

CONSTITUTION

The Australian Society of Mayflower Descendants Inc.

26 January 2020

ARTICLE I – NAME

- (1) The name of this Member Society shall be **The Australian Society of Mayflower Descendants Inc**, henceforth referred to as “Society”.
- (2) This organization (Society) will incorporate our Seal, depicting Mayflower 1620 and Australia 2020.
- (3) Membership shall be granted as provided hereinafter.

ARTICLE II – OBJECTIVE and MISSION

The objective of this Society shall be to: (1) perpetuate the memory of our forefathers (Pilgrims); to honor and preserve their unfailing strength, undying courage and abiding faith; and to maintain and defend their principles of civil and religious liberty to which they themselves and those after them had committed their lives. (2) Be known and recognised as a not for profit incorporated organisation, under the provisions of the Associations Incorporations Act 1981 and complying with Australian Taxation codes and or other Commonwealth State and Territories codes.

ARTICLE III – MEMBERSHIP

Section 1. Qualifications for Membership: Every descendant by blood lineage of any designated passenger on the Mayflower voyage which ended at Plymouth U.S.A. on 26 December 1620, shall be eligible for membership in this Society. No person shall be eligible for membership who is pledged to or advocates the overthrow by force or violence of the Government of the United States, or the Commonwealth of Australia or any of her states or territories. No person shall have membership who has been found guilty of committing a criminal offense. The society has the right to expel any such person who has committed such an offense. Any questions arising hereunder shall be determined by the Society Board of Assistants (BOA).

Section 2. Membership Classes: There shall be five classes of membership in this Society.

- a. **Regular Member:** Any person who has attained the age of 18 and who is in good standing in accordance with the constitution.
- b. **Life Member:** A Regular Member over the age of 45 who has paid the Life Member Fee designated in the Standing Rules or who has attained 25 consecutive years in good standing within The General Society of Mayflower Descendants (GSMD).
- c. **Junior Member:** A person under the age of 18 who has been sponsored by a Regular or Life Member, and who otherwise meets the qualifications of ARTICLE III Section 1.

- d. **Associate Member:** A spouse of a member with an interest in the Society, who can in no other way qualify for membership on his/her own. Associate Members may attend meetings and other functions, but they cannot vote in the Society business.
- e. **Charter Member:** Any one of the original 21 founders of this Society, will be hence forth be known as a Charter Member with added privileges as noted in the Standing Rules.

Section 3. Application Procedures:

- a. **Regular Member:** A prospective member over the age of 18 obtains an application form from the Society Historian. When completed and signed by the applicant, it shall be returned to the Society Historian, and the application fee and first year's dues shall be paid to the Society Treasurer. The name of the applicant may then be submitted to the BOA for election to the Society contingent upon receipt of final approval from the Historian General. Upon notification by the Historian General that the application has been approved, the Society Historian shall assign a society number and notify the Governor who shall take appropriate action to "Welcome" the new member to the Society. If the application is rejected by the Historian General, the contingent election is nullified. The Historian shall so notify the applicant, and the dues portion of the application fee shall be refunded. The application shall be completed within one year, if it cannot be completed within one year, the documents submitted by the applicant shall be returned with the unused first year's dues. However, if a delay in excess of the one year limit should occur because of question(s) raised by the Historian General, an additional 6 months to complete the application process shall be granted in which to resolve the Historian General's question(s). At the end of this extension the application will be returned.
- b. **Junior Member:** A member in good standing may make application for membership on behalf of any person under 18 years of age who is related to a past or present member by blood through the proven line. The application shall be made to the Historian on the form provided by the Society. The completed application should be signed by the recommending member and sent with the fee (Designated in Standing Rules) to the Historian. Proof of direct blood line relationship and the birth certificate are required. Upon

attaining 18 years of age, a Junior Member may become a Regular Member by complying with the requirements of ARTICLE III Section 3a.

- c. **Life Member:** Life Membership may be obtained by a Regular Member over 45 years of age who has paid annual dues for at least one year and has paid the Life Member Fee listed in the Standing Rules. To remain a Life Member of the Society, he or she must keep their contact information current annually with the Secretary and Treasurer of the Society. Life Members shall be exempt from paying further dues. Life Memberships are non-transferrable from one Society to another.
- d. **Associate Member:** A spouse of any member over the age of 18 who cannot qualify for Regular Member status may make application for membership. An application will be obtained from the Historian, processed and voted into membership by the BOA. Associate members will pay the same Annual Dues as set forth by the Society in accordance with their spouse's status, Regular Member or Charter Member. Associate Members will not have any vote in the Society business.
- e. **To remain a member in good standing** in the Society, annual dues must be current. Any member, for cause of conduct prejudicial to the interests of the Society, may be suspended or expelled by a two-thirds vote of the BOA.

Section 4. Supplementals: A member may apply for a supplemental line of descent by completing the necessary proof of lineage documentation with the Historian and the payment as designated in the Standing Rules.

Section 5. Transfers & Dual Memberships: An applicant wishing to transfer from or to another Member Society, or for Dual Membership, shall follow procedures in the ARTICLE III, except that neither entrance fee nor worksheet is required. A statement that the applicant is in good standing is required of the relevant Society from which the applicant is a member. Transfer members who have paid annual dues to the Member Society from which they have transferred shall pay dues to this Society for the year in which the transfer is made. Applicants for Dual Membership shall pay dues to the Society for the year during which membership is accepted.

Section 6. Resignations & Reinstatements

a. Resignations:

(1) A member in good standing may resign by notifying the Secretary in writing within six months immediately following the most recent year for which dues were paid.

(2) The resignation takes effect at -

- a. The time the notice is received by the Secretary; or
- b. If a later time is stated in the notice – the later time.

b. Termination:

(1) The BOA may terminate a members membership if the member -

- a. Is convicted of an indictable offence; or
- b. Does not comply with any of the provisions of these rules; or
- c. Has membership fees in arrears for at least six months; or
- d. Conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.

(2) Before the BOA terminates a members membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.

c. Appeal:

(1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the persons intention to appeal against the decision.

(2) A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision.

(3) If the Secretary receives a notice of intention to appeal, the Secretary must, within 1 month after receiving the notice, call a general meeting to decide the appeal.

d. Reinstatements: A member in good standing who resigns may be reinstated if the application, together with annual dues for the current year, is made in writing to the Secretary. Delinquent members who are dropped for non-payment of dues may be reinstated with payment of dues for the current and previous year's dues.

Section 7. Register of Members

- a. The BOA must keep a register of members of the association.
- b. The register must include the following particulars for each member –
 - (1) The full name of the member;
 - (2) The postal or residential address of the member;
 - (3) The date of admission as a member;
 - (4) The date of death or time of resignation of the member;
 - (5) Details about the termination or reinstatement of membership;
 - (6) Any other particulars the BOA or the members at a general meeting decide.
- c. The register must be open for inspection by members of the association at all reasonable times.
- d. A member must contact the Secretary to arrange an inspection of the register.
- e. However, the BOA may, on the application of a member of the association, withhold information about the member (other than the members full name) from the register available for inspection if the BOA has reasonable grounds for believing the disclosure of the information would put the member at risk of harm.

ARTICLE IV – OFFICERS

Section 1. Officers: The elected Officers of this Society may be Governor, Deputy Governor, Secretary, Treasurer and four Assistant members.

Section 2. Term of Office: The members of the BOA shall be elected at the annual general meeting.

Section 3. Vacancy in Office: The BOA shall fill any vacancy occurring in the list of Officers, Assistants, or committees by a Majority vote of the BOA, except that of Governor, which shall be filled by the Deputy Governor.

Section 4. Responsibilities of Elected:

- a. **The Governor shall**

1. Be the Chief Executive Officer and Official Representative of the Society.
 2. Preside at all meetings of the Society and the BOA.
 3. Perform such duties as pertain to the Chief Officer of the Society.
- b. **The Deputy Governor shall**
1. Preside when the Governor is unable to be at a meeting.
 2. Succeed to the Office of Governor for the un-expired term in the event of a vacancy in that office.
 3. Chair the Program Committee
 4. Perform other duties the Society may reasonably require.
- c. **The Secretary shall**
1. Keep an accurate record of all proceedings of the meetings of the Society and the BOA.
 2. Be responsible for providing membership information to the General Society.
 3. Conduct the general correspondence of the Society.
 4. Perform other duties the Society may reasonably require.
- d. **The Treasurer shall**
1. Maintain the financial records of the Society.
 2. Be the official representative to the Australian Taxation Office.
 3. Chair the Finance Committee.
 4. Perform other duties the Society may reasonably require.
- e. **The Assistants shall**
1. Be members of the BOA.
 2. Perform other duties the Society may reasonably require.

ARTICLE V – BOARD OF ASSISTANTS (BOA)

Section 1. Control: Control of the affairs of the Society shall be in the hands of the Board of Assistants, herein called the BOA.

Section 2. Term of Office: BOA members shall be elected at the Annual meeting, or until their successors are elected.

Section 3. Composition: The members of the BOA may be:

- a. **Elected Members**

1. All Officers
2. Four other members

Section 4. Functions of the BOA Management Committee

- a. Subject to these rules or a resolution of the members of the association carried at a general meeting, the BOA has the general control and management of the administration of the affairs, property and funds of the association.
- b. The BOA has authority to interpret the meaning of these rules and any matter relating to the association on which the rules are silent, but any interpretation must have regard to the Act, including any regulations made under the act.
- c. The Act prevails if the associations rules are inconsistent with the Associations Incorporations Act 1981.

Section 5: BOA Meetings

- a. BOA meetings shall be held as needed.
- b. At least one meeting shall be held within eight weeks of the Society's Annual Meeting and at least every four months thereafter.
- c. All BOA meetings may be held electronically.

Section 6. Minutes of BOA Meetings

- a. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each BOA meeting are entered in a minute book.
- b. To ensure the accuracy of the minutes, the minutes of each BOA meeting must be signed by the chairperson of the meeting, or the chairperson of the next BOA meeting, verifying their accuracy.

Section 7. Resignation, removal or vacation of office of Board of Assistants (BOA) committee member

- a. A member of the BOA may resign from the committee by giving written notice of resignation to the Secretary.
- b. The resignation takes effect at –
 - (1) The time the notice is received by the Secretary; or

- (2) If a later time is stated in the notice – the later time.
- c. A member 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.
 - d. 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.
 - e. A member has no right of appeal against the members removal from office under this rule.
 - f. A member immediately vacates the office of member in circumstances mentioned in section 64(2) of the Act.

Section 8. Standing Rules: The BOA shall have the authority to adopt and revise the Standing Rules.

Section 9. Attendance: A member of the BOA who is absent without excuse at three successive meetings of this BOA vacates his membership on the BOA.

Section 10. Quorum: At all meetings of the BOA, a minimum of one-half of the statutory positions (Governor, Deputy Governor, Secretary, Treasurer) plus one other shall constitute a quorum.

Section 11. BOA Voting: All voting of the BOA may be accepted electronically. Results of voting shall be made available immediately to the BOA via the same process.

ARTICLE VI – NOMINATIONS & ELECTIONS

Section 1. Election of Officers and BOA Members: Australian Society Officers and BOA Members shall be elected annually by ballot at the Annual Meeting in the year of election. If there is but one nominee for office, the vote may be viva voce.

- a. General Society Officers are nominated by each Member Society BOA and elected by the General Society in Congress. These two positions shall be; Deputy Governor General (DGG) and Assistant General (AG). They shall represent the Society on the General BOA of Assistants until the next

regular meeting of the General Congress, or until replaced by death, resignation or removal in which case the Society shall notify the Secretary General and within three months certify to the Secretary General its nomination to fill the vacancy.

Section 2. Assumption of Duties: Officers assume their duties at the close of the Annual meeting. All outgoing officers shall pass on to their successors all materials, supplies, equipment and records within 45 days.

Section 3. Installation: An Installation Ceremony may be conducted following the election of Officers and BOA.

ARTICLE VII – COMMITTEES

Section 1. Standing Committees: There may be the following committees: Finance, Program, Education and Sunshine (Scholarship). The BOA shall have the authority to appoint other committees as needed.

ARTICLE VIII – ANNUAL & GENERAL MEETINGS OF THE SOCIETY

Section 1. Annual Meeting: The Annual Meeting shall be held at a location designated by the BOA. For physical meetings, consideration shall be given to make it as accessible to as many members as possible and rotate that location from year to year.

- a. The first annual general meeting must be held within 6 months after the end date of the association's first reportable financial year.
- b. Each subsequent annual general meeting must be held:
 - (1) At least once each year; and
 - (2) Within 6 months after the end date of the association's reportable financial year.

Section 2. Quorum: At all general/annual Society meetings the quorum will consist of the number of members elected to the BOA plus one.

Section 3. Business to be Conducted at Annual General Meeting

- a. The following business must be conducted at each annual general meeting of the association –
 - (1) Receiving the association’s financial statement, and signed statement, for the last reportable financial year;
 - (2) Presenting the financial statement and signed statement to the meeting for adoption;
 - (3) Electing members of the BOA management committee.

Section 4. Notice of General Meeting

- a. The Secretary may call a general meeting of the association.
- b. The Secretary must give at least 14 days notice of the meeting to each member of the association.
- c. If the Secretary is unable or unwilling to call the meeting, the president must call the meeting.
- d. A notice of a general meeting must state the business to be conducted at

Section 5. Minutes of General Meetings

- a. The Secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each general meeting are entered in a minute book.
- b. To ensure the accuracy of the minutes –
 - (1) The minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy: and
 - (2) The minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.
- c. If asked by a member of the association, the Secretary must, within 28 days after the request is made –
 - (1) Make the minute book for a particular general meeting available for inspection by the member at a mutually agreed time and place; and
 - (2) Give the member copies of the minutes of the meeting.

- d. The association may require the member to pay the reasonable costs of providing copies of the minutes.

ARTICLE IX – DUES & FINANCE

Section 1. Annual Dues: The amount of annual dues is listed in the Standing Rules and is payable to the Society by the start of the financial year, after which date they may be considered in arrears.

Section 2. Budget: The Treasurer shall submit a preliminary budget to the BOA at the pre-annual meeting. The final budget shall be adopted by the BOA at the post-annual meeting.

Section 3. Funds and Accounts

- a. The funds of the association must be kept in an account in the name of the association in a financial institution decided by the BOA management committee.
- b. Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- c. All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- d. A payment by the association of \$100 or more must be made by credit card or electronic funds transfer after approval electronically by any two of the following; Governor, Deputy Governor, Secretary or Treasurer.
- e. A petty cash account must be kept on the imprest system, and the BOA must decide the amount of petty cash to be kept in the account.
- f. All expenditure must be approved or ratified at a BOA meeting.

Section 4. General Society Congress/Meetings: The BOA may authorize a limited reimbursement of some expenses for the attendance to General Society Congress/ Meetings provided there are sufficient funds available in the current year's budget to cover such approved expenses.

Section 5. Financial Year: The end date of the association's financial year is 30 June in each year to fit with Australian financial standard and reporting timelines.

Section 6. Audit: The financial records of the Society shall be audited triennially, or as special circumstances require, by three members of the Society.

ARTICLE X – GENERAL

Section 1. Robert’s Rules of Order: All meetings of the BOA and Society shall be conducted according to Robert’s Rules of Order, Newly Revised.

Section 2. The Common Seal of the Society

- a. The BOA must ensure the association has a common seal.
 - (1) The common seal must be –
 - (2) Kept securely by the BOA; and
- b. Used only under the authority of the BOA.
 - (1) Each instrument to which the seal is attached must be signed by a member of the BOA and countersigned by –
 - (2) The Secretary; or
- c. Another member of the BOA; or
- d. Someone authorized by the BOA.
 - (1) Shall contain a representation of a sailing vessel of the 17th Century encircled by the name of the Society and the inscription “Plymouth 1620 and Australia 2020” and (5) stars reflecting the Southern Cross.

Section 3. General Financial Matters

- a. On behalf of the BOA, the treasurer must, as soon as practicable after the end of each financial year, ensure a financial statement for its last reportable financial year is prepared.
- b. The income and property of the association must be used solely in promoting the association’s objects and exercising the association’s powers.

Section 4. Documents

The BOA must ensure the safe custody of books, documents, instruments of title and securities of the association.

ARTICLE XI – AMENDMENTS

Section 1. Method:

- a. Subject to the Act, 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.

ARTICLE XII – DISSOLUTION

Upon dissolution of the Society, the remaining assets shall be distributed to the General Society of Mayflower Descendants (GSMD).