



# No 38 Squadron (RAAF) Association Constitution



The 38 Squadron Crest displays a quiver of arrows (coloured red for warfare), signifying the overall military purpose of the squadrons activities. In front of the quiver of arrows is the hybrid mythical monster, known to heraldry as the 'ENFIELD' (affectionately known to squadron members as the Electric Cat) with the squadron motto 'EQUAL TO THE TASK'.

The Enfield has the head of a fox, the chest of a greyhound, the legs of an eagle and the hind part of a wolf. These features represent the cunning, speed, strength and determination with which the squadron pursues its objectives. The Enfield is in a powerful posture which combined with the quiver of arrows, symbolizes the forward movement or transportation of military equipment.

# No 38 Squadron (RAAF) Association Constitution

## 1. NAME:

- a. The name of the Association (hereinafter called 'the Association') shall be No 38 Squadron (RAAF) Association.

## 2. DEFINITIONS:

- a. In this Constitution, unless the contrary intention appears:-
  - i. **Committee** means the Management Committee of the Association, as elected according to clause 5(a) to (d) of this Constitution.
  - ii. **Financial Year** means the year ending 30<sup>th</sup> June.
  - iii. **General Meeting** means an Annual General Meeting or an Extraordinary General Meeting convened in accordance with clauses 5(a) to (c).
  - iv. **Members** means current financial members of the Association and include Honorary Members, as conferred accounting to clause 4(d).
  - v. **Ordinary Member** of the Committee means a member of the Committee who is not an officer of the Association under clause 7.
  - vi. **Committee Meeting** means the meetings of the Committee convened under clause 6(d) (i) or a Special Committee Meeting convened under clause 6(d) (iii).
- b. Interpretations:
  - i. Words or expressions contained in this Constitution shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958, as amended.

## 3. AIMS AND OBJECTIVES:

- a. The aim of the Association is to foster the spirit of comradeship forged during service with No 38 Squadron among members of the Association and capture and document the history and personality of No 38 Squadron.
- b. To achieve our aim the objectives of the Association are to:
  - i. champion the activities and achievements of No 38 Squadron.
  - ii. maintain links with the current activities and members of No 38 Squadron.
  - iii. encourage participation in Commemorative Services.
  - iv. perpetuate the close and kindly ties of friendship and comradeship created by mutual service in No 38 Squadron and the memories associated with that experience.
  - v. provide support to serving members of No 38 Squadron both at home and abroad.
  - vi. maintain a proper standard of dignity and honour amongst all former and current members of No 38 Squadron and to set an example of public spirit and noble hearted endeavour through commemorative and other activities.
  - vii. record the history of No 38 Squadron.
  - viii. record personal experiences of the members of No 38 Squadron RAAF Association.
- c. **Guiding principles:**
  - i. The Association is a non-profit, non-political and non-sectarian organisation.
  - ii. Members will be encouraged to assist in the operation of the Association.
  - iii. Members will receive no payment for assistance rendered to the Association. There may be occasions when the services of non-members with particular expertise will be required, in which case some payment may be necessary, as approved by the Committee.

- iv. An Application Fee, set by the Committee, in lieu of annual membership fees, will provide perpetual life membership of the No 38 Squadron (RAAF) Association.
- v. Association specific items i.e.; Coffee Mugs, Banner Prints, Stubbie Coolers, Polo Shirts, caps and ancillary items with the Association logo will also be available for purchase to generate funds
- vi. The Association will avoid outside support that is conditional, or may compromise independence.
- vii. The program of activities will be as wide as the human resources of its membership permits.
- viii. No qualifications are needed in any area of participation.
- ix. Subject to any resolution passed by the Association in General Meetings, the funds of the Association shall be used only in pursuance of the Aims and Objectives of the Association, in such manner as the Committee determines.

#### **4. MEMBERSHIP:**

##### **a. Membership Qualification:-**

- i. Membership of the Association is open to all past and present members, including maintenance and support personnel who have been associated with No 38 Squadron (RAAF) since formation in 1943.
- ii. The Committee may, at its discretion, approve an application from a person who does not meet the requirements of paragraph 4(a)(i).

##### **b. Application for Membership:-**

- i. The Application Fee, as determined by the Committee from time to time and ratified by a General Meeting, is payable upon application.
- ii. Application shall be made in writing on the form approved by the Committee and lodged with the Secretary, along with the application fee.
- iii. As soon as practicable after receiving an application for membership, the Secretary must
  - 1) Notify the applicant of acceptance or rejection,
  - 2) Refund any monies paid to the No 38 Squadron (RAAF) Association if the application is rejected,
  - 3) Enter the applicants name in the register of members at which time the applicant becomes a member of the Association.

##### **c. Register of Members:-**

- i. The Secretary must establish and maintain a register of members of the Association specifying at least the name and contact details of each person who is a member together with the date on which the person became a member.
- ii. The register of members shall be open for inspection by any member of the Association, at any reasonable time, free of charge.

##### **d. Membership Fees:-**

- i. An Application Fee, the amount to be determined by the Committee, is payable upon application to become a member of the No 38 Squadron (RAAF) Association.
- ii. Upon payment the Secretary will allocate the next membership number and the member will then be entitled to receive a memorabilia pack, items as determined by the Committee.

##### **e. Honorary Membership:-**

- i. Honorary Membership may be conferred at the discretion of the Committee.
  - 1) The Committee will take into consideration persons who have previously or currently actively support No 38 Squadron operations and/or persons who actively support and/or promote the No 38 Squadron (RAAF) Association in a positive manner when considering Honorary Membership bestowal.

- ii. The spouse or partner of a deceased member will automatically be offered Honorary Membership.

**f. Membership Entitlements Not Transferable:-**

- i. A right, privilege or obligation which a person has, by reason of being a member of the Association
  - 1) is not transferable to another person.

**g. Cessation of Membership:-**

- i. A person ceases to be a member of the Association, if the person
  - 1) dies, or
  - 2) resigns his/her membership, or
  - 3) is expelled from the Association by a three-quarters (75%) majority decision of all Committee Members.
- ii. In every case where a member ceases to hold membership the Secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

**h. Resignation of membership:-**

- i. A member may resign from the Association by giving to Secretary written notice of at least one month of the members' intention to resign and, on the expiration of the period of notice, the member ceases to be a member.

**i. Equality of Membership:-**

- i. No member or group of members shall be allowed an advantage or preferential treatment in any matter whatsoever, which is not equally and freely available to all other members, unless such preference is available by Statute of Common Law.

**5. GENERAL MEETINGS:**

**a. Annual General Meeting:-**

- i. The Annual General Meeting of the Association shall be convened at least once in each calendar year, on such a date and at such time as the Committee may decide, but not later than 1<sup>st</sup> July each year.
- ii. The business of the Annual General Meeting shall be to:
  - 1) Confirm the minutes of the previous Annual General Meeting, and of any Extraordinary General Meeting held since that Meeting;
  - 2) Receive the President's Annual Report and financial statements for the financial year;
  - 3) Receive from the Committee, reports upon the activities of the Association during the preceding year;
  - 4) Elect office bearers of the Association and ordinary members of the Committee for the ensuing year; and
  - 5) Consider any business of which prior notice has been given under clause 5(c)(ii).

**b. Extraordinary General Meeting:-**

- i. The Committee may convene an Extraordinary General Meeting of the Association.
- ii. The Committee shall, on the requisition in writing of not less than one-tenth (10%) of the total number of members, convene an Extraordinary General Meeting within two months of receipt of the requisition.
- iii. The requisition for an Extraordinary general meeting under clause 5bii5(b) (ii), shall
  - 1) State the objects of the Meeting,
  - 2) be signed by the members making the requisition, and
  - 3) be lodged with the Secretary.

**c. Notice of General Meeting:-**

- i. A member desiring to bring any business before a Meeting shall, at least 21 days before that Meeting, give notice of that business in writing to the Secretary, who shall add the item(s) to the Agenda.
- ii. The Secretary shall, at least 14 days before the date fixed for holding a General Meeting, notify each member in writing of the date, time and place of the Meeting and the nature of business to be transacted at the Meeting.
- iii. No business other than that set out in the notice convening the Meeting, or submitted in accordance with clause 5(c)(ii), shall be transacted at the Meeting.
- iv. Provided notice of any Meeting shall have been duly sent in accordance with clause 5(c)(i), the non-receipt of notice of Meeting by any member entitles to receive notice, shall not invalidate the proceedings of any Meeting.

**d. Proceedings at General Meeting:-**

- i. Chairman
  - 1) The President shall preside as Chairman at each General Meeting.
  - 2) If the President is absent from the General Meeting, or is unwilling to act, any other Committee member present may preside.
  - 3) If no Committee members are present at the General Meeting, or are unwilling to act, the members present shall elect one of their numbers to be the Chairman at the meeting.
- ii. Quorum
  - 4) No item of business shall be transacted at General Meetings unless a quorum of 10 members entitled to vote is present, during the time when the Meeting is considering an item.
  - 5) If, within half an hour after the appointment for the commencement of a General Meeting, a quorum is not present, the Meeting, if convened under clause 5(b)(ii), shall be abandoned, and in any other case shall stand adjourned to a date to be fixed.

**e. Adjournment**

- i. The Chairman 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 place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the adjourned Meeting.
- ii. Where the meeting is adjourned for 21 days or more, a like notice of the adjourned meeting shall be given as in the case of a General Meeting.

**f. Voting**

- i. Only financial members and honorary members are entitled to vote at any Meeting.
- ii. At a General Meeting each member has one vote only, either in person or by proxy.
- iii. In the case of an equal vote, the Chairman of the meeting may exercise a casting vote.
- iv. A question arising at a General Meeting shall be determined on a show of hands. The record of such determination in the Minutes is evidence of the fact.

**g. Poll**

- i. If, at a General Meeting, a poll on any question is demanded by not less than three members,
  - 1) it shall be taken at that Meeting in such manner as the Chairman may direct, and the resolution of the poll shall be deemed to be a resolution of the Meeting on that question; and
  - 2) it shall take place forthwith.

## **6. THE MANAGEMENT COMMITTEE:**

### **a. Powers of the Committee**

- i. The Committee shall be subject to the Act, the Regulation and these Rules.
- ii. Management of the Association is vested in the Committee, and it shall implement whatever action is necessary to achieve the Aims and Objectives of the Association within the framework of this Constitution, or otherwise as directed by a General Meeting, by Notice of Motion under clause 5(b)(iii) or clause 5(c)(ii).

### **b. Constitution of the Committee**

- i. The Committee shall consist of the following seven members:-
  - 1) President
  - 2) Secretary
  - 3) Treasurer
  - 4) Property Member
  - 5) Entertainment / Social co-ordinator
  - 6) 38Sqn Liaison (current serving) member
  - 7) Public Relations Member

### **c. Election of the Committee**

- i. Election of the Committee shall take place at the Annual General Meeting of the Association.
- ii. Any member of the Association shall be eligible to stand for election to the Committee.
- iii. Each member of the Committee shall hold office until commencement of elections at the next General Meeting following the date of the member's election, or otherwise as decided under clause 6(c)(xii) but is eligible for re-election.
- iv. There is no limit as to the length of time a Committee member may occupy the same Office.
- v. Any two members of the Association may propose the nomination of any person for election to the Committee. Such nomination shall be either
  - 1) in writing, on a form approved by the Committee, and bearing the signatures of the proposers, or
  - 2) verbal at the appropriate General Meeting.
- vi. In either case the nominations must have the consent hereto of the nominee.
- vii. A member of the Association may nominate himself or herself as a candidate for election or re-election to the Committee.
  - 3) Such nominations must also be seconded according to clause 6(c)(v) and otherwise follow the requirements of clause 6(c)(v).
- viii. Nominations may be received by the Chairman up to the time of commencement of the Annual General Meeting.
- ix. If insufficient nominations are received to fill all the vacancies on the Committee the candidates nominated shall be deemed to be elected, any vacant positions remaining shall be deemed to be casual vacancies, and may be filled from the floor.
- x. If the number of nominations is equal to the number of positions to be filled, the persons nominated shall be deemed to be elected.
- xi. If the number of nominations exceeds the number of positions to be filled, the excess may be elected as Assistants to the Office Bearer.
- xii. No person employed by the Association in a full-time capacity shall be eligible for election to the Committee, and no such persons shall be co-opted as a member of the Committee.
- xiii. Such person or persons may be invited to take part in a Committee meeting, but shall not have any right to vote on any matter before the Committee.
- xiv. The Committee may fill any casual vacancy. A person chosen to fill such vacancy shall retire at the next Annual General Meeting but may stand for re-election in accordance with clause 6(c)(iii).

- xv. The Association, in General Meeting, which may be called specifically for that purpose, may, by Special Motion, of which notice has been given under clause 5(b)(iii), remove any member, or members of the Committee, or the whole Committee, before the expiration of their current term of office, and may, by ballot conducted under the provisions of this Constitution, elect another person, or persons, or the whole of the Committee as the case may be, in his/her/their stead, such election being carried out according to clauses 6(c)(vii) (viii) (ix) and (xiii).
- xvi. A Returning Officer, who is a financial or honorary member of the Association, but is not a candidate for any vacant office, shall be appointed by the Chairman to conduct any ballot required under clauses 6(c)(ix), (xiii), or which may be called for under clauses 10(a) and 12(c).
- xvii. All positions on the Committee shall be honorary.

**d. Meetings and Quorum:-**

- i. The Committee shall meet at least two times in each period of twelve months at such place and time as the Committee may determine.
- ii. The first meeting of the newly elected Committee shall be held within one month after the Annual General Meeting.
- iii. The President may, at any time, and the Secretary shall, upon request of not less than two members of the Committee, convene a Special Meeting of the Committee.
- iv. Oral or written notice of all meetings of the Committee shall be given by the Secretary to each member of the Committee at least forty-eight hours (or such other period as may be unanimously agreed upon by the members of the Committee) before the time appointed for the holding of the meeting.
- v. Notice of the meeting given under clauses 6(d)(iv) shall specify the general nature of the business to be transacted at the meeting.
- vi. Any two members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- vii. No business shall be transacted by the Committee unless a quorum is present and if, within half an hour of the appointed time for the meeting, if called under clause 6(d)(i) a quorum is not present, the meeting stands adjourned to the same place, hours and day of the following week or as otherwise determined by the President.
- viii. If a quorum is not present within half an hour of the time appointed for the Special Committee Meeting called under clause 6(d)(iii), the meeting shall be abandoned.
- ix. At a meeting of the Committee the President shall preside. In the absence of the President, or should he/she be unwilling to act, any other Office Bearer may preside.

**e. Appointment of Sub-Committee:-**

- i. The Committee may form Sub-Committees as required.
- ii. The President is an ex-officio member of all Sub-Committees.
- iii. All Sub-Committee shall report to the next regular Committee Meeting held under clause 6(d)(i), on all business effected at their meetings.

**f. Voting and Decisions:-**

- i. Questions arising at a meeting of the Committee, or of any Sub-Committee appointed by the Committee, shall be determined by a majority of the votes of the members of the Committee or Sub-Committee present at the meeting.
- ii. Each member present at a meeting of the Committee, or of any Sub-Committee appointed by the Committee (including the person presiding at each meeting), is entitled to one vote, but in the event of any equality of votes on a question, the person presiding may exercise a second casting vote.

**7. OFFICE BEARERS:**

**a. President**

- i. The President shall act as Chairman at each General Meeting and Committee Meeting of the Association.

**b. Secretary**

- i. The Secretary shall keep accurate records of:
  - 1) all proceedings of the Association,
  - 2) the Annual General Meeting under clause 5(a) (i),
  - 3) all Extraordinary General Meetings under clause 5(b),
  - 4) all meetings of the Committee under clause 6(d)(i),
  - 5) all Special Meetings of the Committee under clause 6(d)(iii),
  - 6) the Constitution of the Association, as amended from time to time,
  - 7) the file of correspondence representing the proceedings of the Association, and
  - 8) the membership of the Association in a permanent register of members as under clause 4(c)(i).
  - 9) maintain and update records in relation to notable 38SQN historical events and milestones to ensure continuity of historic information for future generations.

**c. Treasurer**

- i. The Treasurer shall ensure that
  - 1) all moneys received by the Association are paid into an account in the Associations name,
  - 2) correct books of accounts are kept, showing the financial affairs of the Association,
  - 3) budget estimates are prepared for ratification at a General Meeting, and
  - 4) the books of account are available for inspection by any member of the Association at any reasonable hour, free of charge.

**8. FUNDS:****a. Source**

- i. The funds of the Association are to be derived from payment of the initial joining fee, grants, donations, sale of Association emblazoned items and, subject to any resolution passed by the Association in General Meeting, such other sources as the Committee determines.
- ii. All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.

**9. MANAGEMENT:**

- a. The Committee shall establish a banking account in the name of the Association.
- b. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by authorised members of the Committee.
- c. Expenditure in excess of that ratified at a General Meeting as per 5(a)(ii) shall only be authorised by majority vote of the Committee.

**10. SUGGESTIONS/COMPLAINTS:****a. Suggestions**

- i. The Association welcomes constructive suggestions to improve the operations of the Association.
- ii. All suggestions should be in writing, and be delivered to the Secretary who shall table at the next meeting of the Committee, for such action as the Committee may decide.

**b. Complaints**

- i. Any member with a grievance against either
  - 1) another member (in that person's capacity as a member), or
  - 2) The Committee must state same in writing to the Secretary, who shall list the



- grievances for discussion at the next Committee Meeting.
- ii. The member(s) with a grievance shall be invited to attend the next Committee Meeting to discuss the grievance.
  - iii. The member(s) being complained about under clause 10(b)(i)(1) shall be invited to attend the Committee Meeting called under clause 10(b)(ii).
  - iv. The Committee shall hear both sides of the grievance. Its decision may involve
    - 3) No action being taken; or
    - 4) Either or both members being suspended for a period to be decided by the Committee; or
    - 5) Either or both members being expelled from the Association from a date to be decided by the Committee.
  - v. If, after mediation under clause 10(b)(iv), a dispute still exists is to be referred to a community justice centre for mediation in accordance with the *Community Justice Centres Act 1983*.

## 11. DISSOLUTION:

### a. Majority Vote

- i. The Association may be dissolved by a three-quarter (75%) majority vote of members present at an Extraordinary General Meeting convened for the purpose under clause 5(b)(i) to (iii).
- ii. Disposal of Assets
- iii. Upon dissolution, all assets and funds of the Association, after payment of all expenses and liabilities, shall be disposed of to the RAAF Welfare Trust Fund.

## 12. ALTERATIONS TO THE CONSTITUTION:

- a. with the exception of minor typographical amendments, this Constitution may be altered or amended on by a Notice of Motion
- b. of which prior notice has been given to all members entitled to attend and vote at a General Meeting of the Association under clause 5(c)(i);
- c. with voting taken at the Annual General Meeting held under clause 5(a)(i) or an Extraordinary Meeting under clause 5(b)(i) to (iii) convened for that purpose; and
- d. which is passed by three-quarters (75%) majority of financial members of the Association present or voting by proxies.

*Foundational meeting held 14 December 2016 to establish the Association and this Constitution was ratified at the first Committee meeting.*

Version	Sections affected	Detail of Change	Date
1	All	Initial Issue	14 March 2017

Verified as correct by Secretary, Matt Struthers.

*Matt Struthers*

The following is a list of the attendees at the Foundation Meeting:

<b>Attendees:</b>	
<b>Contact Name</b>	<b>Position</b>
Brian (Jack) Plenty	<b>President</b>
Matt Struthers	<b>Secretary</b>
Michael Burgess-Orton (BO)	Assistant Secretary
Craig Smith	Assistant Secretary
Julie Struthers	<b>Treasurer</b>
Jack Appleby	<b>Property Member</b>
Charley (Chas) Van Hulsentop	Assistant Property Member
Dave Bull	Assistant Property Member
Ross Benson	<b>Entertainment / Social Coordinator</b>
John Staal	Assistant Entertainment / Social Coordinator
Michael Ward	<b>38SQN Liaison Member</b>
Matt Plenty	Assistant 38SQN Liaison Member
Dick Elliott	
John Griffiths	
Stew Bonnet	
Mark Royle	
Bob St John	
Mark Kussrow	
Geoff Swanson	
Robert McArdle	
Dave Geck	
Steve Drinkwater	
Peter Bolton	
Steve Finch	
Gary Bridge	
Ken Flint	
Tim Shaw	
Tony Thorpe	