

CONSTITUTION PUBLIC SCHOOLS CLUB INC. REVISED  
20<sup>TH</sup> MAY 2008

(1) Name	The name of the incorporated association is <b>PUBLIC SCHOOLS CLUB</b> ...referred to herein as "the association"
(2) Definitions	<p>"committee" means the committee of management of the association  "general meeting" means a general meeting of members of the association convened in accordance with these rules  "member" means a member of the association  "the Act" means the Associations Incorporation Act 1985  "special resolution" means a special resolution defined in the Act  "month" shall mean a calendar month.  <b>"Associated Schools" are Private schools which subscribe to the objects of the association and participate in its school council</b></p>
(3) OBJECTS	<p>(1) <b>To procure and maintain clubrooms for the use of members and any other purpose decided by the Club from time to time</b>  (2) <b>To promote recreation, accommodation and comfort of its members including the provision of residential quarters</b>  (3) <b>To attract participation in the activities of the Club by kindred schools</b>  (4) <b>To aid, support and promote the interests of associated schools by establishing scholarships and granting prizes and otherwise by conducting events that encourage the students in their studies.</b>  (5) <b>To maintain the historic association with the Queens College,</b>  (6) <b>To accept and maintain memorabilia of associated schools in South Australia.</b>  (7) <b>To maintain, including implementing a plan, to preserve the heritage and history of the property Sandford House at 207 East Tce Adelaide in consideration of the historic nature and value of the building and the surrounds.</b>  (9) <b>While occupying premises in 207 East Tce Adelaide to promote the historic link with Nobel Prizewinners William and Lawrence Bragg</b></p>
(4) POWERS	<p><b>The powers of the association are subject to the Act and these rules.</b>  The association shall have all the powers conferred by section 25 of the Act</p>

<p>(5) MEMBERSHIP</p>	<p><b>There shall be FIVE classes of member</b></p> <ol style="list-style-type: none"> <li><b>(1) Ordinary (including corporate membership)</b></li> <li><b>(2) Life</b></li> <li><b>(3) Honorary</b></li> <li><b>(4) Honorary Life</b></li> <li><b>(5) Temporary</b></li> </ol> <p><b>Any person who has spent at least one year's Secondary Education in a kindred school , else any person who supports the objects of the Club and agrees to be bound by its rules, and who applies for membership of the association and who shall be proposed by one member and seconded by another member . The application for membership shall be made in writing, signed by the applicant and the proposer and seconder.</b></p> <p><b>Upon the acceptance of the application by the committee and upon payment of the first annual subscription after posting the applicants name on the Club noticeboard for at least 2 weeks, the applicant shall be admitted to Ordinary membership ,</b></p> <p><b>Where a natural person has been admitted to membership, he/she remains a member for life, unless he/she resigns or is expelled., providing that access to privileges of membership including voting are restricted to financial members.</b></p> <p><b>Life members are Ordinary members who pay 10 times their annual fee as at the time of application for life membership. The Committee may support Honorary Life Membership for any member of the Club proposed by two members of the Club in recognition of signal service to the Club. Any such proposal must be passed at the Annual General Meeting. There shall be no more than 5 Honorary Life Members proposed at any one time. Honorary Life Members will be exempt from Club fees.</b></p> <p><b>Temporary Members are for people who use the club facilities under conditions specified by the Committee from time to time.</b></p> <p><b>The subscription fees for membership in each category shall be such sum, (if any), as the Committee shall determine from time to time. The Committee may set differential fees for retired, remote(more than 50km from the club) Junior (&lt;25 years of age) Organizations who apply to the Club for Corporate membership and pay the</b></p>
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	<p><b>Corporate Membership fee set by the Committee They receive 1 ordinary membership without further charge, each subsequent member of the body corporate is admitted to the Club facilities on payment of the same fee as a retired member. The Corporate member disposes of 1 vote in any ballot or poll in the Club.</b></p> <p><b>The subscription fees shall be payable annually on 1 July or at such other time as the committee shall determine.</b></p> <p><b>Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a financial member of the association, provided always that the committee may reinstate such a person's membership on such terms as it thinks fit.</b></p> <p>A member may resign from membership of the association by giving written notice thereof to the secretary or public officer of the association.</p> <p>Any member so resigning shall be liable for any outstanding subscriptions which may be recovered as a debt due to the association</p>
(6) EXPULSION	<p>Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.</p> <p>Particulars of the charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.</p> <p>The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 5.4d below), cease to be a member 14 days after the committee has communicated its determination to the member.</p> <p>It shall be open to a member to appeal to the association in general meeting against the expulsion. The intention to appeal shall be communicated to the secretary or public officer of the association within 14 days after the determination of the committee has been communicated to the member.</p> <p>In the event of an appeal, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.</p>

	<p>A register of members must be kept and contain:</p> <ul style="list-style-type: none"> <li>i) the name and address of each member;</li> <li>ii) the date on which each member was admitted to the association; and</li> <li>iii) if applicable, the date of, and reason(s) for, termination of membership.</li> </ul>
(7) COMMITTEE	<p>The affairs of the association shall be managed and controlled by a committee which in addition to any powers and authorities conferred by these rules may exercise all such powers and do all such things as are within the objects of the association, and are not by the Act or by these rules required to be done by the association in general meeting.</p> <p>The committee has the management and control of the funds and other property of the association.</p> <p>The committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the association on which these rules are silent.</p> <p>The committee shall appoint a public officer as required by the Act</p> <p><b>The Officers of the Club shall be:</b>  <b>President</b>  <b>Secretary</b>  <b>Treasurer</b>  <b>The elected Chairman of Committee</b></p> <p><b>The President is responsible directly to the Members of the Club, he shall chair all General Meetings of the Club He shall be ex officio a member of all Committees and Sub Committees but without a vote</b></p> <p><b>The committee shall comprise the secretary, the treasurer and eight committee members elected by and from the financial membership of the Club.</b></p> <p><b>The Secretary is responsible for the records and administrative functions of the Club</b></p> <p><b>The Treasurer is responsible for the financial administration of the Club</b></p> <p><b>The Chairman of Committee is responsible for the conduct of the proceedings of the Committee He will chair all Committee meetings and meetings of the Executive</b></p>

**Between the Committee meetings the affairs of the Club are administered by the Executive consisting of the President, Secretary, Treasurer and Chairman of Committee.in a manner consistent with Club policy**

A committee member shall be a natural person.

.Each AGM, one half of the members of the committee, shall retire from the committee. At each subsequent annual general meeting one half of the members of the committee, being the longest serving members, shall retire.

A retiring committee member shall be eligible to stand for re-election without nomination. No other person shall be eligible to stand for election unless a member of the association has nominated that person at least 28 days before the meeting by delivering the nomination of that person to the secretary of the association. The nomination shall be signed by the proposer and by the nominee.

Notice of all persons seeking election to the committee shall be given to all members of the association with the notice calling the meeting at which the election is to take place.

The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next annual general meeting of the association and shall be eligible for election to the committee without nomination.

The committee shall meet together for the dispatch of business at least **every second month**.

Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairman shall have a casting vote.

A quorum for a meeting of the committee shall be one half of the members of the committee.

A member of the committee having a direct or indirect pecuniary interest in a contract or proposed contract, with the association must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to that contract or proposed contract.

The member of the committee must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the association.

The office of a committee member shall become vacant if a committee member is:

- ⌚ disqualified from being a committee member by the Act;
- ⌚ expelled as a member under these rules;

	<ul style="list-style-type: none"> <li>⌚ permanently incapacitated by ill health;</li> <li>⌚ absent without apology from more than four meetings in a financial year</li> </ul>
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<p>(8) PROCEEDINGS OF COMMITTEE</p>	<p><b>The first committee meeting of the Club after the AGM, the Committee shall elect from the Committee a Chairman of Committee and shall appoint 5 standing Sub Committees each chaired by an officer of the Club or by a Committee member. elected by the Committee for the purpose</b></p> <p><b>House:</b>  <b>Finance:</b>  <b>Membership</b>  <b>Associated Schools Council</b>  <b>Activities.</b></p>
<p>(9) SEAL</p>	<p>The association shall have a common seal upon which its corporate name shall appear in legible characters. The seal shall not be used without the express authorisation of the committee, and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by TWO members of the Committee</p>
<p>(10) GENERAL MEETINGS</p>	<p>ANNUAL GENERAL MEETINGS</p> <p>The committee shall call an annual general meeting in accordance with the Act and these rules.</p> <p><b>The AGM will be held in September or October of each year.</b></p> <p>The order of the business at the meeting shall be:</p> <ul style="list-style-type: none"> <li>i) the confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting</li> <li>ii) the consideration of the accounts and reports of the committee and the auditor's report (if auditor's report is required)</li> <li>iii) the election of <b>officers and</b> committee members</li> <li>iv) the appointment of auditors if required</li> <li>v) any other business requiring consideration by the association in general meeting.</li> </ul> <p>SPECIAL GENERAL</p>

## MEETINGS

The committee may call a special general meeting of the association at any time.

or

Upon a requisition in writing of not less than 5%, of the total number of members of the association, the committee shall within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.

Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting.

If a special general meeting is not convened within one month, as required by ;, the requisitionists, or at least 50% of their number, may convene a special general meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the committee, and for this purpose the committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the association.

At least 14 days notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.

Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting. A notice may be given by the association to any member by serving the member with the notice personally, or by sending it by post to the address appearing in the register of members. **or by email to the email address appearing in the register of members.**

Where a notice is sent by post:

- i) the service is effected by properly addressing, prepaying and posting a letter or packet containing the notice; and
- ii) unless the contrary is proved, service will be taken to have been effected at the time at which the letter or packet would be delivered in the ordinary course of post.

Ten members present personally or by proxy shall constitute a quorum for the transaction of business at any

	<p>general meeting.          If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.          The <b>President or his delegate</b> shall preside          If the chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose a committee member or one of their own number to be the chairperson of that meeting. Subject to these rules, every member of the association has only one vote at a meeting of the association.          Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person or, where proxies are allowed, by proxy, at that meeting.  <b>A Special Resolution requires the support of 3/4 of the number of members present or, where allowed, by proxy at that meeting</b></p>
<p>(11) FINANCIAL REPORTING</p> <p>(12) PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS</p>	<p>The financial year of the association shall be the period Of 12 months commencing on 1 July and ending on 30 June of each year.          The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.          The accounts, together with the auditor's report on the accounts, the committee's statement and the committee's report, shall be laid before members at the annual general meeting.          At each annual general meeting, the members shall appoint a person to be auditor of the association The auditor shall hold office until the next annual general meeting and is eligible for re-appointment.          If an appointment is not made at an annual general meeting, the committee shall appoint an auditor for the current financial year.          The income and capital of the association shall be</p>



		applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred
(13)	WINDING UP	<p>The association may be wound up in the manner provided for in the Act.</p> <p>If after the winding up of the association there remains “surplus assets” as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members. Such organisation or organisations shall be identified and determined by a resolution of members in general meeting.</p> <p>.</p> <p><b>In absence of sufficient members to form a quorum and make a determination the surplus assets will be distributed equally amongst the surviving Old Scholars Assoc of the 10 founding schools being Queens College, Adelaide Boys HighSchool, Pembroke (successor to Kings College), Rostrevor College, Christian Brothers College, St Peters College, Prince Alfred College, Pulteney Grammar School, Sacred Heart College, Scotch College.</b></p>
(14)	AMENDMENT OF THIS CONSTITUTION	<p>These rules may be altered (including an alteration to the association’s name) by special resolution of the members of the association. This includes rescision or replacement by substitute rules.</p> <p>The alteration shall be registered with the Office of Consumer and Business Affairs, Corporate Affairs and Compliance Branch, as required by the Act.</p> <p>The registered rules shall bind the association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.</p>

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