



GENGHIS CONVENTIONS CONSTITUTION

Initially Approved at AGM on 2 February 2003. Revised at SGM on 26 November 2006, AGM on 18 January 2015, AGM 17 January 2016

1. Name

1.1 The name of this Association is Genghis Conventions (Incorporated).

1.2 The logo of this Association shall be that depicted at the top of this document.

2 Objectives

2.1 Genghis Conventions is an Association designed to promote Science Fiction and Fantasy works to the general public through a low cost yearly convention.

2.2 The income and property of Genghis Conventions shall be applied solely towards the promotion of the objectives of Genghis Conventions. No portion of the income shall be paid, transferred or distributed, directly or indirectly, to the Members of Genghis Conventions. However, any officer or employee of Genghis Conventions or any other person, whether they are a Member or not, may receive payment for services rendered to Genghis Conventions in the promotion of those objectives or purposes.

2.3 Liability – no Member of the Committee shall be personally liable for any debts incurred by Genghis Conventions.

3 Definitions

In this constitution, unless the contrary intention appears:

- ‘the Act’ means the Associations Incorporation Act of 1987
- ‘AGM’ refers to the Annual General Meeting outlined in section 7.1
- ‘the Association’ refers to the Association described in section 1
- ‘Bank Account’ refers to any bank account held for or on behalf of the Association, or that holds funds for or on behalf of the Association
- ‘By-Laws’ refers to the By-laws outlined in section 5.4
- ‘the Committee’ refers to the Committee of Management outlined in section 6
- ‘Committee Meeting’ refers to the meetings outlined in section 7.2
- ‘Committee Member’ refers to a member of that Committee
- ‘the Constitution’ refers to this document as a whole
- ‘the Convention’ refers to the Convention outlined in section 13

- ‘Financial Year’ refers to the financial year outlined in section 10.3
- ‘Meeting’ refers to any meeting as outlined in section 7
- ‘Member’ refers to any member of the Association as outlined in section 9
- ‘Objectives’ refers to the objectives outlined in section 2
- ‘President’ refers to the President outlined in section 6.2.1
- ‘Quorum’ refers to the quorums outlined in sections 7.1.7 and 7.2.3
- ‘Regulations’ refers to the Regulation outlined in section 5.3
- ‘Secretary’ refers to the Secretary outlined in section 6.2.2
- ‘SGM’ refers to the Special General Meeting outlined in section 7.1
- ‘Treasurer’ refers to the Treasurer outlined in section 6.2.3
- ‘WASFF’ refers to the Western Australian Science Fiction Foundation

4 Powers of Association

4.1 The powers conferred on the Association by Section 13 of the Act are subject to the following additions, exclusions or modifications:

There are no additions, exclusions or modifications at present.

5 The Constitution and By-Laws

5.1 Ratification: This Constitution will go into effect as of the date of incorporation.

5.2 Procedure for alterations to the Constitution: Any part of this Constitution can only be changed by a proposal at an AGM or SGM, when it is accepted by 75% of the Members present.

5.3 Regulations: A Regulation is a governing rule of the Association that all Members must abide by. Where a Regulation conflicts with the Constitution, the Constitution takes precedence.

5.3.1 Procedure for alteration of a Regulation: A Regulation can only be changed by a proposal at an AGM or SGM, when it is accepted by a simple majority of the Members present.

5.4 By-Laws: A By-Law is a governing rule of the Association that all Members must abide by. Where a By-Law conflicts with a Regulation or the Constitution, the Regulation or the Constitution takes precedence.

5.4.1 Procedure for alteration of a By-Law: The Committee may make or change By-Laws by a simple majority resolution.

6 Committee of Management

6.1 The Committee: The affairs of the Association shall be managed by a Committee consisting of:

- a) The Executive Committee, as outlined in Section 6.2
- b) Not less than three (3) other persons who shall fill the required committee positions as outlined in the Regulations

6.1.1 Members of the Committee will be elected at the Annual General Meeting (AGM) and will hold office until the next Committee Handover Meeting. All retiring Members may be eligible for re-election. Nominations for the Executive Committee positions shall not have held that position for the past three years consecutively.

6.2 Executive Committee Positions

6.2.1 President

Responsibilities:

- a) Call Meetings in conjunction with the Secretary.
- b) Chair all Meetings. In the event of the absence of the President, the Secretary shall chair the meeting.
- c) Liaise with WASFF as required.
- d) Keep all Committee Members interested and on track.
- e) Any tasks not specifically mentioned become the responsibility of the President, who may delegate to other Committee Members as appropriate.

6.2.2 Secretary

Responsibilities, unless Members resolve otherwise at a Committee Meeting:

- a) Call Meetings in conjunction with the President.
- b) Take minutes of all meetings and distribute to all the Committee Members and other meeting attendees.
- c) Take correspondence and forward to the appropriate Committee Member(s) at or before the next Committee Meeting.
- d) Maintain a correspondence file of all correspondence in and out.
- e) Liaise with WASFF as required.
- f) Chair meetings in the absence of the President.

- g) Have custody of all books, documents, records and registers of the Association, other than those required by rule 6.2.3 to be kept and maintained by, or in the custody of, the Treasurer.
- h) Comply on behalf of the Association with –
 - (i) Section 27 of the Act with respect to the register of Members of the Association.
 - (ii) Section 28 of the Act by keeping and maintaining in an up to date condition the rules of the Association and;
 - (iii) Section 29 of the Act by maintaining a record of –
 - A. the names and residential or postal addresses of the persons who hold the offices of the Association provided by these rules, including all offices held by the persons who constitute the Committee and persons who are authorised to use the common seal of the Association under rule 11; and
 - B. the names and residential or postal addresses of any persons who are appointed to act as trustees on behalf of the Association.
 - (iv) Upon the request of a Member of the Association, must make available those records required by sections 27, 28 and 29 of the Act for the inspection by a Member and the Member may make a copy of or take and extract from the records but will have no right to remove the records for that purpose.

6.2.3 Treasurer

Responsibilities, unless Members resolve otherwise at a Committee Meeting:

- a) Handle all incoming and outgoing financial transactions of the Association.
- b) Have custody of all securities, books and documents of a financial nature, and accounting records of the Association.
- c) Keep such accounting records correctly and explain the financial transactions and financial position of the Association.
- d) Create and present a financial report for each Meeting.
- e) Keep the accounting records in such a manner as will enable true and fair accounts of the Association to be conveniently and properly audited; and
- f) Submit to Members at each AGM of the Association accounts showing the financial position of the Association at the end of the immediately preceding financial year.
- g) Arrange for the financial records to be reviewed/audited annually in accordance with requirements of the Associations Incorporated Act (1987) as amended.

- h) Arrange transfer of the Bank Account/s signatories at the commencement of the new Committee.
- i) Set budgets (to be approved at Committee Meetings).

6.3 Responsibilities and Privileges of Committee Members

- Committee Members each hold one vote at Committee Meetings. Committee Members holding more than one position still have only one vote.
- Committee Members may hold up to two non-Executive Committee positions.
- Committee Members who hold an Executive Committee position may hold no other Committee position.
- Committee Members are required to attend meetings at the specified time or send apologies to the President or Secretary prior to the meeting.
- Membership of the Committee shall cease when any one of the following occurs:
 - a) the Committee Member resigns by written resignation to the President or Secretary
 - b) the Committee Member is absent from three consecutive meetings without apologies and a successful motion is passed by the Committee to remove the Committee Member
 - c) the Committee Member fails to perform their duties after an official warning has been give to the Committee Member, where the failure is detrimental to the Association, and a successful motion is passed by the Committee to remove the individual from the Committee.
- Other duties as outlined in the Regulations and By-Laws.

6.4 Replacement of a Committee Member

- If a replacement Executive Committee Member is required during the term of a Committee, the new Executive Committee Member must be appointed at an SGM by the procedure outlined in Sections 8.2 and 8.3.
- If replacement of non-Executive Committee Members are required during the term of a Committee, the new Non-Executive Committee Member may be appointed by majority vote of the Committee at any Committee Meeting.

7 Meetings

7.1 Annual General Meetings (AGM) and Special General Meetings (SGM)

- 7.1.1** The AGM of Members shall be held at the Annual Members Convention, the date to be fixed by the Committee.
- 7.1.2** An SGM of Members may be convened at such times as deemed necessary by the Committee, or where at least six (6) Members request the Committee to call an SGM of Members. The Committee shall call the meeting within 14 days of receiving the request.
- 7.1.3** The Secretary must provide all Members with at least **14 days** notice of an AGM or SGM by means of public notice advertisement, specifying when and where the meeting will be held.
- 7.1.4** A special resolution may be moved at either an AGM or SGM. However, the Secretary must provide all Members with no less than **21 days** notice of the meeting at which a special resolution is to be proposed, including
- those matters specified in sub-rule 7.1.3 as relevant,
 - the resolution to be proposed, and
 - the intention to propose it as a special resolution.
- 7.1.5** The new Committee shall be voted for at the AGM.
- 7.1.6** Financial reports and general reports on the previous financial year shall be available to all Members at the AGM.
- 7.1.7** **Quorum at an AGM or SGM:** Ten (10) Members present in person constitute a quorum; this will include two (2) office bearers of the Committee.
- 7.1.8** If within 30 minutes of the time specified for the holding of such a meeting, in a notice given under sub-rule 7.1.2 or as a result of notice referred to in 7.1.4, a quorum as specified in sub-rule 7.1.7 is not met then the meeting shall stand adjourned to the same time on the same day in the following week at a venue designated by the Committee.
- 7.1.9** If within 30 minutes of the time appointed by sub-rule 7.1.8 for the resumption of the adjourned AGM or SGM a quorum is not present, the Members who are present in person may nevertheless proceed with the business of that meeting as if a quorum were present.
- 7.1.10** The President may, with the consent of the AGM or SGM at which a quorum is present, and must if so directed by such a meeting, adjourn that meeting to another date.

7.1.11 There must not be transacted at an adjourned meeting any business other than business left unfinished or on the agenda at the time with the AGM or SGM was adjourned.

7.1.12 When an AGM or SGM is adjourned for period of 30 days or more, the Secretary must give notices under sub-rule 7.1.3 or 7.1.4 of the adjourned meeting as if that meeting were a fresh AGM or SGM.

7.2 Committee Meetings

7.2.1 Committee Meetings shall be called by an Executive of the Committee. The next Committee Meeting shall be scheduled prior to the closure of any Committee Meeting. Notice of additional Committee Meetings shall be done by a method approved by the Committee at the beginning of their term.

7.2.2 General Meeting Guidelines:

- Committee Meetings shall be chaired by the President or, in the absence of the President, by the Secretary.
- For a matter at Committee Meetings to be accepted, it must be approved by quorum or a majority of Committee Members present at the meeting, whichever is larger.

7.2.3 Quorum for a Committee Meeting: 50% (round up for odd numbers) of the elected Committee Members; this will include two (2) office bearers of the Committee.

7.3 Committee Handover Meeting

A Committee Meeting shall be held not more than one calendar month after the AGM, at which time the current Committee shall hand over the affairs of the Association to the new Committee. The new Committee shall be empowered and the old Committee shall be dissolved.

8 Election of Committee Members

8.1 Elections

Elections shall be held annually at the AGM.

8.2 Nominations

- Any interested person may nominate himself or herself for a position.
- Any person may nominate any other person for a position with that person's consent
- Nominations for positions must be given in one of the following forms:
 - a) to the Secretary in writing, prior to the AGM, or

- b) verbally from the floor at the AGM prior to the commencement of the voting for the nominated position.
- A person may nominate for as many positions as desired, but may only hold positions as outlined in section 6.3.
- If the nominee is not a current Member of the Association they must become a Member upon election to the Committee.

8.3 Voting

- Committee Members shall be elected by majority vote of Members present at the AGM.
- Voting shall be by show of hands.
- All voting shall be done in an open and transparent manner.
- Voting shall be in person, no proxy voting shall be allowed.
- Committee positions shall be voted upon individually.
- Nominees shall be given the opportunity to hold the floor for no longer than one minute to address the membership immediately before voting for the nominated position commences.
- In the event that no nominee receives the majority of votes for a position, the candidates with the most votes will be subject to a vote of approval. If that candidate is not approved, the nominations for that position will be retaken and the voting process will start over for that position.

9 Membership

- 9.1** Membership is open to any adult member of the community who applies for admission and who pays the annual fee as prescribed by the Committee.
- 9.2** The Committee from time to time will determine the amount of the subscription to be paid by each Member.
- 9.3** Each Member must pay their annual subscription, as specified in sub-rule 9.2, to the Association or at the Convention, the date of which shall be set by the Committee each year.
- 9.4** A person who wishes to become a Member must fill in a membership form and forward the appropriate fees to the Treasurer or designated Committee Member.
- 9.5** Minors wishing to participate shall do so as “**Affiliates**” under the auspices of their guardian, who will join the Association as a Member. The name(s) and residential or postal address of said guardian will then be added to the register of Members.

- 9.6** Period of Membership: A Membership is valid from the time of acknowledgement of the Membership by the Committee, where a receipt of payment from a Committee Member or an approved delegate of the Committee is one such form of acknowledgement, until the end of the financial year in which the next AGM is scheduled, unless the membership form specifies otherwise.
- 9.7** Registration of Membership: The Secretary shall, on behalf of the Association, keep and maintain the register of Members in accordance with section 27 of the Act.
- 9.8** Expulsion, cancellation and/or refusal of membership: Members may be expelled from any Association event and/or have their membership cancelled without refund, or the committee can refuse to accept a membership application at the discretion of the Committee, for any of the following reasons:
- breaking any rules of the Association at an Association event or having previously broken any rules of the Association at an Association event.
 - breaking any rules of the venue of an Association event or having previously broken the rules of the venue at an Association event.
 - behaving in such a way that harm, physical or otherwise, is caused to any person or property at an Association event or having previously behaved in such a way at an Association event.
 - having been convicted of a criminal offence

10 Financial Matters

10.1 Not for Profit Organisation

- 10.1.1** The assets and income of the Association shall be applied solely in furtherance of its Objectives. No portions shall be distributed directly or indirectly to the Members or Committee Members except as *bona fide* compensation for services rendered or expenses incurred on behalf of the Association.
- 10.1.2** In the event of the Association being dissolved, any assets remaining after the Association's debts and liabilities have been resolved in full shall be :
- a) transferred to another association, incorporated under the Act, which has objectives similar to those of the Association and rules prohibiting distribution of its assets and income to Members, similar to Section 10.1.1, above; or
 - b) used for charitable purposes, which shall be determined by resolution of the Members.

10.2 Expenses

10.2.1 The Bank Account/s will have four (4) signatories: President, Treasurer, Secretary and one other nominated Committee Member. Any two of these people may sign to withdraw funds from the account, in line with the rules of the financial institution.

10.2.2 Reimbursement of Committee Expenses: the Committee can claim any reasonable expenses incurred on behalf of the Association by means outlined in the Regulations.

10.3 Financial Year: The financial year will be from 1st February to 31st January.

11 Common Seal of Association

The Association shall have a Common Seal, which shall be in the custody of the Treasurer and shall not be used except with the authority of a resolution of the Committee. All such uses shall be recorded in the minutes. Affixing the Seal shall be witnessed by two members of the Committee.

12 Inspection of Books and Documents by Members

In accordance with the Act, Members may at any reasonable time inspect without charge the books, documents, records and securities of the Association. The Member may make a copy or take an extract, but shall have no right to remove the documents for this purpose.

13 The Convention ('GenghisCon')

The Convention shall be run in accordance with the guidelines as set out in the Regulations.

END OF CONSTITUTION

GENGHIS CONVENTIONS REGULATIONS

These regulations are made in accordance with Section 5 of the Genghis Conventions Constitution.

1. Non-Executive Committee Members

Non-Executive Committee Members shall be elected to carry out the committee tasks described in the By-Laws.

2. Support Positions (non-committee)

Committee Members shall, at their discretion, nominate people to act in a supporting role, to carry out the support tasks described in the By-Laws.

3. Expenses

Committee Members may, at their discretion, claim expenses in the categories and types described in the By-Laws.

4. The Convention (“Genghis Con”)

The Convention shall be run on an annual basis whenever possible.

The costs of the Convention to participants shall be as minimal as possible, so that the Convention is accessible to all members of the community.

GENGHIS CONVENTIONS BY-LAWS

These by-laws are made in accordance with Section 5 of the Genghis Conventions Constitution.

1. Non-Executive Committee Tasks

- Committee Members shall be nominated by the Committee to carry out or oversee the following tasks.
- Committee Members are free to delegate the implementation of tasks, or to create a subcommittee to implement tasks, but retain sole responsibility for oversight.

1.1 Venue Organisation

- Liaise with venue management.
- Forward queries from the Committee to venue management and vice versa.
- Arrange venue bookings and ensure correct details.
- Deal with keys for venue (unlocking and locking for the Convention).
- Liaise with Security.
- Make sure venue is ready for Convention and cleaned up afterwards.

1.2 Insurance & Compliance

- Organise all required insurance, including but not limited to public liability insurance for the Convention and other events.
- Ensure that the Association complies with all legal requirements.
- Ensure that the organisation complies with all Constitutional requirements and all Regulations and By-Laws as required.

1.3 Catering

- Organise catering (pizza, AGM food, etc.) as required for the programmed events.

1.4 Website Maintenance

- Create new web pages as required, maintain and update the Association's website.

1.5 Publicity & Social Media

- Liaise with everyone other than those specifically mentioned as requiring Executive Committee liaison in section 6.2 of the Constitution (e.g. Sponsors, Media, Guests).
- Design and organise physical and digital advertising material, tickets and programs.
- Advertising and promotion of the Convention and the Association in association with other Committee Members.
- Take online correspondence and forward to the Secretary and the appropriate Committee Member before the next Committee Meeting.
- Organise and maintain the Association's email mailing lists.

1.6 Fundraising & Sponsorship

- Organise fundraising events in association with the Treasurer.
- Seek sponsorship from appropriate businesses.

2. Support Tasks

- Committee Members shall, at their discretion, nominate people either singly or in groups / subcommittees to act in a supporting role, to carry out the support tasks described below. The nominated people may be Committee Members or non-committee members.

2.1 Event / Stream Co-ordinators

- Organise a series of convention activities within a specific stream as defined by the Committee (e.g. *Panels, Workshops, Tabletop and Roleplaying Games, Console Games, Film / Video, LARPs & Demos, Auction & Market Day*).
- Organise volunteer guests to run these convention activities.
- Organise a schedule / timetable for these convention activities, and obtain endorsement for the proposed schedule from the Committee.
- Maintain overview (spreadsheet) of these convention activities.
- Liaise with the Committee as required to organise activities within the stream.
- Present a minimum of four reports to the Committee, created and provided on a quarterly basis.
- Provide the Committee with a proposed budget for the stream in the first quarterly report, no more than three (3) months after the Committee Handover meeting.

Include number of prizes required for the stream, and equipment required.

- Organise promotion of and fundraising for the stream as required, in association with the Committee Members.

2.2 Mighty Critter / Master of Ceremonies (MC)

- Opening and Closing of the Convention.
- Presenting awards and making announcements at the Convention.
- ‘Housekeeping’ of the Convention. (Make sure people know the location of venue facilities (such as toilets, rooms, telephones, etc), the rules of the venue, the rules of the Convention, etc.

2.3 Minion Overlord / Volunteer Coordinator

- Maintain squad of volunteers, delegating tasks as required by the Committee.

2.4 Paper Daemon / Printing

- Produce (create) flyers, pamphlets, notices, tickets and such other advertising items as required by the Committee.
- Organise printing as required by the Committee.

2.5 Brute Squad / Security

- Security at the Convention.
- Ensuring members follow the rules of the Convention, rules of the venue/s, and of the Association.

2.6 Honorary Auditor

- Auditing of Treasury Books at the completion of the Convention, to be returned to the Treasurer prior to the next Convention and AGM.
- Assist the Treasurer with queries.

3. Expenses

Types of Expenses Claimable:

- **Phone/Fax/Email** – The cost of making the phone calls, sending the fax or email for the Association.
- **Postage** – The cost of any stamps and stationary used to send mail for the Association.
- **Travel** – The cost of parking tickets, bus fares or other reasonable cost involved in travel for the collection of goods, meetings etc. for the Association. If the claim is for fuel, the number of kilometres travelled must be recorded and can be claimed at the rates determined by the Australian Taxation Office. Parking or traffic fines incurred whilst on Association business are specifically disallowed.
- **Supplies** – The cost of goods or services purchased for the exclusive use of the Association.
- **Other** – any other expense approved by the Committee.