



# Local Government Finance Professionals Queensland

ABN 89 178 812 267

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## CONSTITUTION

The rules of association of the Local Government Finance Professionals Queensland Incorporated hereinafter referred to as "The Constitution" shall be as follows:-

### 1. NAME

The name of the incorporated association is "The Local Government Finance Professionals Queensland Incorporated." "LGFP" hereinafter referred to as "the association".

### 2. OBJECTS

The objects of the association shall be:-

- 1) To promote excellence in local government.
- 2) To promote the development, advancement and improvement of local government finance functions by:
  - a) Providing a means for the collation and/or dissemination of information on local government financial matters;
  - b) Providing a reference body for local government financial matters. This will include the promotion of the association as the authoritative representative body of local government finance professionals in Queensland;
  - c) Seeking representation of the association on committees and bodies set up to deal with any matters directly affecting the financial and other related functions of local government;
  - d) Co-operation and liaison with the Local Government Association of Queensland, the Local Government Managers Association, the Queensland Audit Office, the Department of Local Government and Planning or any other body, authority, association or society interested and/or associated with local government;
  - e) Providing, maintaining and improving relationships with like organisations;



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f) Discussing and resolving matters which may from time to time be presented by members and which are in the interests of and benefit to local government financial professionals; and

g) Promoting and encouraging ethical behaviour by local government finance professionals.

### 3. POWERS

The association has the powers of an individual.

### 4. INCOME AND PROPERTY

The income and property of the association must be used solely in promoting its objects and exercising its powers.

### 5. OFFICE

The office of the association shall be at such address as the executive may from time to time decide.

### 6. GENDER

In this document, words importing the masculine gender only, shall also include the feminine gender.

### 7. MEMBERSHIP CLASSES

Membership of the association will be in the following classes of members:

#### 1) **Associate Member**

Members of CPA Australia, or the Institution of Chartered Accountants employed by a Queensland Local Government or any other person employed by a Queensland Local Government or the Queensland Government in a related field of employment with professional qualifications or other industry experience considered suitable by the executive.



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2) **Fellow Member**

Any person who on application is considered by the executive to have made a significant contribution to the association or Industry, has been has been a member of the association for a period of ten (10) years and has been responsible for the finance function of a local government for at least three years. In this instance, finance function is taken to be the overarching function of a small local government or a specialised function in a larger local government. Typically this would involve the supervision of five (5) or more financial professionals. A fellow member shall be subject to the same terms and conditions and entitled to the same rights and privileges previously enjoyed as an associate member.

3) **Honorary Member**

Any person not being a member of the association who has rendered such services to the association as would in the opinion of the executive entitle him to this distinction, may be admitted by the executive as an Honorary Member. The name of the member shall then be entered in the Register of Members on the Honorary Membership list. An Honorary Member is not entitled to hold any office or sit on the executive.

4) **Continuing Member**

Any person who has been an Associate Member of the association for an aggregated period of not less than two (2) years and has ceased to be employed by a Queensland Local Government or in a related field of employment may on application to the executive be admitted as a continuing member. The name of the member shall thereupon be entered in the Register of Members on the Continuing Membership list. A Continuing Member shall be subject to the same terms and conditions and entitled to the same rights and privileges previously enjoyed as an associate member.

5) **Life Member**

Any person who is or has been an Associate Member of the association and who has given valued service to the association may upon the recommendation of the executive to an annual general meeting of the association be elected by that annual general meeting to Life Membership. The name of the member shall thereupon be entered in the Register of Members on the Life Membership list. A Life Member shall be entitled to the full rights and privileges previously enjoyed as an associate member of the association but shall be exempted from the payment of all subscriptions and levies.



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- 6) **Corporate Member**  
Any entity that has an interest in the financial functions and processes of local government and contributes to the ongoing development of the association may be admitted by the executive as a Corporate Member. A corporate member is not entitled to hold any office or sit on the executive of the association.
- 7) **Student Member**  
Any full or part time student who has an interest in local government finance or works in local government may be admitted by the executive as a Student Member. A student member is not entitled to hold any office or sit on the executive of the association.
- 8) All classes of members may attend general meetings of the association; however only associate, fellow, continuing and life members have voting rights at general meetings, are eligible for election to the executive and are eligible to use the post-nominal ALGFP. Fellow members are eligible to use the post-nominal FLGFP.
- 9) The number of members in each class is unlimited.

## 8. MEMBERSHIP MANAGEMENT

- 1) **Application for Membership**
  - a) Membership to the association is incorporated into the registration processes of the association's annual conference.
  - b) Applications for membership outside of the above process will be in such form and manner and to such person as the executive may from time to time prescribe and shall agree that if admitted as a member will be bound by the provisions of the constitution of the association then in force or which is subsequently amended.
  - c) The executive may in its discretion and without being required to assign any reason, refuse to accept any application for admission to membership of the association or for a change in status and may in like manner refuse to admit any applicant to membership or grant any applicant a change in status.



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- d) Any applicant refused admittance or member requesting a change of membership status may appeal against the decision of the executive by giving notice to the executive within four (4) weeks of the decision being given to him. The appeal shall be heard by the executive with the outcome communicated to the applicant within four (4) weeks.

## 2) Register of Membership

The Register of Members of the association kept by the executive shall contain the following particulars with respect to each member:

- a) Full name
- b) Residential address
- c) Local Government and position
- d) Business address
- e) Date on which name entered in Register as a member
- f) Membership classification
- g) Date on which membership ceased and reasons
- h) Financial status

## 3) Membership - Fees and Subscriptions

- a) The executive:-
  - 1) shall prescribe the fees payable by applicants for admission to membership of the association or for an application to change membership status; and
  - 2) shall prescribe the annual subscription payable by the respective classes of members of the association.
- b) The annual subscription fee is incorporated into the conference fees for the association's annual conference. For those members not attending the annual conference, membership fees are payable in advance by each member to the treasurer on the first day of December each year.
- c) Every person who becomes entitled to admission as a member shall have his name entered in the register of members and before he becomes entitled to the privileges of membership must pay his first annual subscription according to the status in which such person is entitled to admission, and shall as long



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as he continues to be a member pay the annual subscription according to his status.

#### 4) **Membership Certificates**

Membership certificates are not issued by the association.

#### 5) **Resignation of Members**

A member may resign membership by forwarding a written resignation to the secretary and the executive may accept same on payment of all fees then due and owing by him.

#### 6) **Suspension or Forfeiture of Membership**

a) The executive may suspend a member for such period as it may determine or declare his membership forfeited, if:

- 1) In the opinion of the executive he has been guilty of dishonourable practices or conduct which is not in the best interest of the association or the members of the association;
- 2) Has been convicted of an indictable offence;
- 3) In the opinion of the executive has failed to observe a proper standard of professional care, skill or competence;
- 4) In the opinion of the executive his admission was obtained by improper means;
- 5) Has failed to comply with provision of the constitution;
- 6) Has membership fees more than twelve (12) months in arrears: or
- 7) Has ceased to hold qualifications for membership as prescribed by the constitution.

b) During the period of suspension of a member he shall be deemed not to be a member of the association, but upon the expiration of such period his rights and privileges shall be reviewed.



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- c) Before the executive terminates a members' membership, the executive must give full and fair opportunity to the member to show why his membership should not be terminated. The executive must give the member notice of its decision in writing to the last know address of the member.
- d) A Member whose membership has been declared forfeited shall cease to be a member and his name shall be removed from the Register of Members.

## 7) Reinstatement of Membership

A person whose name has been removed from the register may apply at any time for reinstatement and such person may be reinstated upon such terms and conditions and upon giving such information and explanation as the executive may deem fit but such executive shall not be compelled to reinstate such person and may refuse to assign any reason to its decision.

## 8) Retaining Membership

The executive has the power to impose reasonable conditions (with reasonable notice) upon categories of members as a condition of membership renewal.

## 9) Rights of Membership

The rights, privileges and obligations of being a member of the association are not transferrable. A member's obligation to pay membership fees under this constitution is not affected by the cessation of membership.

## 9. EXECUTIVE

- 1) The management of the association shall vest in the executive which shall be formed from Associate, Fellow, Continuing and Life Members and shall comprise:

- President (maximum term 3 consecutive years)
- Senior Vice President (maximum term 5 consecutive years)
- Junior Vice President (maximum term 5 consecutive years)
- Secretary (maximum term 5 consecutive years)
- Treasurer (maximum term 5 consecutive years)





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Immediate Past President ex officio (maximum term 2 consecutive years)

Three (3) Committee Members.

No member will be elected to the executive for more than ten (10) consecutive years.

- 2) The executive shall hold office from the annual general meeting at which it is elected for a period of twelve (12) months. All executive positions are declared vacant at the general meeting of the annual conference.
- 3) Any member of the executive may resign from membership of the executive at any time by giving four (4) weeks notice in writing to the secretary.
- 4) The executive shall have power at any time to appoint a member of the association to fill any casual vacancy on the executive until the next annual conference.
- 5) A member of the executive may be removed from office at a general meeting of the association if a majority of the members present and eligible to vote at the meeting vote in favour of removing the member. However, before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

A member has no right of appeal against the members removal from office under this rule.

A member immediately vacates the office of member in the circumstances mentioned in Section 64(2) of the Act.

- 6) The continuing members of the executive may act notwithstanding any vacancy in the executive provided that pursuant to these rules a quorum is maintained.
- 7) The election of officers and other members of the executive shall take place in the following manner:
- 8) Any two (2) members of the association shall be at liberty to nominate any other member to serve as an officer or other member of the executive.



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- a) The nomination, which shall be in writing and signed by the member and his proposer and seconder, shall be lodged with the secretary before the election is to take place.
  - b) A list of candidates' names in alphabetical order shall be advised to conference delegates verbally and upon request, in writing, prior to the vote being taken.
  - c) Balloting lists shall be prepared (if necessary) containing the names of the candidates in alphabetical order and each member present at the annual general meeting shall be entitled to vote.
  - d) Should, at the commencement of the annual general meeting, there be an insufficient number of candidates nominated, nominations may be taken from the floor of the meeting.
- 9) Meetings of the management committee shall be held as often as may be necessary for properly conducting the business and operations of the association, but shall be held at least once in every four (4) months with the quorum for the meetings being as prescribed in rule 9-12.
  - 10) The president may call special meetings of the executive whenever matters of importance may require it. The president may also call a special meeting of the executive upon receiving a requisition of that purpose, signed by at least three (3) members of the executive.
  - 11) Notices of meetings of the executive (other than an adjourned meeting) shall be delivered to each member of the executive at least seven (7) days prior to the meeting and every such notice shall state the time and place of meeting and specify the business to be brought forward.
  - 12) At all meetings of the executive five (5) members shall form a quorum.
  - 13) If within half an hour from the time appointed for the commencement of the executive meeting a quorum is not present, the meeting, if convened upon the requisition of members of the executive, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place or such other day and at such other time and place as the executive may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the meeting shall lapse.



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- 14) The president shall preside at all meetings of the executive at which he is present. If he is absent then the senior vice president shall become the chairman. If, however, both the president and the vice president are not in attendance, a member of the executive shall be elected at the meeting to be chairman.
- 15) The secretary shall make full and accurate minutes of all questions, matters, resolutions and other proceedings of every executive meeting and general meeting to be entered in a record that is open for inspection at all reasonable times by any financial member who previously applies to the secretary for that inspection. For the purpose of ensuring the accuracy of the recording such minutes, the minutes of every executive meeting shall be verified as a "true and accurate" record at the subsequent executive meeting. This process will also occur for the minutes of every annual general meeting and the next succeeding annual general meeting.
- 16) Upon every question before the executive, the chairman shall have a vote and where there is an equal division of votes upon any question, the chairman will have the casting vote.
- 17) The executive except as other wise provided by the constitution and subject to the resolution of the members of the association carried at any general meeting:
  - a) Shall have the general control and management of the administration of the affairs, property and funds of the association and;
  - b) Shall have authority to interpret the meaning of the constitution and any matter relating to the association on which these rules are silent.
  - c) May exercise all the powers of the association to borrow or raise or secure the payment of money in such manner as the members of the executive may think fit and secure the same or the payment of performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the association's property, both present and future, and to purchase, redeem or pay off any such securities; and



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- d) May invest in such manner as the executive may from time to time determine.
- 18) The executive at every conference shall present a report of the proceedings of the association during the year together with a full set of financial statements for the association for the preceding financial year.
- 19) The executive shall provide for the safe custody of books, documents, instruments of title and securities of the association.
- 20) The executive shall undertake a review of its public liability insurance requirements each financial year.

## 10. MEETINGS/ CONFERENCE

### 1) Annual general meeting.

An annual general meeting of members of the association is to be held each financial year.

The annual general meeting will be held concurrently with the association's annual conference unless the executive determines otherwise.

The following business must be conducted at each annual general meeting of the association:

- a) Receipt of the associations annual financial statements and signed audit certificate for the last reportable financial year;
- b) Presenting the associations annual financial statements and signed audit certificate to the meeting for adoption;
- c) Report the results of an annual review of insurance requirements and advise members of the risks if no public liability insurance is taken out. Note, the association is also required to advise any person or entity it deals with if it does not have public liability insurance;
- d) Electing members of the executive.



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## 2) Special General Meeting

The Secretary shall convene a special general meeting:

- a) When directed to do so by the executive, in which case, no business shall be transacted except as is stated on the meeting notice.
- b) On the requisition in writing signed by not less than one-third of the members presently on the executive or not less than the number or ordinary members of the association which equals double the number of members presently on the executive plus one. Such requisition shall clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted thereat.

## 3) Quorum at Meetings

Business shall not be transacted or determined at any annual meeting or special general meeting of the association unless a quorum of at least twenty (20) associate, fellow, continuing or life members are present or represented by proxy. If a quorum is not present within half an hour after time appointed, the members present, or a majority of them may adjourn such meeting to any time no later than thirty days from the date of such meeting.

## 4) Notice of Annual General Meeting

At least thirty (30) days before the date of holding any annual general meeting or special or adjourned meeting, notice of the time and place thereof and of the business to be brought forward thereat shall be in writing and shall be delivered to each member.

## 5) Chairperson

The president shall preside at all meetings at which he is present, and if he is absent, the vice president shall preside. If, however, both are absent, then a member shall be elected at the meeting to be chairman during the absence of the president and vice president from the meeting.



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## 6) Standing Orders

The chairman of the meeting shall conduct the business of the association in accordance with the agenda provided for it, and additional items cannot be included without the consent of the meeting.

Suspension of standing orders may be put into effect only with the consent of the meeting.

## 11. MEETING RULES - PROCEDURES FOR DEBATE

The rules of procedure for the conduct of debates in meetings of the association shall be as follows:

- 1) A motion shall not be debated unless or until it has been seconded.
- 2) When a motion has been proposed and seconded, it shall become subject to the control of the chairperson, and shall not be withdrawn without the consent of the meeting.
- 3) When a motion has been proposed and seconded, any member shall be at liberty to move an amendment thereon, but such amendment shall not be debated unless or until it has been seconded.
- 4) A second or subsequent amendment shall not be taken into consideration until the previous amendment has been disposed of.
- 5) If an amendment has been carried, the amendment shall become the motion before the meeting, whereupon any further amendment upon such matter may be moved.
- 6) The mover of an original motion shall have the right of general reply to all observations which have been made in reference to such motion, as well as the right to speak upon every amendment move thereto.
- 7) Every member other than the mover of the original motion, shall have the right to speak once upon such motion and once on every amendment thereto.



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- 8) Except with the consent of the chairperson, a member shall not speak more than once upon any matter unless when misunderstood or misrepresented, in which case he shall be permitted to explain without adding any further observations than may be necessary for the purpose of such explanation.
- 9) Except with the consent of the chairperson a speaker shall not speak for more than three minutes at a time; save that the mover of an original motion in his opening speech may speak for five minutes.
- 10) If two or more members rise to speak at the same time, the chairperson shall decide which of the two members shall be first heard.
- 11) The chairperson shall maintain order and may call any member to order whenever in his opinion the necessity arises for so doing.
- 12) Whenever it has been decided by the chairperson that any motion, amendment or other matter is out of order, the same shall be rejected.
- 13) The closure of a debate may be obtained by a motion made "that the matter be now put" and discussion will not ensue thereon.
- 14) The chairperson shall put to the meeting all matters on which it is necessary that a vote shall be taken, first in the formative, and then in the negative, and the members present or by proxy qualified to vote and voting thereon, shall vote by show of hands and the chairman shall declare the result to the meeting.
- 15) Every matter shall be decided by a majority of votes of the members present at any meeting or by proxy qualified to vote and voting on that matter, including the chairperson. Where there is an equal division of votes upon any matter, the chairperson shall have a second or casting vote.
- 16) The instrument to appoint a proxy shall be in writing in the prescribed form under the hand of the appointer. Such instruments of proxy may be for a specified meeting and any adjournment thereof.



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- 17) The instrument appointing a proxy shall be deposited with the secretary before the holding of the meeting or the adjourned meeting (as the case may be) at which the person named in such instrument proposes to vote. The secretary shall endorse on the instrument a certificate that the appointer is a member qualified to vote at the meeting or meetings to which such instrument relates.

## 12. COMMITTEES

The association may from time to time appoint any of the members to any committee constituted for the purpose of carrying out any of the objects of the association.

## 13. ADMINISTRATION

General administrative procedures for the association are as follows:

- 1) The **minutes** of all meetings conducted shall be recorded in a minute book which shall show the accurate recording of all business transacted and the members present thereat and which shall be signed by the president and secretary who shall certify as to the correctness thereof.
- 2) A **current account(s)** in the name of the association shall be kept with a bank(s) approved by the executive and all funds of the association shall be banked with such bank(s). Not more than three (3) members of executive are to be authorised to sign cheques and transfer funds on the bank account(s) of the association with two (2) of the authorised persons to sign each cheque.
- 3) Notwithstanding anything contained in this clause the executive may authorise the establishment of an **imprest account** into which the executive may transfer funds of the association for the purpose of meeting day to day expenses of a minor nature and such (petty cash) account shall be operated by the treasurer alone.
- 4) Funds of the association after having initially been banked with the association's bank(s) may be invested in any bank investment account or registered building society and such investment account(s) shall be operated in the same manner and by the same authorised persons as the association's current account(s).





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- 5) Cheques shall be crossed "not negotiable" except those for the payment of wages and allowances. Petty cash recoupment may be open.
- 6) All expenditure shall be approved or ratified at an executive meeting. All expenditure over \$100 will be via cheque, electronic funds transfer or credit card.
- 7) The income and property of the association when so ever derived shall be used or applied solely in promotion of the association's objects and in the exercise of its powers as set out herein and no portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to or amongst the members of the association.
- 8) The treasurer shall keep an accurate record of all monies received and disbursed and shall submit a set of financial statements to each and every annual general meeting. All such financial statements shall be certified by the president and the treasurer after adoption thereof by such meeting.
- 9) The financial year of the association will be the period 1 September to the 31 August
- 10) The association at its annual general meeting shall appoint a **qualified auditor** who shall hold office until a new auditor is appointed and who shall at least once in each year thoroughly audit and check the accounts of the association and shall make such report to the annual general meeting as he deems fit and desirable. The auditor shall not be a member of the association.
- 11) **Alteration of Rules**
  - a) Subject to the Associations Incorporations Act 1981, these rules may be amended repealed or added to by a special resolution carried at a general meeting.
  - b) However an amendment, repeal or addition is valid only if it is registered by the chief executive (President).

Alterations and variations to this constitution can be made by a special resolution carried at any general meeting.

At **least** thirty (30) clear days notice in writing of proposed alterations, deletions and additions shall be given to all members.



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Any notice of motion to change the Constitution shall be in the hand of the secretary at least sixty (60) days before the start date of the annual general meeting.

Within three (3) months of passing the special resolution, the secretary must lodge the relevant documentation with the appropriate state government department.

## 14. COMMON SEAL

The executive shall provide for a common seal and for its safe custody.

The common seal shall only be used by the authority of the executive and every instrument to which the seal is affixed shall be signed by a member of the executive and shall be countersigned by the second member of the executive or by some other person appointed by the executive for the purpose.

## 15. DISSOLUTION OF THE ASSOCIATION

- 1) The organisation shall be dissolved if:
  - a) The membership is less than (9) persons; or
  - b) A resolution to that effect is carried by a vote of three fourths majority of the members present or by proxy qualified to vote and voting at a general meeting convened to consider the question.
- 2) Upon the winding up of the association under part 10 of the Associations Incorporation Act 1981, the affairs of the organisation shall be wound up and the property and other assets of the organisation remaining after payment of all expenses and other liabilities shall be handed over, transferred to, or otherwise vested in some other organisation, institution, or authority having similar objects as the association; voting at such general meeting, may by resolution decide and also chose a fund, authority or institution which is exempt from Income Tax.