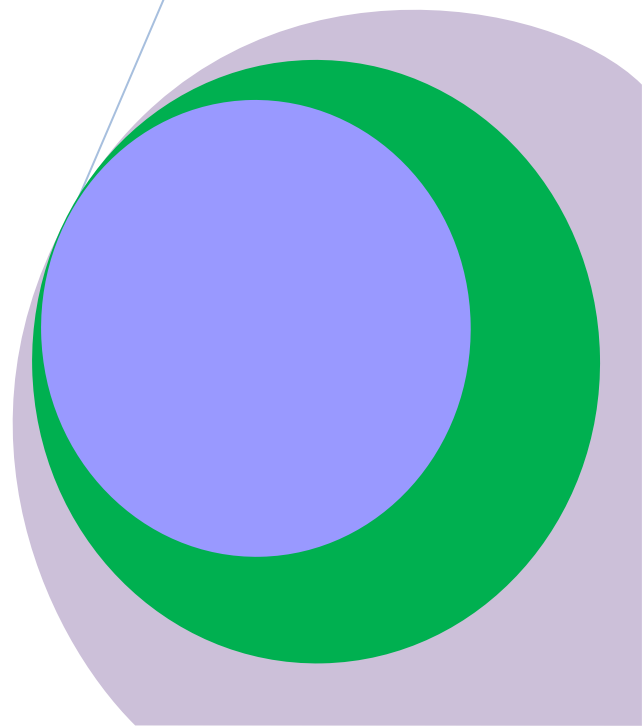
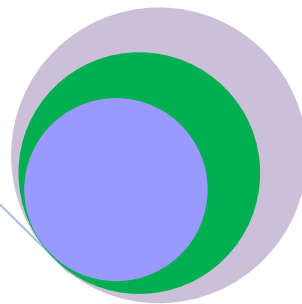
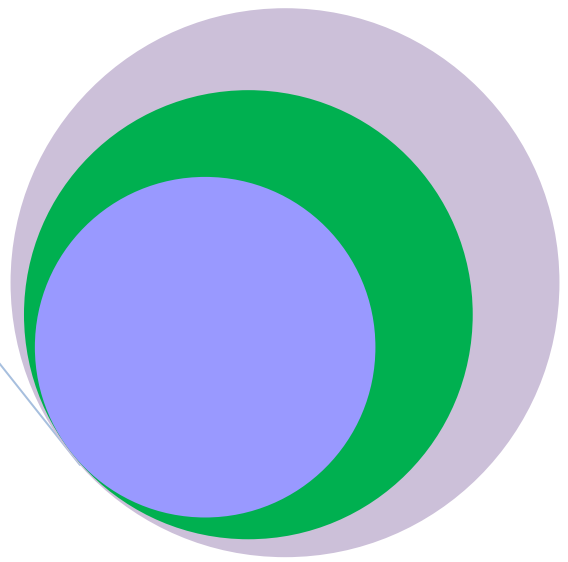


Constitution and Rules

Reprinted 2009



Contents

Name	3
Purpose Statement	3
Objectives.....	3
Interpretation	3
Membership & Qualifications	4
Nomination for Membership	5
Cessation of Membership	5
Membership Entitlements Not Transferable.....	5
Resignation of Membership	5
Register of Members	6
Fees, Subscriptions, etc	6
Member's Liabilities	6
Resolution of Internal Disputes	6
Disciplining of Members.....	7
Right of Appeal of Disciplined Member	8
Powers of Committee	8
Constitution and Membership of the Committee	9
Election of Committee and Office Bearers.....	9
Secretary.....	9
Minutes Secretary.....	9
Treasurer.....	10
Chairperson	10
Casual Vacancies.....	10
Removal of Member.....	10
Meetings and Quorum.....	11
Delegation by Committee to Sub-Committee	11
Voting and Decisions	12
Annual General Meetings – Holding of	12
Annual General Meetings – Calling of and Business at.....	12
Special General Meetings – Calling of.....	12
Notice	13
Procedure.....	13
Presiding Member	13
Adjournment.....	13
Making of Decisions.....	14
Special Resolution.....	14
Voting.....	14
Appointment of Proxies.....	15
Funds – Source	15
Funds – Management	15
Alteration of Objects and Rules	15
Common Seal	16
Custody of Books etc.....	16
Inspection of Books etc	16
Service of Notices.....	16
Surplus Property	16
Additional Rules Applicable to Charities.....	16
Payment etc. of Office Bearers and Members.....	16
Vacation of Office	17
Notice of Proposed Alteration of Rules.....	17
Compliance with Charitable Collections act, 1934	17
Appendices: Membership Forms.....	18-19

CONSTITUTION AND RULES

NAME:

1. *The name of the Association shall be:*
“SCHOOL ADMINISTRATIVE & SUPPORT STAFF PROFESSIONAL ASSOCIATION (NSW) INCORPORATED.”¹

PURPOSE STATEMENT:

2. SASSPA exists as a non-industrial, non-political organization to support Administrative and Support Staff and to contribute professionally to quality education for the students of New South Wales.²

OBJECTIVES:

3. The objectives of the Association shall be:
 - a) to enhance the image of school administrative and support staff.
 - b) to provide networking opportunities for school administrative and support staff.
 - c) to promote co-operation between and undertake liaison with organisations with similar interests.
 - d) to increase contribution by school administrative and support staff in decision making processes.
 - e) to provide corporate voice for school administrative and support staff.
 - f) to provide recognition of the role of school administrative and support staff.
 - g) to encourage and promote ongoing training and development for school administrative and support staff.
 - h) to relate the changes in education and administrative issues to the role of school administrative and support staff.³

INTEPRETATION

4. (1) In these rules, except in so far as the context or subject-matter otherwise indicates or requires:
 - ‘**ordinary member**’ means a member of the association as referred to in rule 5(i and ii).⁴
 - ‘**committee member**’ means a member of the committee who is not an office bearer of the association.⁵
 - ‘**long term associate**’ means a temporary or casual employee who has been employed for two (2) years or more as referred to in rule 5(ii).
 - ‘**short term associate**’ means a temporary or casual employee who has been employed for less than two (2) years as referred to in rule 5(ii).
 - ‘**secretary**’ means –
 - (a) the person holding office under these rules as secretary of the association; or
 - (b) where no such person holds that office – the public officer of the association.

¹ Amendment: May 4, 1996, AGM Name changed from “Ancillary” to “Administrative & Support”

² Amendment: August 28, 2004 AGM ... Purpose Statement replaced. Previously it read “SASPA exists to support school administrative and support staff contribute professionally to quality education for students of NSW.”

³ Amendment: May 4, 1996 AGM Delete “ancillary”, insert “administrative and support”. Additional Clause h).

⁴ Amendment: May 4, 1996 AGM Amend definition ‘ordinary member’. Previously it read – “ordinary member means a member of the committee who is not an office –bearer of the association”.

⁵ Amendment: May 4, 1996 AGM ... Add definitions for “committee member”, ‘long term associate’, ‘short term associate’ and ‘special interest group’.

‘special general meeting’ means a general meeting of the association other than annual general meeting.

‘the Act’ means the Associations Incorporation Act, 1984;

‘the Regulation’ means the Associations Incorporated Regulation, 1985.

‘special interest group’ shall refer to a group of members with a common interest.⁶

- (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, where 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.

MEMBERSHIP & QUALIFICATIONS

5. (1) **Membership:** Membership is open to a person working in an administrative and support position in all schools within New South Wales.⁷

There are five forms of membership:-

- (i) Full Membership – is open to permanent and long term temporary and casual full time and part time administrative and support staff
- (ii) Associate Membership – is open to short term temporary and casual full time and part time administrative and support staff.
- (iii) Life membership.⁸
- (iv) Affiliate Membership – to include SASS who have been school based and are no longer in that position but would like to maintain their contact with this professional association.⁹
- (v) School Membership – will entitle SASS from a member school to attend SASSPA Conference events at the members’ discounted rate. SASS from the member school will not be eligible to stand for office of the association or vote at any meetings unless they have full individual membership. The member school shall receive only one copy of any written material.¹⁰
That School Membership be assessed or graded at \$20 per SASS with a ceiling charge of \$100 per school.

- (2) **Membership Qualifications:** A person is qualified to be a member of the association if, but only if –
 - (a) the person is a person referred to in section 15 (1)(a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act; or
 - (b) the person is a natural person who –
 - (i) has been nominated for membership of the association as provided by rule 6; and

⁶ Amendment: May 4, 1996 AGM amend definition ‘ordinary member’. Previously it read – “ordinary member means a member of the committee who is not an office –bearer of the association. Add definitions for “committee member”, ‘long term associate’, ‘short term associate’ and ‘special interest group’.

⁷ Amendment: May 4, 1996 AGM ... Amend – previously read “Membership is open to a person working in an ancillary position in schools”.

⁸ Amendment: May 4, 1996 AGM ... Amend forms of membership and add Life Membership. Previously read “There are two forms of membership: (i) Full Membership – is open to permanent full time and part time ancillary staff. (ii) Associate Membership – is open to casual and temporary ancillary staff.”

⁹ Amendment: May 26, 2001 AGM ...new subclause “(iv) Affiliated Membership” added.

¹⁰ Amendment: May 18, 2002 AGM ... new subclause “(v) School Membership” added plus amendment re charge.

- (ii) has been approved for membership of the association by the committee of the association.
- (c) (i) ordinary membership, long term associate membership and life membership carry full voting rights;¹¹
- (ii) short term associate membership does not carry voting rights.¹²
- (d) Affiliate membership does not carry voting rights and members are not eligible to be on the State Committee.¹³

NOMINATION FOR MEMBERSHIP

6. (1) A nomination of a person for membership of the association –
 - (a) shall be made by a member of the association in writing on the membership form set out in Appendix 1 to these rules; and
 - (b) shall be lodged with the secretary of the association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary shall refer the nomination to the committee which shall determine whether to approve or to reject the nomination.
- (3) Where the committee determines to approve a nomination for membership, the secretary shall as soon as practicable after that determination notify the nominee of that approval and request the nominee to pay within the period of 28 days after receipt by the nominee of the notification the sum payable by a member as entrance fee and annual subscription.
- (4) The secretary shall, on payment by the nominee of the amounts referred to in clause (3) within the period referred to in that clause, enter the nominee's name in the register of members and, upon the name being so entered, the nominee becomes a member of the association.

CESSATION OF MEMBERSHIP

7. A person ceases to be a member of the association if the person -
 - (a) dies;
 - (b) resigns that membership; or
 - (c) is expelled from the association;
 - (d) does not pay membership dues within 31 days of March 1.¹⁴

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

8. A right, privilege or obligation which 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 upon cessation of the person's membership.

RESIGNATION OF MEMBERSHIP

9. (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
- (2) A member of the association who has paid all amounts payable by the member to that association in respect of the member's membership may resign from the membership of the association by first giving notice (being not less than 1 month or not less than such other period

¹¹ Amendment: May 4, 1996 AGM ... added words "long term associate membership"

¹² Amendment: May 4, 1996 AGM .. added words "short term"

¹³ Amendment: May 26, 2001 AGM ... new subclause (d) added.

¹⁴ Amendment: May 4, 1996 AGM .. change date. Previously it read – "does not pay membership dues within 28 days of February 1st"

as the committee may determine) in writing to the secretary of the member's intention to resign and, upon the expiration of the period of notice, the member ceases to be a member.

- (3) Where a member of the association ceases to be a member pursuant to clause (2), and in every other case where a member ceases to hold membership, the secretary shall make an appropriate entry in the register of members recording the date on which the member ceases to be a member.

REGISTER OF MEMBERS

10. (1) The public officer of the association shall establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members shall be kept at the principal place of administration of the association and shall be open for inspection, free of charge, by any member of the association at any reasonable hour.

FEEES, SUBSCRIPTIONS, ETC.

11. (1) The annual membership fee shall fall due on January 1 of each calendar year.¹⁵
- (2) A member on joining the association shall, upon admission to membership, pay to the association a joining fee of \$2.00.¹⁶
- (3) In addition to any amount payable by the member under clause (2), a member of the association shall pay to the association an annual membership fee as is determined by the committee -¹⁷
 - (a) except as provided by paragraph (b) before 1st April in each calendar year; or
 - (b) where the member becomes a member for the first time on or after October 1 he or she shall be deemed to be financial for the following year.¹⁸

MEMBER'S LIABILITIES

12. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the cost, 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 11.

RESOLUTION OF INTERNAL DISPUTES

13. Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act, 1983.

DISCIPLING OF MEMBERS

14. (1) Where the committee is of the opinion that a member of the association –
 - (a) has persistently refused or neglected to comply with a provision or provisions of these rules;

¹⁵ Amendment: May 4, 1996 AGM ... New subclause added.

¹⁶ Amendment: May 4, 1996 AGM previously it read – “a member on joining the association shall, upon admission to membership, pay to the association a fee of \$2, or where some other amount is determined by the committee, of that other amount”.

¹⁷ Amendment: May 4, 1996 AGM ... previously it read – “In addition to any amount payable by the member under clause (1), a member of the association shall pay to the association an annual full membership fee of \$20 or associate membership fee of \$15, or where some other amount is determined by the committee, of that other amount”.

¹⁸ Amendment: May 4, 1996 AGM ... previously it read “where the member becomes a member on or after 1st April in any calendar year – upon becoming a member and before 1st April in each succeeding calendar year”.

- or
- (b) has persistently and willfully acted in a manner prejudicial to the interests of the association, the committee may, by resolution –
- (c) expel the member from the association; or
- (d) suspend the member from membership of the association for a specified period.
- (2) A resolution of the committee under clause (1) is of no effect unless the committee at a meeting held not earlier than 14 days and not later than 28 days after service on the member of notice under clause (3), confirms the resolution in accordance with this rule.
- (3) Where the committee passes a resolution under clause (1), the secretary shall, as soon as practicable, cause a notice in writing to be served on the member -
- (a) setting out the resolution of the committee and the grounds on which it is based;
- (b) stating that the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after the service of the notice;
- (c) stating the date, place and time of that meeting; and
- (d) informing the member that the member may do either or both of the following:
- (i) attend and speak at that meeting;
- (ii) submit to the committee at or prior to the date of that meeting written representations relating to the resolution.
- (4) At a meeting of the committee held as referred to in clause (3), the committee shall -
- (a) give to the member an opportunity to make oral representations;
- (b) give due consideration to any written representations submitted to the committee by the member at or prior to the meeting; and
- (c) by resolution determine whether to confirm or revoke the resolution.
- (5) Where the committee confirms a resolution under clause (4), the secretary shall, within 7 days after that confirmation, by notice in writing inform the member of the fact and of the member's rights of appeal under rule 11.
- (6) A resolution confirmed by the committee under clause (4) does not take effect -
- (a) until the expiration of the period within which the member is entitled to appeal against the resolution where the member does not exercise the right of appeal within the period;
- or
- (b) where within that period the member exercises the right of appeal, unless and until the association confirms the resolution pursuant to rule 11(4).

RIGHT OF APPEAL OF DISCIPLINED MEMBER

15. (1) A member may appeal to the association in general meeting against a resolution of the committee within 7 days after notice of the resolution is served on the member by lodging with the secretary a notice to that effect.
- (2) Upon receipt of a notice from a member under clause (1), the secretary shall notify the committee which shall convene a general meeting of the association to be held within 21 days after the date on which the secretary received the notice.
- (3) At a general meeting of the association convened under clause (2),
- (a) no business other than the question of the appeal shall be transacted;
- (b) the committee and the members shall be given the opportunity to state their respective cases orally or in writing, or both; and
- (c) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (4) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

POWERS OF THE COMMITTEE

16. The executive (or the full committee) shall be called the committee of management of the association and, subject to the Act, the Regulation and these rules and to any resolution passed by the association in general meeting –
- (a) shall control and manage the affairs of the association between meetings;
 - (b) may exercise all such functions as may be exercised by the association and other than those functions that are required by these rules to be exercised by a general meeting of members of the association;
 - (c) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association;
 - (d) shall appoint the Public Officer;
 - (e) shall at its first meeting following its election, determine the roles and responsibilities of its members for their term of office.¹⁹
 - (f) shall have the power to form:
 - i) ‘Special Interest Groups’ of members of the association to further the objectives of the organization.
 - ii) ‘Chapters’ of members of the association to enable the committee to pursue the objectives of the association in a more efficient and effective manner.²⁰

CONSTITUTION AND MEMBERSHIP OF THE COMMITTEE

17. (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee shall consist of –
- (a) the office bearers of the association none of whom shall be a committee member,²¹ and
 - (b) that the committee of management including office bearers total nine (9) members elected by the members of the association as provided for below (in section 18) each of whom shall be elected at the annual general meeting of the association pursuant to rule 18.^{22 23}
- (2) The office bearers of the association shall be -
- (a) the chairperson²⁴
 - (b) the vice-chairperson²⁵
 - (c) the treasurer; and
 - (d) the secretary.
- (3) (a) Each member of the committee shall, subject to these rules, hold office until the conclusion of the annual general meeting following the date of the member’s election but is eligible for re-election provided that:
- (b) Notwithstanding anything contained in these articles the office bearers of the association may not hold the same office for a period of more than 3 years consecutively.
- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.

¹⁹ Amendment: May 4, 1996 AGM ... previously it read “shall appoint one metropolitan and one country publications officer.”

²⁰ Amendment: May 4, 1996 AGM... added new clause (f)

²¹ Amendment: May 4, 1996 AGM ... added word “committee” before “member”.

²² Amendment: May 4, 1996 AGM ... previously read “(b) six ordinary members, each of whom shall be elected at the annual general meeting of the association pursuant to rule 18.”

²³ Amendment: May 26, 2001 AGM ... number changed to nine (9) previously read “(b) eight committee members elected by the members of the association as provided for below (in section 18) each of whom shall be elected at the annual general meeting of the association pursuant to rule 18.

²⁴ Amendment: May 4, 1996 AGM ... change “president” to “chairperson”.

²⁵ Amendment: May 4, 1996 AGM ... change “vice-president” to “vice-chairperson”.

ELECTION OF COMMITTEE & OFFICE BEARERS

18. (1) Nominations of candidates for election as office bearers of the association or as ordinary members of the committee
- (a) shall be made in writing, signed by 2 members of the association and accompanied by written consent of the candidate (which may be endorsed on the form of nomination); and
 - (b) shall be delivered to the secretary of the association not less than 21 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
 - (c) at the time of the elections nominees for the position of chairperson shall have been an office bearer or committee member of the association for the preceding 12 months except in the case of elections held at the first annual general meeting after the formation of the association.
 - (d) Consistent with the purpose of the Association, no member who is an industrial association delegate and/or member of an industrial association working party is eligible for election as an office bearer or committee member of the Association.²⁶
- (2) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee shall be deemed to be casual vacancies.
- (4) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- (6) The ballot of the election of office bearers and ordinary members of the committee shall be conducted at the annual general meeting in such usual and proper manner as the committee may direct. The ballot is to be conducted on the “first past the post” basis.
- (7) A nomination of a candidate for election under this clause is not valid if that candidate has been nominated for election to another office at the same election.
- (8) Election of the committee shall be by members present and voting at the annual general meeting.²⁷

SECRETARY

19. (1) The secretary of the association shall, 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 record -
- (a) all appointments of office bearers and members of the committee
 - (b) the names of members of the committee present at a committee meeting.

MINUTES SECRETARY

20. (1) It is the duty of the minutes secretary to keep minutes of all proceedings at committee meetings and general meetings.
- (2) Minutes of proceedings at a meeting shall be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

²⁶ Amendment: August 28, 2004 AGM new sub-clause (d) added.

²⁷ Amendment: May 4, 1996 AGM ... new sub-clause (8) added.

TREASURER

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

THE CHAIRPERSON

22. The chairperson shall act as spokesperson for the organisation.

CASUAL VACANCIES

23. For the purpose of these rules, a casual vacancy in the office of a member of the committee occurs if the member -
- (a) dies;
 - (b) ceases to be a member of the association;
 - (c) becomes an insolvent under administration within the meaning of the Corporations Law;
 - (d) resigns office by notice in writing given to the secretary;
 - (e) is removed from office under Rule 17;
 - (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health; or
 - (g) is absent without the consent of the committee from all meetings of the committee held during a period of six months.

REMOVAL OF MEMBER

24. (1) The association in a 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) Where a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or chairperson (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the chairperson may send a copy of the representation 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.

MEETINGS AND QUORUM

25. (1) The committee shall meet at least 3 times in each period of 12 months in such a manner and at such place and time as the committee may determine including by teleconference.
- (2) Additional meetings of the committee may be convened by the chairperson or by any member of the committee.
- (3) Oral or written notice of a meeting of the committee shall be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.

- (5) (a) any 6 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (b) any 3 members of the executive shall constitute a quorum for the transaction of the business of a meeting of the executive committee of management.
- (6) No business shall be transacted by the committee 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 stands 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 shall be dissolved.
- (8) At a meeting of the committee -
 - (a) the chairperson or, in the chairperson's absence, the vice-chairperson shall preside; or
 - (b) if the chairperson or vice-chairperson are absent or unwilling to act such one of the remaining members of the committee as may be chosen by the members present at the meeting shall preside.

DELEGATION BY COMMITTEE TO SUB COMMITTEE

- 26. (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association 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 by the Act or by any other Law.
- (2) A function the exercise of which has been delegated to a sub –committee under this rule 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 section may be made subject to such conditions of limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Notwithstanding any delegation under this rule, 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 rule 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 rule.
- (7) A sub-committee may meet and adjourn as it thinks proper.

VOTING AND DECISIONS

- 27. (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee shall 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 person presiding may exercise a second or casting vote.
- (3) Subject to rule 25(5), the committee may act notwithstanding 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, appointed by the committee, is valid and effectual notwithstanding any

defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

ANNUAL GENERAL MEETINGS – HOLDING OF

28. (1) With the exception of the first annual general meeting of the association, the association shall, at least once in each calendar year and within the period of six (6) months after the expiration of each financial year of the association, convene an annual general meeting of its members.
- (2) The association shall hold its first general meeting -
 - (a) within the period of 18 months after its incorporation under the Act, and
 - (b) within the period of 6 months after the expiration of the first financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commission under Section 26(3) of the Act.

ANNUAL GENERAL MEETINGS – CALLING OF AND BUSINESS AT

29. (1) The annual general meeting of the association shall, subject to the Act and to rule 28, be convened on such date in AUGUST²⁸ each year, and at such place and at 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, shall be -
 - (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 upon the activities of the association during the last preceding financial year;
 - (c) to elect office bearers of the association and ordinary members of the committee; and
 - (d) to receive and consider the statement which is required to be submitted to members pursuant to section 26 (6) of the Act.
- (3) An annual general meeting shall be specified as such in the notice convening it. Such notice shall be given at least four (4) weeks prior to the date proposed for the annual general meeting.

SPECIAL GENERAL MEETINGS – CALLING OF

30. (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee shall, on the requisition in writing of not fewer than thirty (30) members, convene a special general meeting of the association.²⁹
- (3) A requisition of members for a special general meeting -
 - (a) shall state the purpose or purposes of the meeting;
 - (b) shall be signed by the members making the requisitions;
 - (c) shall be lodged with 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 the date on which a requisition of members for the meeting is lodged with the secretary, any one or

²⁸ Amendment May 18, 2002 AGM ... That the Annual General Meeting of the Association be held in August each year, this practice to commence in 2003. Previously it was May each year.

²⁹ Amendment May 4, 1996 AGM ... previously read “(2) the committee shall, on the requisition in writing of not less than 5 percent of the total number of members, convene a special general meeting of the association,”

more of the members who made the requisition may convene a special general meeting to be held not later than three (3) months after that date.

- (5) A special general meeting convened by a member or members as referred to in clause (4) shall be convened as nearly as practicable in the same manner as general meetings are convened by the committee and any member who thereby incurs expense is entitled to be reimbursed by the association for expenses so incurred.

NOTICE

31. (1) Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be sent by prepaid post to each member at the member's address appearing in the register of members, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be sent to each member in the matter providing in clause (1) specifying, in addition to the matter required under clause (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 shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to rule 29(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 shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

PROCEDURE

32. (1) No item of business shall be transacted at a 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) Six 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 a general meeting a quorum is not present, the meeting if convened upon the requisition of members, shall be dissolved and in any other case shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of 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 not less than 3) shall constitute a quorum.

PRESIDING MEMBER

33. (1) The chairperson or, in the chairperson's absence, the vice-chairperson, shall preside as chairperson at each general meeting of the association.
- (2) If the chairperson and the vice-chairperson are absent from a general meeting or unwilling to act, the members present shall elect one of their number to preside as chairperson at the meeting.

ADJOURNMENT

34. (1) The chairperson 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 shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for fourteen (14) days or more, the secretary shall 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 a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

MAKING OF DECISIONS

35. (1) A question arising at a general meeting of the association shall 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 a general meeting of the association, a poll may be demanded by the chairperson or by not less than 3 members present in person or by proxy at the meeting.
- (3) Where a poll is demanded at a general meeting the poll shall 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 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 shall be deemed to be resolution of the meeting on the matter.

SPECIAL RESOLUTION

36. A resolution of the association is a special resolution if -
 - (a) it is passed by a majority which comprises not less than two thirds of such members of the association as, being entitled under these rules to do so, vote in person or by proxy at a general meeting of which not less than 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 Commission that it is not possible or practicable for the resolution to be passed in the manner specified in paragraph (a), the resolution is passed in a manner specified by the Commission.

VOTING

37. (1) Upon any question arising at a general meeting of the association a member has one vote only. Short term associate members cannot vote.³⁰
- (2) All votes shall 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 a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.

³⁰ Amendment: May 4, 1996 AGM ... previously read “(1) upon any question arising at a general meeting of the association a member has one vote.”

- (4) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.³¹
- (5) No member shall be entitled to vote at any general meeting if their annual subscription shall be more than one month in arrears at the date of the meeting.

APPOINTMENT OF PROXIES

38. (1) Each full and long term association³² member shall be entitled to appoint another member as proxy by notice given to the secretary not later than twenty-four (24) hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy shall be in the form set out in Appendix 2 to these rules.

INSURANCE

39. (1) The association shall effect and maintain insurance pursuant to section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

FUNDS – SOURCE

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

FUNDS – MANAGEMENT

41. (1) Subject to any resolution passed by the association in general meeting, the funds of the association shall be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments, shall be signed by any 2 members of the committee or employees of the association being members or employees authorised to do so by the committee.
- (3) The Treasurer shall once every twelve (12) months cause the financial records of the Association to be audited by a qualified financial auditor³³ and audited prior to each Annual General Meeting.³⁴
- (4) The Association's financial year end on the 30th June each year.³⁵

³¹ Amendment: May 4, 1996 AGM ... new sub-clauses (2), (3) and (4) added.

³² Amendment: May 4, 1996 AGM ... added "full and long term association" to sub-clause.

³³ Amendment May 6, 2000 AGM ... Clause inserted that makes it necessary for an annual audit of SASSPA's financial records.

³⁴ Amendment May 6, 2000 AGM ... That the financial records of the association be audited prior to each AGM.

³⁵ Amendment May 26, 2001 AGM ... That the SASSPA financial year end on 30th June each year, to commence from 2003.

ALTERATION OF OBJECTS AND RULES

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

COMMON SEAL

43. (1) The common seal of the association shall be kept in the custody of the public officer.
(2) The common seal shall not be affixed to any instrument except by the authority of the committee and the affixing of the common seal shall be attested by the signatures either of two (2) members of the committee or of 1 member of the committee and of the public officer or secretary.

CUSTODY OF BOOKS, ETC

44. Except as otherwise provided by these rules, the public officer shall keep in his or her custody or under his or her control all records, books and other documents relating to the association.

INSPECTION OF BOOKS, ETC.

45. The records, books and other documents of the association shall be open to inspection, free of charge by a member of the association at any reasonable hour.

SERVICE OF NOTICES

46. (1) For the purpose of these rules, a notice may be served by or on behalf of the association upon any member either personally or by sending it by post to the member at the member's address shown in this register of members.
(2) Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contra is proved, be deemed for the purpose of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of the post.

SURPLUS PROPERTY

47. (1) If upon winding up or dissolution of the association there remains, after satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the association, but shall be given or transferred to some other institution or institution having objects similar to the objects of the association, and whose Constitution or Memorandum of Articles of Association shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on a company under or by virtue of Section 53(2) of the Act.
(2) The incorporated association so nominated shall be one of which fulfils the requirements specified in section 53(20) (a)-(c) of the Act.

ADDITIONAL RULES APPLICABLE TO CHARITIES

48. This part applies where the association is registered under or is exempted from registration by or under the Charitable Collections Act, 1934.

PAYMENT ETC. OF OFFICE BEARERS AND MEMBERS

49. A member of the committee shall not be appointed to any salaried office of the association or any office of the association paid by fees, and no remuneration or other benefit in money or money's worth shall be given by the association to any member of the committee except:
- (a) repayment of out-of-pocket expenses;
 - (b) interest at a rate not exceeding interest at the rate for the time being which is or would be charged by the association's bankers for money lent to the association; and
 - (c) reasonable and proper rent for premises let to the association.

VACATION OF OFFICE

50. Without limiting the operation of Rule 18, the office of a member of the committee shall become vacant if -
- (a) the member holds an office of profit in the association.
 - (b) the member is directly or indirectly interested in any contract or proposed contract with the association.

NOTIFICATION OF PROPOSED ALTERATION OF RULES

51. A proposed alteration of the rules or of the statement of objects of the association shall be notified to the Minister administering the Charitable Collections Act, 1934, in the manner required by the regulations under the Act.

COMPLIANCE WITH CHARITABLE COLLECTIONS ACT, 1934

52. The association shall comply with such of the provisions of the Charitable Collections Act, 1934, and the regulations thereunder as are applicable to it.

APPENDIX I

(Rule 3(1))

APPLICATION FOR MEMBERSHIP OF ASSOCIATION

.....Incorporated
(incorporated under the Associations Incorporations Act, 1984)

I,
(full name of applicant)

of,
(address)

.....hereby apply to become a member of
(occupation)

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

.....
Signature of applicant

Date:.....

I,a member of the association
(full name)

Nominate the applicant, who is personally known to me, for membership of the association.

.....
Signature of Proposer

Date:

I, a member of the association
(full name)

second the nomination of the applicant, who is personally known to me, for membership of the association.

.....
Signature of Seconder

Date:

**APPENDIX 2
(Rule 38(2))**

FORM OF APPOINTMENT OF PROXY

I,
(full name)

of,
(address)

being a member of
(name of incorporated association)

hereby appoint
(full name of proxy)

of
(address)

being a member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the day of19, and at any adjournment of that meeting.

- My proxy is authorized to vote in favour of/against (delete as appropriate) the resolution (insert details).
- To be inserted if desired.

.....
Signature of member appointing proxy

Date:

- NOTE:
1. Only full members have voting rights.
 2. A proxy vote may not be given to a person who is not a full and financial member of the association.
 3. A member may hold no more than 5 proxies.