changed by a simple majority vote of all members, balloted by mail to their last known address or may be changed by a simple majority of members present in person or by proxy, at a General Meeting

Proposals for changes or new rules may be submitted by the Management Committee and by individual members.

Individual members shall submit their proposals for changes or new rules to the Management Committee for their consideration.

All changes and new rules shall be considered, initially, by the Committee of Management and only submitted to a vote of the membership if a 2/3rds majority the Committee agrees to submit the changes to such a vote, notwithstanding that the Committee of Management SHALL submit any proposed change or new rule to a vote of the members if it is clearly supported, in writing, by 30 financial members of the Association.

No change or new rule shall be implemented which contravenes any requirement of the Corporations Law.

**(I) DISSOLUTION OF THE ASSOCIATION**

In the event of the Association being dissolved, the amount of funds and/or assets which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Association in accordance with its powers to any organisation which has similar objects and which has rules prohibiting the distribution of its assets and income to its members.