



**CONSTITUTION OF THE
VILLAGE BAXTER RESIDENTS COMMITTEE**

SHORT TITLES used throughout:

The Committee	-	The Village Baxter Residents Committee.
The Management	-	Baptist Village Baxter Limited Management.
The Residents	-	The Residents of The Village Baxter as determined by a legal Lease or Occupancy Agreement.
The Act	-	The Retirement Villages Act 1986.
The Regulations thereto		The Regulations to the Retirement Villages Act 1986.

1. **NAME**

The Committee shall be known as 'The Village Baxter Residents Committee'.

2. **COMPOSITION**

The Committee shall be composed of up to ten (10) members and no less than seven (7) members elected annually from and by the Residents.

3. **ADDRESS**

The address of the Secretary shall be the Village address of such person as is appointed Secretary at any given time.

4. **OBJECTS & PURPOSES**

The Committee shall :-

- a) Represent the interests of the Residents in accordance with any applicable section of the Act and the Regulations thereto.
- b) Discuss with the Management matters affecting the rights, privileges and welfare of the Residents which arise from and pertain to their general status as Residents of the Village.
- c) Discuss with the Management and the Residents any recommended revocation of or alteration or addition to the Village By-Laws.
- d) Examine any finance, staffing or other service proposals submitted by the Management and make recommendations thereon to the Management and/or the Residents.
- e) With specific reference to the Maintenance Charge as defined in Section 38 of the Act:-
 - i) Examine the Adjusted Maintenance Charge in accordance with the provisions of the Act and the Regulations
 - ii) Where the Act or Regulations require Management to seek approval for an adjusted Maintenance Charge this approval shall be in accordance with the provisions of the Act and Regulations;

- f) Call a meeting of all or a section of the Residents.
- g) If requested, act as an arbitrator in any dispute between Residents.
- h) Liaise with other Committees in the Village and, if appropriate, with similar Committees in other Retirement Villages.
- i) If necessary, approach the Victorian Department of Consumer Affairs or its duly nominated successor or alternate Government department regarding interpretation of or recommended amendments to the Act.

5. **ELECTION OF THE COMMITTEE**

- a) An election shall be held annually by paper ballot during the period 1st September to 31st December at a time to be determined by the Management and the outgoing Committee.
- b) Nominations shall be called for in writing on the prescribed form at least twenty-one (21) days before the date of the election, and shall be lodged with the area Hostess or with the Secretary.
- c) The closing date for nominations shall be at least fourteen (14) days prior to the date of the election.
- d) All nominations shall be displayed on area notice boards as they are received.
- e) All members of the retiring Committee shall be eligible for re-election in the following year if nominated.
- f) Voting shall take place by the issue of one (1) ballot paper to each unit, one vote only per unit being allowed.
- g) The order of the candidates' names on the ballot paper shall be by random selection.
- h) Completed ballot papers must be lodged with the Village Hostesses by the day shown on the ballot paper unless special arrangements have been made for absentee voting.
- i) Holds office from the date of elections for 12 months or until the new committee is elected.

6. **COMMITTEE PROCEDURES**

- a) The Residents' Committee procedure is at its discretion.
- b) The incoming Committee shall elect from its members a President, a Secretary, and if necessary a Treasurer who shall each hold office until the next annual election.
- c) If any of the appointed Office Bearers are not present at any meeting, the members of the Committee present at that meeting may appoint or nominate a replacement for the meeting as necessary.
- d) The quorum for Committee meetings shall be a simple majority of members, provided that, if a quorum is not present within fifteen minutes of the scheduled commencement of the meeting, the meeting shall stand adjourned

for one week (or longer at the discretion of the President and Secretary). At such adjourned meeting, the quorum shall be four members.

- e) Voting at all meetings shall be by a show of hands, each member having one vote. In the event of an equality of votes the President shall have a casting vote.
- f) The Management shall conduct those meetings of the Committee it attends, and shall be responsible for the keeping and the distribution of Minutes of such meetings. Distribution shall be to the Management, the members of the Committee and such other persons as resolved by the Committee.
- g) At meetings not attended by the Management the President shall conduct the meeting and the Secretary shall be responsible for the keeping and distribution of the Minutes. Distribution shall be as resolved by the Committee from time to time.
- h) The Secretary shall notify members of all Committee Meetings and shall deal with all correspondence, motions and other business of the Committee.
- i) Meetings of the Committee shall be held monthly, the day and time thereof to be decided at the previous meeting unless already determined.
- j) An extraordinary meeting of the Committee may be called by the Management, the President or any three members.
- k) The Committee may appoint a sub-committee(s) for a specific assignment(s) or to act for the remainder of the year. The quorum for a sub-committee shall be at least two members. Sub-committees shall retire with the retiring Committee and if required shall be re-appointed by the new Committee.
- l) In the event of a vacancy occurring during the year the Committee shall have the power to appoint a new member:-
 - i) Where there were unsuccessful candidates from the previous election, they will be nominated and appointed in order of votes received.
 - ii) If no nomination is possible under l(i) then the Committee may nominate and appoint any other Resident of the Village.
 - iii) The person so appointed shall:-
 - a) Hold office until the election of a new Committee.
 - b) Have full voting rights as a Committee member.
- m) A resident may be co-opted to serve on a sub-committee for a specific purpose or period in an advisory capacity, but shall not be entitled to vote.
- n) Any member being absent from three consecutive meetings of the Committee without acceptable reason shall forfeit his/her membership.
- o) A member of the Committee may at any time be removed from Office by a special Resolution passed by a majority of not less than three-quarters of the Residents living at the Village and voting at a meeting held in accordance with the provisions of the Act.

At least twenty-one (21) days notice of the proposed Resolution must be posted on each area notice board.

- p) Where the Committee considers that the best interest of the Village would be served by the appointment of an observer to the Committee, such person shall:
1. Remain in such observer position until either the next annual election of the Committee or upon revocation of such observer status by the Committee, whichever shall be the earlier event.
 2. Such appointment shall be specific to the individual.
 3. Any such appointment by the Committee shall only be made where the Committee considers that the election ballot has not provided for a successful candidate from any independent area of the Village.
 4. Prior to making an appointment, the Committee may seek the views of other Resident Committees, Groups or Associations in the relevant area, who may suggest an appointee.
 5. An observer shall have the right to participate in Committee discussions, but shall have no voting rights.

7. **FINANCE**

- a) The Committee is empowered at any time to open at a recognised bank, such accounts as are authorised by the Committee and to deposit therein any monies received on behalf of the Committee.
- b) Withdrawals from such accounts shall be authorized by the Committee and shall be by cheque signed by any two of the following Officers:-

The President, the Secretary, the Treasurer (if appointed).

In the event of the absence through any cause of two of the above Officers, the Committee shall appoint a substitute signatory in place of any one of the absentee signatories.

8. **AMENDMENTS**

- a) Amendments to this Constitution (other than those in accordance with 8 (b)) shall be made by Special Resolution of a majority of not less than three quarters of the Residents living at the Village and voting at the Annual General Meeting or any Special Meetings called for this purpose. Provision of Section 3 (2) of the Act which restricts the right to vote to one per unit shall apply to such amendment.
- b) Where an Amendment to the Constitution is required that is of minor nature and does not change the intent of the Section of the Constitution such as numerical changes to unit numbers or references, typographical errors or similar, these Changes may be approved by the Committee of the Day.
- c) Proposals or motions for such amendments shall be made in writing to the Secretary at least twenty-one (21) days prior to the meetings at which such amendments shall be proposed.
- d) Notice of proposed amendments shall be clearly displayed on all area notice boards at least twenty-one (21) days prior to such meeting.

APPROVED by the Village Baxter Residents' Committee on the 6th day of May 2016.

Des Stewart
President

Mary Cooper
Secretary
