

Australian Cartoonists' Association Inc.
August 1988

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AMENDMENT DATES:

November 1988, March 2002, November 2004

1.0 NAME:

1.1 The organization shall be called the Australian Cartoonists' Association Inc. (herein after called the ACA).

2.0 OBJECTS: The objects of the ACA are:

2.1 To improve the standing of cartoonists, provide a link between them and to stimulate public interest in cartooning.

2.2 To promote cartoon competitions and awards with the object of improving the standards of cartooning.

2.3 To promote, either alone or in conjunction with any other persons or Associations or Corporations approved by Board such functions as may be proper to achieve the objects and augment the funds of the ACA.

2.4 To appoint three Trustees to hold property whether real or personal on behalf of the ACA and for such other purposes that may be considered desirable. Such Trustees will be appointed for two financial years, unless approved by the incoming Board elected at the Annual General Meeting.

2.5 To publish books, pamphlets or other material when feasible to promote the objects of the ACA.

2.7 To maintain a presence on the World Wide Web promoting the ACA, its objects, cartooning and cartoonists.

2.7 To invest any money in the hands of the ACA not immediately required. Such securities may from time to time be re-invested in the names of the Trustees with the approval of a full Board meeting in order to achieve the best rate of interest.

2.8 To take and defend legal proceedings at the discretion of the Board.

2.9 To do all such acts as may be incidental or conducive for the attainment of the above objects of the ACA.

2.10 To make an annual donation to charity(s). The charity to be selected by the Board and is (are) not necessarily the same charity(s) as the previous year. The donations(s) should only be made if the Board considers the ACA's finances to be in a fit state.

3.0 MEMBERS: The ordinary members of the ACA shall be persons who agree to abide by this constitution. Membership is to consist of the following:

3.1 FULL MEMBERS: Any person who is a professional or semi-profession cartoonist producing artwork for newspapers, magazines, the print or electronic media nominated and seconded by two financial FULL MEMBERS and who in the opinion of the Board of the ACA is of a contemporary professional standard may be eligible for ordinary membership of the ACA. Any such person approved by the Board may become a FULL MEMBER of the ACA for the current financial year upon payment of a joining fee and annual fee as determined by the Board in accordance with Section 4.17 of this constitution. All financial FULL MEMBERS shall be entitled to stand for election for ACA offices and Board, vote at any General Meeting or Special Meeting, submit artwork for inclusion in the ACA Year Book and enter the STAN CROSS Awards subject to conditions laid down by the Board, vote for the STAN CROSS Awards or vote on any other occasions nominated by the Board.

3.2 ASSOCIATE MEMBERS: Any person nominated and seconded by two financial FULL MEMBERS and approved by the Board may be accepted as an ASSOCIATE MEMBER of the ACA for the current financial year upon payment of a joining fee and annual fee in accordance with Section 4.17 of this constitution. A financial ASSOCIATE MEMBER shall be entitled to speak at any General Meeting or Special Meeting but may NOT stand for election for ACA offices and Board, NOT vote at any General Meeting or Special Meeting, NOT submit artwork for inclusion in the ACA Year Book or be eligible to enter the STAN CROSS Awards, NOT vote for the STAN CROSS Awards or NOT vote on any other occasions nominated by the Board. ASSOCIATE MEMBERS will not receive a copy of the ACA Year Book but will be entitled to purchase the same at a fair price determined by the Board.

3.3 HONORARY LIFE MEMBERS: Honorary life membership may be conferred on any member of the ACA who in the opinion of the Board has served the ACA in an exceptional manner or is the recipient of the JIM RUSSELL AWARD. The category of membership shall be that to which they belong at the time of life membership being conferred.

3.4 PATRON: Any person considered worthy in a vote of at least 75% of a full Board meeting may be appointed PATRON of the ACA. The position of Patron may be withdrawn only on a vote of at least 75% of a full Board meeting.

3.5 CORPORATE MEMBERS: An Association, Corporation or Company nominated and seconded by two financial FULL MEMBERS and approved by the Board may be accepted as a CORPORATE MEMBER of the ACA for the current financial year upon payment of a joining fee and annual fee in accordance with Section 4.17 of this constitution. A financial CORPORATE MEMBER shall be entitled to speak at any General Meeting or Special Meeting but may NOT stand for election for ACA offices and Board, NOT vote at any General Meeting or Special Meeting, NOT submit artwork for inclusion in the ACA Year Book, NOT vote for the STAN CROSS Awards or NOT vote on any other occasions nominated by the Board. CORPORATE MEMBERS will be entitled to receive the ACA Year Book.

4.0 BOARD:

4.1 The administration of the ACA shall be in the control of a Board of Full Financial members nominated and duly elected by a majority of FULL MEMBERS on the ACA's ballot form issued at least thirty days prior to an Annual General Meeting. Any vacant position contested by only one member will see that member declared elected and announced as such at the Annual General Meeting. Such control and management shall be in accordance with this constitution and take effect at the commencement of the Annual General Meeting and continue for a term of two years.

4.2 The Board shall consist of the PRESIDENT, DEPUTY-PRESIDENT, SECRETARY, MEMBERSHIP SECRETARY, TREASURER and the elected VICE-PRESIDENT from each of the following areas: Western Australia, South Australia/Northern Territory, Queensland, New South Wales/ACT, Victoria/Tasmania. A quorum of the Board shall be five members.

4.3 VICE-PRESIDENTS will be elected for the following areas: Victoria/Tasmania, South Australia/Northern Territory, Queensland, Western Australia and New South Wales/ACT only by the financial full members of those respective States. VICE-PRESIDENTS from these areas should attend and vote at every meeting of the Board in accordance with Sections 4.5 and 4.8 of the Constitution, and will act as Chairman at any ACA meeting convened in their State in the absence of the PRESIDENT and DEPUTY-PRESIDENT. Each VICE-PRESIDENT will have the power of one vote on any or all matters brought before the Board.

4.4 At every second Annual General Meeting, all members of the Board shall retire and shall be eligible for re-election.

4.5 Any Board member who is absent from three Board meetings without reasonable cause may be replaced at the discretion of the Board.

4.6 Casual vacancies may be filled by the Board. Any person duly elected shall hold office for the remaining term only.

4.7 The Board shall appoint sub-committees, which may be deemed necessary to carry out special duties of the ACA. A quorum of a sub-committee shall be three members. A sub-committee shall not have the power to incur expenditure or to bind the Board. Recommendations or reports of the sub-committee shall not have effect unless and until adopted by the Board. The PRESIDENT is ex-officio on all sub-committees.

4.8 The Board shall meet at a place and in a manner at the discretion of the President, but not less than once per two months with Board members being able to attend in person or by other means as long as all those attending can participate in all the conversations that take place at the meeting. The Board may also conduct one meeting per year at which all members of the Board attend in person and, if necessary, have their attendance subsidised by the ACA if there are sufficient funds for such a meeting.

4.9 Minutes shall be kept and proper entries of all business transacted at every meeting of the Board and sub-committees. The minutes will be signed by the Chairperson of the following meeting at the approval of the minutes.

4.10 The PRESIDENT and TREASURER shall present reports for the preceding year at the Annual General

Meeting and shall cause accurate accounts to be kept of all payments and receipts and shall make up the accounts to the 30th June in each year. The auditor appointed by the Board shall audit the accounts.

4.11 The Board shall have the power to co-opt the services of such persons whom the Board deems fit to act in an advisory capacity.

4.12 The Board shall have the power to grant Honoraria at its discretion to members of the Board for Honorary service and/or expenses incurred in the administration of the ACA.

4.13 The Board shall have the power to reimburse members of the ACA as bona fide compensation for services rendered or expenses incurred on behalf of the ACA.

4.14 The PRESIDENT shall preside at all meetings of the Board in accordance with this Constitution unless reasonable cause for absence is shown. In the absence of the PRESIDENT and unless the DEPUTY PRESIDENT be available the first business of the Board is to elect a Chairperson. The Chairperson has the power of keeping order and conducting the business of the meetings. The Chairperson is bound to put to the vote a motion duly moved and seconded provided it is in order.

4.15 The Chairperson presiding at the meeting has an original vote as well as a casting vote to use where the voting is otherwise equal.

4.16 The SECRETARY shall attend all meetings of the Board in accordance with the Constitution unless reasonable cause for absence be shown, and will give notice of meetings in accordance with the times prescribed in the Constitution or as directed by the Board, to record the minutes of the meetings and present these to the Board within two weeks of the meeting, to deal with correspondence as approved and directed by the Board, keep the Chairman informed of any matters which may invalidate proceedings at a meeting to give advice and information to the Board.

4.17 The TREASURER shall attend all meetings of the Board in accordance with the Constitution unless reasonable cause for absence is shown. The TREASURER shall keep accurate records of the ACA's finances, invoice outstanding accounts, pay outstanding invoices, submit the balance sheets and accounts duly audited made up to the 30th June of the preceding financial year to the Annual General Meeting, and account for all monies received from and by the ACA. In transacting the business of the ACA, the Treasurer is not entitled to act otherwise than in accordance with lawful authority. The TREASURER will give advice and information to the Board. In making payments or financial transfers on behalf of the ACA, the TREASURER will first obtain Board approval for amounts above the "Ceiling Level". Board approval may be obtained by email or other practical means. The "Ceiling Level" must be determined at the start of the Board's term and reviewed and set annually by the Board. All payments or financial transfers on behalf of the ACA that are below the "Ceiling Level" should be made as a routine activity without prior approval of the Board. The Treasurer will conform to the requirements of Section 6.1 TRANSIT AND WORKING ACCOUNTS. Payments or financial transfers must be ratified at each board meeting for all activities since the previous Board meeting. The TREASURER at

each Board meeting should present a financial overview.

4.18 The Board shall from time to time determine the ACA's joining and annual fees, which must be approved by a majority of the members at the Annual General Meeting or at a Special Meeting, convened for that purpose.

4.19 Any dispute, situation, or circumstance arising out of or not covered by this constitution shall be determined by the Board whose decision shall be final.

4.20 State VICE PRESIDENTS may form a sub-committee from financial FULL or ASSOCIATE members who are residents of that State to administer the local affairs of the ACA. A list of such State office bearers should be forwarded to the Board for ratification within thirty days of its formation.

4.21 FECO. The Board will determine annually whether to continue or otherwise its membership of the Federation of Cartooning Organizations (FECO). The Australian President (FECO) shall be appointed by the Board for the term of that Board. The member shall be a financial FULL MEMBER of the ACA and shall act as an honorary officer. Should the FECO President not be a member of the Board the voting powers of the office shall be at the discretion of the Board and be restricted to matters involving FECO. The position of Australian FECO President may only be withdrawn on a vote of at least 75% of a full Board meeting.

4.22 The immediate Past President shall remain ex-officio on the incoming Board for a period of twelve months.

4.23 In the event that the position of PRESIDENT is declared vacant the DEPUTY-PRESIDENT will immediately assume the position of PRESIDENT until the end of the term of the Board. The vacant position of DEPUTY-PRESIDENT will be determined by the Board. In the event the DEPUTY-PRESIDENT is unable to fill the vacancy created by the departure of the PRESIDENT the Board will appoint a financial Full Member of the ACA to the position for the remainder of the term of the Board within thirty days of the vacancy or if an agreement on the position is unable to be reached by the Board call for nominations from the membership and an extraordinary election for the position take place in accordance with 4.1. In any event the membership is to be notified within thirty days of the position being filled by post or email and on the ACA web site.

5.0 TRUSTEES:

5.1 The elected Trustees of the ACA shall deposit, in the name of the ACA, money at interest in a bank or invest funds for an approve term as may be directed by the Board.

5.2 All cheques and any business transacted through the trust funds of the ACA shall be signed by any two of the elected Trustees.

5.3 In the absence of elected trustee, the Board may direct the Treasurer to make the above deposits. In such absences any two members of the Board may sign these cheques and business transactions.

6.0 TRANSIT AND WORKING ACCOUNTS:

6.1 These accounts shall be used for the general administration of the ACA. All cheques and business transacted through these accounts shall be signed by any two of the officers elected as signatories.

7.0 AUDITORS

7.1 An Auditor for the ACA shall be selected by the TREASURER and, if approved by the Board, be appointed as near as practicable to the beginning of the Boards term of office.

8.0 GENERAL MEETINGS and SPECIAL MEETINGS:

8.1 An Annual General Meeting shall be held at such time and place as the Board may decide, but no later than 30th November of any year. The business of the Annual General Meeting shall be to receive and consider reports from the Board, the balance sheets and accounts duly audited and made up to the 30th June of the preceding financial year, elect a PRESIDENT, DEPUTY PRESIDENT, five (5) VICE PRESIDENTS one each representing New South Wales, Victoria/Tasmania, South Australia/Northern Territory, Western Australia and Queensland each of whom must be a resident of the area to which they are elected, SECRETARY, TREASURER, MEMBERSHIP SECRETARY, Auditors and Trustees to transact any other business of which notice in writing must be given to the SECRETARY at least twenty one days prior to the meeting.

8.2 A quorum for any Annual General Meeting for any Special Meeting shall consist of no less that fifteen (15) financial Full Members. Should this not be obtained then such meeting shall be adjourned for a period of not less than seven (7) days on which day the provisions for a quorum shall be dispensed with.

8.3 At least fourteen (14) days notice of any meeting shall be given to members except Board meetings which comply with Section 4.8 of this constitution.

8.4 Special Meetings may be convened by the President at any time in accordance with Sections 4.8 and 8.3 of this constitution, unless otherwise altered by a majority of the full Board or twenty financial FULL MEMBERS, or if summoned to do so in writing by ten percent (10%) of the financial membership of the ACA, specifying the objects of the meeting at which no other business may be transacted other than that specified on notice to members.

8.5 Minutes shall be kept and proper entries made of all Annual General Meetings and Special Meetings and must be signed by the Chairperson.

8.6 In the absence of the PRESIDENT and DEPUTY PRESIDENT at any General Meeting or Special Meeting the VICE PRESIDENT in the state where the meeting has been convened will take the chair providing conditions of Section 8.2 of this constitution are adhered to.

8.7 Nominations for office bearers of the ACA shall be called for election at least ninety (90) days prior to the date of the Annual General Meeting. Nominations must be received in writing by the SECRETARY no later than sixty (60) days prior to the date of Annual General Meeting. All nominees must be advised in writing from the SECRETARY in accordance with Section 9.1 of this constitution and must confirm their acceptance in writing to the SECRETARY within fourteen (14) days.

8.8 Only financial FULL MEMBERS may nominate and/or accept positions as office bearers.

8.9 Voting for office bearers will be accepted only on the ACA's authorized ballot form as issued by the Board.

8.10 Members will be issued with the ACA's ballot forms within thirty (30) days of the date of the Annual General Meeting.

8.11 Sealed completed ballot forms must be returned by the final post to the address specified by the Board on the day prior to the Annual General Meeting or delivered sealed by hand to the location of the Annual General Meeting prior to the official opening of the Annual General Meeting by the PRESIDENT.

8.12 Officers appointed by the Board will commence the counting of the ballot when instructed to do so by the PRESIDENT at which time the PRESIDENT will declare all current positions vacant. The PRESIDENT will act as chairman until after the declaration of the newly elected PRESIDENT

8.13 The final tally of votes for all office bearers will be made known to the members upon completion of the counting and the elected members declared.

8.14 Only a nominee or his/her nominator may demand a recount of the vote.

8.15 In the event of two or more nominees receiving equal votes the position will be determined by a show of hands by those financial FULL MEMBERS present. The CHAIRPERSON does not have a casting vote in the election of office bearers. In the event of the show of hands being of equal number the nominees names will be placed in a hat or similar and the first drawn out declared elected.

8.16 Voting at General and Special Meetings shall be by show of hands, unless a secret ballot is agreed upon by the meeting or unless a special ballot form has been issued by the Board, the CHAIRPERSON having the casting vote in the event of the votes being equal.

9.0 NOTICES:

9.1 In every case where a notice is required to be given, the same may be served by the Board upon any member, either personally or by post, or EMAIL to such member at his last known place of address. Where a given number of days notice is required the day of service shall be counted as day one (1).

10.0 AMENDMENTS TO THE CONSTITUTION:

10.1 Amendments to the constitution shall only be made through a resolution passed by a majority of two thirds of those financial FULL MEMBERS voting on special ballot forms prepared by the Board and returned by post or hand delivered prior to the meeting to alter the constitution being declared open by the PRESIDENT at the notified time and location determined by the Board.

10.2 Notices convening such a meeting shall specify the proposed amendments in accordance with Section 8.4 of this constitution.

11.0 MEMBERS ACTING CONTRARY TO THE CONSTITUTION:

11.1 Should any member refuse to abide by this constitution or act contrary to such rules of behaviour as laid down by the Board, the member may be asked by the Board to give an explanation. Should the member fail to give a satisfactory explanation the member may at the discretion of the Board be expelled or suspended from the ACA.

11.2 In the case of a member being expelled or suspended from the ACA no fees or part thereof will be refunded.

12.0 RESIGNATIONS:

12.1 A member may at any time resign from the ACA by

giving notice in writing to the SECRETARY. Any member on ceasing to be a member of the ACA shall forfeit all rights and claims upon the ACA, its property and funds.

12.2 An ex-member of the ACA wishing to rejoin the ACA will be subject to all conditions as laid down by the ACA according to Sections 3.1, 3.2, 3.5, 4.17 of this constitution.

13.0 DISSOLUTION OF THE ACA:

13.1 In the event of the Board deciding that it is necessary or advisable to disband or reorganise the ACA it should call a Special Meeting to decide the issue.

13.2 A decision on such disbandment or re-organisation shall be agreed by a majority of financial FULL MEMBERS voting in favour.

13.3 In the event of a dissolution being approved, any assets and/or documents remaining after any proper debts and liabilities shall be applied towards a body or association having similar objects or as near as may be to those in Section 2, paragraphs 1 through to 9 of this constitution.

14.0 THE STAN CROSS AWARDS FOR MEDIA ART:

14.1 The Board shall make every effort to stage an annual awards recognizing excellence in cartooning on the first weekend of November to be known as the STAN CROSS AWARDS FOR MEDIA ART.

14.2 The Board shall have the power to decide the type and number of categories, conditions of entry, form of and sponsorship of the STAN CROSS AWARDS.

14.3 All financial FULL MEMBERS may vote in every category of the STAN CROSS AWARDS with the exception of the JIM RUSSELL AWARD FOR SPECIAL CONTRIBUTION TO AUSTRALIAN CARTOONING CATEGORY which will be decided on a majority vote of the Board from nominees submitted by financial FULL MEMBERS, Board members may make recommendations for the award at the time of debate and voting. Should a vote be tied between two nominees a second ballot shall be taken after further debate. Should the vote still be tied the PRESIDENT shall have the casting vote.

15.0 THE JIM RUSSELL AWARD. The Board shall make every effort to present an Annual JIM RUSSELL AWARD at the STAN CROSS AWARDS. Should any nominations not be deemed worthy at the time of the nomination the Board may determine not to present the award.

Put to the membership and adopted this day the sixth day of November two thousand and four.

*James Kemsley, President
Steve Panozzo, Secretary
Mick Horne, Treasurer
Roger Fletcher, NSW
Gary Clark, Queensland
John Martin, South Australia
Vane Lindesay, Victoria/Tasmania
Greg Smith, Western Australia*

