

**ADELAIDE WEST END ASSOCIATION INCORPORATED BY-LAWS**

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adelaide west end association

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## BY-LAWS OF ADELAIDE WEST END ASSOCIATION INCORPORATED

These By-Laws are the By-Laws of Adelaide West End Association Incorporated ('Association'). The amendments to clauses 2.0 Classes of members and 3.1 Subscription rates, were adopted by the Members of the Association who were present at the General Meeting of the Association on 15 August 2012. These By-Laws remain in force for use by the Executive until cancelled, rescinded, amended or replaced.

### 1.0 DEFINED TERMS

'Association' means Adelaide West End Association Incorporated;

'By-Laws' means these By-Laws of the Association at present in force;

'Executive' means the Executive of the Association as provided in the Association's Constitution;

'Map of Precinct' means the map of the West End Precinct referred to in the Constitution of the

Association and set out in Schedule A and attached to these By-Laws;

'Member' means a Member of the Association as provided in the Association's Constitution;

'Constitution' means the Constitution of the Association at present in force;

### 2.0 CLASSES OF MEMBERS

Until altered by a resolution of the Members of the association present at a general meeting, the following classes of membership will apply:

a) ordinary members, all of which have voting rights, including:-  
natural persons; businesses or corporations divided into the following classes:-

- Individuals / Residential and Not for Profit Community Groups (by approval from executive committee)
- Small Business 0-49 Employees
- Medium Business 50-99 Employees
- Large Business: 100+ Employees
- Educational Institution - Tier 1 - Single Premise
- Educational Institution - Tier 2 - Multi Premise

b) Associate members comprising business organisations, corporations or natural persons, all of which do not have voting rights.

c) **Not for Profit Member:** is a member who represents a community organisation or other organisation or body which the Committee deems to be a Not for Profit Organisation and/or Body;

### 3.0 SUBSCRIPTION RATES

3.1 The Executive will determine the amount of subscription fees applicable for each class of Members and will alter or vary the amounts or the time for payment or the manner in which they will be paid from time to time, and record them in the By-Laws, subject to the ratification by the Members at the next following general meeting.



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3.2 As at the adoption of these By-Laws the following annual subscription rates will apply until further notice:-

- Individuals / Residential and Not for Profit: \$30
- Small Business 0-49 Employees: \$60
- Medium Business 50-99 Employees: \$125 and
- Large Business: 100+ Employees \$275.00
- Educational Institution - Tier 1 - Single Premise \$375.00
- Educational Institution - Tier 2 - Multi Premise \$600.00

3.3 The subscription rates may be modified by resolution at an Executive meeting, subject to ratification by the Members at the next following general meeting.

#### 4.0 THE EXECUTIVE

4.1 The Executive will comprise those elected Members as are set out in the Constitution.

4.2 If a member of Executive is not a natural person then it will be represented at Executive meetings by its duly appointed representative.

4.3 Where a corporate Member is appointed to a position on the Executive, the appointment to the Executive is of the corporate Member, and not the corporate Member's representative. The corporate Member has the right at any time to revoke its representative's appointment and to appoint another representative in substitution.

4.4 The duly appointed representative must represent his or her Member on the Executive in good faith and comply with the Constitution as if he or she was the Member.

#### 5.0 EXECUTIVE: URGENT BUSINESS AND EMERGENCIES

5.1 The Constitution provides that in the case of urgent business and emergencies, the President and a minimum of 2 members of the Executive may meet and make decisions which must be taken for ratification at the next available Executive meeting.

5.2 For the purposes of these By-Laws and the Constitution, '**Urgent Business and Emergencies**' means an event which requires the decision or resolution of the Executive to be made but where there is not sufficient time to contact all members of Executive to pass a written resolution under the Constitution or to call a meeting of the Executive where a quorum would be present.

5.3 Every endeavour must be made to contact as many members of Executive as possible prior to the emergency meeting to appraise them of the situation and to seek their approval on the matter requiring resolution. Details of approval from absent members of Executive will be recorded in the Minutes of the emergency meeting.

5.4 As soon as practicable after the emergency meeting, a meeting of the Executive should be called to consider and ratify any resolution passed. Every member of the Executive must be informed of the matter requiring resolution at the emergency meeting, of the steps taken to notify all



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members of Executive and of the outcome of the emergency meeting.

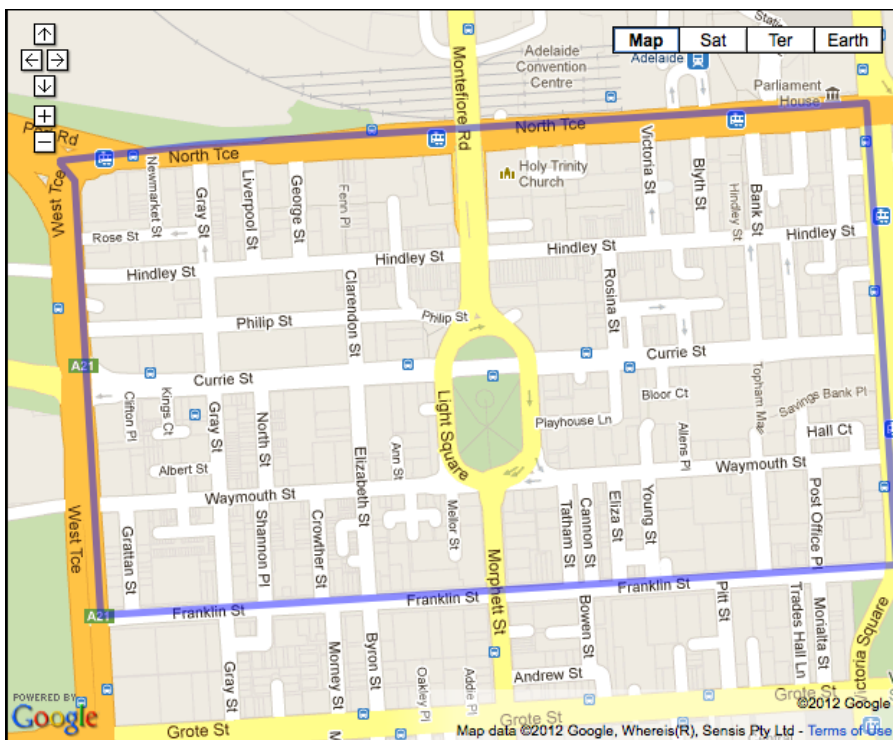
- 5.5 The President and members of Executive present at an emergency meeting called under the Constitution or these By-Laws are prohibited from committing the Association to contracts or expenses of a significant nature without the prior approval of the Executive.

### 6.0 BY-LAWS

- 6.1 The Executive will prepare and maintain and have custody of the By-Laws of the Association. The By-Laws will assist the Members, the Executive and the Association's committees, if any, to fairly deal with questions and procedures not fully dealt with in its Constitution.
- 6.2 The By-Laws may be reviewed from time to time by the Executive and may be altered, rescinded and replaced by substitution by resolution of the Executive at any time so long as the changes to the By-Laws are approved by the Members at the next following general meeting.
- 6.3 Once prepared, a copy of the By-Laws will be made available to every Member of the Association on request.
- 6.4 The By-Laws will bind the Association and every Member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions in the By-Laws.

### Schedule A – Map of Precinct

Below is a map outlining the street boundaries of the Adelaide West End Association inc. The boundaries include the area within the North side of Franklin Street, the East side of West Terrace, both sides of North terrace and the West side of King William Street.



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