



**Rules for Old Andrians Association
Incorporated under the
Associations Incorporation Act, 1984**

**Constitutional Rules for
Old Andreans Association Incorporated
Associations Incorporation Act, 1984**

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Part 1 Preliminary

1 Definitions

(1) In these rules:

Association means the Old Andreans Association

Council means the Council of the Old Andreans Association

Director-General means the Director-General of the Department of Fair Trading.

Financial Member means a person who has fully paid their membership monies

Headmaster means the person serving as Headmaster of St Andrew's Cathedral School

Ordinary member means a member of the Council who is not an office-bearer of the association, as referred to in rule 14(2)

Public Officer means the person holding under rule 25(1)

Register is a list of members name and year they left the school

School means St Andrew's Cathedral School

Secretary means:

- (a) the person holding office under these rules as secretary of the association, or
- (b) if no such person holds that office – the public officer of the association.

Special General Meeting means a general meeting of the association other than an annual general meeting.

the Act means the *Associations Incorporation Act 1984*.

the Regulation means the *Associations Incorporation Regulation 1999*.

(2) In these rules:

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

2 Objectives

The objectives of the Association are as follows:

- (a) to support the School, and its students;
- (b) to promote fellowship among members and former students of the School;

- (c) to promote the mutual interests of the School, the Association and the School community

Part 2 Membership

3 Membership qualifications

A person is qualified to be a member of the association if:

- (a) the person has completed two (2) years as a student at any level at the School; or
- (b) has completed Year 12 as a student at the School; or

4 Honorary Andreans

The Council may appoint a person to be an Honorary Andrean if they have been employed by St Andrew's Cathedral School for 10 years or more but that person will not have any rights to vote at any meetings.

5 Membership

(1) A person wishing to join the Association can do so by either one of the following ways:

- (a) must complete a the application for membership of the association form in writing as set out in Appendix 1 to these rules, and or,
- (b) subscription paid in accordance with the guidelines as set down by the Council from time to time.

(2) As soon as practicable after receiving a nomination for membership, the Secretary must refer the nomination to the Council which is to determine whether to approve or to reject the nomination.

(3) As soon as practicable after the Council makes those determinations, the Secretary must:

- (a) notify the nominee, in writing, that the Council approved or rejected the nomination (whichever is applicable), and
- (b) if the Council approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under these rules by a member as entrance fee and annual subscription.

(4) The Secretary must, on payment by the nominee of the amounts referred to in clause (3)(b) within the period referred to in that provision, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the Association.

6 Cessation of membership

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.

7 Resignation of membership

- (1) A member of the Association is not entitled to resign that membership except in accordance with Rule 6(2).
- (2) A member of the Association who has paid all amounts outstanding payable by the member to the Association in respect of the member's membership 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 Council 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) If a member of the Association ceases to be a member under clause (2) 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.

8 Membership entitlements not transferable

- (1) A right, privilege or obligation which a person has by reason of being a member of the Association:
 - (a) is not capable of being transferred or transmitted to another person, and
 - (b) terminates on cessation of the person's membership.

9 Register of members

- (1) The Secretary of the Association must establish and maintain a list of members of the Association.
- (2) The register of members must be kept at the principal place of administration of the Association and must be open for inspection, free of charge, by any member of the Association at any reasonable hour, subject to the Privacy Act 1998.

10 Fees and subscriptions

- (1) A member of the Association must, on admission to membership, pay to the Association a fee as determined by Council from time to time.
- (2) A person is deemed to be a member of the Association as soon as the pre-determined fee is received by the Association.

11 Members' liabilities

- (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 Rule 10.

12 Resolution of internal disputes

Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be resolved internally in an amicable and timely fashion, bearing in mind the objectives of the Association. If however, a resolution cannot be reached, the dispute is to be mediated by the Headmaster (or a person nominated by the Headmaster).

13 Disciplining of members

- (1) A complaint may be made to the Council by any person that is a member of the Association that a member:
 - (a) has repeatedly refused or neglected to comply with a provision or provisions of these rules, or
 - (b) has persistently and/or wilfully acted in a manner prejudicial to the interests of the Association.
- (2) On receiving such a complaint, the President:
 - (a) shall request a member with appropriate qualifications and/or experience, to investigate the complaint to the best of his/her ability, and table a report into the complaint at the next available Council meeting; and
 - (b) must cause notice of the complaint to be served on the member concerned within seven (7) days of receiving the complaint; and
 - (c) must give the member at least 14 days from the time the notice is served within which to make submissions to the Council in connection with the complaint, and
 - (d) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The Council 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.
- (4) If the Council 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 Council for having taken that action and of the member's right of appeal under rule 12.
- (5) Disputes between members of Council shall be resolved on a case by case basis, as the Council see fit. If the dispute is not resolved, then the procedures as stated in Rules 12(1), (2) and (3) shall be administered.
- (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 rule 12(5),

whichever is the later.

14 Right of appeal of disciplined member / Councillor

- (1) A member may appeal to the Association in General Meeting against a resolution of the Council under Rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the Secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause (1), the Secretary must notify the Council 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.
- (4) At a General Meeting of the Association convened under clause (3):
 - (a) no business other than the question of the appeal is to be transacted, and
 - (b) the Council 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.
- (5) If at the General Meeting the Association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

Part 3 The Council

15 Powers of the Council

- (1) The Council of the Association and, subject to the Act, the Regulations and these rules and to any resolution passed by the Association in General Meeting:
 - (a) is to control and manage the affairs of the Association, and
 - (b) may exercise all such functions as may be exercised by the Association, other than those functions that are required by these rules to be exercised by a general meeting of members of the Association, and

- (c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the Association;
and
- (d) act with the best interests of the Association at all times.

16 Constitution and membership

- (1) Subject in the case of the first members of the Council to section 21 of the Act, the Council is to consist of:
 - (a) the office-bearers of the Association (see Rule 14(2)), which constitute the executive of the Association, and
 - (b) **5** councillors,each of whom is to be elected at the Annual General Meeting of the Association under Rule 17.
- (2) The Office-Bearers of the Association, are to be:
 - (a) the President
 - (b) the Vice-President
 - (c) the Treasurer, and
 - (d) the Secretary
- (3) Each member of the Council is, subject to these rules, 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.

17 Election of members

- (1) Nominations of candidates for election as Office-Bearers of the Association or as ordinary members of the Council:
 - (a) must be made in writing (as per the form in the Appendix 1), signed by 2 members of the Association 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 14 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) If insufficient nominations are received to fill all vacancies on the Council, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the Council are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.

- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office-bearers and ordinary members of the Council is to be conducted at the annual general meeting in such usual and proper manner as the Council may direct.

18 President

- (1) The President is to chair the business of each Council. In the President's absence, or due to his or hers unwillingness to chair the Council meeting, the Vice-President is to chair the Council meeting.
- (2) It is the duty of the President to present a report at each Annual General Meeting.
- (3) The President is to be a signatory of the Association's financial accounts.

19 Vice-President

- (1) The Vice-President shall assist the President as the President delegates.
- (2) The Vice-President is to be a signatory of the Association's financial accounts.

20 Secretary

- (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.
- (2) It is the duty of the Secretary to keep minutes of:
 - (a) all appointments of Office-Bearers and members of the Council,
 - (b) the names of members of the Council present at a Council meeting or a General Meeting, and
 - (c) all proceedings at Council meetings and General Meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.
- (4) The Secretary of the Association must maintain the following registers:
 - (i) Register of Correspondence
 - (ii) Register of Council Members.
- (5) The Secretary of the Association shall hold the Common Seal for the Association.
- (6) No Councillor shall enter into any correspondence without:
 - (a) the approval of the Council,

- (b) informing and forwarding a copy of the correspondence to the Secretary
- (7) The Secretary of the Association shall maintain the appendix of the Constitution
- (8) The Council only shall approve changes to the appendix of these Rules.

21 Treasurer

- (1) It is the duty of the Treasurer of the Association to:
 - (a) ensure that all money due to the Association is collected and received and that all payments authorised by the Association are made,
 - (b) ensure that correct books and accounts are kept, administered and maintained showing the financial affairs of the Association, including full details of all receipts and expenditure connected with the activities of the Association,
 - (c) administer the Association funds as the Council directs.
 - (d) administer and maintain the following registers:
 - i. Register of signatures duly authorised to access the Associations funds;
 - ii. Register of Assets.
 - (e) conduct an annual stocktake.
 - (f) to liaise with any auditor as the Council may direct.

22 Casual vacancies

- (1) For the purposes of these rules, a casual vacancy in the office of a member of the Council 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 rule 19, or
 - (f) is deemed to be a mentally incapacitated person by a competent tribunal.
- (2) In the event of a casual vacancy occurring in the membership of the Council, except in the positions of the Executive/Office-Bearers, the Council may appoint a member of the Association to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the Annual General Meeting next following the date of the appointment.

- (3) If a casual vacancy occurs in the any of Executive/Office-Bearers, the council must fill the casual vacancy by deciding either that:
- (a) a person should succeed to the vacant office, in which case the Secretary, or the President if the office of Secretary is vacant, must call for nominations from any member of the Council and a vote must be taken among members of the Council to fill the vacancy; or
 - (b) a person should be appointed to fill the position for a set time period, in which case the Council fills the casual vacancy by voting on a motion moved by a member of Council to appoint a person who is a member of the Association as set down in Rule 2 of this constitution; or
 - (c) a General Meeting should be called and a new election for the vacant office in accordance with Rule 15 should be held, in which case the Secretary, or the President if the office of Secretary is vacant, follows the procedure for calling an Extraordinary General Meeting as set down in Rules 30, 31 and 32.

23 Removal of member

- (1) The Association in any meeting throughout the **year** may by resolution remove any member of the Council 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.
- (2) If a member of the Council to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the Secretary or President (not exceeding a reasonable length) and requests that the representation be notified to the members of the Association, the Secretary or 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.

24 Meetings and Quorum

- (1) The Council must meet at least 10 times per year at such place and intervals as the Council may determine.
- (2) Additional meetings of the Council may be convened by the President or by any four (4) members of the Council.
- (3) Oral or written notice of a meeting of the Council must be given by the Secretary to each member of the Council at least 48 hours (or such other period as many be unanimously agreed on by the members of the Council) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (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 Council members present at the meeting unanimously agree to treat as urgent business.

- (5) Any four (4) members of the Council, constitute a quorum for the transaction of the business of a meeting of the Council.
- (6) No business is to be transacted by the Council unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week, unless that day is a public holiday, in which case the meeting is adjourned to the next business day.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the Council:
 - (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, the Council shall appoint a member of the Council, who is present and willing to do so, to chair the meeting.

25 Delegation by Council to sub-committee

- (1) The Council may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Association as the Council thinks fit) the exercise of such of the functions of the Council as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Council by the Act or by any other law.
- (2) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (3) Despite any delegation under this rule, the Council may continue to exercise any function of the Council.
- (4) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Council.
- (5) The Council may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (6) A sub-committee may meet and adjourn, as it thinks proper.

26 Voting and decisions

- (1) Questions arising at a meeting of the Council or of any sub-committee appointed by the Council are to be determined by a majority of the votes of members of the Council or sub-committee present at the meeting.

- (2) Each member present at a meeting of the Council or of any sub-committee appointed by the Council (including the person chairing 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.
- (3) Any act or thing done or suffered, or purporting to have been done or suffered, by the Council or by a sub-committee appointed by the Council, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Council or sub-committee.
- (4) In the event that a matter requires urgent determination, the executive of the Association may take whatever steps necessary to determine such a matter in the best interests of the Association, and must cause all other members of Council to be notified, either verbally or electronically, of such action no later than twenty four (24) hours subsequent to it taking place.

27 Public Officer

The Council shall appoint a member of Council to be the Public Officer of the Association.

Part 4 General meeting

28 Annual general meetings – holding of

- (1) With the exception of the first annual general meeting of the Association, the Association must, at least once in each calendar year and within the period of 6 months after the expiration of each financial year of the Association, convene an annual general meeting of its members or in accordance with any exemption or extension granted by the Director-General.
- (2) The Association must hold its first annual general meeting:
 - (a) within the period of 6 months after the expiration of the first financial year of the Association.

29 Annual General Meetings – calling of and business at

- (1) The Annual General Meeting of the Association is, subject to the Act, to be convened on such date and at such place and time as the Council thinks fit.
- (2) 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 receive from the Council reports on the activities of the Association during the last preceding financial year,
 - (b) to elect office-bearers of the Association and ordinary members of the Council,
 - (c) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.

- (3) The minutes of an Annual General Meeting shall be approved by Council at the next Council meeting.
- (3) An Annual General Meeting must be specified as such in the notice convening it.

30 Extraordinary General Meetings – calling of

- (1) The Council may, whenever it thinks fit, convene an Extraordinary General Meeting of the Association.
- (2) The Council shall, at the request in writing of 20 members of the Association, convene an Extraordinary General Meeting of the Association.
- (3) A request of members for an Extraordinary General Meeting:
 - (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the Secretary, and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

31 Notice

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, 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.
- (2) Notice must also be placed in The Sydney Morning Herald, at least fourteen (14) days before the date fixed of the holding of an Annual General Meeting or an Extraordinary General Meeting.
- (3) If the nature of the business proposed to be dealt with at an Annual General Meeting or Extraordinary General Meeting requires a special resolution of the Association, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause (1), the intention to propose the resolution as a special resolution.
- (4) No business other than that specified in the notice convening an Annual General Meeting or Extraordinary General Meeting is to be transacted at an Annual General Meeting or Extraordinary General Meeting unless the meeting in an Annual General Meeting and two thirds of those members present vote that other business be transacted.
- (5) A member desiring to bring any business before an Annual General Meeting or Extraordinary General Meeting must give notice in writing no less than twenty-eight (28) days before the date fixed of that business to the Secretary who must include that business in the next notice calling an Annual General Meeting or

Extraordinary General Meeting given after receipt of the notice from the member.

32 Procedure

- (1) No item of business is to be transacted at an Annual General Meeting or Extraordinary General Meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of an Annual General Meeting or Extraordinary 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 to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place
- (4) 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 3) is to constitute a quorum.

33 Presiding member

- (1) The President or, in the President's absence, the Vice-President, is to chair an Annual General Meeting or Extraordinary General Meeting.
- (2) If the President and the Vice-President are absent or unwilling to act, the members present must elect a member to chair the Annual General Meeting or Extraordinary General Meeting.

34 Adjournment

- (1) The chairperson of an Annual General Meeting or Extraordinary General Meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If an Annual General Meeting or Extraordinary General Meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each member of the Association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

- (3) Except as provided in clauses (1) and (2), notice of an adjournment of an Annual General Meeting or Extraordinary General Meeting or of the business to be transacted at an adjourned meeting is not required to be given.

35 Making of decisions

- (1) A question arising at an Annual General Meeting or Extraordinary General Meeting of the Association is to be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At an Annual General Meeting or Extraordinary General Meeting of the Association, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.
- (3) If a poll is demanded at an Annual General Meeting or Extraordinary General Meeting, the poll must be taken;
 - (a) immediately in the case of a poll which relates to the election of the chairperson of the meeting or to the question of an adjournment, or
 - (b) in any other case, in such manner and at such time before the close of the meeting as the chairperson directs, and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

36 Special resolution

- (1) A resolution of the Association is a special resolution:
 - (a) if it is passed by a majority which comprises at least two-thirds of such members of the Association as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
 - (b) where it is made to appear to the Director-General that it is not practicable for the resolution to be passed in the manner specified in paragraph (a) if the resolution is passed in a manner specified by the Director-General.

37 Voting

- (1) On any question arising at an Annual General Meeting or Extraordinary General Meeting of the Association a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.

- (3) In the case of an equality of votes on a question at an Annual General Meeting or Extraordinary General Meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at an Annual General Meeting or Extraordinary General Meeting of the Association unless all money due and payable by the member or proxy to the Association has been paid Prior to the meeting.

38 Appointment of proxies

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the Secretary no later than **30 minutes** before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to these rules.

Part 5 Miscellaneous

39 Insurance

- (1) The Association may effect and maintain insurance.

40 Funds – source

- (1) The funds of the Association are to be derived from entrance fees and annual subscriptions of members, donations, interest earned and, subject to any resolution passed by the Association in general meeting, such other sources as the Council determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

41 Funds – management

- (1) The assets and income of the Association shall be applied only in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Association except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.
- (2) In the event of the Association being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to the School.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the Council or employees of the Association, being members or employees authorised to do so by the Council.

42 Alteration of objects and rules

The statement of objects and these rules may be altered, rescinded or added to only by a special resolution of the Association.

43 Common seal

- (1) The Common Seal of the Association shall be kept in the custody of the Secretary.
- (2) The Common Seal must not be affixed to any instrument except by the authority of the Council and the affixing of the Common Seal must be attested by the signatures of 2 members of the Council.

44 Custody of books

Except as otherwise provided by these Rules, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the Association.

45 Inspection of books

- (1) The records, books and other documents of the Association must be open to inspection, free of charge, by a member of the Association at any reasonable hour, subject to the *Privacy Act 1998*.

46 Service of notices

- (1) For the purpose of these rules, a notice may be served on or given to a person:
 - (a) by delivering it to the person personally, or
 - (b) by sending it by pre-paid post to the address of the person, or
 - (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) for the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:
 - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
 - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

(44) Miscellaneous

- (1) All constitutions passed before this constitution is hereby declared null and void. This constitution shall be deemed to be the Constitution of the Association.

Appendix 1

(Rule 3 (a))

NOMINATION FOR MEMBERSHIP OF OLD ANDREANS ASSOCIATION INCORPORATED

I,.....

(full name of applicant)

hereby apply to become a member of the Old Andreans Association Incorporated. In the event of my admission as a member and the payment of the appropriate membership fee being accepted, I agree to be bound by the rules of the Association for the time being in force.

Membership Fees:	\$20.00	(annual membership)
	\$180.00	(life membership)

Date.....Year of leavingHouse.....

.....
Address of Applicant

.....
Home Phone

.....
Work Phone

.....
Mobile

.....
Email address

.....
Signature of applicant

Appendix 2

(Rule 38 (2))

APPOINTMENT OF PROXY FORM

I,.....
(full name)

being a financial member in good standing of the Old Andreans Association Incorporated, do hereby appoint

.....
(full name)

to be my proxy for the following meeting:

Please circle which statement is appropriate

- * **My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (please attach details).**

- * **My proxy is a general proxy vote for my appointee to use as he/she sees fit.**

.....
Signature of Nominator

.....
Signature of Proxy

.....
Date

NOTE: A proxy vote may not be given to a person who is not a member of the Association.

Appendix 3

(Rule 10 (1))

SCHEDULE OF FEES AND CHARGES

Membership Fees:

Life membership:	\$180
Annual membership:	\$20 (AGM to AGM)