



# CONSTITUTION

SYDNEY COASTAL COUNCILS GROUP INC.

councils **caring for the coastal environment**





## CONSTITUTION OF THE SYDNEY COASTAL COUNCILS GROUP INC.

### 1. NAME

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The name of the group is the **Sydney Coastal Councils Group Incorporated** hereunder referred to as "the Group".

### 2. AIMS AND OBJECTIVES

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#### 2.1 Aim

The **principal aim** of the Group is:

**2.1.1** To promote cooperation between, and coordination of actions by Member Councils on issues of regional significance concerning the sustainable management of the urban coastal environment.

#### 2.2 Objectives

*The **Primary Objectives** of the Group are:*

**2.2.1** Build the role and capacity of Member Councils to sustainably manage the urban coastal and estuarine environment.

**2.2.2** Coordinate and facilitate the exchange of information on integrated coastal and estuary management amongst member Councils.

**2.2.3** Represent and advocate Member Councils' interests on issues relating to regional, state and national coastal and estuarine management.

**2.2.4** Facilitate sustainable and integrated planning and management of natural and built coastal and estuarine assets.

**2.2.5** Identify and address emerging regional coastal and estuarine issues through research and project development.

**2.2.6** Facilitate the exchange and development of knowledge and tools to enhance community awareness on sustainable coastal and estuarine management.

### 3. MEMBERSHIP

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- 3.1** Membership of the Group shall consist of those councils adjacent to Sydney marine and estuarine environments and their associated waterways who seek to accept membership in accordance with the terms of this Constitution.
- 3.2** Membership at the date of adoption of this Constitution comprises the following councils of:
- |            |              |             |
|------------|--------------|-------------|
| Botany Bay | North Sydney | Sydney City |
| Hornsby    | Pittwater    | Warringah   |
| Leichhardt | Randwick     | Waverley    |
| Manly      | Rockdale     | Willoughby  |
| Mosman     | Sutherland   | Woollahra   |
- 3.3** One of these member councils, with their concurrence, shall be nominated at an Annual General Meeting or Special Meeting to be the Host Council for a three year term for the purpose of employing staff and accounting for the financial reports of the Group. If no member councils is nominated that the Chairperson's Council will become the Host Council.
- 3.4** The Public Officer of the association will maintain a register of members of the association specifying the name and address details of the member and details of members' representative(s).

### 4. REPRESENTATION BY MEMBER COUNCILS

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- 4.1** A member councils will be represented on the Group by up to three delegates appointed from time to time by that member council; such delegates may be elected members and/or staff as determined by the individual council.
- 4.2** The office of a delegate shall become vacant if:
- the delegate resigns by letter addressed to the Council which appointed him/her;
  - the delegate is replaced by his/her Council at any time;
  - the delegate ceases to remain an elected member of that Council.
- 4.3** General Managers will ensure that appropriate Council representation is provided at SCCG meetings to ensure that interests and issues of all member councils is represented
- 4.4** Where the office of a delegate becomes vacant, the Council concerned may appoint another delegate.
- 4.5** Where a delegate of a Council is unable to attend a meeting of the Group, the Council may be represented by another person appointed for the purpose of being an alternative delegate (a proxy). Such alternate delegate may, during the absence of a delegate of his/her Council act in his/her place and be subject to vacation of office in the same way as a delegate.
- 4.6** Where a delegate has missed 3 meetings without notification, the Group shall write to the member council seeking an alternative delegate.

## 5. CHAIRPERSON

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- 5.1** The delegates shall at the Annual General Meeting elect a Chairperson and one or two Vice Chairpersons as determined necessary by the Group at the meeting.
- 5.2** The Chairperson or in his/her absence, a Vice Chairperson shall preside at all meetings of the Group.

## 6. MEETINGS

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- 6.1** The Chairperson of the Group shall determine the conduct of the meeting which shall conform as far as practicable with the Code of meeting practice established under section 360 of the *Local Government Act 1993*.
- 6.2** Ordinary Meetings of the Group shall be held quarterly, of which one of those meetings shall be the Annual General Meeting. A Special Meeting of the Group may be convened as and when required, in accordance with this Constitution.
- 6.3** Meetings shall be held at an office as decided by the Group from time to time.
- 6.4** The Financial Statements and Annual Report of the Group for the financial year ending June 30 shall be submitted to a meeting of the Group to be held not later than 30 September each year.
- 6.5** The Executive Officer shall notify each member council and delegates of meetings and of the nature of the business to be dealt with at the meeting not less than seven (7) days before each meeting. In the case of Special Meetings 48 hours notice must be given.
- 6.6** The Executive Officer shall forward minutes of each meeting to each member council and delegate as soon as practicable after the meeting.
- 6.7** With the consent of the delegates at a meeting, leave may be granted for any person to address that meeting.
- 6.8** At every meeting of the Group, the Chairperson shall preside, or if her/she is not present, a Vice Chairperson shall preside, or if he/she is not present, the delegates present shall elect a Chairperson to preside at that meeting.
- 6.9** The Association may hold a meeting of members at two or more venues using any technology that gives the members as a whole a reasonable opportunity to participate.

## 7. VOTING

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- 7.1** At meetings of the Group only duly appointed delegates of financial member councils in attendance may vote.
- 7.2** The Chairperson presiding at a meeting shall not have, in the event of an equality of voting, a casting vote in addition to an original vote to determine a matter. In the event of equal voting, the Chairperson shall again submit the motion to the meeting and if again there are equal votes the matter shall be unresolved and referred to member councils for resolution and referral to a subsequent meeting of the Group.
- 7.3** Each financial member council shall have one vote.
- 7.4** The association may hold a postal ballot to determine any issue or proposal. A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

## 8. QUORUM

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- 8.1** A quorum at a meeting of the Group shall consist of a majority of member councils represented by duly appointed delegates of member councils.
- 8.2** Where a quorum is not present at a meeting of the Sydney Coastal Councils Group, business papers be referred to the Sydney Coastal Councils Group Executive Committee for resolution.

## 9. BUSINESS AT MEETINGS

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- 9.1** The business conducted at a meeting of the Group shall consist of:
- (a) Matters of which notice has been given by a member council or delegate;
  - (b) Matters which the Chairperson thinks fit to submit to the meetings;
  - (c) Consideration of reports by staff of the Group of member councils;
  - (d) Consideration of any recommendation or report by any committee;
  - (e) Consideration of any recommendation or report by any State Government department or community group;

and otherwise as the Group decides.

## 10. POWERS OF THE GROUP

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- 10.1** The Group is established under Sections 355, 357 and 358 clause (2) of the *Local Government Act, 1993* and empowered as set out in this Constitution subject to formal adoption and ratification under Common Seal by the member councils.
- 10.2** The Group is empowered to do all things necessary and convenient to implement its aims and objectives.
- 10.3** The above shall not affect the right of an individual Council acting in its own right on these matters.
- 10.4** The control, regulation, maintenance and management of the exercise of these powers is vested in the meetings of the delegates in accordance with this Constitution.

## 11. EXECUTIVE OF THE GROUP

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- 11.1** The Executive Committee of the Group shall be the Chairperson, a maximum of two Vice Chairpersons, a Treasurer, a Secretary and up to 3 other delegates who shall be elected at the Annual General Meeting.
- 11.2** The Executive Committee shall be elected from among the delegates each year at the Annual General Meeting. An election shall also be held for any casual vacancy occurring among the officials and any official so elected shall hold office until the next Annual General Meeting.

## 12. STAFF

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- 12.1** The Group may appoint a Regional Coastal Environmental Officer / Executive Officer and other such staff, as the Group may consider appropriate in order to pursue its aims and objectives.
- 12.2** Such staff provided that performance is satisfactory shall remain as an employee only for the term of appointment to the Group but in any case not longer than the Group continues to exist.

## 13. ADVISORY COMMITTEE

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- 13.1** The Group may, from time to time, appoint any number of committees in connection with any work, activity or object of the Group.
- 13.2** The Group shall have power to co-opt any person to assist and/or comprise a committee.
- 13.3** The Group may appoint Honorary membership to the SCCG on a 12 month cycle via nomination at the Annual General Meeting.

## 14. OFFICE

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The Office of the Group shall be at such a place as the Group may from time to time appoint.

## 15. YEAR

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The Group's year shall commence on July and terminate on 30 June of the next year.

## 16. FINANCE

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**16.1** The Group, shall before the end of each financial year prepare estimates for the following financial year showing:

- (a) The amount of proposed expenditure by the Group;
- (b) The amount in hand available for such expenditures;
- (c) Any additional amount required to be raised to meet such expenditure;
- (d) Proposed sources of funding for matters itemised in "c".

**16.2** The estimates shall be referred to each member council for consideration at their Ordinary Meeting. The expenditure shall be contained within the approved budget of the Group, or in accordance with supplementary votes for funds approved by member councils.

**16.3** The financial contribution by each member council towards costs of the Group shall be apportioned on the following basis:

- (a) An annual membership fee based on a flat rate to be determined at the Annual General Meeting.
- (b) A further supplementary contribution, calculated on a population basis for each member council, shall be determined annually at the Annual General Meeting. (The population used for such calculation shall be that advised by the ABS as at 30 June of the preceding year).

**16.4** The Group shall pay all monies received by it into a trust fund maintained by the nominated Host Council or a bank account in the name of the Group and shall use such monies for the purpose of and subject to the terms of this Constitution.

**16.5** All funds shall be operated upon in such manner and by such persons, as the Group shall from time to time determine by resolution.

**16.6** A financial report shall be submitted to the Group so designated to each quarterly meeting of the Group.

**16.7** (a) The Group shall at the Annual General Meeting appoint an auditor who shall annually audit the accounts of the Group.

(b) The audit of accounts shall be submitted to each of the member councils with a notice of an Ordinary or Annual General Meeting, and presented to that meeting.

## 17. ANNUAL REPORT

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The Group shall submit an annual report to each of the member councils with the notice of the Annual General Meeting.

## 18. CO-OPERATION

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For the purpose of performing any powers, duties or functions, the Group may make use of the services of an employee of a member council if the prior approval of the Council is obtained.

## 19. TERMINATION OF MEMBERSHIP

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A Council may withdraw from membership of the Group on giving six months notice of termination to the Group. When such termination takes effect the Constitution remains in force between the remaining members of the Group.

## 20. AMENDMENTS

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This Constitution may be amended from time to time by a resolution passed at a Special or Annual General Meeting of the Group by votes equivalent to three quarters of the number of delegates entitled to vote. Such amendment shall not take, and shall have no effect, unless ratified by at least three quarters of member councils entitled to vote.

## 21. TERMINATION OF THE GROUP

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- 21.1** Upon the termination of the Group the debts and liabilities of the Group shall be discharged out of the assets of the Group. The balance of the assets shall be given or transferred in equal shares by the Host Council to the member councils remaining immediately before the termination of the Group.
- 21.2** If any debts are more than the available assets, each member council shall contribute equally to that debts excess.
- 21.3** This agreement shall be dissolved and terminated at any time upon a resolution to that effect being passed by a three quarters majority of member councils entitled to vote.

## 22. DECLARATION OF PECUNIARY INTERESTS

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The Group shall be bound to the conduct set out in the *Local Government Act, 1993*, Chapter 14 Part 1 and 2, Division 1, in relation to member councils and/or delegates' interests.

## 23. RESOLUTION OF INTERNAL DISPUTES

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- 23.1** A dispute between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- 23.2** If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration as so determined by the Executive Committee.

## 24. COMMON SEAL

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- 24.1** The common seal of the Group must be kept in the custody of the public officer.
- 24.2** The common seal must not be affixed to any instrument except by the authority of the Executive Committee and the affixing of the common seal must be attested by the signatures either of two members of the Executive Committee or of one member of the Executive Committee and of the public officer or secretary.

## 25. CUSTODY OF BOOKS

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Except as otherwise provided by these rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Group.

## 26. INSPECTION OF BOOKS

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The records, books and other documents of the Group must be open to inspection free of charge, by a member of the Group at any reasonable hour.

**This Constitution was adopted by resolution of each inaugural member council and authority granted for execution under the Common Seal of each Council hereunder.**

<Council name>

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MAYOR

The COMMON SEAL of the COUNCIL of  
<COUNCIL NAME> was  
hereto affixed this.....  
day of.....pursuant  
to a Resolution of the Council passed  
on.....

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GENERAL MANAGER



councils caring for the coastal environment