

Constitution of

St Paul's Milagiriya

Past Pupils Association NSW

(23rd SEPTEMBER 2018)



Document Control

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1	14 July 2013	All	Final	Jayamalie Tillekeratne, Vice President Anoma Herath, Secretary Antoinette Vander Straaten, Assistant Secretary
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3	10 Oct 2015	5.1.3 6.2.6 6.7 6.8 Appendix B	Added above reference to the clause. Funding approval requirement. Introduction of an association seal. Change of Clause numbering. Proxy Form	Prashanthi Wijesinghe – Public Officer
4	23 Sept 2018	2.4 → 2.5 2.5 3.1.2 3.4.2	Interchange position of the two clauses. Re-wording of clause. Accepting membership applications by email. Change subscription from calendar year to financial year.	Sharmini Upasiri – Secretary/Public Officer
		4.7.14 4.11.5 4.11.8 4.11.10 & 4.11.11 5.1.7 5.2.5	DELETION. Change in quorum requirements relating to Committee Meeting. Change Sub-Clause (a) & (b) re: Committee Meeting. Additions – Using technology to conduct meetings (NEW). Additional changes to existing clause re: quorum for AGM. Change – Days of notice for Special General Meeting.	

4	23 Sept 2018	5.6.1	Meet 75% voting requirements under Act 2009.	Sharmini Upasiri – Secretary/Public Officer
		6.2.5	Delete existing Clause 6.2.5 and replace Clause with changes to quotation on sliding scale	
		6.2.6	Replaced by Clause 6.2.5 (Quotation on sliding scale)	
		Appendix A	Changes to Membership Form	
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1. Name

The name of the association shall be “St. Pauls Milagiriya Past Pupil’s Association – NSW” or “SPMPPA-NSW” (The Association)

2. Objectives

The objectives of the association shall be;

- 2.1 To act as a focus group enabling past pupils of St Paul’s Milagiriya Girls School, Colombo, Sri Lanka (The School) living in the state of New South Wales, Australia to get together in a sociable environment
- 2.2 To act as a forum providing opportunity for exchange of information on cultural and intellectual development of its members, and to encourage, organize and carry out educational, cultural and sporting activities
- 2.3 To engage in appropriate fund-raising activities to promote and to support academic, cultural and sporting activities of students.
- 2.4 To further such other activities which are charitable and for the benefit of the public as the members see fit from time to time, subject to Clause 6.2.6.
- 2.5 To carry out all other activities that are deemed fair and reasonable in relation to the aforesaid objectives, provided they are lawfully undertaken for a charitable purpose only.

3. Membership

A person is eligible to be a member of the association if the person is a past pupil of the school or a past staff member of the school now residing in New South Wales, Australia.

3.1. Nomination for Membership

- 3.1.1 The candidates for admission as a member shall complete the form attached in Appendix A of this constitution and provide documentary evidence of having been a past pupil or verification by a member. The application should be lodged with the Secretary.
- 3.1.2 The Secretary shall submit such application to the Committee at its next Meeting or via email. The Committee shall approve or reject such application at the next Meeting or via email.
- 3.1.3 As soon as practicable after the Committee makes that determination, the secretary shall notify the nominee, in writing via email or letter, that the committee approved or rejected the nomination whichever is applicable.

- 3.1.4 If approved, the Secretary shall request the nominee to pay the annual subscription payable under this constitution within 3 months of approval.
- 3.1.5 The secretary shall, on payment of the annual subscription by the nominee, enter the nominee's name in the Register of Members, whereupon the nominee becomes a member of the association.
- 3.1.6 No member shall receive any profit or emolument from the funds or transactions of the association.

3.2. Cessation of membership

- 3.2.1. A person ceases to be a member of the association if the person:
 - (a) dies, or
 - (b) resigns membership, or
 - (c) is expelled from the association, or
 - (d) Fails to pay the annual subscription fee under clause 3.4 within 3 months after the fee is due.
- 3.2.2. Any person whose application has been rejected or whose membership has been terminated shall have the right to a written appeal made within 21 days from the date of the decision of such rejection or termination to be heard by the Committee in the first instance and if the appeal is dismissed thereafter by the next Annual General Meeting held following such dismissal.

3.3. Register of Members

- 3.3.1. The secretary of the association must establish and maintain a register of members of the association specifying the name, postal or residential address, contact phone number and email address of each person who is a member of the association together with the date on which the person became a member.
- 3.3.2. The register of members must be kept in New South Wales:
 - (a) at the main premises of the association, or
 - (b) if the association has no premises, at the association's official address.
- 3.3.3. The register of members (only member names) must be open for inspection, free of charge, by any member of the association at any reasonable hour.
- 3.3.4. If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
- 3.3.5. A member must not use information about a person obtained from the register to contact or send material to the person, other than for:

- (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

3.4. Subscription

- 3.4.1. The financial year shall be the year commencing on the first day of July in each year.
- 3.4.2. A member of the association must, on admission to membership, pay to the Association an annual membership fee per subclause 3.4.3.
 - (a) By the first week of July in each financial year, or
 - (b) if the person becomes a member on or after 1 July in any financial year - on becoming a member and before 1 July in each succeeding financial year.
- 3.4.3 The annual membership fee for all members except retirees (over 65 years) to be \$25.00 and for retirees (over 65 years) to be \$20.00.
- 3.4.4 Any notice of a motion to increase or decrease the annual membership fees shall be given by any financial member to the Secretary of the association two weeks prior to the Annual General Meeting.

3.5. Resignation of Membership

- 3.5.1. A member of the association may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the Committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- 3.5.2. If a member of the association ceases to be a member under subclause 3.5.1 and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.
- 3.5.3. If membership is cancelled or the member resigns from the association, membership fees calculated only for ensuing months could be refunded.

3.6. Members' Liabilities

- 3.6.1. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 3.4.
- 3.6.2. It is the responsibility of the member to pay the annual membership fee before 1st July each calendar year as required by subclause 0.

3.6.3. The member shall pay all other dues within the stipulated timeframe.

3.7. Disciplining of Members

3.7.1. A complaint may be made to the Committee by any person that a member of the association:

- (a) has refused or neglected to comply with a provision or provisions of this constitution
- (b) has wilfully acted in a manner prejudicial to the interests of the association.
- (c) found guilty of misappropriation of association fund, assets etc.

3.7.2. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.

3.7.3. If the Committee decides to deal with the complaint, the Committee:

- (a) must cause notice of the complaint to be served on the member concerned, and
- (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
- (c) must take into consideration any submissions made by the member in connection with the complaint.

3.7.4. The Committee may by resolution, expel the member from the association or suspend the member from membership of the association if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances by least two thirds of the members present voting in favour.

3.7.5. If the Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Committee for having taken that action and of the member's right of appeal under clause 3.8.

3.7.6. The expulsion or suspension does not take effect:

- (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
- (b) if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 3.8, whichever is the later.

3.8. Right of Appeal of Disciplined Member

- 3.8.1. A member may appeal to the association in general meeting against a resolution of the Committee under clause 3.7, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- 3.8.2. On receipt of a notice from a member under subclause 3.8.1, the secretary must notify the Committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- 3.8.3. At a general meeting of the association convened under subclause 3.8.2 .
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 3.8.4. The appeal is to be determined by a simple majority of votes cast by members of the association.

3.9. Resolution of Disputes

- 3.9.1. If or when a dispute arises between a member and another member (in their capacity as members) of the association, or a dispute between a member or members and the association, must be referred to the President/Vice president or the Public Officer. Best endeavours must be made to resolve the dispute within three weeks.
- 3.9.2. If unsuccessful, a special committee to be appointed comprising
 - (a) A financial member nominated by the member affected by the dispute
 - (b) A financial member and a non-Committee member nominated by the Committee
 - (c) The Public Officer or one of the past Committee members
- 3.9.3. The special committee will not have any power to impose any rules and regulations but to only to make recommendations to the Committee in resolving the dispute. The Committee maintains the right to overturn or accept the recommendations made by the special committee.
- 3.9.4. If a dispute is not resolved by mediation within 3 months of the referral to special committee, the dispute is to be referred to the annual general meeting. The member affected by the dispute shall make a written complaint to the public officer 21days prior to the annual general meeting.

4. The Committee

4.1. Powers of the Committee

Subject to this constitution and to any resolution passed by the association in Annual General Meeting or Special General Meeting, the Committee is:

- (a) to control and manage the affairs of the association,
- (b) to consider and authorise expenditure,
- (c) to consider and authorise fund raising activities,
- (d) to make decisions in regard to other activities pursuant to the objectives of the association including social, sporting and cultural activities,
- (e) to appoint an auditor
- (f) perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the association.

4.2. Composition and Membership of Committee

4.2.1. The Committee is to consist of:

- (a) the office-bearers of the association, and
- (b) Four (4) ordinary committee members, each of whom is to be elected at the annual general meeting of the association under clause 4.3.
- (c) The total number of Committee members is to be 10.

4.2.2. The office-bearers of the association are as follows:

- (a) President,
- (b) Vice-president,
- (c) Treasurer,
- (d) Assistant treasurer
- (e) Secretary,
- (f) Assistant Secretary

4.2.3. A Committee member may hold up to 2 offices (other than both the president and vice-president offices).

4.2.4. At an annual general meeting a member of the association not being a member of the Committee shall be elected to serve as Auditor for the ensuing year. A vacancy occurring in the office of the Auditor during the financial year shall be filled by the Committee.

4.2.5. Each member of the Committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.

- 4.2.6. If a Committee member is unavailable for a month or longer, the Secretary should be informed in writing. The Committee is to decide whether the position needs to be filled temporarily.

4.3. Election of Committee Members

- 4.3.1. A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the association must be a financial member of the association.
- 4.3.2. Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
- (a) must be made in writing and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - (b) must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
 - (c) A candidate for election for office bearer or ordinary committee member should have been a financial member of the association for at least the preceding three (3) months.
- 4.3.3. Only a member who has served in the Committee for at least three consecutive years shall be eligible to be nominated for the position of The President, except in the first three years after the inauguration of the association.
- 4.3.4. A member who has served for three consecutive terms in the position of The President, Secretary and Treasurer shall be ineligible to be nominated or elected for the same position except in the following circumstances;
- (a) After the passage of two years from the year she ceased to hold such position; or
 - (b) Where the Committee decides by the way of a specific resolution to the effect that it would be in the best interest of the association that a particular member who has held the position of President, Secretary or Treasurer for three consecutive years in the same position shall be eligible to be nominated and elected.
- 4.3.5. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated are taken to be elected and further nominations are to be received at the Annual General Meeting.
- 4.3.6. If insufficient further nominations are received, any vacant positions remaining on the Committee are taken to be casual vacancies.
- 4.3.7. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- 4.3.8. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

- 4.3.9. The ballot for the election of office-bearers and ordinary committee members of the Committee is to be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

4.4. President

- 4.4.1. The President is responsible for the overall co-ordination of the activities of the association.
- 4.4.2. The responsibilities of the President are to:
- (a) Preside over all meetings of the association and of the Committee.
 - (b) Provide leadership at all levels of the association as may be necessary to assure efficient functioning of the association.
 - (c) In consultation with other office bearers plan meetings and develop agenda of the Committee, Annual General Meeting, Special General meeting and any other meeting under the auspices of the association.
 - (d) Ensure that decisions made at meetings are implemented.
 - (e) Edit and approve all formal communications and statements of policy issued in the name of the association.
 - (f) Act as a spokesperson for the association.
 - (g) Assure that all members of the Committee are properly informed concerning activities of the association.

4.5. Vice-President

- 4.5.1. The Vice-President is required to take on any of the Presidential duties defined in clause 4.4.2 when invited to do so by the President or when the President is, for reasons of illness or alternative commitments, unable to undertake those duties.
- 4.5.2. If for any reason, the President's office falls vacant, the Vice President should act as interim President until a new President is elected.
- 4.5.3. The responsibilities of the vice-president are to:
- (a) Preside over meetings of the association in the absence of the President.
 - (b) Assist the President as requested, in the development and implementation of plans, programs and activities of the association.
 - (c) Perform other duties and assume other responsibilities as may be delegated by the association or the Committee.

4.6. Secretary

- 4.6.1. The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- 4.6.2. It is the duty of the secretary to keep minutes of:
 - (a) all appointments of office-bearers and members of the Committee,
 - (b) the names of members of the committee present at a meeting
 - (c) all proceedings at Committee meetings and general meetings
 - (d) ensure minutes are signed once approved at the next meeting
- 4.6.3. The Secretary shall maintain the Register of Members.
- 4.6.4. The Secretary shall draft, distribute and maintain all other correspondence relevant to the association.

4.7. Treasurer

- 4.7.1. The Treasurer of the association is to ensure that all money due to the association is collected and received and that all payments authorised by the association are made.
- 4.7.2. In the event of Treasurer's absence the Committee will appoint an Acting Treasurer to take responsibility of the Treasurer's position.
- 4.7.3. The Treasurer must, as soon as practicable after receiving any money, issue an appropriate receipt.
- 4.7.4. The Treasurer holds responsibility for the money collected until it is deposited at the bank and a deposit slip is collected.
- 4.7.5. The Treasurer shall deposit all monies to the credit of the St. Paul's Milagiriya Past Pupils Association –NSW account as soon as practicable without deduction.
- 4.7.6. All money transactions must be made through the Association's bank account.
- 4.7.7. The authorised signatories for financial matters of the association must be the Treasurer/Acting Treasurer, the President and the Secretary.
- 4.7.8. All cheques must be signed by the treasurer and authorised signatories (see 4.7.7).
- 4.7.9. The Treasurer is to ensure that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts, assets, credits, liabilities, expenditure and other relevant matters connected with the finances of the association.
- 4.7.10. Financial statements of the association must be audited at the end of the financial year before the Annual General Meeting. Copy of the Income & Expenditure account shall be presented to the Committee two weeks prior to the Annual General Meeting.

- 4.7.11. The Treasurer shall present a brief income and expenditure account to the Committee at every Committee meeting.
- 4.7.12. The Treasurer is to maintain an up to date list of member subscriptions and present the list to the Committee at the end of financial year.
- 4.7.13. The Treasurer to provide a full income and expenditure statement including details of all receipts to the Committee within 5 weeks of any event held. If necessary, information is not available due to valid reasons, the Treasurer shall inform the Committee.

4.8. Public Officer

- 4.8.1. A Committee member of the association shall be appointed as Public Officer at the Annual General Meeting to be the point of contact for an incorporated association and one of the authorised signatories.
- 4.8.2. If the Public Officer resigns from the position, she must advise in writing the President, Committee and the Department of Fair Trading of her intentions of vacating the position. Then the current Committee shall nominate a member to continue for that year. All personal information must be submitted to the Department of Fair Trading without delay.

4.9. Casual vacancies

- 4.9.1. In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- 4.9.2. A casual vacancy in the office of a member of the Committee occurs if the member:
 - (a) dies, or
 - (b) ceases to be a member of the association, or
 - (c) becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
 - (d) resigns office by notice in writing given to the secretary, or
 - (e) is removed from office under clause 4.10, or
 - (f) becomes a mentally incapacitated person, or
 - (g) is absent without the consent of the Committee from 3 consecutive meetings of the Committee, or
 - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
 - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

4.10. Removal of Committee members

- 4.10.1. The association in general meeting may by resolution remove any member of the Committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 4.10.2. If a member of the Committee to whom a proposed resolution referred to in subclause 4.10.1 relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

4.11. Committee Meetings and Quorum

- 4.11.1. The Committee must meet at least 3 times in each period of 12 months at such place and time as the Committee may determine.
- 4.11.2. Additional meetings of the Committee may be convened by the president or by any member of the Committee.
- 4.11.3. Oral or written notice of a meeting of the Committee must be given by the secretary to each member of the Committee at least 2 week notice before the time appointed for the holding of the meeting.
- 4.11.4. Notice of a meeting given under subclause 4.11.3 must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
- 4.11.5. A minimum of 4 Office Bearers and 3 Committee Members constitute a quorum for the transaction of the business of a meeting of the Committee.
- 4.11.6. No business is to be transacted by the Committee unless a quorum is present and if, within one hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned and rescheduled.
- 4.11.7. If at the adjourned meeting a quorum is not present within an hour of the time appointed for the meeting, the meeting is to be dissolved.
- 4.11.8. At a meeting of the Committee:
 - (a) the President or, in the President's absence, the Vice-President is to preside, or
 - (b) if the President and the Vice-President are absent or unwilling to act, (for whatever reason), one of the remaining Office Bearers may be chosen by the members present at the meeting is to preside at such an event.

- 4.11.9 Committee members should treat all matters discussed at the Committee meetings as confidential, other than matters to be placed before the general membership. The contents of Committee meetings relating to members' votes must be treated confidentially.
- 4.11.10 A committee meeting may be held using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
- 4.11.11 A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

4.12 Delegation by Committee to Sub-Committee

- 4.12.1 The Committee may appoint one or more sub-Committees (consisting of such member or members of the association as the Committee thinks fit) and delegate to exercise any specific activity or purpose subject to conditions.
- 4.12.2 Despite any delegation under this clause, the Committee may continue to exercise any function delegated.
- 4.12.3 A sub-Committee may meet and adjourn as it thinks proper.
- 4.12.4 The Committee shall appoint a Secretary or a convener of such sub-Committee who shall be responsible for maintaining minutes, accounts and reporting to the Committee on the activities of the sub-committee.
- 4.12.5 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.

4.13 Voting and decisions

- 4.13.1 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of members of the Committee or sub-committee present at the meeting.
- 4.13.2 Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 4.13.3 Subject to subclause 4.11.5 the Committee may act despite any vacancy on the Committee.

5 Meetings

5.1 Annual General Meetings

- 5.1.1 The association must hold its first annual general meeting within 18 months after its registration under the Act.
- 5.1.2 The association must hold its annual general meeting each year in July or on a date as soon as practicable after that at a venue and time determined by the Committee.
- 5.1.3 All financial members up to date with their subscriptions are entitled to attend, participate and vote at the annual general meeting subject to Clause 5.7.6.
- 5.1.4 Members shall be entitled to be given at least 21 days of notice of the Annual General Meeting in writing which shall include the date, time, venue and agenda and the date before which nominations for the Committee and resolutions shall be received.
- 5.1.5 An annual general meeting must be specified as such in the notice convening it.
- 5.1.6 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - (b) to receive from the Committee reports on the activities of the association during the last preceding financial year,
 - (c) to elect office-bearers of the association and ordinary Committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- 5.1.7 The quorum for the Annual General Meeting shall be at least one third of the financial members; unless, any changes to the constitution is being implemented by way of special resolution at such Meeting, whereby Clause 5.6.1 would take precedence at such an event.
- 5.1.8 The outgoing office bearers and/or Committee members shall hand over all completed documents, account details relevant to the association, and/or assets which are the property of the association, within 14 days of election of new office bearers.

5.2 Special General Meetings

- 5.2.1 The Committee may, whenever it thinks fit, convene a special general meeting of the association.
- 5.2.2 The Committee must, on the requisition in writing of at least ten (10%) per cent of the total number of members, convene a special general meeting of the association.
- 5.2.3 A requisition of members for a special general meeting:
 - (a) must be signed by the members making the requisition, and
 - (b) must be lodged with must state the purpose or purposes of the meeting, and
 - (c) the secretary.
- 5.2.4 The Committee must convene a special general meeting within one month of receiving the request.
- 5.2.5 At least 21 day notice shall include the date, time, venue and agenda of the Special General Meeting.
- 5.2.6 The quorum of the Special General Meeting shall be at least one third of financial membership.

5.3 General Meetings

- 5.3.1 The secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 5.3.2 No business other than that specified in the notice convening a general meeting is to be transacted.
- 5.3.3 A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.
- 5.3.4 No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- 5.3.5 One third financial members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- 5.3.6 If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - (a) if convened on the requisition of members, is to be dissolved, and
 - (b) in any other case, is to stand adjourned and rescheduled

- 5.3.7 If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 6) are to constitute a quorum.

5.4 Presiding Member

- 5.4.1 The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- 5.4.2 If the president and the vice-president are absent or unwilling to act, the secretary or the treasurer to preside as chairperson at the meeting.

5.5 Making of Decisions

- 5.5.1 A question arising at a general meeting of the association is to be determined by either:
- (a) a show of hands, or
 - (b) by a written ballot.
- 5.5.2 If the question is to be determined by a show of hands, it has to be noted in the minutes, the number or proportion of the votes recorded in favour of or against that resolution.
- 5.5.3 If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

5.6 Amendment to the Constitution

- 5.6.1 Amendment to the Constitution may only be effected, after due notice being given by way a special resolution in that behalf, at the AGM or SGM at which at least 75% of the membership votes cast are in favour of such amendments either in person or by proxy.

5.7 Voting

- 5.7.1 On any question arising at a general meeting of the association a financial member has one vote only.
- 5.7.2 All votes shall be given personally or by proxy, but no member to hold more than two proxies.
- 5.7.3 Each member shall be entitled to appoint another member as proxy by written notice given to the secretary no later than 24 hours before the time of the meeting.
- 5.7.4 In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 5.7.5 A member/proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member to the association has been paid.

- 5.7.6 A member shall not be able to vote at an Annual General Meeting or Special General Meeting unless the member has been a financial member of the association for at least the preceding three (3) months.

5.8 Ballots

- 5.8.1 The association may hold an electronic (email/Facebook) ballot to determine any issue or proposal. (Other than an appeal under clause 3.8).

6 Miscellaneous

6.1 Sources of Funds

- 6.1.1 The funds of the association are to be derived from annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the Committee determines.

6.2 Management of Funds

- 6.2.1 Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objectives of the association in such manner as the Committee determines.
- 6.2.2 A bank account shall be opened and maintained in the name of the Association with a bank as may be determined by the Committee. All monies other than those required for immediate use shall be deposited in the bank account without any unreasonable delay.
- 6.2.3 The association may effect and maintain insurance as required.
- 6.2.4 The Committee shall designate not more than four members among the office bearers, including the President, Secretary, Treasurer/Acting Treasurer, of whom two shall be required to operate the bank account, sign cheques and draw upon the funds and otherwise transact business within the bank.
- 6.2.5 The Committee is to obtain price quotes for major events expenditure in a fair and reasonable manner, dependent upon the total expense that applies to the specific quotation on hand, based on the following sliding scale:
- (a) A quote being \$3000 and over – 2 quotes;
 - (b) A quote between \$1001 to \$2999 – 1 quote;
 - (c) A quote under \$1000 – no requirement of a quote

6.3 Change of Name, Objects and Constitution

- 6.3.1 An application to the Director-General for registration of a change in the association's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a Committee member.

6.4 Custody of Books

- 6.4.1 The public officer must keep in her custody or under her control all records, books and other documents relating to the association.

6.5 Inspection of Books

- 6.5.1 The following documents must be open to inspection, free of charge, by a member of the association at any reasonable hour:
- (a) records, books and other financial documents of the association, this constitution,
 - (b) minutes of all Committee meetings and general meetings of the association.

6.6 Financial Year

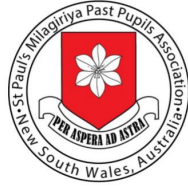
- 6.6.1 The financial year of the association is:
- (a) the period of time commencing on the date of incorporation of the association and ending on the following 30 June, and
 - (b) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 July and ending on the following 30 June.

6.7 Common Seal

- 6.7.1 The Common Seal of the association shall be kept in the custody of the Public Officer.
- 6.7.2 The Common Seal shall not be affixed to any instrument except by a resolution of the committee and affixing of the Common Seal shall be attested by the signatures of two office bearers of whom one shall be the President of the association.

6.7.3 The Common Seal of the association shall be:

Circular in shape as indicated herein with the red, white and black logo of St Paul's Milagiriya Girls School in the middle with words St Paul's Milagiriya Past Pupils association on the top half of the outer circle and New South Wales, Australia in the bottom half of the circle.



6.8 Dissolution

- 6.8.1 The association may be dissolved by the adoption by a two-thirds majority of a specific resolution in that behalf at a Special General Meeting.
- 6.8.2 Where a resolution has been adopted under subclause 6.8.1 hereof, or for what so ever reason the association has become dysfunctional without any reasonable prospect of becoming functional within a reasonable period, any assets remaining after satisfaction of any proper debts and liabilities shall be deemed to the assets belonging to the School and accordingly be transferred to the School.

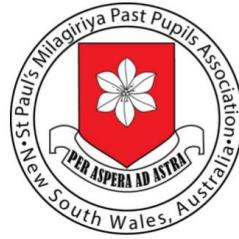
We certify that this Constitution (Version 4) was agreed upon and adopted at the Annual General Meeting of the Association held on this 23rd day of September 2018.

President

Secretary

7. Appendix A – Application of Membership Form

8. Appendix B – Proxy Form



Application for Membership of St. Paul's Milagiriya Past Pupils Association – NSW Inc.

ABN: 48196059563

I _____
[full name of applicant]

of _____
[address]

Email address: _____

Contact Phone Number: _____

hereby apply to become a member of the
St. Paul's Milagiriya Past Pupils Association – NSW

In the event of my admission as a member, I agree to be bound by the constitution of the
association for the time being in force.

Signature of applicant

Date

Please email the completed form to secretary@smpmpansw.org and a confirmation email will be sent to you. All personal information will be kept confidential. The payment details for the annual subscription of \$25 will be sent to you following the approval of your membership application.

If you have any queries, please contact Antoinette Vander Straaten on mobile no. 0414 976 010.

For Office Use Only

Application Approved Yes/No Date _____

Annual Subscription Paid Yes/No Date _____

Membership Effective From Date _____

Name and Signature of Secretary _____

Introduced by _____

St. Paul's Milagiriya Past Pupils Association – NSW Inc.

ABN 48 196 059 563

Appointment of Proxy – Annual General Meeting

DATE

I, _____
(Full Name)

of _____
(Address)

being a member of St. Paul's Milagiriya Past Pupils Association – NSW Inc. hereby appoint

(Full Name of Proxy)

of _____
(Address)

being a member of that incorporated association, as my proxy to vote on my behalf at the Annual General Meeting of the association to be held on **Date** and at any adjournment of that meeting.

My Proxy is authorized to vote in favour or against all below resolutions.

Amendments to the Constitution of St. Paul's Milagiriya Past Pupils Association - NSW Inc.

Resolution re: Clause/s	Description	Favour	Against	Abstain

Signature of Member appointing proxy

Date

Email : secretary@smpppansw.org;