



Permaculture Noosa Inc.

NOTICE OF MOTION TO BE PUT TO ANNUAL GENERAL MEETING OF PERMACULTURE NOOSA INC. ON 18 OCTOBER 2018 to be held at Cooroy Memorial Hall, Maple St, Cooroy

Dear members

Your committee is proposing to replace Permaculture Noosa Incorporated's Own Rules (Constitution) with the current Model Rules (V6) provided by the Queensland Government's Office of Fair Trading. The Model Rules are appropriate to the needs of most organisations and ensure compliance with government regulations for incorporated associations.

Any proposed change to a Rule (or to update the Rules in their entirety as is being proposed) has to be the subject of a Special Resolution, i.e. a resolution that is passed at a general meeting (including the AGM) of an incorporated association by the votes of 75 per cent of the members who are present and entitled to vote.

The special resolution to be put to the AGM on 18 October 2018 is to replace our Own Rules with the current Model Rules (V6).

A copy of the Model Rules with Items 2, 3 and 48 updated and completed is attached. If approved by the members, this will become our new Model Rules.

HISTORY

PN was incorporated 1 December 1994 and adopted the Model Rules for incorporated associations provided by the Qld Government at that time. We have made two amendments since then, which meant that the Model Rules became "Own Rules". Since 1994, there have been 6 updates to the Qld Government Model Rules, with the current version being V6.

REASONS WHY WE SHOULD UPDATE

- **To align with legislation**

The current Model Rules align with the *Associations Incorporation Act 1981* whereas ours in some areas do not, which can be confusing and leads to uncertainty whether our rules prevail or whether they are overruled by the Act.

- **Less onerous financial reporting requirements**

Under our Own Rules, we are required to have an annual audit. This costs us approximately \$500–\$600 each year. In the Model Rules, organisations are deemed Level 1, 2 or 3 based on their gross yearly revenue and cash assets, and different financial reporting requirements apply.

Currently we are a "*level 3 incorporated association that is not required to have an audit conducted under the Collections Act 1966, the Gaming Machine Act 1991 or under any law for any other purpose*" and in that case:

The members of the management committee ... must ensure the association, within 6 months after the end date of each financial year—

(a) prepares a financial statement for its last reportable financial year; and

(b) presents to the association's annual general meeting for adoption—

(i) the financial statement; and

(ii) a statement signed by the association's president or treasurer that states the association keeps financial records in a way that properly records the association's income and expenditure and dealings with its assets and liabilities.

(Section 59B of Associations Incorporation Act 1981)

- **To take PN into the future**

For example, if we were to seek council approval to erect a structure at Cooroy Community Gardens, we would first need to get our governance in order – including ensuring our Rules aligned with current legislation.

WHAT IS DIFFERENT?

Apart from the financial reporting requirements, not much, although there is the option of having management meetings only once every 4 months rather than every month, and the AGM can be held within 6 months rather than 3. We have also updated PN's Objects, simplified the classes of membership to 'Ordinary', and changed our end-of-financial year date from 1 August to 31 July.

CAN A FUTURE COMMITTEE MAKE AMENDMENTS TO THE MODEL RULES?

Yes, a Special Resolution to change a Rule can be put to any general meeting. We have done this twice in the past 24 years: in 2001 to change one of our Objects when PN no longer had an office; and in 2014 to allow payments to be made by electronic funds transfer. When any change is made to the Model Rules, they become Own Rules.

MORE INFORMATION

You can find the current V6 Model Rules (which we are proposing to adopt in its entirety) **at:**

<https://www.qld.gov.au/law/laws-regulated-industries-and-accountability/queensland-laws-and-regulations/associations-charities-and-non-for-profits/incorporated-associations/running-an-incorporated-association/rules-for-associations>

A copy of Our Rules (i.e. our current Rules/Constitution) is on our website:

<https://permaculturenoosa.com.au/wp-content/uploads/2017/02/PN-Own-Rules-Constitution.pdf>

If you would like more detailed information, please contact Lorraine:

Email secretary@permaculturenoosa.com.au

Lorraine Oats

Secretary, on behalf of the Management Committee

19 September 2018