

KINROSS WOLAROI SCHOOL EXSTUDENTS' ASSOCIATION CONSTITUTION

Adopted on: October 2015



Contents

1	Name	4
2	Interpretation	4
2.1	Definitions	4
2.2	Other rules of interpretation	4
3	Objects	5
3.1	Principal object	5
3.2	Other objects	5
3.3	Responsibilities to the Church	5
4	Membership	5
4.1	Eligibility	5
4.2	Student or former student members	5
4.3	Honorary members	5
4.4	Existing membership of related associations	6
4.5	Life membership	6
4.6	Subscription fees	6
4.7	Ceasing to be a Member	6
4.8	Register	6
5	Meetings of the Association	6
5.1	Convening meetings	6
5.2	Annual meetings	6
5.3	Members may convene meetings	6
5.4	Notice of meeting	6
5.5	Quorum	6
5.6	President absent	7
5.7	Voting	7
5.8	Annual general meeting	7
5.9	Documents to be presented at annual general meeting	7
5.10	Validity of acts of Association	7
5.11	Elected Officers of the Executive	7
5.12	Permanent officers of the Executive	7
5.13	Maximum term of office for President	7

5.14	Ceasing to be an Officer	8
5.15	Removal of an Elected Officer by Association	8
5.16	Vacancies	8
6	Role of Executive	8
7	Meetings of Executive	8
7.1	Convening meetings	8
7.2	Frequency of meetings	8
7.3	Notice of meeting	8
7.4	Quorum	8
7.5	President absent	8
7.6	Voting	9
8	Auditor	9
8.1	Appointment	9
8.2	Qualification	9
9	Financial year	9
10	Funds and accounts	9
10.1	Use of funds	9
10.2	Receipts and payments	9
10.3	Restrictions	9
10.4	Signatories	9
10.5	Maintaining and auditing accounts	9
11	Committees	10
12	Dissolution	10
12.1	Process	10
12.2	Transfer of funds	10
13	Liability	10
14	Amendment of this constitution	10
14.1	General meeting approval	10
14.2	Council approval	10
15	Review	10
15.1	Periodic review	10
15.2	Process	10

CONSTITUTION



1 Name

The name of the organisation is Kinross Wolaroi School Ex-students' Association

2 Interpretation

2.1 Definitions

Some terms used in this constitution have particular meanings. They are set out below.

“Association” means the unincorporated organisation established by this constitution.

“Business Manager” means the Business Manager of the School as appointed by Council.

“Church” means The Uniting Church in Australia.

“Council” means the Council of the School as appointed by the Synod.

“Elected Officer” means, at any time, those persons holding office as an elected officer of the Executive appointed under Article 6.1 (Elected Officers of the Executive).

“Member” means each person recorded as a member of the Association in the Register.

“Executive” means, at any time, those persons holding positions as officers of the Association in accordance with Article 6 (Appointment of Officers).

“Membership Account” means the separate account into which membership fees are deposited under article 10.2 (Receipts and payments).

“President” means the person appointed as president of the Association under article 5.11 (Executive).

“Principal” means the Principal of the School as appointed by the Council.

“Register” means the register of members maintained under article 4.8 (Register).

“School” means Kinross Wolaroi School.

“Secretary” means the person appointed as secretary of the Association under article 5.11 (Executive).

“Synod” means the New South Wales and the Australian Capital Territory Synod of the Church.

“Vice-President” means each person appointed as Vice-President of the Association under article 5.11 (Executive).

2.2 Other rules of interpretation

Headings are for convenience and do not affect interpretation.

The singular includes the plural and vice versa.

A reference to:

- a) a document (including this constitution) includes any variation or replacement of it;
- b) the word “law” includes common law, principles of equity and legislation (including regulations);
- c) any legislation includes regulations under it and any consolidations, amendments, re-enactments or replacements of any of them;
- d) word “regulations” includes instruments of a legislative character under legislation (such as regulations, rules, by-laws, ordinances and proclamations);
- e) the word “person” or “entity” includes an individual, a firm, a body corporate, an unincorporated association, an authority or a trust;
- f) the words “including”, “for example” or “such as” when introducing an example, do not limit the meaning of the words to which the example relates to that example or examples of a similar kind.



3 Objects

3.1 Principal object

The object of the Association is to enrich the lives of students and former students of the School through fellowship and support.

3.2 Other objects

In furtherance of article 3.1 (Principal object), the objects of the Association include:

- a) to facilitate unity and good fellowship amongst students and former students of the School;
- b) to enhance the intellectual, spiritual, moral and social well-being of students and former students of the School;
- c) to support the aims of the School through its strategic plan;
- d) to effectively communicate and interact with former students and the School community to encourage engagement with the life of the School;
- e) to create opportunities for former students to care for the School by providing financial and in-kind support;
- f) to preserve and advance the School's heritage;
- g) to hold, invest and distribute funds; and
- h) to do all other things as may be incidental or ancillary to achieving the objects set out in this article 3 (Objects).

3.3 Responsibilities to the Church

In fulfilling the objects of the Association, the Association acknowledges the responsibilities of the Council and the Principal to the Church and the Association accepts it must act consistently with those responsibilities, the regulations of the Church and the by-laws of the Synod and Council policies.

4 Membership

4.1 Eligibility

A person is eligible to be a member of the Association if they are:

- a) a student who completes their final year of secondary education at the School;
- b) any former student of Kinross School, the Presbyterian Ladies College Orange, Wolaroi College or Weymouth House;
- c) a Principal or former Principal of the School;
- d) a member of the academic staff of the School, Kinross School, the Presbyterian Ladies College Orange or Wolaroi College who has been employed by the relevant school for at least 5 years;
- e) nominated by the Executive on the basis they have had a committed and dedicated relationship with the students of the School for at least 5 years.

4.2 Student or former student members

A person eligible for membership under article a) or b) (Eligibility) becomes a Member on acceptance of their subscription fee by the Association and entry of their name on the Register.

4.3 Honorary members

A person eligible for membership under article c), d) or e) (Eligibility) becomes a Member on entry of their name on the Register.

CONSTITUTION



4.4 Existing membership of related associations

Any former student of the Presbyterian Ladies College Orange, Wolaroi College or Kinross School who holds life membership of the ex-students' association of any of those institutions is taken to hold membership in the Association.

4.5 Life membership

Subject to article 4.7 (Ceasing to be a Member), all Members hold membership for life.

4.6 Subscription fees

The amount and terms of payment of subscription fees are determined by the Association at each annual general meeting.

4.7 Ceasing to be a Member

A person ceases to be a Member if they:

- a) die;
- b) resign their membership by written notice to the Secretary; or
- c) are expelled from the Association by a vote of at least two thirds of Members present at a general meeting where at least 14 days' notice of the motion to expel has been given to Members.

4.8 Register

A register of the names of all Members is to be maintained by the Secretary.

5 Meetings of the Association

5.1 Convening meetings

Subject to articles 5.2 (Annual meetings) and 5.3 (Members may convene meetings), meetings of the Association are convened by the Secretary at such time and places as the President determines.

5.2 Annual meetings

A meeting of Members must be held at least annually.

5.3 Members may convene meetings

A meeting of Members must be convened as soon as practicable after a written request to convene a meeting signed by not less than 5% of Members is provided to the Secretary.

5.4 Notice of meeting

At least 7 days' prior written notice of all meetings must be given to:

- a) each Member of the Association;
- b) the Principal;
- c) the Business Manager.

5.5 Quorum

Except for meetings convened to consider a matter referred to in article b) (Ceasing to be a Member), a quorum for meetings of the Association is not less than 5 persons.

CONSTITUTION



5.6 President absent

If the President is not present within 15 minutes after the appointed meeting time:

- a) the Vice-President, if present, is to be chairperson of the meeting; or
- b) if the Vice-President is also not present, those Members present (if constituting a quorum) may elect one of their number to be the chairperson of the meeting.

5.7 Voting

At meetings of the Association each Member personally present is entitled to one vote.

5.8 Annual general meeting

An annual general meeting of Members must be held no later than 30 April in each year.

5.9 Documents to be presented at annual general meeting

At the annual general meeting:

- a) a report by the President relating to the activities of the Association during the preceding year; and
- b) an audited statement of accounts for the preceding financial year and a budget for the current financial year,
- c) must be presented. Copies of the documents presented under paragraph (b) (as approved by Association) must be provided to the Council after the annual general meeting.

5.10 Validity of acts of Association

All acts done at a meeting of the Association are, even if it is afterwards discovered that:

- a) a Member of Association did not receive notice of the meeting;
- b) there was a defect in the appointment, or continuance in office of, a person as a Member;
- c) a person acting as a Member was not entitled to vote,
- d) as valid as if the relevant person had received notice, been duly appointed or had duly continued in office and was qualified and entitled to vote (as the case may be).
- e) Appointment of officers

5.11 Elected Officers of the Executive

At its annual general meeting the Association must elect from among its Members:

- a) a President;
- b) two Vice-Presidents (one male and one female if possible);
- c) a Secretary;
- d) a Treasurer;
- e) up to 5 general committee officers; and
- f) such other officers, as it considers necessary for the general management of the Association.

5.12 Permanent officers of the Executive

In addition to the elected officers appointed in accordance with Article 6.1, the following persons are appointed as permanent officers of the Executive:

- a) the Principal (or their nominee); and
- b) the Business Manager (or their nominee).

5.13 Maximum term of office for President

A President may hold office as chairperson for a maximum of five consecutive years. However, if at the expiry of that period no other person is nominated to be elected as chairperson, the outgoing President may continue to hold office until a replacement is nominated and elected.



5.14 Ceasing to be an Officer

A person ceases to be an Elected Officer of the Executive:

- a) if they resign office by notice in writing to the President or Secretary; or
- b) if they are absent from 3 consecutive Executive meetings without leave; or
- c) if they become of unsound mind or become a person whose person or estate is liable to be dealt with in any way under a law relating to mental health or is bankrupt; or
- d) at the Annual General Meeting following their election unless elected for a further term

5.15 Removal of an Elected Officer by Association

The Association may by resolution remove any Elected Officer of the Executive from office before the end of their term of office and may by resolution appoint another person to hold office until the next annual general meeting.

5.16 Vacancies

Any casual vacancy occurring in any office held by an Elected Officer of the Executive may be filled by the Executive appointing a Member to fill the vacancy. The person appointed holds office until the conclusion of the next annual general meeting of the Association.

6 Role of Executive

The Executive is responsible for the general management of the Association in accordance with the terms of this constitution.

7 Meetings of Executive

7.1 Convening meetings

Meetings of the Executive are convened by the Secretary at such time and places as the President determines.

7.2 Frequency of meetings

The Executive must meet no less than once each 6 months.

7.3 Notice of meeting

At least 7 days' prior written notice of all meetings of the Executive must be given to each officer of the Executive.

7.4 Quorum

A quorum for meetings of the Executive is not less than 5 persons.

7.5 President absent

If the President is not present within 15 minutes after the appointed meeting time:

- a) the Vice-President, if present, is to be chairperson of the meeting; or
- b) if the Vice-President is also not present, those officers present (if constituting a quorum) may elect one of their number to be the chairperson of the meeting.

CONSTITUTION



7.6 Voting

At meetings of the Executive each officer of the Executive personally present is entitled to one vote. Persons in attendance (including Members who are not officers of the Executive) are not entitled to vote.

8 Auditor

8.1 Appointment

The Auditor of the School will be the Auditor of the Association.

8.2 Qualification

The Auditor must be a person who is a member of the Institute of Chartered Accountants in Australia or of CPA Australia or a registered company auditor under the Corporations Act.

The Auditor must not be a Member.

9 Financial year

The financial year ends on 31 December in each year.

10 Funds and accounts

10.1 Use of funds

Funds are to be used solely for achieving the objectives of the Association as established by this constitution. If there is any doubt as to whether this will be achieved the President must obtain the advice of the Council and act consistently with that advice.

10.2 Receipts and payments

All membership fees must be deposited into an interest bearing account as approved by the Council. All other funds may be invested as determined by the Executive and approved by the Council. All payments other than petty cash items made on account of the Association must be made by cheque or authorised electronic funds transfer.

10.3 Restrictions

The maximum aggregate drawings from the Membership Account in any financial year must not exceed 25% of the balance of the Membership Account as at the beginning of that financial year unless otherwise approved by the Council.

10.4 Signatories

Bank accounts must be operated by any two signatories authorised by the Council.

10.5 Maintaining and auditing accounts

Proper books of accounts must be kept and must be audited annually. However, more frequent audits must be done if the Council or the Synod requires.

CONSTITUTION



11 Committees

The Executive may appoint any subcommittee it considers necessary and may delegate to a subcommittee such of its power as it considers appropriate (other than any power to regulate the operation of a subcommittee).

12 Dissolution

12.1 Process

The Association may be dissolved:

- a) by a vote of at least two thirds of Members present at a general meeting where at least 14 days' notice of the motion to dissolve the Association has been given to Members; and
- b) at the direction of the Council; or
- c) at the direction of the Standing Committee of the Synod.

12.2 Transfer of funds

Upon dissolution of the Association any funds or property standing to the credit of the Association will be transferred to the Council which holds and manages all property in accordance with the Uniting Church Australia Act 1977 (N.S.W).

13 Liability

The liability of a Member to contribute towards the payment of the debts and liabilities of the Association of the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the Member.

14 Amendment of this constitution

14.1 General meeting approval

An amendment to this constitution may be made at any annual general meeting or general meeting provided at least 14 days' notice of the proposed amendment has been given to Members. An amendment must be passed by vote of at least two thirds of the Members present.

14.2 Council approval

Any amendment to this constitution will not take effect unless the Council has approved the amendment.

15 Review

15.1 Periodic review

This Constitution must be reviewed every 5 years or earlier if considered necessary by the Council.

15.2 Process

The review process is to be carried out by the Executive and is to include consultation with:

- a) Members; and
- b) the Council

