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# Constitution of the Southern Sydney Regional Organisation of Councils

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## 1. Name

The name of the Organisation is the Southern Sydney Regional Organisation of Councils, hereunder referred to as “the Organisation”.

## 2. Objectives

- i. To consider and assess the needs, disadvantages and opportunities of member Councils and of the Southern Sydney Region; to make representations, submissions and promotions relative to meet such needs, disadvantages and opportunities to Commonwealth and State Governments and Departments, Statutory Authorities and other appropriate bodies or individuals.
- ii. To submit to such Governments and other appropriate bodies, requests for financial assistance, policy changes and additional resources for the region or for member Councils.
- iii. To strengthen the role of Local Government in regional affairs, particularly where the region may be affected by Australian or NSW Government policy.
- iv. To facilitate a co-operative approach to the problems, opportunities and challenges of the region and to projects which benefit the region.
- v. To facilitate the exchange of ideas and experience between elected members and professional and technical staff to enable a joint approach to the development of skills and expertise within member Councils; and
- vi. To advance the interests of the region.

## 3. Membership

- i. Membership of the Organisation is composed of, but not restricted to, the following Councils:-

Ashfield Council  
Bankstown City Council  
Botany Bay City Council  
Burwood Council  
City of Canada Bay  
City of Canterbury council  
City of Sydney council  
Hurstville City Council  
Kogarah City Council  
Leichhardt Council  
Marrickville Council

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Randwick City Council  
Rockdale City Council  
Sutherland Shire Council  
Waverley Council  
Woollahra Municipal Council

- ii. A register of members will be kept at the principal place of administration of the association.

#### **4. Representation**

- i. A member Council will be represented on the Organisation by two delegates.
- ii. A member Council shall annually appoint two persons representing the Council to the Organisation, one of whom should be the Mayor or the Administrator. Each such delegate may hold office until the appointment of his/her successor.
- iii. The office of delegate shall become vacant if the delegate:-
  - (a) ceases to hold office at his/her Council;
  - (b) resigns by letter addressed to the delegate's Council;
  - (c) is absent from three consecutive meetings of the Organisation without having obtained leave of absence from the Organisation; or
  - (d) is replaced by his/her Council at any time.
- iv. Where the office of a delegate becomes vacant, the Council shall appoint another delegate.
- v. Where either delegate of a Council is unable to attend a meeting of the Organisation, the Council may be represented by another member of the Council duly appointed for the purpose of being an alternative delegate. Such other member may, during the absence of a delegate of his/her Council, act in his/her place and be subject to vacation of the position in the same way as the delegate.

#### **5. Meetings**

- i. The delegates shall hold ordinary meetings of the Organisation at least every three months and the meeting held during November shall be the Annual General Meeting. The delegates may also hold special meetings of the Organisation as and when required.
- ii. The Financial Statements and Annual Report of the Organisation shall be submitted to a meeting of the Organisation to be held not 30 November each year.
- iii. Meetings shall be held, in turn, at an office of each member Council or as decided by the Organisation.

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- iv. The Secretary shall notify each member Council and delegate of meetings not less than 7 days before each meeting and of the nature of the business to be dealt with at the meeting and, in the case of Special Meetings, 48 hours notice must be given.
  - v. The Secretary shall send minutes of each meeting to each member and delegate not more than fourteen days after the meeting.
  - vi. At every meeting of the Organisation the President shall preside but if he/she is not present the Senior Vice President shall preside; if he/she is not present the Junior Vice President shall preside or if he/she is not present the members shall elect a Chairman to preside at that meeting.
  - vii. Any elected representative of a member Council may attend and speak at meeting of the Organisation. Any senior officer of a Council which is a member may also attend and speak at meetings of the Organisation with the consent of a delegate of his/her Council and the President or meeting Chairman.
  - viii. A Special Meeting of the Organisation may be called by:
    - (a) The President
    - (b) Notice to the Secretary signed by three delegates.

## **6. Voting**

- i. At meetings of the Organisation each delegate, and each bona fide alternative delegate representing a delegate, shall be entitled to vote. Each member Council shall therefore have two votes.
- ii. The President shall have both a deliberative vote and, in the event of equality of votes, a casting vote, other than in the election of President, Senior Vice President, or Junior Vice President.
- iii. The election of the Executive being the positions of:
  - (a) President
  - (b) Senior Vice President
  - (c) Junior Vice President

shall be conducted in accordance with the provisions of the Local Government Act for the election of Mayor and Deputy Mayor.

## **7. Quorum**

- i. A quorum at a meeting of the Organisation shall consist of a number being at least half the number of member Councils.
- ii. A quorum of a Standing Committee of the Organisation shall be two.

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## **8. Business at Meetings**

The business conducted at a meeting of the Organisation shall consist of:

- i. Matters of which due notice has been given by a member Council or delegate.
- ii. Matters which the President determines to be of urgency;
- iii. Consideration of recommendations, reports and correspondence;

and otherwise as the meeting by majority vote may decide from time to time.

## **9. Procedure**

The procedure at a meeting of the Organisation shall be in conformity as far as possible with the procedure for meetings of Council and Committees as prescribed by the Local Government Act 1993 and the Local Government (Meetings) Regulation 1993 subject to such arrangement as may be made from time to time by the Organisation.

## **10. Powers of the Organisation**

- i. The Organisation shall, for the mutual benefit of the member Councils have power, in accordance with this Constitution, to:-
  - (a) Make submissions to the Australian and New South Wales Government or any department of those Governments, or other organisations, in respect of the areas of the member Councils;
  - (b) Carry out the objectives of the Organisation; and
  - (c) Receive funds in respect of the:-
    - i. staffing of the Organisation;
    - ii. carrying out of projects or studies agreed by the Organisation;
    - iii. for any purpose that may be authorised by the Organisation.
- ii. These powers shall not affect the right of an individual Council acting in its own right on any matters.
- iii. The control, regulation, maintenance and management of the exercise of these powers is vested in the meetings of delegates in accordance with the constitution subject to any delegation of authority which may have been granted.
- iv. By resolution, and within limits defined in such resolution, to authorise the Executive, a member Council representative, a staff member or a properly appointed sub-committee consisting either whole or in part of elected representatives, staff or other persons to exercise or perform on behalf of the Organisation any power, authority, duty or function, the Organisation, by resolution reserves for itself.

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## **11. Executive of the Organisation**

The Executive of the Organisation shall be the President, Senior Vice President and Junior Vice President, being elected members representing member Councils.

- i. The President, Senior Vice President and Junior President 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 Executive and any Executive member so elected shall hold office until the next annual election of the Executive.
- ii. The Organisation shall appoint a Secretary and a Treasurer.
- iii. The President, Senior Vice President and Junior Vice President of the Organisation in office prior to the Annual General Meeting of the Organisation to be held in November 2003 remain in office until the first Ordinary Meeting of the Organisation to be held after the ordinary election of councils to be held on Saturday 27 March 2004.

## **12. Powers of the President**

- i. The President shall preside at all meetings of the organisation at which he/she is present.
- ii. The President, unless otherwise directed by resolution of the Organisation shall:-
  - (a) Carry on the regular services and operations of the Organisation within the sums voted by the Organisation for expenditure thereon and in accordance with the constitution and the resolutions of the Organisation.
  - (b) Control and direct staff of the Organisation.
  - (c) Suspend any staff of the Organisation and, if necessary, arrange for the carrying on of the duties of that staff member until the next meeting of the Organisation.
  - (d) Authorise the payment of the salaries and wages of the staff of the Organisation within the sums voted by the Organisation for expenditure thereon.
  - (e) At any meeting of the Organisation remove or cause the removal of any member of the Organisation, or any elected member of any member Council who, after warning, is guilty of disorder, and at the same or any subsequent meeting, exclude or remove such member unless he/she apologises without reservation.
  - (f) Give effect to any decision of the Organisation.

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- (g) Be authorised to make press statements on behalf of the Organisation and authorise any member of the Organisation to make press statements and undertake the day to day administrative requirements.
  - (h) Call Special Meetings of the Organisation subject to 48 hours notice being given to delegates, except in cases of emergency.

**13. Staff**

The Organisation shall have the power to appoint any such staff as the Organisation may require from time to time.

**14. Advisory Sub-Committees**

- i. The Organisation may, from time to time, appoint any number of Committees in connection with any work, activity or object of the Organisation.
- ii. The Organisation shall have power to co-opt any person to assist and/or comprise a Sub-Committee

**15. Office**

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

**16. Financial Year**

The Organisation's financial year shall commence on 1st July and terminate on 30th June of the following year.

**17. Finance**

- i. The Organisation shall determine, prior to 31st May each year, an Annual Budget which will include:-
  - the amount of proposed expenditure by the Organisation;
  - the amount in hand available for such expenditure; and
  - any additional amount required to be raised to meet such expenditure.
- ii. In the event of any expenditure not covered by the Annual Budget, the Organisation shall prepare a statement showing:-
  - the amount and nature of the extraordinary expenditure;
  - the amount in hand available to meet the expenditure after allowing for estimated ordinary expenditure for the balance of the year; and
  - any additional amount required to be raised to meet extraordinary expenditure.
- iii. The financial contribution by member Councils towards costs of the organisation shall be equal.

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- iv. The Organisation shall pay monies received by it to a bank account held in the name of the Organisation and shall use such monies for the purpose of, and subject to, the terms of this Constitution.
  - v. All accounts shall be operated upon in such manner and by such persons as the organisation shall from time to time determine.
  - vi. The accounts of the organisation shall be kept according to the same principles as the accounts of a member Council and in such books and form as are approved by the auditors of the organisation.
  - vii.
    - (a) The Organisation shall appoint an auditor who shall annually audit the accounts of the Organisation.
    - (b) The audited accounts shall be presented to a meeting of the Organisation prior to 30th November each year.
  - viii. The assets and income of the Association shall be applied solely in furtherance of its above mentioned objectives and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

## **18. Annual Report**

The Organisation shall submit an Annual Report to each of the member Councils with the notice of the Annual General Meeting.

## **19. Co-operation**

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

## **20. Associate Members**

The Organisation may permit a Council or entity not currently a member of the Organisation to become an associate member. Associates may only engage in procurement, commercial or other activities as determined by the Organisation.

Applicants for associate membership shall sign and forward to the Organisation an application to the effect that [Name of Applicant] desires to become an associate member of the Southern Sydney Regional Organisation of Councils Limited and agrees to be bound by the Constitution of the Organisation and pay the associate membership contribution determined by the Organisation.

The Secretary shall place applications for associate membership before the first meeting of the Organisation after the application for associate membership has been received.

The Organisation's decision shall be final and conclusive as to whether any entity shall be admitted as a member or associate.

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## **21. Termination of Membership**

A Council may withdraw from membership of the Organisation on giving six months' notice of termination to the Organisation. When such termination takes effect, no contribution shall be refunded, no funds will be distributed and the Constitution remains in force between the remaining members of the Organisation.

## **22. Amendments**

This Constitution may be altered from time to time by a resolution passed at a meeting of the Organisation by votes equivalent to three fourths the number of members entitled to vote.

## **23. Amalgamation of the Organisation**

Where it furthers the objects of the Association to amalgamate with any one or more other organisations having similar objects, the other organisation(s) must have rules prohibiting the distribution of its (their) assets and income to members; and must be exempt from income tax.

## **24. Termination of the Organisation**

Upon the termination of this Organisation the debts and liabilities of the Organisation shall be discharged out of the assets of the Organisation. The balance of the assets shall be shared equally by the member Councils remaining immediately before the termination of the Organisation.

In the event of there being no member Councils remaining, the amount which remains after such dissolution and the satisfaction of all debts and liabilities, shall be transferred to any organisation which has similar objects and which is exempt from income tax.

## **25. Members' Liabilities**

The liability of a member of the Organisation to contribute towards the payment of the debts and liabilities of the Organisation or the costs, charges and expenses of the termination of the Organisation is limited to the amount, if any, unpaid by the member in respect of membership of the Organisation.

## **26. Common Seal**

The common seal of the organisation is kept in the custody of the Secretary/Treasurer. The common seal must only be affixed to an instrument with the authority of the Executive.

## **27. Custody of Books**

The Secretary/Treasurer must ensure the safe keeping of all records, books and other documents relating to the organisation.



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**28. Inspection of Books**

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

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