



St Paul's College Union

(Incorporated 2020)

Constitution

Under the Associations Incorporation Act 2009

**St Paul's College
9 City Road Camperdown NSW 2009**

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OBJECTS OF THE ST PAUL'S COLLEGE UNION

The objects of the Union are:

- (a) to unite the past and present members of the College;
- (b) to support the College and its institutions by financial assistance, and otherwise promote the interests of the College;
- (c) to endow scholarships and prizes at the College; and
- (d) to hold re-unions, athletic contests and other social functions.

PART 1 - PRELIMINARY

1. Definitions

- (1) In this constitution:

Act means the Associations Incorporation Act 2009.

By-laws means the ~~By~~by-laws of Saint Paul's College made by the Council of Saint Paul's College pursuant to the Saint Paul's College Act 2018 (or, where the context requires, the by-laws made under the Saint Paul's College Act 1854).

College means the Warden and Fellows of Saint Paul's College, a body corporate and politic established by section 4 of the Saint Paul's College Act 2018.

Committee means the committee of the Union.

decade means a period of 10 years commencing on 1 January of any year whose number is wholly divisible by 10.

Dean of Undergraduates means the person holding that office within St Paul's College.

Dean of Graduate House means the person holding that office within St Paul's College Graduate House.

Director-General means the Director-General of the Department of Services, Technology and Administration.

Fellow means a Fellow of St Paul's College elected in accordance with the College's statute and the By-Laws, ~~by-laws and rules~~.

Graduate House means St Paul's College Graduate House

Honorary Life Member means Honorary Life Members of the Union and any person elected by resolution of the Committee without a dissenting voice (of which resolution not less than 7 days' written notice has been given to the Committee).

Life Membership Fund means the fund held and invested by the Union constituted by membership subscriptions received by the Union or the Investment Fund.

Investment Fund means an entity established by the Union for the purposes of holding and investing the capital of the Life Membership Fund and any other funds transferred to it by the Union or at its direction from time to time.

member means a person who is a member of the Union in accordance with Part 2.

~~**non-resident member** means any member of the Union other than:~~

~~(a) a resident member; or~~

~~a person who is a member by operation of paragraphs 2(2)(a)(ii) or (iv)."~~

office-bearers means the president, the treasurer and the secretary of the Union.

ordinary Committee member means a member of the Committee who is neither an office-bearer nor a resident Committee member.

Patron means the Warden of the College from time to time, or such other person who is invited by the Committee to hold office as Patron of the Union and who accepts such invitation.

Public Officer means the person appointed by the Committee to hold the position of public officer in accordance with the *Associations Incorporation Act, 2009*.

Regulation means the Associations Incorporation Regulation 2010.

resident Committee member means a member of the Committee referred to in paragraph 14(1)(d).

resident member means a student, a tutor or a person holding office in the College, as Vice-Warden, Sub-Warden or Dean who in each such case is at the relevant time in residence at St Paul's College.

Returning Officer means the person appointed by the Committee in accordance with clause 15(1).

secretary means:

(a) the person holding office under this constitution as secretary of the Union, or

(b) if no such person holds that office - the ~~p~~Public e~~Officer~~ of the Union.

special general meeting means a general meeting of the Union other than an annual general meeting.

statute means the S~~a~~int Paul's College Act 2018.

Students' Club means the St Paul's College Students' Club or any successor body.

Sub-Warden means any person appointed to that office within St Paul's College.

surplus property has the same meaning as in the Act, section 65.

Union means St Paul's College Union.

Union By-laws means the By-laws of the Union made, from time to time, by the Committee in accordance with clause 43.

Vice-Warden means any person appointed to that office within St Paul's College.

Warden means the person appointed as the Warden of St Paul's College, within the University of Sydney.

- (2) In this constitution:
- (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.
 - (c) a reference to a meeting includes a meeting conducted by any electronic facility (including without limitation a telephone conference and an electronic videoconferencing facility which accesses the world wide web or other information technology), by virtue of which each participant can hear, and in the case of a videoconferencing facility, see, each other participant. A reference to persons being present at a meeting include persons participating in a meeting held by such an electronic facility.
- (3) The provisions of the Interpretation Act 1987 apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

PART 2 - MEMBERSHIP

2. Membership generally

- (1) Without limiting the effect of sub-clause (2) below, a person is eligible to be and becomes a member of the Union if the person:
- (a) is a natural person; and
 - (b) has paid the life membership subscription fixed from time to time by the Committee; and
 - (c) has been ~~nominated and approved for~~ elected to membership of the Union by the Committee in accordance with clause 3; and
 - (d) is or has previously been a resident member of the College; and

- (e) has signed the By-laws.
- (2) A person is also taken to be a member of the Union if:
- (a) the person is a natural person, and
 - (i) was a member of that unincorporated body “St Paul’s College Union” immediately prior to the registration of the Union, or
 - (ii) is the Patron, the Warden, the Vice-Warden, the Sub-Warden, Dean of Undergraduates, Dean of Graduate House, or
 - (iii) is a resident member of the College who has signed the By-laws, but who has not yet been elected to membership in accordance with clause 3, or
 - (iv) is a Fellow or an Honorary Life Member of the College.

3. **Nomination for membership – ~~non-residents~~**

- (1) The nomination and election of a person for membership of the Union under clause 2.1 ~~as a non-resident member~~ shall proceed as follows:
- (a) ~~a~~At the beginning of each academic year, as soon as is reasonably possible after a person has left residence at the College, and in any event at the end of each academic year, the secretary shall ~~seek~~request from the College a list of eligible candidates for membership, being persons who are in residence at the College, who have signed the By-laws, are not in debt to the College and are not otherwise under any penalty or suspension imposed by the College and whose life membership subscription is available and who have not previously been elected a member;
 - (b) the secretary shall present the list of eligible candidates to the Committee for determination of their election at the next Committee meeting;
 - (c) ~~A~~at the next Committee meeting, the Committee shall determine whether to elect the candidates or any of them and if thought fit shall do so by ordinary resolution;
 - (d) the secretary shall thereafter notify the College of the election of the new ~~non-resident~~ members, subject to payment of their life membership subscription, and seek payment by the College of the life membership subscriptions for transfer to the Life Membership Fund, upon receipt of which subscriptions the persons shall become ~~non-resident~~ members and their names shall be entered in the register of members as life members.

4. **Cessation of membership**

A person ceases to be a member of the Union if the person:

- (a) dies, or

- (b) resigns membership, or
- (c) is expelled from the Union.

5. Membership entitlements not transferable

A right, privilege or obligation which a person has by reason of being a member of the Union:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation of the person's membership.

6. Resignation of membership

- (1) A member of the Union may resign from membership of the Union by first giving to the secretary written notice of resignation (or such other notice as the Committee may determine) of the member's decision to resign and, upon receipt of the notice by the secretary, the member ceases to be a member.
- (2) If a member of the Union ceases to be a member under subclause (1), and in every other case where a member ceases to hold membership, the secretary, or relevant officer or employee of the College at the secretary's request, must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

7. Register of members

- (1) The Public Officer of the Union must establish and maintain a register of members of the Union specifying the name, postal or residential address, and contact details of each person who is a member of the Union together with the date on which the person became a member.
- (2) The register of members must be kept in New South Wales:
 - (a) at the main premises of the Union, or
 - (b) if the Union has no premises, at the Union's official address.
- (3) The register of members must be open for inspection, free of charge, by any member of the Union at any reasonable hour.
- (4) A member of the Union may obtain a copy of any part of the register on payment of a fee of not more than \$1 for each page copied.
- (5) 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.
- (6) 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 Union or other material relating to the Union, or

- (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

8. Fees and subscriptions

A member of the Union must, on admission to membership in accordance with clause 3, pay, or cause to be paid, to the Union (or the Investment Fund if so directed by the Union) the life membership subscription fee in ~~an~~ the amount equivalent to one week's College fees for an undergraduate student as set by the College from time to time, unless otherwise determined by the Committee from time to time in agreement with the College.

9. Members' liabilities and benefits

- (1) The liability of a member of the Union to contribute towards the payment of the debts and liabilities of the Union or the costs, charges and expenses of the winding up of the Union is limited to the amount, if any, unpaid by the member in respect of membership of the Union as required by clause 8.
- (2) The assets and income of the Union shall be applied solely in furtherance of its objects and the Union shall not distribute profits or assets to the benefit of particular members or other persons except as bona fide compensation for services rendered or expenses incurred on behalf of the Union.
- (3) No member shall have an interest in the property or funds of the Union. If the Union is wound up or ceases to exist, any surplus funds shall be paid to the College for such purposes as the Fellows may determine.

10. Resolution of disputes

- (1) A dispute between a member and another member (in their capacity as members) of the Union, or a dispute between a member or members and the Union, is to be referred to the Patron for mediation.
- (2) The Patron may at his or her discretion, attempt to resolve the dispute informally, or mediate the dispute, or arrange for mediation of it by an accredited mediator.

11. Disciplining of members

- (1) A complaint may be made to the Committee by any person that a member of the Union:
 - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
 - (b) has wilfully acted in a manner prejudicial to the interests of the Union.
- (2) The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (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.
- (4) The Committee may, by resolution, expel the member from the Union or suspend the member from membership of the Union if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the expulsion or suspension is warranted.
- (5) If the Committee expels or suspends a member, the secretary must, within 28 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 12.
- (6) A member's right to any part of his or her life subscription is forfeited upon his or her expulsion.
- (7) An expulsion or suspension of a member 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 Union confirms the resolution under clause 12, whichever is the later.

12. Right of appeal of disciplined member

- (1) A member may appeal to the Union in general meeting against a resolution of the Committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) On receipt of a notice from a member under subclause (1), the secretary must provide the notice to the Committee.
- (3) The Committee may:
- (a) convene a general meeting of the Union to be held within 28 days after the date on which the secretary received the notice. At that meeting, the Committee and the member shall have the opportunity to state their respective cases orally and in writing and the members present are to vote by secret ballot on the matter. The matter is to be determined by a simple majority of votes cast by those members of the Union who were present and entitled to vote; or
 - (b) refer the matter to the next annual general meeting of the Union.

PART 3 - THE COMMITTEE

13. Powers of the Committee

Subject to the Act, the Regulation, ~~and this constitution~~ and the Union By-Laws, the Committee may

- (a) control and manage the affairs of the Union and has the sole authority to do so,
- (b) exercise all such functions as may be exercised by the Union, other than those functions that are required by this constitution to be exercised by a general meeting of members of the Union, and
- (c) 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 Union.

14. Composition and membership of Committee

(1) Subject to clause 18, the Committee is to consist of the following classes:

- (a) the Patron;
- (b) the office-bearers as elected at the annual general meeting of the Union in accordance with this clause 14 and clause 15;
- (c) subject to ~~paragraph clause 14(2)~~, no more than 9 ordinary Committee members, none of whom is a resident member of the College. Each ordinary Committee member is to be elected at the annual general meeting of the Union subject to clauses 14(2) and 14(4) and in accordance with ~~paragraph 14(2) and clause 15~~;
- (d) ~~Subject to paragraph (e) of this clause, 4 residents members of the College, 3 of whom shall be the persons holding office as Senior Student, Secretary and Treasurer of the Students' Club and one of whom shall be the person holding office as Middle Prefect of Graduate House;~~
- (e) ~~if any of the Senior Student, Secretary or Treasurer of the Students' Club or the Middle Prefect of Graduate House does not accept the invitation to be a Committee member, then his or her place shall be filled by such other eligible person as the Committee shall appoint, namely, in the case of the Senior Student, Secretary or Treasurer of the Students' Club, a resident member of the undergraduate College and, in the case of the Middle Prefect of Graduate House, a resident member of Graduate House;~~

~~(2) (a) In this paragraph 14(2), "non-resident Committee member" means an office-bearer or an ordinary Committee member.~~

~~(b) _____~~

~~(3)~~(2) At an election of office bearers and ordinary non-resident Committee members, the candidates achieving the highest vote, shall be elected, provided that, subject to the operation of clause 18 in the case of a casual vacancy, no more than two persons resident in the College during any decade (calculated by reference to the first year of the candidate's residence in the College) may be elected to the Committee as an office bearer or ordinary a non-resident Committee member.

~~(4)~~(3) The total number of Committee members is not to exceed 17.

~~(5)~~(4) A person may hold only one position on the Committee but a person ~~Committee member~~ may be nominated for more than one office and, but once elected to one office may not be elected to a second office. ~~Voting for the respective vacancies shall take place in the order set out in the voting paper referred to in sub-clause 15(6).~~

~~(6)~~(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.

~~(7)~~(6) A person may not serve continuously as a Committee member for longer than 12 years, and may not stand for re-election for 3 years from the date of termination of his or her membership of the Committee. This clause shall not operate retrospectively to proscribe service by any person as a Committee member on account of the service of that person as an office-bearer of the unincorporated body "St Paul's College Union".

15. Returning Officer and eElection of Committee members

~~(1)~~ The Committee will be elected by ballot of the members in accordance with this clause.

~~(2)~~ The Committee must appoint a Returning Officer to conduct elections of officer bearers and ordinary members of the Committee. A Returning Officer must be appointed not less than 28 days before the general meeting at which an election of officer bearers and ordinary members of the Committee will be held.

~~(4)~~(3) Nominations of candidates for election as office-bearers of the Union or as ordinary Committee members

(a) must be made in writing, in the form or to the effect of in- ~~accordance with the nomination forms specified in the Union By-laws,~~ signed by 2 members of the Union and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination form), and

(b) must be delivered to the ~~secretary of the Union~~ Returning Officer care of the College or such other address noted in the nomination form at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

~~(2)~~(4) In order for the nomination of a person for election to the Committee as an office-bearer or as an ordinary Committee member to be valid, that person must be a member of the Union.

- ~~(3)~~(5) If insufficient nominations are received for election as an office bearer or as an ordinary member of the Committee, any vacant positions ~~remaining~~ on the Committee are taken to be casual vacancies.
- ~~(4)~~(6) If the number of nominees for election as an officer bearer or as an ordinary member of the Committee ~~nominations received~~ is equal to the number of vacancies to be filled ~~the available positions~~, then subject to clauses 14(2) and 14(4), the persons nominated are taken to be elected.
- ~~(5)~~(7) If the number of nominees for election as an officer bearer or as an ordinary member of the Committee ~~nominations received~~ exceeds the available position ~~the number of vacancies to be filled~~, a ballot is to be held.
- ~~(6)~~(8) The ballots ~~for the election of office-bearers and ordinary committee-members~~ of the Committee is to be conducted by secret written ballot at the annual general meeting using ballot papers which are in the form or to the effect of ~~the document set out in the Appendix hereto~~ that specified in the Union By-laws.
- (9) The ballots for elections for the election of office-bearers and ordinary members of the Committee are subject to clauses 14(2) and 14(4) and must be conducted in the following order:
- (a) the election of the president;
 - (b) the election of the secretary;
 - (c) the election of the treasurer;
 - (d) the election of ordinary members of the Committee who were resident in College in the same decade.
- ~~The conduct of the election and the counting of ballots for the election of office-bearers shall be conducted consecutively and the election of office bearers shall be completed before the conduct of the election and the counting of ballots for the election of ordinary Committee members.~~
- (10) If nominees for election as an office-bearer, or as ordinary members of the Committee receive an equal number of votes, the chair of the meeting at which the election is conducted will determine the result by lot.
- ~~(7)~~(11) The Returning Officer will be the sole determinant of all things requiring decision and arising under or in respect of this clause; their decision will be final and binding, will be given in their sole and absolute discretion and without the need to give reasons and despite any conflict which may exist.

16. Secretary

- (1) The secretary of the Union must, as soon as practicable after being appointed as secretary, lodge notice with the Union 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 Committee, and

- (b) the names of members of the Committee present at a Committee meeting or a general meeting, and
 - (c) all proceedings at Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairman of the meeting or by the chairman of the next succeeding meeting.

17. Treasurer

It is the duty of the treasurer of the Union to ensure:

- (a) that all money due to the Union is collected and received and that all payments authorised by the Union are made, and
- (b) that correct books and accounts are kept showing the financial affairs of the Union, including full details of all receipts and expenditure connected with the activities of the Union.

18. Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the Committee, the Committee may appoint a member of the Union, who satisfies the criteria for appointment as a member of the Committee of the same class as the member who is to be replaced, to fill the vacancy. 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.
- (2) A casual vacancy in the membership of the Committee occurs if there are fewer members of a class of members of the Committee than is provided for in sub-clause 14(1) or if a member:
- (a) dies, or
 - (b) ceases to be a member of the Union, 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 19, or
 - (f) becomes a person who has a disability or who is not capable of managing his or her affairs, within the meaning of those terms in and for the purposes of the *Guardianship Act 1987 (NSW)*, 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.

19. Removal of Committee members

- (1) The Union 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.
- (2) If a member of the Committee to whom a proposed resolution referred to in subclause (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 Union, the secretary or the president may send a copy of the representations to each member of the Union 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.

20. Committee meetings and quorum

- (1) The Committee must meet at least three (3) times in each period of 12 months at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by resolution of the Committee.
- (3) Written notice of a meeting of the Committee must be given by the secretary to each member of the Committee at least 7 days (or such other period as may be unanimously agreed on by the members of the Committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subclause (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.
- (5) Any 5 members of the Committee, plus either the secretary or the president, constitute a quorum for the transaction of the business of a meeting of the Committee.
- (6) No business is to be transacted by the Committee unless a quorum (including either the secretary or president presiding) 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.
- (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 Committee, the president or, in the president's absence, the secretary is to preside.

21. Delegation by Committee to sub-committee

- (1) The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Union as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
 - (a) this power of delegation, and
 - (b) a function which is a duty imposed on the Committee by the Act or by any other law.
- (2) A function, the exercise of which has been delegated to a sub-committee under this clause, may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause 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.
- (4) Despite any delegation under this clause, the Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the Committee.
- (6) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

22. Voting and decisions

- (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.
- (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 Patron, or in his or her absence the person presiding, may exercise a second or casting vote.
- (3) Subject to clause 20 (5), the Committee may act despite any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

- (5) Without in any way limiting the manner on which a resolution may be carried or passed, it shall be deemed to have been passed if all the members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document. For this purpose, signatures of the members may be contained in more than one document.

PART 4 - GENERAL MEETINGS

23. Annual general meetings - holding of

- (1) The Union must hold its first annual general meeting within 18 months after its registration under the Act.
- (2) The Union must hold its annual general meetings:
- (a) within 6 months after the close of the Union's financial year, or
 - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

24. Annual general meetings - calling of and business at

- (1) The annual general meeting of the Union is, subject to the Act and to clause 23, to be convened on such date and at such place and time as the Committee 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 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 Union during the last preceding financial year,
 - (c) to elect office-bearers of the Union and ordinary Committee members,
 - (d) to receive and consider any financial statement or report required to be submitted to members under the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

25. Special general meetings - calling of

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Union.
- (2) The Committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of the Union.
- (3) A requisition of members for a special 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.
- (4) If the Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

26. Notice

- (1) Unless the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Union, 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) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Union, 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 subclause (1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 24 (2).
- (4) 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.

27. Quorum for general meetings

- (1) 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.
- (2) Seven members present (being members entitled under this constitution to vote at a general meeting), 5 of whom shall not be resident members, 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 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 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.

28. Presiding member

- (1) The president or, in the president's absence, the secretary, is to preside as chairman at each general meeting of the Union.
- (2) If the president and the secretary are absent or unwilling to act, the Patron may preside as chairman at the meeting.

29. Adjournment

- (1) The chairman of a 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 a 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 Union 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 subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

30. Making of decisions

- (1) A question arising at a general meeting of the Union, other than an election of office bearers and ordinary members of the Committee, is to be determined either:
 - (a) on a show of hands, or
 - (b) if the chairman rules that the question should be determined by a written ballot, or if 5 or more members present at the meeting request that the question should be determined by a written ballot, then by a written ballot.
 - (2) If the question is to be determined by a show of hands, a declaration by the chairman 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 Union, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
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- (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 chairman except where it is a ballot to decide the Committee members, in which case the directions will be made by the Returning Officer.

31. Special resolutions

A special resolution may only be passed by the Union in accordance with section 39 of the Act.

32. Voting

- (1) On any question arising at a general meeting of the Union a member has one vote only.
- (2) In the case of an equality of votes on a question at a general meeting other than an election of office-bearers and ordinary members of the Committee in accordance with clause 15, the chairman of the meeting is entitled to exercise a second or casting vote.
- (3) A member is not entitled to vote at any general meeting of the Union unless all money due and payable by the member to the Union has been paid.
- (4) A member is not entitled to vote at any general meeting of the Union if the member is under 18 years of age.

33. Proxy votes not permitted

Proxy voting must not be undertaken at or in respect of a general meeting.

34. Postal or electronic ballots

- (1) The Union may hold a postal ballot or a postal and electronic ballot to determine any issue or proposal (other than an appeal under clause 12).
- (2) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

PART 5 - MISCELLANEOUS

35. Insurance

The Union may effect and maintain insurance.

36. Funds - source

- (1) The funds of the Union are to be derived from life membership subscriptions of members, donations and, subject to any resolution passed by the Union in general meeting, such other sources as the Committee determines.
- (2) All money received by the Union must be deposited as soon as practicable and without deduction to the credit of the Union's bank or other authorised deposit-taking institution account, or to the credit of such account of the Investment Fund.

- (3) The Union must, as soon as practicable after receiving any money, issue an appropriate receipt.

37. Funds - management

- (1) Subject to any resolution passed by the Union in general meeting, the funds of the Union are to be used in pursuance of the objects of the Union in such manner as the Committee determines, except the capital of the Life Membership Fund.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the secretary and treasurer, or in their absence, any 2 members of the Committee, being members authorised to do so by the Committee.
- (3) Any special purpose bank account of the Union may be operated by those persons authorised by the Committee to do so from time to time. The authorised persons shall present to the Committee an account of all income and expenses transacted on such an account within 3 months of the end of the financial year in which the account was operated.
- (4) The Life Membership Fund (whether held by the Union or the Investment Fund) shall be invested by the Committee as it thinks fit and the interest or other returns from the Life Membership Fund may be applied by the Committee from time to time as it thinks fit.

38. Change of name, objects and constitution

An application to the Director-General for registration of a change in the Union'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.

39. Custody of books etc

Except as otherwise provided by this constitution, 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 Union.

40. Inspection of books etc

- (1) The following documents must be open to inspection, free of charge, by a member of the Union at any reasonable hour:
 - (a) records, books and other financial documents of the Union,
 - (b) this constitution,
 - (c) minutes of all Committee meetings and general meetings of the Union.
 - (2) A member of the Union may obtain a copy of any of the documents referred to in subclause (1) on payment of a fee of not more than \$2 for each page copied.
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41. Service of notices

- (1) For the purpose of this constitution, 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

in each case to the physical, postal, facsimile, email or other electronic address (as the case may be) most recently notified to the College by the intended recipient.

- (2) For the purpose of this constitution, 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.

42. Financial year

The financial year of the Union is:

- (a) the period of time commencing on the date of incorporation of the Union and ending on the following 31 December, and
- (b) each period of 12 months after the expiration of the previous financial year of the Union, commencing on 1 January and ending on the following 31 December.

43. The Constitution

- (1) The Committee may make by-laws not inconsistent with this constitution for the conduct of the business of the Union, and alter or repeal such by-laws from time to time.
- (2) The decision of the Committee on the construction or interpretation of this constitution and its decision on any matter not specifically provided for, in each case with due regard to the Act, the Regulation and the Interpretation Act 1987, ~~for~~ shall be conclusive and binding on all members of the Union, unless and until such decision shall be overruled by a general meeting.

(3) This constitution may only be varied or added to by a special resolution passed by the Union in accordance with section 39 of the Act.

44. Distribution of property on winding up

Subject to the Act and the Regulation, in a winding up of the Union, the surplus property of the Union must be transferred to either the College or another organisation:

(a) with similar objects to the Union, and

(b) which is not carried on for the profit or gain of the organisation's members.

as decided by an ordinary resolution of the members who are present and entitled to vote.

APPENDIX



St Paul's College Union

(Incorporated 2020)

Ballot Paper

Please place a cross in the box next to the name of the candidate(s) for whom you wish to vote. You may vote for one candidate for each of the offices of President, Secretary and Treasurer and up to 9 candidates for the office of Non-Resident Committee Member.

Poll No 1 — PRESIDENT

- Name of Candidate
- Name of Candidate
- Name of Candidate

Poll No 2 — SECRETARY

- Name of Candidate
- Name of Candidate
- Name of Candidate

POLL No 3 — TREASURER

- Name of Candidate
- Name of Candidate
- Name of Candidate

Poll No 4 — NON-RESIDENT COMMITTEE MEMBERS

- Name of Candidate
- Name of Candidate
- Name of Candidate
- Name of Candidate
- Name of Candidate
- Name of Candidate
- Name of Candidate
- Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

Name of Candidate

NOTE: — A vote for more than the permissible number of candidates in any category will be invalid.