**SOUTH AUSTRALIAN BREWING CLUB INCORPORATED**

**CONSTITUTION**

**(Amended 2015 AGM)**

# NAME

1. The name of the club shall be South Australian Brewing Club Incorporated, hereinafter referred to as the Club.

# MISSION STATEMENT

1. The mission of the Club is to promote public awareness and appreciation of the quality and variety of homebrewed and craft beer through education, research, and the collection and dissemination of information. This will serve as a forum for the technological and cross-cultural aspects of the art of brewing, and to encourage responsibility when consuming beer or other alcohol-containing beverage.
2. The Club shall function as a not for profit organisation.

# POWERS

1. The Club will have all the powers conferred by Section 25 of the Associations Incorporation Act 1985, hereafter referred to as the Act.
2. The affairs of the Club shall be managed and controlled by the Committee which, in addition to any powers and authorities conferred by this constitution, may exercise all such powers and do all such things as are within the objects of the Club, and are not by the Act or by these rules required to be done by the Club in General Meeting.
3. The Committee has the management and control of the funds and other property of the Club.
4. The Committee shall have the authority to interpret the meaning of this constitution and any other matter relating to the affairs of the Club on which the constitution is silent.
5. The Committee shall appoint a Public officer as required by the act. The Public Officer may also be a member of the Committee.

# MEMBERSHIP

1. The Club shall consist of an unlimited number of members who are subject to the rules outlined in this constitution.
2. Candidates for membership shall make application on the registration form provided by the Club.
3. The annual membership fee shall be set by the Treasurer at the Annual General Meeting.
4. The period of membership shall align with the financial year, July 1 to June 30. Any member with outstanding fees of more than three months shall cease to be a member of the club.
5. A member may be expelled from the club for misconduct detrimental to the interests of the club. The Committee will determine any action to be taken as a result of misconduct at a Special Meeting. The Committee will notify the member one month before the meeting. The member will have the opportunity to be heard or make a written submission to the Committee before or during the meeting. If the case of an adverse determination the membership of the person will cease in 14 days’ time from the meeting. The Member is entitled to appeal within the 14 day timeframe.

# REGISTER OF MEMBERS

1. A register of members shall be kept and shall contain:
2. The name and address of each member;
3. The date each member joined the club; and
4. If applicable, the date and reason(s) for termination of membership.

# ANNUAL GENERAL MEETING AND ELECTIONS

1. The officers of the Club shall be elected at the Annual General Meeting, and shall hold office up to the completion of the next Annual General Meeting. All officers are eligible for re-election.
2. Nominations for Officers and Committee Members shall be forwarded to the Secretary on or before the closing date, fourteen days prior to the Annual General Meeting. The Nomination must be in legible writing on the nomination form supplied by the Club and signed by the proposer, seconder and nominee.
3. A further call for nominations will be made at the Annual General Meeting.
4. Election of officers shall be by show of hands at the Annual General Meeting. All members in good standing shall be eligible to vote.
5. Election of Officers shall proceed in the following order with the proviso that unsuccessful candidates for President, Secretary or Treasurer are automatically eligible for election as Vice-President or on the Committee: President, Secretary, Treasurer and General Committee Members.

# CLUB OFFICERS

1. The elected officers of the Club constitutes the Committee and shall be as follows:
	1. President – The President shall preside at all meetings of the Club and shall have a casting vote.
	2. Vice-President – In the event of the President being absent from any meeting, the Vice-President shall be elected to preside at the meeting and shall have all the powers which the President could have exercised. In the absence of the President and Vice-President, the Secretary shall act as Chairperson.
	3. Secretary – The Secretary shall conduct all the business of the Club and receive correspondence. He or she shall prepare agendas and make arrangements for meetings to the Club. The Secretary shall keep proper record of the minutes of each meeting of the Club. He or she shall be responsible for giving notices to members of the Annual General Meeting and closing date for receiving nominations for Office bearers for the Annual General Meeting.
	4. Treasurer – The Treasurer shall deposit any money received for the Club into an account or accounts of the Club within fourteen days of receipt. The accounts shall not be drawn upon except by approval of the Committee. The Treasurer shall keep books of account and prepare a brief financial statement for each monthly meeting of the Club Committee. The books of account shall be submitted for audit to the Club Auditor not less than twenty-one days prior to the Annual General Meeting.
	5. General Committee Members – A maximum of FIVE General Committee members may be elected.
2. Any member in good standing shall be eligible to hold office. A member may only fill one elected office at one time.
3. Life Members shall be given notice of the Annual General Meeting and are eligible to vote at such meetings and also stand for office. Life Members are eligible to attend Committee meetings, but they are not eligible to propose or vote on any motions at such meetings.
4. The Committee shall appoint a member of the club (may be a life member) to be the Public Office of the Club and from time to time may revise this appointment.

# VACANCIES

1. If any officer is unable to complete their term of office, a replacement will be elected/appointed by the Committee at the earliest opportunity.
2. The Committee may appoint any member of the Club to fill any extraordinary vacancy occurring on any Committee during the current term.
3. If the President is unable to complete his or her term of office, the Vice-president will assume the duties of President until the next regularly scheduled club meeting. At this meeting nominations shall be taken from the floor and a new President elected to finish the term of the former president.

# SUB-COMMITTEES

1. The Committee shall have the power to appoint any sub-committee as it may from time to time deem advisable or necessary in the interests of the Club.
2. Only members in good standing may participate on a sub-committee. Sub-Committee membership and meetings will be at the discretion of the Committee.

# MEETINGS

1. The Annual General Meeting shall be held during the month of July each year. Reports from the President and Treasurer, together with the Audited Balance Sheet shall be presented at the Meeting.
2. Twenty one days’ notice of the Annual General Meeting shall be given to financial members.
3. Special General Meetings shall be called by the Secretary on receiving a written request for such a meeting and signed by not less than ten financial members.
4. Seven days’ notice of any Special General Meeting shall be given to members and only the business on the notice shall be discussed at such meetings.
5. The Club shall hold Committee meetings on a monthly basis or as determined by the Committee.
6. At any meeting of the Committee, a minimum of FOUR members shall form a quorum, but must include the President, Secretary or Treasurer. All Committee meetings are open to Club members in a non-voting status.

# AMENDMENTS

1. Alterations and additions to, and deletions from the Constitution shall be made by a resolution passed by two-thirds majority of those present and entitled to vote, at the AGM or any Special General Meeting.

# DISSOLUTION

1. The Club may be dissolved only by a vote of active members in good standing. A four-fifths majority of active members shall be required to dissolve the club.
2. Following an affirmative vote to dissolve The Club, any monies remaining in the treasury shall be disposed of as determined by a simple majority vote of the active members.

# FINANCIAL REPORTING

1. The financial year will be from 1st July to 30th June each year. Records will be kept in a manner to correctly record and explain financial transactions and the financial position of the club according to the regulations.
2. Financial records can be requested to be presented to the membership at any General Meeting.

# GENERAL MATTERS

1. This Constitution may be altered by special resolution (as defined in the Act) of the members of the club.
2. This registered constitution shall bind the club and every member to the same extent as if they have respectively signed and sealed them, and agree to be bound by all of the provisions thereof.
3. The club shall have a Common Seal upon which its corporate name shall appear in legible characters. The Seal shall only be used with the express authorisation of the Committee and shall have a witness of at least one committee member.

The Club and its Committee shall comply with the Associations Incorporation Act 1985 at all times and any discrepancy between this constitution and the Act will be determined in favour of the Act.

# LIFE MEMBERSHIP

1. Life Membership may be bestowed on any member rendering exceptional service to the Club, providing the member has served a minimum of fifteen years. Nominations for Life Membership may be submitted by any member, at a minimum of six weeks prior to the Annual General Meeting.
2. Life Membership nominations must include a comprehensive written record of their service to the Club.
3. A Life Member shall have their annual Club membership fees waived.

This constitution was amended and approved, July 18 at the 2015 South Australian Brewing Club Incorporated Annual General Meeting.

Brad Bown Julien Gibson
President Secretary
South Australian Brewing Club Inc. South Australian Brewing Club Inc.