

CONSTITUTION

Fruit Growers Tasmania Incorporated

August 2004
(incorporating amendments from 2008, 2010
and 2013 AGM's)

Associations Incorporation Act 1964

Fruit Growers Tasmania Inc will operate in line with the requirements of the Associations Incorporation Act 1964.

The Model Rules for an Association and provided as Schedule 1 under the Associations Incorporation (Model Rules) Regulations 1997 will apply for situations not covered in this Constitution.

Interpretation will be as stated in the Model Rules for an Association.

1. SPHERE OF OPERATION :

Within the State of Tasmania

2, ASSOCIATION STRUCTURE

FGT Executive – 9 members (4 each Stone and Pome fruit growers and 1 berry/other fruits grower)

Chairman

Vice Chairman

Treasurer

Committee members

Public Officer

Optional 2 independent members can be appointed by the Executive.

Non-voting employees –

Executive Officer

Business Development Manager

IDO

3. REGISTERED OFFICE

262 Argyle St, Hobart, TAS 7000

4. OBJECTS AND PURPOSE

- a) To engage in activities that will establish for the fruit growing industry in Australia and in particular, Tasmania, a level of viability, stability and confidence that will yield for the genuine fresh fruit producer a standard of living comparable with the rest of the community and a level of satisfaction and achievement for their efforts.
- b) To act in the interest of growers in connection with any existing or proposed legislation or regulations affecting production, marketing and management of the apple and pear industry and the welfare of growers.
- c) To act in conjunction with and/or be represented on other Associations or Unions of a similar nature in any part of Australia.

In addition to (a), (b) and (c) above, the Objects and purposes of Association will include those Objects and purposes of Associations listed under Section 4. of the Model Rules.

5. MEMBERSHIP ELIGIBILITY

- (a) Any person, firm or company undertaking commercial production of pome fruit and/or stone fruit in Tasmania. Berry and other fruit as determined by the Executive on receipt of membership application.
- (b) Membership form will nominate which industry the member is participant in and where the member is involved in both industries he/she may nominate for membership under both categories.
- (c) Growers eligible to be members may nominate as an individual member in their own name or they may nominate corporate membership in the name of their business. If corporate membership is taken up then a representative must be nominated on the membership form. Any change to the nominated representative must be advised in writing to the Chairman of Fruit Growers Tasmania Inc prior to attendance at any meeting.
- (d) Association membership for associated groups and suppliers to the industries including exporters. Associate members do not have voting rights.
- (e) Honorary membership and Life membership appointments can be made at the discretion of the Association Executive.

6. MEMBERSHIP FEE

- (a) Membership fees to be set for all FGT membership by the FGT Executive or Board. Where an eligible member wishes to take up membership for multiple categories then a combined membership fee will need to be paid.
- (b) Deleted

7. COUNCILS AND ASSOCIATION EXECUTIVE MEMBERS - ELECTIONS, ELIGIBILITY, VOTING

- (a) Initial members of the Stonefruit and Pome Fruit Councils will be those members currently sitting at the time of the amalgamation of TSA and TAPGA.
- (b) Chairperson of FGT Executive or Board will be elected by Executive or Board members at a meeting to be held within 1 month of the Association's AGM.
- (c) 50% of Council members will be elected every 2 years from industry grower members, ie apple industry members elect Pome Fruit Council members and Stone fruit industry members elect Stone fruit Council members.
- (d) The 2008 Election being the commencement of a single management board for FGT would require election of all members to the inaugural Executive. The Executive will comprise 4 members who are current Stone Fruit industry members, 4 members who are current Pome Fruit industry members and 1 berry/other fruit grower member. The term for the elected members will be two (2) years to 2010 at which time half the member, as mutually agreed

among the members, will be due for election for a further (1) year term and the remaining half not due for election until 2012.

- (e) Where a grower has indicated on the membership form that production is in both industries and membership has been taken up with both categories, then the member would be entitled to vote for the members of both categories.
- (f) Election of Executive members to be conducted by nomination and vote at the Association's AGM. Nomination forms to be sent out to all members with meeting papers prior to the meeting date and also available at the meeting venue. Close for nominations will coincide with the commencement of the AGM and be announced by the sitting Chairman.
- (g) Voting for the election of Executive members will entitle each member of the respective category to one vote. Proxy votes will be permitted and each member will be entitled to carry one proxy vote each.

8. NOTICE OF MEETINGS & VOTING

- (a) Executive meetings will take place at regular intervals from 1st July to 30 June and be no more than 3 months between any two meetings.
- (b) Executive meeting dates will be set for 12 months and advised to members no later than 31 January in each year. Agenda and meeting papers to be provided to members at least one week prior to each meeting.
- (d) Agendas to be distributed at least one week prior to each Executive meeting and Agenda items to contain sufficient details to provide an indication of whether a matter is likely to be voted on.
- (e) Minutes to be taken at all meetings and after sign off by the Chairman to be distributed to members as soon as possible following each meeting. Any concerns regarding the minutes should be raised as soon as possible after receipt of minutes directly with the Chairman.
- (f) All discussion that takes place at an Executive meeting should remain confidential among those present at any such meetings.
- (g) Annual General Meeting to be held no later than the end of October each calendar year.
- (h) General Meetings as and when required.
- (i) General and Annual General meetings will require not less than 21 days notice to members. This notice also applies to Special Resolutions.
- (j) Voting at all meetings will be one vote per membership. All members can hold one proxy vote and proxy voting will be apply at General and Annual General Meetings and for the election of Executive members.

9. QUORUM FOR MEETINGS

- (a) Executive meetings will require a majority of members for a quorum.
- (b) General and Annual General Meetings will require a minimum of 15 grower members for a quorum.

10. COUNCIL AND ASSOCIATION MANAGEMENT

- (a) All matters of the Association will be managed under the guidelines of the Association's Constitution and the Model Rules under the Associations Incorporation Act.

11. POWER OF ASSOCIATION EXECUTIVE

- (a) They shall be empowered to manage the affairs of the Association under the guidelines of policy laid down at the Annual General Meeting.

12. FINANCE

- (a) Funds of the Association shall be paid to the credit of a current account to be opened in the name of the Association and managed by the elected Executive members of the Association.
- (b) Funds shall be applied solely towards the administration and promotion of the objects of the Association.
- (d) All financial proposals over \$5,000 will require Board or Executive approval. Details including full budget proposal to be provided to Board or Executive members prior to the meeting at which the proposal is listed on the Agenda. Agenda item listing to include indication that approval will be required at the meeting from members.

13. ACCOUNTS AND AUDIT

- (a) The Association's central accounts records will comprise full accounting of all activity relating to the Association as a whole.
- (b) The central accounts records will enable compliance with Australian Tax Office requirements to be met as a single entity, ie Fruit Growers Tasmania Incorporated.
- (c) Financial reports will be made available from the Association's central records.
- (d) Once, at least, in every year the central accounts records of the Association shall be examined and the correctness of the balance sheet and statement of receipts

and expenditure ascertained by one or more Auditors, as appointed at the Annual General Meeting.

14. STAFF

- (a) The Executive shall be empowered to engage staff as considered necessary regulating their duties and fix their remuneration.
- (b) No member of the Executive shall receive remuneration for service unless agreed to at an Executive meeting and endorsed by the Executive.
- (c) The Association Executive shall be empowered to engage staff as considered necessary.

15. ALTERATION TO CONSTITUTION

Any alteration to the Constitution shall be subject to 21 days notice to members and acceptance by a two thirds majority personally present at an Annual General meeting or General Meeting of the Association.