

PARRAMATTA MARIST OLD BOYS UNION

RULES

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PARRAMATTA MARIST OLD BOYS UNION

RULES

1. NAME

1.1 The name of the Association shall be Parramatta Marist Old Boys Union.

2. OBJECTS

2.1 The objects of the Association shall be:

- (a) To maintain contact between Old Boys of Parramatta Marist High School.
- (b) To promote and foster the interest of Old Boys in the School.
- (c) To promote and foster the welfare of the School.

3. MEMBERSHIP AND SUBSCRIPTIONS

3.1 An Old Boy of the School who has been a pupil of the School for at least one term and who is 16 years of age or over, is eligible for membership of the Association which shall be life membership.

3.2 An eligible Old Boy may become a member of the Association upon payment of the membership subscription current at the date of his application for membership.

3.3 The membership subscription shall be such sum as is determined from time to time by the Committee.

3.4 The Committee may at its discretion admit to membership an eligible Old Boy upon payment of such reduced membership subscription as the Committee determines or without being required to pay any membership subscription.

3.5 The Committee may at its discretion admit to membership of the Association:

- (a) a past or present member of the teaching or non-teaching staff of the School; and
- (b) a person who in the opinion of the Committee has contributed significantly to the School or to the Association

and upon payment of the membership subscription current at the time of being admitted shall become a special member of the Association. No annual subscription shall be required to be paid by a special member. Subject to

this Clause, a special member shall be entitled to the privileges and be subject to the obligations of a member.

3.6 Notwithstanding any other Clause, the Committee, without ascribing a reason therefor, may refuse to accept an application for membership.

3.7 The Honorary Secretary, on payment by a prospective member of his subscription, if required to pay a subscription, shall enter that person's name in the Register of Members and, upon his name being so entered, that person becomes a member of the Association.

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

(a) is not capable of being transferred or transmitted to another person; and

(b) terminates upon cessation of the person's membership.

4. CESSATION OF MEMBERSHIP

4.1 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.

5. RESIGNATION OF MEMBERSHIP

5.1 A member of the Association is not entitled to resign his membership except in accordance with this Clause 5.

5.2 A member of the Association who has paid all amounts payable by the member to the Association in respect of the member's membership may resign from membership of the Association by first giving notice (being not less than one month or not less than such other period as the Committee may determine) in writing to the Honorary Secretary of the member's intention to resign and upon the expiration of the period of notice, the member ceases to be a member.

5.3 Where a member of the Association ceases to be a member pursuant to Clause 5.2, and in every other case where a member ceases to hold membership, the Honorary Secretary shall make an appropriate entry in the Register of Members recording the date on which the member ceased to be a member.

6. REGISTER OF MEMBERS

- 6.1 The Secretary of the Association shall establish and maintain a Register of Members of the Association specifying the name of each person who is a member of the Association together with the date on which the person became a member.
- 6.2 The Register of Members shall be kept by the Secretary of the Association and shall be available for inspection, free of charge, by any member of the Association.

7. MEMBER'S LIABILITY

- 7.1 The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association, is limited to the amount, if any, unpaid by the member in respect of membership of the Association as required by Clause 3.

8. DISCIPLINING OF MEMBERS

- 8.1 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; or
 - (b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association,
- the Committee may, by resolution:
- (i) expel the member from the Association; or
 - (ii) suspend the member from the membership of the Association for a specified period.
- 8.2 A resolution of the Committee under Clause 8.1 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 a notice under Clause 8.3 confirms the resolution in accordance with this Clause.
- 8.3 Where the Committee passes a resolution under Clause 8.1, the Honorary 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 service of the notice;
 - (c) stating the date, place and time of that meeting;

- (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 resolutions.

- 8.4 At a meeting of the Committee held as referred to in Clause 8.3, 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 meetings; and
 - (c) by resolution, determine whether to confirm or to revoke the resolution.

- 8.5 Where the Committee confirms a resolution under Clause 8.4, the Honorary Secretary shall, within seven days after that confirmation, by notice in writing, inform the member of the fact and of the member's right of appeal under Clause 9.

- 8.6 A resolution confirmed by the Committee under Clause 8.4 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 that period; or
 - (b) where within that period the member exercises the right of appeal, unless and until the Association confirms the resolution pursuant to Clause 8.4.

- 9. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- 9.1 A member may appeal to the Association in general meeting against a resolution of the Committee which is confirmed under Clause 8.4 within seven days after notice of the resolution is served on the member, by lodging with the Honorary Secretary a notice to that effect.

- 9.2 Upon receipt of a notice from a member under Clause 9.1, the Honorary 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 Honorary Secretary received the notice.

- 9.3 At a general meeting of the Association convened under Clause 9.2:

- (a) no business other than the question of the appeal shall be transacted;
 - (b) the Committee and the member 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.
- 9.4 If at the general meeting the Association passes a special resolution in favour or the confirmation of the resolution, the resolution is confirmed.

10. POWERS AND FUNCTIONS OF THE COMMITTEE

- 10.1 The Committee shall be known as the "Committee of the Association" and subject to these Rules and any resolution passed by the Association in general meeting, the Committee:
- (a) shall control and manage the affairs of the Association;
 - (b) may exercise all such functions as may be exercised by the Association other than those functions that are required by these Rules to be exercised by a general meeting of members of the Association; and
 - (c) has power to perform all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Association.

11. CONSTITUTION, MEMBERSHIP AND ELECTION OF THE COMMITTEE

- 11.1 There shall be a Committee of the Association elected annually at each annual general meeting Provided That to be eligible to be elected to the Committee the person must be a member of the Association and an Old Boy of the School. No special members are eligible to be elected to the Committee.
- 11.2 The first members of the Committee shall be those members who were duly elected members of the Committee of the Parramatta Marist Old Boys Union immediately prior to the adoption of these Rules.
- 11.3 Subject to Clause 11.4, the Committee shall consist of a President, an Honorary Secretary and an Honorary Treasurer and such number of members not less than two (2) as may be elected.
- 11.4 The Committee may appoint other office bearers at its discretion.

- 11.5 Subject to Clause 11.6, 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.
- 11.6 No person shall be President for a term of more than three consecutive years. No person who has held the Presidency shall be eligible to be President again within three years of the date of last ceasing to be President.
- 11.7 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.

12. DUTIES OF PRESIDENT, HONORARY SECRETARY AND HONORARY TREASURER

- 12.1 (a) The President shall be chief executive officer of the Association and subject to these Rules, shall supervise its affairs, have power to call special meetings of the Committee and report at meetings as to all activities.
- (b) The President, with the approval of the Committee, may authorise any person to represent the Association on any matter of interest to the Association. Such representative, in the course of his representation, shall not express any views on behalf of the Association unless instructed by the Committee.
- 12.2 (a) The Honorary Secretary shall, as soon as practicable after being appointed as Honorary Secretary lodge notice with the Association of his address.
- (b) It is the duty of the Honorary Secretary to keep minutes of:
- (i) all appointments of office bearers and members of the Committee;
- (ii) the names of members of the Committee present at a Committee meeting or a general meeting; and
- (iii) all proceedings at Committee meetings and general meetings.
- (c) It is also the duty of the Honorary Secretary to:
- (i) conduct the correspondence of the Association;

- (ii) prepare and keep up to date the Register of Members; and
 - (iii) handle administrative functions including compiling agendas for and minutes of Committee meetings, Annual General Meetings and Special General Meetings.
 - (d) In the absence of the Honorary Secretary, a person so appointed by the Committee may exercise the rights and powers and shall perform the obligations of the Honorary Secretary.
- 12.3 It is the duty of the Honorary Treasurer to ensure that:
- (a) all money due to the Association is collected and received and that all payments authorised by the Association are made;
 - (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;
 - (c) the funds of the Association are in his custody and are lodged with the Association's bank in the name of the Association;
 - (d) the funds of the Association are:
 - (A) invested in any of the following securities as determined by the Committee:
 - (i) deposits at call, bills of exchange or term deposits with any Australian trading banks; or
 - (ii) Commonwealth or New South Wales Government stocks, funds, bonds, debentures and Treasury bills; or
 - (B) subject to the approval of the Association by an extraordinary resolution, utilized in projects in connection with the School.

13. CASUAL VACANCIES

- 13.1 For the purposes 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 a bankrupt under administration or enters into a composition or arrangement within the meaning of the Bankruptcy Act 1966;
- (d) resigns office by notice in writing given to the Honorary Secretary;
- (e) is removed from office under Clause 14.1;
- (f) becomes of unsound mind or a person whose 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.

14. REMOVAL OF COMMITTEE MEMBER

- 14.1 The Association 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.
- 14.2 Where a member of the Committee to whom a proposed resolution referred to in Clause 14.1 relates makes representations in writing to the Honorary Secretary or President (not exceeding 1,000 words) and requests that the representations be notified to the members of the Association, the Honorary Secretary or the President shall send a copy of the representations to each member of the Association.

15. COMMITTEE MEETINGS AND QUORUM

- 15.1 The Committee shall meet when summoned by the President or the Honorary Secretary at such place and time as the Committee may determine. The Committee may conduct any meeting by telephone or any other telecommunication device without a Committee member being in the physical presence of another Committee member or members.
- 15.2 Written notice of a meeting of the Committee shall be given by the Honorary Secretary or his nominee to each member of the Committee at least five days (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.
- 15.3 Notice of a meeting given under Clause 15.2 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.

- 15.4 Any three (3) members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.
- 15.5 No business shall be transacted by the Committee unless a quorum is present.
- 15.6 At a meeting of the Committee:
- (a) the President shall preside; or
 - (b) if the President is 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.
- 15.7 A resolution in writing signed by not less than two thirds of the number of the members of the Committee shall be as valid and effective as if it had been passed at a constituted meeting of the Committee. Any such resolution shall take effect from the time when the prescribed number of signatures has been subscribed thereto and a certificate in writing under the hand of the Honorary Secretary shall be conclusive evidence of such time. Any such resolution shall be entered in the minute book of the Committee prior to the time of the next duly constituted meeting of the Committee PROVIDED THAT failure to make such an entry shall not effect the validity of any such resolution.

16. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- 16.1 The Committee may, by instrument in writing, delegate to one or more sub-committees 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 these Rules or by the Association in general meeting.
- 16.2 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.
- 16.3 A delegation under this Clause 16 may be made subject to such conditions or 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.
- 16.4 Notwithstanding any delegation under this Clause 16, the Committee may continue to exercise any function delegated.

- 16.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this Clause 16 has the same force and effect as it would have if it had been done or suffered by the Committee.
- 16.6 The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Clause 16.
- 16.7 A sub-committee may meet and adjourn as it thinks proper.
- 16.8 The sub-committees shall consist of not less than two (2) members.
- 16.9 The Committee shall also have the power to co-opt members to assist the Committee. Such co-opted members shall not be entitled to vote on meetings of the Committee.
- 16.10 No decision of a sub-committee shall have any force or effect until any such decision is adopted by the Committee which shall be entitled to prescribe Rules for the holding and conduct of meetings of sub-committees.
17. VOTING AND DECISIONS AT COMMITTEE AND SUB-COMMITTEE MEETINGS
- 17.1 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 in person, or by proxy in accordance with Clause 17.5.
- 17.2 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.
- 17.3 Subject to Clause 15.4, the Committee may act notwithstanding any vacancy on the Committee.
- 17.4 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.
- 17.5 (a) Each member of the Committee and sub-committee shall be entitled to appoint as proxy a member by notice given to the Honorary Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (b) The notice appointing the proxy shall be in the form set out in Appendix 1 to these Rules.

- (c) The member so nominated as proxy shall vote only as directed by the member appointing him under this Clause 17.5.

18. HOLDING OF ANNUAL GENERAL MEETINGS

- 18.1 The Association shall, at least once in each calendar year and within the period of three months after the commencement of each calendar year, convene an annual general meeting of its members.

19. CALLING OF AND BUSINESS AT ANNUAL GENERAL MEETINGS

- 19.1 The annual general meeting of the Association shall, subject to these Rules, be convened on such date and at such place and time as the Committee thinks fit.
- 19.2 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 President a report upon the activities of the Association during the last preceding financial year; and
 - (c) to elect office bearers of the Association and ordinary members of the Committee.
- 19.3 An annual general meeting shall be specified as such in the notice convening it.

20. CALLING OF SPECIAL GENERAL MEETINGS

- 20.1 The Committee may, whenever it thinks fit, convene a special general meeting of the Association.
- 20.2 The Committee shall, on the requisition in writing of not less than ten percent of the total number of members, convene a special general meeting of the Association.
- 20.3 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 requisition;
 - (c) shall be lodged with the Honorary Secretary; and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.

- 20.4 If the Committee fails to convene a special general meeting to be held within one month after the date on which a requisition of members for the meeting is lodged with the Honorary Secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than three months after that date.
- 20.5 A special general meeting convened by a member or members as referred to in Clause 20.4 shall be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

21. NOTICE

- 21.1 Except where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Honorary Secretary shall, at least 14 days before the date fixed for the holding of the general meeting, cause to be published in a newspaper circulating weekly within the Parramatta District, a notice specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- 21.2 Where the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Association, the Honorary Secretary shall, at least 21 days before the date fixed for the holding of the general meeting, cause to be published in a newspaper circulating weekly within the Parramatta District, a notice specifying, in addition to the matter required under Clause 21.1, the intention to propose the resolution as a special resolution.
- 21.3 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 Clause 19.2.
- 21.4 A member desiring to bring any business before a general meeting may give notice in writing of that business to the Honorary Secretary who shall include that business in the next notice calling a general meeting given after receipt of the notice from the member.

22. PROCEDURE

- 22.1 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.
- 22.2 Ten (10) members present in person (being members entitled under these Rules to vote at a general meeting) constitutes a quorum for the transaction of the business of a general meeting.

22.3 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 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.

22.4 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 three) shall constitute a quorum.

23. PRESIDING MEMBER

23.1 The President shall preside as chairperson at each general meeting of the Association.

23.2 If the President is 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.

24. ADJOURNMENT

24.1 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.

24.2 Where a general meeting is adjourned for 14 days or more, the Honorary 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.

24.3 Except as provided in Clauses 24.1 and 24.2, 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.

25. MAKING OF DECISIONS

25.1 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.

- 25.2 At a general meeting of the Association, a poll may be demanded by the chairperson or by not less than two members present in person or by proxy at the meeting.
- 25.3 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 other case, in such manner and at such time before the close of the meeting as the chairperson directs,

and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

26. SPECIAL RESOLUTIONS

- 26.1 A resolution of the Association is a special resolution if it is passed by a majority which comprises not less than three-quarters of such members of the Association as, being entitled under these Rules so to do, vote in person or by proxy at a general meeting of which 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.
- 26.2 A special resolution must be passed by a general meeting of the Association to effect the following changes:
- (a) a change of the Association's name;
 - (b) a change of these Rules;
 - (c) a change of the Association's objects;
 - (d) an amalgamation with another association;
 - (e) to voluntarily wind up the Association and distribute its property;
 - (f) to apply for registration as a company or a co-operative.
- 26.3 A special resolution shall be passed in the following manner:
- (a) a notice must be sent to all members advising that a general meeting is to be held to consider a special resolution;

- (b) the notice must give details of the proposed special resolution and give at least 21 days' notice of the meeting;
- (c) a quorum must be present at the meeting;
- (d) at least three-quarters of those present must vote in favour of the resolution.

27. VOTING

- 27.1 Upon any question arising at a general meeting of the Association a member has one vote only.
- 27.2 All votes shall be given personally or by proxy but no member may hold more than five proxies.
- 27.3 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.
- 27.4 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.

28. APPOINTMENT OF PROXIES

- 28.1 Each member shall be entitled to appoint another member as proxy by notice given to the Honorary Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 28.2 The notice appointing the proxy shall be in the form set out in Appendix 2 to these Rules.

29. INSURANCE

- 29.1 The Association shall effect and maintain such insurance deemed necessary by the Committee.

30. FUNDS - SOURCE

- 30.1 The funds of the Association shall be derived from membership fees, private subscription, public appeal, donations, legacies, devises, gifts of property (whether subject to any special trust or not) and, subject to any resolution passed by the Association in general meeting, such other sources as the Committee determines.
- 30.2 All money received by the Association shall be deposited as soon as practicable and without deduction (except as required by law) to the credit of the Association's bank account.
- 30.3 The Association shall not borrow or raise with or without security any money on any terms whatsoever.

31. FUNDS - MANAGEMENT

31.1 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.

31.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any two members of the Committee or employees of the Association, being members or employees authorised to do so by the Committee but in any event so long as one of the signatories shall be a member of the Committee.

32. ALTERATIONS OF OBJECTS AND RULES

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

33. COMMON SEAL

33.1 The common seal^{if any} of the Association shall be kept in the custody of the Secretary.

33.2 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 of two (2) office bearing members of the Committee.

34. FINANCIAL YEAR

34.1 The financial year of the Association shall commence on the first day of January and end on the last day of December in each year.

35. BOOKS RECORDS AND ACCOUNTS

35.1 Except as otherwise provided by these Rules, the Secretary shall keep in his custody or under his control all Registers, records, books and other documents relating to the Association.

35.2 The Register of Members, 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.

35.3 The Committee shall cause proper accounts and books to be kept with respect to:

(a) All sums of money received and expended by the Association and the matters in respect of which the receipt and expenditure takes place;

(b) The accumulated funds assets and liabilities of the Association.

35.4 The Committee shall once in every year cause to be prepared a Balance Sheet as at the end of the Association's financial year and an Income and Expenditure Account made up to the end of the financial year which, together with a report of the Committee shall be laid before the annual general meeting of the Association.

36. SERVICE OF NOTICES

36.1 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 the Register of Members.

36.2 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 contrary is proved, be deemed for the purposes 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 post.

37. INTERPRETATION

37.1 In these Rules, except insofar as the context or subject matter otherwise indicates or requires:

"Association" means Parramatta Marist Old Boys Union.

"Committee" means the Committee of the Association.

"member" includes a special member unless the context otherwise requires.

"ordinary member" means a member of the Committee who is not the President, Honorary Secretary or Honorary Treasurer.

"Honorary Secretary" means the person holding office under these Rules as Honorary Secretary of the Association.

"School" means Parramatta Marist High School, Westmead, New South Wales.

"special general meeting" means a general meeting of the Association other than the annual general meeting.

37.2 In these Rules:

(a) a reference to a function includes a reference to a power, authority and duty;

(b) the reference to the exercise of a function includes where the function is a duty a reference to the performance of the duty; and

- (c) a reference to the performance of any act, function or thing by the Committee means that the act, function or thing may be done by the Committee in its absolute and unfettered discretion without the obligation to give a member reasons for any refusal.

38. BY-LAWS

- 38.1 The Committee may by instrument in writing certified to be true and correct by the President and Honorary Secretary for the time being promulgate, vary or revoke by-laws not inconsistent with these Rules for or with respect to any matter that by these Rules is required or permitted to be prescribed or that is necessary or convenient to be prescribed for carrying out or giving effect to these Rules.
- 38.2 The Committee shall cause to be tabled at each Annual General Meeting of the Association a copy of all by-laws then in force.

39. INDEMNITY

- 39.1 Every member and co-opted member of the Committee shall be indemnified out of the funds of the Association against liability incurred by him as such member or co-opted member in defending any proceedings whether civil or criminal in which judgment is given in his favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court or in which he has been authorised to defend himself by the Committee.

APPENDIX 1

FORM OF APPOINTMENT OF PROXY

I, _____, of _____
(full name) (address)

_____ being a
member of _____
(name of Committee or Sub-Committee)

of Parramatta Marist Old Boys Union hereby appoint

_____ of _____
(full name of proxy) (address)

being a member of the Association, as my proxy to vote for me on
my behalf at the Committee meeting to be held on the _____ day
of _____, 19 ____ and at any adjournment of that
meeting.

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

APPENDIX 2

FORM OF APPOINTMENT OF PROXY

I, _____, of _____
(full name) (address)

_____ being a
member of Parramatta Marist Old Boys Union hereby appoint

_____ of _____
(full name of proxy) (address)

being a member of the 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 of _____, 19
and at any adjournment of that meeting.

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

STANDING ORDERS

FOR MEETINGS OF PARRAMATTA MARIST OLD BOYS' UNION

- 1. These standing orders shall be applicable to all general meetings and committee meetings and, as far as appropriate, to all meetings of sub-committees, and shall be constructed subject to the Constitution.
- 2. The order of business for meetings of the Parramatta Marist Old Boys' Union (the Union) must follow the resolutions of the Annual General Meeting of the Union.

Meetings

- 3. Meetings shall, subject to the presence of a quorum, start at the time set out on the notice, and shall, subject to the discretion of the meeting, continue until all business on the agenda is disposed of. A quorum shall be in attendance throughout the meeting.
- 4. A quorum of three members must be present before a meeting can discuss business. If a quorum is not present within twenty minutes, then the meeting is automatically adjourned after the chairperson has fixed the time of the next meeting. All business on the agenda of the lapsed meeting shall be included on the agenda of the next meeting and shall take precedence over new business.
- 5. The times of meetings of the Union must be made specific in resolutions of the meeting.
- 6. New business may be introduced to the meeting without prior notice and members may remain seated when addressing the meeting.
- 7. At the discretion of the Chairperson, members may be permitted to speak more than once to a motion and discussion may be allowed even if there is no question before the meeting.

Minutes of Meetings

- 8. Debate on confirming the minutes of a previous meeting must only concern itself with the accuracy of the minutes. Amendments to the minutes or rejection of the minutes must be put to the vote after being moved and seconded.
- 9. A motion or amendment lapsing for want of a seconder shall not be recorded in the minutes.

Substantive Motions

- 10. A substantive motion put to the meeting must be dealt with before another substantive motion is moved.

When a substantive motion is being debated, other motions which may be moved are:

- that permission be granted to withdraw an amendment or a motion;
- that the question be put;
- that the question be not now put;
- that the debate be adjourned;
- that the motion be amended;
- that the motion be referred to another person or body;
- that actions taken by a named member of the meeting be discussed;
- that a motion or document lie on the table;
- that a time limit be changed;
- that the meeting go into the committee as a whole.

Debate is forbidden following a motion that the question now be put and following a motion that permission be granted to withdraw an amendment or motion.

Amendments

11. An amendment shall constitute a separate question from the original motion and from any other amendment. Only one amendment may be debated at any one time. No further amendment shall be proposed until the amendment before the chair has been dealt with. The mover of a motion can not move an amendment to it. An amendment must relate to the motion and it must not negate it.

12. Only the mover of a motion has the right of reply to an amendment.

13. A member seconding an amendment (or a motion) has the right to speak immediately after the mover, but, without speaking to it, may reserve the right to speak to it subsequently.

The Chairperson

14. The chairperson must maintain order during the meeting. The chairperson may take part in debating a substantive motion but, on an equality of voting, the chairperson shall use the casting vote to declare the question resolved so as to maintain the status quo.

15. If a member of the meeting breaks a debating rule, the chairperson must call that member to order.

16. The chairperson may require a motion in writing before it is put to the vote by the meeting.

17. The chairperson may refuse a motion that the question now be put. If a member has spoken in debate, they may not move a motion that the question now be put. Before such a motion is put to the vote, the mover of the substantive motion has the right of reply.

18. Any member of a meeting may raise a point of order. When such a point of order is raised, the speaker must be silent and must sit down. The member who raised the point of order has one minute to explain the point of order, and then the chairperson must give their ruling. The speaker may then resume.

19. A motion of dissent from the chairperson's ruling may be moved if a member of the meeting disagrees with that ruling. The usual wording of the motion is 'that the chairperson's ruling be dissented from'. The chairperson must step aside. The mover of the motion must explain why they have moved the motion, and then the chairperson must justify the ruling. An acting chairperson puts a motion, without further debate, to the meeting 'that the chairperson's motion be upheld'.

20. If a member of the meeting is repetitious or irrelevant in speeches, the chairperson must ask that person to speak to the matter under debate. If the repetition or irrelevance continues, the chairperson may call on the member to stop speaking and to resume their seat.

21. The chairperson must decide who is to speak next if there is uncertainty as to who first attracted the attention of the chairperson.

22. The chairperson may adjourn a meeting to a specific time and place if the meeting collapses in disorder. When the chairperson leaves the chair, the meeting is closed.

DebateMotions

23. Motions must be expressed in positive terms. No member, other than the proposer of a motion (or an amendment), shall speak to it until it has been seconded.

24. Only the mover of a motion or an amendment can withdraw it with the leave of the meeting. No motion shall be withdrawn while any amendment is under discussion or after any amendment has been adopted.

25. A motion or amendment before the chair may be reworded by the mover with the leave of the meeting.

26. Debates and discussions on motions should not exceed thirty minutes. The permission of the meeting should be sought if any speaker wishes to hold the floor for more than five minutes.

27. Members can speak more than once on each substantive motion or procedural motion. Only the mover of the motion (not an amendment) has the right of reply during debate, which reply shall close the debate. No new matters may be introduced during the reply.

28. The order in which the secretary receives notices of motions will be the order in which the motions are dealt with in the meeting. Motions on notice should be provided at least two weeks before a meeting in which they are to be put.
29. When a member speaks to the meeting, they should address the chairperson and speak only of the matter under debate. The speaker should not use unparliamentary language nor should they attack personalities. A speaker has the right not to be interrupted unless it is by the chairperson.
30. A member who has not already spoken in the debate may at any time, whether another speaker has the floor or not, move, 'that the question be now put' which motion, if accepted by the chairperson, shall be put without amendment or debate. The chairperson may also without requiring a motion put the question if the chairperson feels that adequate discussion has taken place. The mover of the motion has a right of reply. If an amendment is before the meeting, the closure motion shall be deemed to close debate on the amendment only.
31. During the discussion of a motion (but not of an amendment), a member who has not already participated in the debate on the motion may move 'that the question be not now put'. This motion shall be open to debate and be debated together with the original motion. If carried, the original motion shall not be dealt with further. If lost, the original motion shall be put forthwith, subject to the mover's right of reply. The motion may be put after all amendments have been disposed of.
32. Any member may move or second that the meeting be adjourned to a specific place and time. When this motion is put, the mover has no right of reply. The motion may interrupt debate currently in progress.
33. Points of order must refer to the speaker speaking longer than they are allowed, being repetitious or speaking on irrelevant matters; disobeying standing orders, being offensive or using unparliamentary language. A point of order shall take precedence over all other business and must be raised at the time the alleged irregularity occurred and will be open to discussion.
34. Notice of a rescision motion must be made at least one week before a meeting in which it is to be moved, and the wording of the rescision motion must appear on the agenda for the meeting.
35. If a motion has been lost or a resolution carried during the last three months, another motion of similar substance may not be put to the meeting, unless it is supported by two-thirds of the meeting.

Voting

36. Voting must be decided on the voices. A simply majority is sufficient to carry any motion. If a member of the meeting is unhappy with the judgement of the chairperson in deciding whether a motion was carried or lost then they can ask, immediately after the chairperson's judgement has been announced, for a show of hands. If two members of the meeting ask for a division, their names and their votes must be recorded in the minutes. If a motion does not have the support of a simply majority, it is lost.

Other matters

37. If a member of a meeting wishes to ask a question, they should ask through the chairperson.

38. Standing orders may be suspended for a specific purpose and period if a motion to do so is passed by a simply majority.

39. Notwithstanding anything hereinbefore contained, any decision made by a validly-constituted meeting shall not be void by reason only of a departure from these standing orders which was not detected till after the decision has been made.

40. Alterations to the standing orders shall be made only by a general meeting after 14 day's notice has been given to the secretary who will ensure that the motion appears on the agenda. Such resolutions must be carried by a two-thirds majority.

41. Any matters not dealt with in the above standing orders shall be governed by the customary procedure at meetings.