

St Mark's College Club Inc.



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1. NAME:

The name of the incorporated association is **St Mark's College Club**.

2. DEFINITIONS:

In this Constitution unless the contrary intention appears:

'the Act' means the *Associations Incorporation Act* 1985 (SA).

'the Club' means St Mark's College Club Inc.

'the College' means St Mark's College Inc.

'Resident' means any person residing within the bounds of the College.

'Residential Term' means the period starting 1 February and ending 30 November of each year.

'Member' means a resident eligible for and admitted to membership of the Club in accordance with clause 5.1.

'Master' means the Master of the College or his or her representative for the time being.

'Dean' means the Dean of the College or his or her representative for the time being.

'President' means the President of the Club or his or her representative for the time being in accordance with clause 6.5 (b).

'Secretary' means the Secretary of the Club or his or her representative for the time being in accordance with clause 6.5 (c).

'Treasurer' means the Treasurer of the Club or his or her representative for the time being in accordance with clause 6.5 (d).

'Sports Officers' means the male and female Sports Officers of the Club or their respective representatives for the time being in accordance with clause 6.5 (e).

'Social Officers' means the male and female Social Officers of the Club or their respective representatives for the time being in accordance with clause 6.5 (f).

'Equity Officers' means the male and female Equity Officers of the Club or their respective representatives for the time being in accordance with clause 6.5 (g).

'Committee' means the St Mark's College Club Inc. Committee as constituted by clause 6.2 (a).

'Executive' means any Committee Officer that is not a General Committee Officer.

'Committee Meeting' means a meeting of the Committee in accordance with clause 6.4.

'Foundation' means the St Mark's College Club Charitable Foundation.

'Foundation Executive' means the President, Secretary and Treasurer of the St Mark's College Club Charitable Foundation.

'General Meeting' includes Annual General Meetings, Ordinary General Meetings, Special General Meetings and Final General Meetings of the Club.

'Majority Resolution' means a motion passed by at least 51 percent of members eligible to vote.

'Special Resolution' means a motion passed by at least 75 percent of members eligible to vote.

'Quorum' means 67 percent of Ordinary Members of the Club.

'Suspended Membership' is a status of Membership of the Club whereby a Member has had their right to vote and hold office temporarily removed.

'SAAUCC' means the South Australian Association of University College Clubs Inc.

'SAAUCC Committee' means the Committee of SAAUCC.

'Board of Conduct' means the ad hoc committee convened from time to time by the Master or the Dean to address serious breaches of the College values and standards.

'Long Term Asset' means any asset that has a useful life of greater than one year.

3. OBJECTS:

The objects of the Club are to:

- (a) Create a stimulating and supportive environment for all students living at St Mark's College through the organisation of cultural, sporting and social events; and
- (b) Promote collegiality, fellowship and a sense of community amongst its Members; and
- (c) Promote the interests of its Members in all matters pertaining to College life.

4. POWERS OF THE CLUB:

- (a) The Club shall have all the powers conferred by section 25 of the Act.
- (b) These powers shall only be exercised by the Committee in accordance with clause 6.1 of these rules.

5. MEMBERSHIP:

5.1 *Types of Membership*

- (a) The membership types of the Club shall consist of:
 - (i) Ordinary Members
 - (ii) Honorary Members
 - (iii) Honorary Life Members
- (b) An Ordinary Member shall have the right to attend and vote at General Meetings and hold any office within the Club.
- (c) Any Honorary Member or Honorary Life Member shall have all the rights and privileges of Ordinary Membership of the Club, except that he or she shall not be entitled to vote at any meeting of the Club, or hold any office within the Club.

5.2 Eligibility

- (a) Any resident of the College shall be eligible for membership of the Club, unless their membership is terminated in accordance with clause 5.5.
- (b) Residents afforded Junior Common Room or Middle Common Room status shall be entitled to Ordinary Membership of the Club in accordance with clause 5.3.
- (c) Residents afforded Senior Common Room status shall automatically be granted Honorary Membership of the Club for the duration of their residency in accordance with clause 5.3.
- (d) Residents in their first year at College will, upon payment of their subscription to the Club, hold Honorary Membership until a Majority Resolution is passed at their first General Meeting to elevate their membership status to Ordinary Members.
- (e) The Committee, by Special Resolution, may confer on any former Member of the Club, Honorary Membership for a period ending no later than 31st December of the year of conferral.
- (f) Any person who the Committee deems has rendered special services to, or who has obviously benefited the Club, by gift or some other means, may be awarded Honorary Life Membership of the Club. Provided, however, that such a decision be upheld by a unanimous resolution at a General Meeting of the Club. A recommendation for someone to be awarded Honorary Life Membership can be submitted to the Secretary of the Committee in writing by any Ordinary Member of the Club.

5.3 Membership Subscription

- (a) Ordinary Members are required to pay financial subscriptions for membership to the Club.
- (b) Honorary Members and Honorary Life Members are not required to pay financial subscriptions to the Club.
- (c) The financial subscriptions shall be determined by a Special Resolution at the Final Ordinary General Meeting of the preceding year.
- (d) Any Member who is not in residence for a full Residential Term shall have his or her subscription adjusted accordingly, unless membership is terminated in accordance with clause 5.5.
- (e) Any member whose financial subscription is outstanding for ore that one month after the due date for payment shall have their membership of the Club automatically suspended.

5.4 Resignations

A Member may resign from membership of the Club by giving written notice to the Secretary. Any Member who resigns shall be liable for any and all outstanding subscriptions, which may be recovered as a debt due to the Club.

5.5 Expulsion

- (a) The Committee may resolve to expel any Member of the Club if:

- (i) That Member is guilty of an offence under the Act; or
 - (ii) That Member, in the opinion of the Committee has brought serious disrepute to the Club; or
 - (iii) That Member, in the opinion of the Committee has shown complete disregard for the objects of the Club.
- (b) The Member must be given the opportunity to be heard before the Committee or to make a written submission to the Committee.
- (c) Particulars of the charge shall be communicated to the Member at least 7 days before the meeting of the Committee at which the matter will be determined.
- (d) A resolution to expel a Member of the Club must be made at a Committee meeting where all Committee Members are present or represented by a proxy and passed by way of Unanimous Resolution.
- (e) The determination of the Committee shall be communicated in writing by the Secretary to the Member and must contain the reasons for the Committee's decision.
- (f) If the Committee votes to expel the Member, Membership shall cease 14 days after the decision has been communicated to the Member, subject to clause 5.5 (g).
- (g) It shall be open to a Member to appeal this expulsion from the Club at a Special General Meeting. The intention to appeal should be communicated in writing to the Secretary within 7 days of the determination of the Committee being communicated to the Member.
- (h) The Special General Meeting shall be called by the Secretary within 7 days of the lodgement of the appeal.
 - (i) The Member must be given the opportunity to address the Special General Meeting.
 - (ii) The determination of the Committee to expel the Member must be upheld by a Special Majority of the Special General Meeting.
 - (iii) If the determination of the Committee to expel the Member is upheld, membership shall cease at the determination of the Special General Meeting.
- (i) Until such time that a decision is made at the Special General Meeting the membership of the Resident in question shall be suspended but not terminated.

5.6 ***Register of Members***

A register of Members must be kept by the Secretary and contain:

- (a) The name of each member; and
- (b) The date at which each member was admitted to the Club; and
- (c) If applicable, the date of termination and reason(s) for the termination of Membership.

6. THE COMMITTEE:

6.1 Powers and Duties

- (a) The affairs of the Club shall be managed and controlled by a Committee.
- (b) The Committee shall have all such powers as are expressly conferred by this Constitution.
- (c) In addition to clause 6.1 (b) the Committee shall have the power to undertake any action reasonably necessary for the attainment of the objects of the Club, to the extent that such power does not conflict with the powers expressly conferred by these rules or any requirements of the Act.
- (d) The Committee has the management and control of the funds and other property of the Club.
 - (i) The Committee must have in place a means of approving the expenditure of Club funds by Committee Officers.
- (e) In addition to all powers and duties conferred on the Committee by this Constitution, the Master, with the concurrence of the Committee, shall have the right to vest in the Committee or any Member of the Club, such powers, duties or discretions as he or she thinks fit.

This is the annexure marked 'A' referred to in the statutory declaration of Benjmain Massey made on the 3rd day of October 2018.

6.2 Committee Officers

- (a) The Committee shall consist of the President, Vice President, Secretary, Treasurer, Male Sports Officer, Female Sports Officer, Male Social Officer, Female Social Officer, Male Equity Officer, Female Equity Officer, Arts and Cultural Officer, Merchandise Officer, and Sponsorship/Charitable Officer.
- (b) A Committee Officer shall be a natural person.
- (c) The first Committee of the Club shall be comprised of such persons as hold office prior to incorporation.
- (d) The Public Officer of the Club shall be a Committee Officer and unless the Committee decides otherwise, shall be the President.
- (e) The Equity Officers shall not be eligible for consideration as members of a Board of Conduct meeting.
- (f) The President shall not hold office for 2 years in succession.

6.3 *Committee Appointment*

- (a) The following officers shall be elected at the Final Ordinary General Meeting for each year, in the following order:
 - (i) President
 - (ii) Vice President
 - (iii) Secretary
 - (iv) Treasurer
 - (v) Male Sports Officer
 - (vi) Female Sports Officer
 - (vii) Male Social Officer
 - (viii) Female Social Officer
 - (ix) Male Equity Officer
 - (x) Female Equity Officer
 - (xi) Arts and Cultural Officer
 - (xii) Merchandise Officer
 - (xiii) Sponsorship/Charitable Officer
- (b) At the close of the Final Ordinary General Meeting, the above officers will be regarded as 'Officers-elect' and will assume responsibility for their respective offices on 1st January of the following year.
- (c) The election of all members of the Committee shall be by secret preferential ballot, with 1 denoting the most preferred candidate.
- (d) At least 2 members of the Committee must, at the Final Ordinary General Meeting, be in their first year at the College.
- (e) The Secretary of the Committee shall post notice calling for nominations to the following years Committee not less than 14 days prior to the Final Ordinary General Meeting.
- (f) Nominations shall close no later than 24 hours before the Final Ordinary General Meeting.
- (g) The Secretary has discretion to accept late nominations where it is not reasonably practicable for the nomination to have been submitted on time.
- (h) A candidate for any position must be nominated by an Ordinary Member of the Club and no Member may nominate more than one candidate for the same position.
- (i) The nomination of a candidate for any position must be seconded by an Ordinary Member of the Club.
- (j) A candidate may, in the event of failing to gain election to the office for which he or she was originally nominated, be automatically nominated for any other remaining position for which they wish to be considered.

- (i) The candidate must state in writing to the Secretary, by the close of nominations, subject to clause 6.3 (g), the subsequent position(s) they wish to be considered for.
- (k) A candidate for any position is entitled to address the Final Ordinary General Meeting as to their suitability for the respective position.
 - (i) The length of the speech is to be determined by the Committee as it sees fit from time to time, but must be the same for all candidates running for the same office.
 - (ii) A candidate who has been unsuccessful for a prior position may be allocated less time.
 - (iii) No other person may speak on behalf of the candidate, unless that person is unable to attend the Final Ordinary General Meeting for unforeseen reasons. The Secretary shall have discretion to grant this exception.
- (l) The Committee shall be elected using a sliding scale method whereby the candidate receiving the first preference vote is awarded one point, the candidate receiving the second preference vote is awarded two points, and so on, and the least preferred candidate receives the number of points equal to the number of candidates on the ballot paper. Each candidate has an aggregate score awarded to them and those candidates receiving the least points are elected. In the event of a tie the candidate with the most first preference votes will be elected.
- (m) No person shall vote in any election in which he or she is a candidate.
- (n) The Master or his or her representative shall act as Returning Officer for the election of the Committee of the Club.

6.4 *Proceedings of the Committee*

- (a) The Committee shall meet together for the dispatch of business at least once per College term.
- (b) Questions arising at any Committee Meeting shall be decided by a Majority Resolution, and in the event of equality of votes the President or his or her representative shall have a casting vote in addition to a deliberative vote.
- (c) A notice calling such a meeting shall be distributed by the Secretary at least 24 hours prior to the commencement time of such a meeting.
- (d) A quorum for a meeting of the Committee shall be two-thirds of the members of the Committee. If after 15 minutes from the time appointed for the commencement of such a meeting a quorum is not met, the President or his or her representative may adjourn the meeting until such time as he or she sees fit.
- (e) A member of the Committee having a direct or indirect pecuniary interest in a contract or a proposed contract with the Club must disclose the nature and extent of that interest to the Committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the Committee must disclose the nature or extent of his or her interest in the contract at the next General Meeting of the Club.
- (f) The Committee Vice President shall act as the Club's representative on the SAAUCC Committee for their term of office.
- (g) The President and the Sports Officers shall also represent the Club on the SAAUCC Committee for their term of office.

6.5 *Duties of the Club Officers*

- (a) It is the responsibility of the incumbent Club officers to ensure that any outstanding business or any other unresolved matter pertaining to their office is completed by the date of transfer of responsibility to the 'Officers-elect'.
- (b) The President shall have the following powers and duties:
 - (i) Accept overall responsibility for the functioning of the Committee.
 - (ii) Direct projects and activities undertaken by the Committee in pursuance of the objects of the Club.
 - (iii) The President or his or her representative shall preside at all General Meetings and Committee Meetings of the Club.
 - (iv) Be the channel of communication between the Club and the College on all matters concerning the Club.
 - (v) Provide a report on the activities of the Committee in the preceding period at each Ordinary General Meeting, and shall provide a report on the activities of the Club throughout the year at the Final Ordinary General Meeting.
- (c) The Vice President of the Club shall have the following powers and duties:
 - (i) Deputise for the President in periods of their absence.
 - (ii) Liaise with the President for all projects and activities undertaken by the Committee in pursuance of the objects of the Club.
 - (iii) Required to sit on the SAAUCC Committee in an executive position and attend their meetings

- (iv) Required to work with other Colleges to improve relations
 - (v) Work closely with the President and Sports Officers on sporting rules, calendar dates and SAAUCC social events
 - (vi) Responsible for selling open show tickets for other Colleges
 - (vii) Required to advocate for St Mark's best interest wherever possible and compromising to achieve desired outcomes
- (d) The Secretary of the Club shall have the following powers and duties:
 - (i) Maintain the Club minute book (which can be in electronic format) which shall contain minutes of all Club and Committee Meetings in accordance with clause 9.
 - (ii) Be responsible for calling all meetings of the Club and the Committee required by this Constitution.
 - (iii) Conduct, subject to the approval of the Committee, all the correspondence and other business of the Club, except that expressly required to be conducted by any other officer of the Club.
 - (iv) Ensuring events are appropriately recorded through photographs and other appropriate forms of social media
 - (v) Responsible for maintaining effective social media communication and notifications amongst Collegians (e.g. setting up of Mark's Club 2017 Facebook page)
- (e) The Treasurer of the Club shall have the following powers and duties:
 - (i) Comply with all financial reporting requirements outlined in clause 11 of this Constitution and any additional requirements of the Act.
 - (ii) Conduct all the financial and banking business of the Club.
 - (iii) Determine upon taking office whether the Club has, for the previous financial year, had gross receipts such that it is properly classified as a 'prescribed association' as per section 3 of the Act. If so, the Treasurer must ensure that all applicable requirements under the Act are complied with.
- (f) The Sports Officers of the Club shall have the following powers and duties:
 - (i) Be responsible for the co-ordination of all SAAUCC sports and reconciling these with the calendar of the Club and the College.
 - (ii) Liaise with individual sports captains and oversee the organisation of their particular sports, including equipment, grounds and teams.
- (g) The Social Officers of the Club shall have the following powers and duties:
 - (i) Be responsible for the communication with all outside bodies pertaining to social and cultural events. This communication shall be undertaken in co-ordination with the President and be subject to the direction of the President and the Committee.
 - (ii) Ensure that Responsible Service of Alcohol guidelines are followed at all of the Club's events.
 - (iii) Ensure compliance with all internal and external liquor licencing requirements.
 - (iv) Maintain a record of the acquisition and provision of alcohol by the Club.

- (v) The Social Officers must, at the request of any Member of the Club, produce the records for inspection.
- (vi) Present to every Ordinary General Meeting a breakdown of all alcohol purchased and consumed in the period since the last Ordinary General Meeting.
- (h) The Equity Officers of the Club shall have the following powers and duties:
 - (i) Be responsible for communicating the interests of all collegians to the Committee.
 - (ii) Be responsible for promoting the health and welfare of Residents including sexual and mental health.
- (i) The Arts and Cultural Officer of the Club shall have the following powers and duties:
 - (i) Responsible for liaising with Arts Evening co-ordinators and College Play and Revue co-ordinators
 - (ii) Responsible for organising speakers for all events including set-up and security of the College Club PA system
- (j) The Merchandise Officer of the Club shall have the following powers and duties:
 - (i) Required to maintain the College's stock of College uniform e.g. sports singlets, rugby jumpers, polos, footy guernseys
 - (ii) Responsible for the sale, sign-up and advertising of merchandise
 - (iii) Play a large role in the design and distribution of Marksensfest and O'Week merchandise
 - (iv) Research alternatives for expansion or improvement of merchandise
- (k) The Sponsorship/Charitable Officer of the Club shall have the following powers and duties:
 - (i) Responsible for enticing and maintaining sponsorship for the College Club and its members
 - (ii) Responsible for liaising with Lion Editors and Remarks editors

6.6 *Failure to Comply with Rules*

- (i) If a Committee Officer fails to comply with any rule(s) applicable to their Office under this Constitution that Officer must:
 - (a) Submit to the Secretary a notice detailing the rule(s) breached, accompanying reasons, and steps taken to rectify the matter.
 - (b) The Secretary must, at the time of calling the next General Meeting, post the notice in full such that all Residents have a reasonable opportunity of becoming aware of its contents.
 - (c) The Secretary must at the next General Meeting read aloud the notice.
 - (d) The Club is entitled at the next General Meeting to ask further questions of the Officer and a motion of no confidence may be passed by a Majority Resolution, at which point the process outlined in clause 6.7 (b) will apply.
 - (ii) If a Committee Officer fails to comply with clause 6.6 (a) that Officer may be removed from office following a motion of no confidence in accordance with clause 6.7 (b).

6.7 Vacant Committee Positions

- (i) The office of a Committee Officer shall become vacant if a Committee Officer:
 - (i) Is disqualified from being a Committee Officer by the Act.
 - (ii) Is expelled as a Member of the Club under these rules.
 - (iii) Is permanently incapacitated by ill health or death.
 - (iv) Submits a formal letter of resignation to the President and the Secretary.
 - (v) Is removed from office in accordance with clause 5.5 of this Constitution.
 - (ii) A Committee Officer may be removed from office following a motion of no confidence.
- (a) Any 15 members of the Club may provide signed written notice of no confidence in any one of the Committee members to the Secretary and request the Secretary to call a Special General Meeting.
- (b) The Secretary must call a Special General Meeting within 1 day of receiving the written notice.
- (c) At the Special General Meeting a motion of no confidence in the Committee Officer shall be proposed and seconded by any two of the aforementioned 15 Members of the Club.
- (d) If this motion is passed by Majority Resolution the position will become vacant effective immediately.
- (e) At the same Special General Meeting any member of the Club may be nominated for election to that position in accordance with clause 6.3.
- (f) The ousted Committee Member may stand for re-election.
 - (iii) Committee Officer Re-election
 - (i) It is at the discretion of the Committee if a Committee position becomes vacant whether a re-election will be held or not.
 - (ii) In the event of a re-election, where applicable, clause 6.3 will be followed.
 - (iii) A current General Committee Officer may nominate for an Executive position on the Committee. If successful in the election, they must resign from their General Committee Officer position. If unsuccessful, they maintain their General Committee Officer position.

7. SUB-COMMITTEES:

- (a) A proposal must be forwarded to the Committee, to form a subcommittee of the Club.
- (b) If this proposal is passed at a Committee Meeting, a motion will be presented to the Club at a General Meeting and resolved with a Majority Resolution of the Club.
- (c) All sub-committees will be answerable to the Committee.

St Mark's College Club Charitable Foundation:

7.1 Purpose and Duties

- a) To foster social justice and philanthropic endeavours among all students residing at the College by raising awareness and funds for worthy charitable causes.
- b) The Foundation's decisions should adhere to the College's values and standards. The Committee reserves the right to overrule any decision deemed contrary to these values and standards.

7.2 Appointment

- a) The Foundation Executive shall be elected at the Final Ordinary General Meeting of the Club each year.
- b) Clause 6.3 will apply to the election, excluding clause 6.3 (a) (d) and (j).
- c) No members of the Foundation may hold a position on the Committee, excluding a General Committee Officer appointed as a liaison.
- d) The Foundation Executive shall be elected before the election of General Committee Officers of the Club.
- e) The general members of the Foundation will be appointed by the Foundation Executive and at least 1 representative from the Committee.

7.3 Records and Accounts

- a) The Foundation Executive is required to report to the Committee at least once per academic term.
- b) The Foundation must keep records of:
 - i. All proceedings at Foundation meetings.
 - ii. A written annual report of all events and associated activities is to be provided to the preceding years Foundation and the Committee.
- c) The Foundation must comply with clause 11.2 and ensure:
 - i. Accounting records are kept for all transactions of the Foundation.
 - ii. Annual accounting records are prepared and presented to the Committee within six months of the end of the year of tenure.

8. GENERAL MEETINGS OF THE CLUB:

8.1 Notice of General Meetings

- (a) Subject to clause 8.1 (b) of these rules, at least 7 days' notice of any Ordinary General Meeting shall be given to members. The notice shall set out where and

when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.

- (b) Notice of a General Meeting at which a Special Resolution is to be proposed shall be given at least 14 days prior to the date of the General Meeting.
- (c) A notice may be given by the Secretary to any Member by serving the Member with the notice in writing.
- (d) Failure to comply with these notice requirements will render any subsequently held General Meeting unofficial and an order of business or vote determined at that General Meeting shall be invalid.

8.2 *Proceedings of General Meetings*

- (a) A General Meeting of the Club shall be held within 14 days of the beginning of each College term.
- (b) A General Meeting at which there is not quorum is unofficial and an order of business or vote determined at that General Meeting shall be invalid.
- (c) If after 15 minutes from the time specified for the commencement of any General Meeting a quorum shall not be present, the Chairman may adjourn the meeting until such time as he or she may think fit.
- (d) The Chairman of any General Meeting shall be the President or his or her nominated representative. In the event that the President fails to attend within 15 minutes of the time fixed for the commencement of the meeting, then the Committee members present and entitled to vote shall elect a Chairman from their number. The Chairman shall have the ultimate authority on all points of order raised at any such meeting unless overruled by at least two-thirds of those present.
- (e) The members present and entitled to vote, at any duly commenced meeting shall be entitled to adjourn the meeting or debate any matter at a subsequent General Meeting.
- (f) Any motion at any General Meeting shall be carried on a vote of the majority of the members present and voting, unless expressly provided otherwise in these rules. In the event of a vote being equal, the President or his or her representative may choose to exercise a casting vote.
- (g) The elections of any positions of the Club except those of the Committee and the Executive Foundation shall be by show of hands.
- (h) Any other motion shall be decided by a show of hands unless a Majority Resolution is formally passed by the General Meeting that such motion shall be decided by ballot.

8.3 *Attendance at General Meetings*

- (i) Members of the Club who are unable to be present at any General Meeting called under this Constitution hand an apology in writing to the Secretary not later than 24 hours preceding the time fixed for the holding of such meeting. The Secretary has the discretion to accept apologies given within 24 hours.

- (ii) At any General Meeting, the Secretary, before any consideration of the minutes, shall read out all apologies received in accordance with the previous clause.
- (iii) During the course of any General Meeting a roll shall be submitted for the signatures of all Members present.
- (iv) Following any General Meeting of the Club the Secretary shall post a notice listing those Members who failed to sign the roll or submit an apology in accordance with clause 8.3 (a). Such Members may be fined at the discretion of the Committee.
- (v) Any Member unable to be present at any General Meeting at which they are entitled to vote may appoint any other voting Member as his or her proxy to vote for him or her at such meeting.
- (a) The Member must provide to the Secretary, in addition to their apology, notice in writing specifying the name of their proxy.
- (b) No Member shall act as a proxy for more than 2 voting Members at any General Meeting.

8.4 Annual General Meetings

- (i) The Secretary shall call an Annual General Meeting in accordance with the Act and this Constitution.
- (ii) The first Annual General Meeting shall be held within 18 months after the incorporation of the Club, and thereafter within 5 months after the end of its calendar year.
- (iii) The order of the business must include, but is not limited to:
 - (a) The confirmation of the minutes of the previous General Meeting.
 - (b) The consideration of the audited accounts and reports of the Committee and the auditor's report (if an auditor's report is required).
 - (c) The approval by majority of the Club's budget for the current year.
 - (d) For the purposes of voting only, the Members entitled to vote exclude those identified in clause 5.2 (a) and (d).
 - (e) The appointment of the auditors if required by the Act and in accordance with clause 11.5.
 - (f) A report by the President or Treasurer detailing how expenses incurred by the Committee on behalf of the Club are approved by the Committee.
 - (g) The election of non-Committee office bearers of the Club.
 - (h) A motion proposed as the final order of business to elevate members of the Club who are in their first year at the College from Honorary Membership status to Ordinary Membership status.

8.5 Special General Meetings

- (a) The Committee may call a Special General Meeting of the Club at any time.
- (b) The Master may direct the Secretary to call a Special General Meeting of the Club at any time.

- (c) Upon a requisition in writing of not less than 5 percent of the total number of Ordinary Members of the Club, the Secretary shall, within 7 days of the receipt of the requisition, give notice of a Special General Meeting for the purpose specified in the requisition.
- (d) Every requisition for a Special General Meeting shall be signed by the relevant Members and shall state the purpose of the meeting.
- (e) If a Special General Meeting is not convened within 14 days, the requisitionists, or at least 50 percent of their number, may convene a Special General Meeting. Such a meeting shall be convened in a manner as similar and as practicable to a meeting convened by the Committee. For this purpose, the Committee shall ensure that the requisitionists are supplied free of charge with particulars of the Members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Club.

8.6 *Final Ordinary General Meetings*

- (i) The Committee shall call a Final Ordinary General Meeting in the final term of the College year.
- (ii) The Secretary must give 14 days' notice of the Final Ordinary General Meeting.
- (iii) The order of the business shall be that of a General Meeting in addition to the election of the Committee for the following year and the determination of the Financial Subscription for the following Residential Term in accordance with clause 5.3 (c).

9. MINUTES:

- (a) The Secretary shall enter accurate minutes of all General Meetings of the Club and of the Committee Meetings in the Club minute book within 7 days of a meeting.
- (b) The minutes kept in accordance with clause 9, must be confirmed by the Members of the Club at a subsequent General Meeting or the Members of the Committee at a subsequent Committee Meeting.
- (c) The minutes kept in accordance with clause 9 shall be signed by the Chairman of the meeting at which the proceedings took place or by the Chairman of the next succeeding meeting at which the minutes are confirmed.
- (d) Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held. All proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.
- (e) Minutes of all General Meetings shall be made available to all Members of the Club by the Secretary within 7 days of the General Meeting.
- (f) Minutes of all Committee Meetings shall be made available to all Members of the Committee by the Secretary within 7 days of the Committee Meeting.

10. THE SEAL:

- (a) The Club shall have a common seal upon which its name the 'St Mark's College Club Inc.' shall appear in legible characters.
- (b) The seal shall not be used without the express authorisation of the Committee, and every use of the seal shall be recorded in the minute book of the Club. The affixing of the seal shall be witnessed by the President and the Secretary.

11. FINANCIAL REPORTING:

11.1 Financial Year

The financial year of the Club shall be the 12-month period commencing on 1 July and ending on 30 June of each year.

11.2 Accounts to be kept

- (a) The Treasurer shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Club in accordance with the Act.
- (b) The Treasurer must, at the request of any Member of the Club, produce the accounting records for inspection.

11.3 Accounts and reports to be laid before members

- (a) The accounts, of the preceding financial year, together with the Committee's statement and the Committee's report, shall be laid before Members at a General Meeting of the Club within 6 months of the end of the financial year. The auditor's report shall be laid before members at the Annual General Meeting preceding the end of the financial year.
- (b) The Treasurer shall provide a Club budget at the Annual General Meeting.
 - (i) The budget must comply with clause 8.4 (c) (iii).
- (c) The Treasurer shall provide written accounts of the year to date at every Ordinary General Meeting. These accounts must include but are not necessarily limited to a balance sheet and an income statement.

11.4 Annual Returns

The annual (periodic) return shall be lodged with Consumer and Business Services in accordance with the Act within 6 months after the end of each financial year. It must be accompanied by a copy of the accounts, the auditor's report, the Committee's statement and the Committee's report.

11.5 Appointment of Auditor

- (a) At each Annual General Meeting, the Members shall appoint a person to be auditor of the Club.
- (b) The auditor shall hold office until the next Annual General Meeting and is eligible for re-appointment.
- (c) If an appointment is not made at an Annual General Meeting, the Committee shall appoint an auditor before the end of the current financial year in accordance with clause 11.1.

12. CAPITAL AND OTHER EXPENDITURES:

- (a) The purchase of any long term asset is deemed a capital expenditure.
- (b) The budget presented in accordance with clause 11.3 (b) must clearly identify any planned capital expenditure for the coming year.
- (c) Any capital expenditure with a value greater than \$2,000 must be approved by a Majority Resolution of Club Members at any General Meeting.
- (d) The purchase of alcohol is deemed alcohol expenditure.
- (e) Any alcohol expenditure for a specific event must be recouped through:
 - (l) Ticket sales to an event; or
 - (m) Individual sales of the purchased alcohol; or
 - (n) If (i) or (ii) are not applicable, the budgeted amount of alcohol expenditure for that event.

13. PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS:

The income and capital of the Club shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to Members or their associates except as bona fide remuneration of a Member for services rendered or expenses incurred on behalf of the Club.

14. WINDING UP:

The Club may be wound up in the manner provided for in the Act.

15. APPLICATION OF SURPLUS ASSETS:

- (a) If after the winding up of the Club there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its Members.
- (b) Such organisation or organisations shall be identified and determined by a Special Resolution of Members in a General Meeting.

16. AMENDMENT OF THE RULES:

- (a) This Constitution may be altered (including an alteration to the Club's name) by Special Resolution of the Members of the Club. This includes rescission or replacement by substitute rules.
- (b) The alteration shall be registered with Consumer Business Services, Corporate Affairs Commission with the prescribed period, as required by section 24 the Act.
- (c) The registered rules shall bind the Club and every Member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.