

Terms of Reference

National Trust of Australia (Northern Territory) Conservation Foundation Committee (Committee)

Hereafter referred to as the “National Trust Foundation”

1. OBJECTS OF THE COMMITTEE

1.1 The objects of the Committee are:

- (a) to attract and encourage donations, gifts, bequests, endowment, and other forms of financial assistance to or for the benefit of the National Trust.
- (b) to raise these funds for the pursuit of the objects of the National Trust.

2. PURPOSES OF THE COMMITTEE

The purpose of the Committee is to conduct certain fundraising activities as directed by the Council within the community to provide financial support to the National Trust in a transparent and well acknowledged form.

3. INCOME AND PROPERTY OF THE COMMITTEE

3.1 The income and property received by the Committee, however derived, shall be the property of the National Trust.

3.2 The Council will apply any income received under clause 3.1 solely towards the promotion of the objects and purposes of the National Trust.

No portion thereof shall be paid or transferred, directly or indirectly by dividend, bonus, or otherwise to any member of the Committee.

3.3 The Committee may also provide recommendations to the Council in relation to the maintenance and use of any property received by the National Trust.

4. MANAGEMENT

4.1 The affairs of the Committee shall be managed by the Committee.

4.2 The Council may overturn any decision of the Committee, if the Council (acting reasonably) determines that any such decision is inconsistent with the aims or objectives of the Council, the Committee or both.

4.3 The Committee:

- (a) shall be appointed for a Term by the Council in accordance with Rule 12 of the Rules of the National Trust and the Act;
- (b) shall control and manage the business and affairs of the Committee;
- (c) may, subject to any resolution of the Council, exercise all such powers and functions as may be exercised by the Council other than those powers and functions that are required by the National Trust, to be exercised by the Council or at any general meeting of the members of the National Trust; and

- (d) subject to the Act and the National Trust Rules, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the affairs of the Committee.

5. TERMS OF REFERENCE FOR THE COMMITTEE

5.1 The Committee shall consist of a minimum of members (all of whom must be financial members of the National Trust) including:

- (a) Chairperson;
- (b) Secretary;
- (c) Treasurer;
- (d) one member of Council;
- (e) the Director (ex-officio); and
- (f) a member of the National Trust nominated by the Council,

(each a **Committee Member**).

5.2 No Committee Member shall serve more than two Terms in succession.

5.3 The appointment of each Committee Member must be ratified by the Council.

6. MEETINGS

6.1 The Committee shall meet at least once in each quarter Year at such place and at such times as the Committee may determine.

6.2 Special meetings of the Committee may be convened by the Chairperson or any four (4) of its members.

6.3 Notice shall be given to all members of the Committee of any special meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.

6.4 Any four (4) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

6.5 No business shall be transacted unless a quorum is present.

6.6 At any meeting a full record of the minutes of that meeting including agenda and any reports, documents and financials will be submitted by the Treasurer to the next Council meeting for ratification.

7. DEFINITIONS

In these Rules:

Act means the *National Trust (Northern Territory) Act* (NT).

Committee means the Committee established in accordance with clause 2 .

Committee Member is defined in clause 5.1.

Council means the Council of the National Trust from time to time.

Director means the person employed as the Director of the National Trust from time to time.

National Trust means the National Trust of Australia (Northern Territory) as established by the Act.

National Trust Rules means the rules of the Trust.

Secretary means the Secretary of the Committee from time to time.

Treasurer means the Treasurer of the Committee from time to time.

Term means three Years.

Year means a calendar year.