



**St. Francis Xavier College
Alumni**

ABN: 41 750 141 684

A l u m n i

CONSTITUTION

V1.0 – 1 November 2012

1. TITLE

The Association shall be called the **St. Francis Xavier College Alumni** trading as the SFX Alumni.

2. DEFINITIONS

In this Constitution unless the sense or context otherwise requires the following words shall have the following meanings:

“Accounts” means the accounting records of the Association.

“Act” means the *Association Incorporation Act 1991*.

“Alumni” means those who attended the School of Saint Francis Xavier College for a minimum of two semesters.

“Member” means Full Members (who shall be financial), Life Members and except where otherwise stated, shall include Associate Members (financial), Corporate Members and Honorary Members.

“Association” means the St. Francis Xavier College Alumni.

“Committee” means the management committee of the Association referred to in clause 8.1.

“Committee Meeting” means the meetings referred to in clause 8.8.

“Constitution” means this Constitution and any amendments or variations.

“School” means St Francis Xavier College.

“Chairman of the Board” means the Chairman of St. Francis Xavier College.

“Principal” means the current Principal of St. Francis Xavier College.

“Financial Year” means a period not exceeding 15 months as fixed by the Committee and being a period commencing on the date of incorporation of the Association and thereafter each period of 12 months, or such other period fixed by the Committee commencing on the expiration of the previous Financial Year of the Association.

“Fund” means the monies, income, property, investments and assets of the Association.

“General Meeting” means a meeting convened under clauses 10 or 11.

“Standing Resolution” means any resolution of the Committee made for the purpose of regulating and furthering the operation of the Association.

“Accepted Committee Decision” means any decision that the majority of Committee members present make.

“Independent Observer” means the student past or present from the School appointed at the sole discretion of the Committee upon annual call of nominations. If no nominations are received, an Independent Observer will be appointed by the Committee after consultation with the Principal.

3. OBJECTIVES

The objects of the Association are:

- 3.1 to support and advance the standing of the School and its Alumni;
- 3.2 to operate not for profit such that the property and income of the Association shall be applied solely towards the promotion of the objects or purposes of the Association and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to members of the Association, except in good faith in the promotion of those objects or purposes;
- 3.3 to further the education provided by the School by;
 - 3.3.1 the provision of scholarships, bursaries, prizes, endowments and allowances to students or staff of the School;
 - 3.3.2 the provision of educational activities and facilities;
- 3.4 to further the education of the Members of the Association;
- 3.5 to continue the great tradition and culture of the school once members have left;
- 3.6 to promote sporting, cultural, social, educational and extracurricular activities conducted by the Association and the School; and
- 3.7 to act in a way which furthers these objectives of the Association, as deemed appropriate by the committee.

4. POWERS

The Association shall be vested with the following powers:

- 4.1 to acquire, hold, deal with and dispose of any real or personal property;
- 4.2 to open and operate bank accounts;
- 4.3 to invest money in any manner as the Association shall think fit;
- 4.4 to borrow money upon such terms and conditions as the Association shall think fit;
- 4.5 to give such security for the discharge of liabilities incurred by the Association as the Association thinks fit;
- 4.6 to appoint agents to transact any business of the Association on its behalf;
- 4.7 to enter into any other contract as the Association considers necessary or desirable;
- 4.9 to raise funds to facilitate the operation of the Association;
- 4.10 employ, engage pay or dismiss employees, agents or consultants; and
- 4.11 to do all other things as are incidental or conducive to the attainment of these objects or any of them.

5. OFFICE BEARERS AND MEMBERS

5.1 Membership of the Association shall consist of the following classifications:

5.1.1 Full;

5.1.2 Associate;

5.1.3 Corporate;

5.1.4 Honorary;

5.1.5 Life; and

5.2 The Officers of the Association shall be:

5.2.1 President;

5.2.2 Immediate Past President;

5.2.3 Vice President;

5.2.4 Secretary;

5.2.5 Treasurer; and

5.2.6 Two (2) ordinary committee members and such other officers as the Association shall deem it advisable to appoint.

5.3 Nominations for President, Vice President, Secretary, Treasurer and for any one of the positions of ordinary committee member shall be provided to the Secretary in writing at least Seven (7) days before the annual general meeting and shall be duly proposed and seconded and made otherwise in accordance with any Standing Resolution.

5.4 At least 21 days notice must be given before an annual general meeting may be held. Notice of the annual general meeting via email to each member and posted to the alumni website to ensure it will reach members of the Alumni.

5.5 Quorum for the annual general meeting will be 10 Full members.

5.6 Elections for positions on the Committee will be conducted by secret ballot using the preferential system of voting.

6. OFFICERS' DUTIES

6.1 The President:

6.1.1 shall be the chief executive officer of the Association and shall preside at all General Meetings and Committee Meetings;

6.1.2 shall maintain order and see that the duties of other officers are properly performed and the discipline of the Association enforced;

6.1.3 shall, or his or her nominee shall, liaise with the School; and

6.1.4 shall, after approval by the Committee, sign as a true record all minutes of General Meetings and Committee Meetings.

6.1.5 shall, after approval by the Committee, appoint officers to act as another officer should that officer be unavailable for a period of time less than six (6) months.

6.2. The Vice President:

6.2.1 shall in the absence or incapacity of the President, exercise like powers and responsibilities as the President;

6.2.2 shall assist the President;

6.2.3 shall lead special projects; and

6.2.4 shall be responsible for the drafting of the annual report to be submitted to the Committee for its approval.

6.3 The Secretary:

6.3.1 shall forward notices of all meetings and the business to be transacted to members in accordance with the Constitution and Standing Resolutions;

6.3.2 shall compile an agenda paper of all General Meetings and Committee Meetings and keep all minutes of all such meetings;

6.3.3 shall conduct the correspondence of the Association and be responsible for the custody of all documents belonging to the Association and for the disposition thereof; and

6.3.4 shall arrange for the distribution of the annual report to all members prior to the Annual General Meeting.

6.4 The Treasurer:

6.4.1 shall receive all monies on behalf of the Association and shall issue receipts for the same and shall be responsible to the Committee for such monies;

6.4.2 shall, upon receipt of any and all monies received by him or her on behalf of the Association, immediately bank such monies;

6.4.3 shall pay all items of Association expenditure above a monetary amount so approved by the Committee;

6.4.4 shall if requested by the Committee report on any matter relating to Association finance and shall produce any accounts or statements showing the Association's financial position;

6.4.5 shall prepare the annual financial statement and balance sheet; and

6.4.6 shall be responsible for facilitating the audit shall it be required.

7. MEMBERSHIP

7.1 Membership of the Association is divided into five classes:

7.1.1 Full Membership;

7.1.2 Associate Membership;

7.1.3 Corporate Membership;

7.1.4 Life Membership; and

7.1.5 Honorary Membership.

Full Membership

7.2 Full membership is open to all past students of the School who have:

7.2.1 attended the School for a minimum of two semesters;

7.2.2 graduated from the school;

7.2.3 paid the one off subscription fee. The amount of such subscription being fixed by the Committee.

Life Membership

7.3 Life Membership may be appointed from the Members of the Association who have rendered special or outstanding service to the Association or the School. The process of appointment for Life members shall be as follows.

7.3.1 Nominations of life membership may be submitted by a properly constituted meeting of the Committee, or by any two (2) members of the Association, such nomination shall be submitted as being direct to the Committee;

7.3.2 The Committee shall consider such nomination, and on approval by majority vote, shall recommend the proposed Life Member to the members at the annual general meeting, at which the nomination for the proposed Life Member shall be on the agenda for that meeting.

7.3.3 Life Members so elected shall be eligible for election as an Officer of the Association and shall have the right to vote at General Meetings.

7.3.4 Principals serving for excess of six (6) years at the school shall be awarded Life Membership of the Association.

7.4 Life Members shall pay no subscription.

Associate Member

7.5 Associate Membership is open to past and present staff of the School.

7.6 Associate members must pay the subscription fee fixed by the Committee.

Corporate Members

7.7 The Committee in its sole discretion may admit any organisation as a Corporate Member of the Association, however, Corporate Members may not vote or be an Officer of the Association.

Honorary Members

7.8 The Committee may appoint Honorary Members for a period not exceeding twelve (12) months, however, Honorary Members shall not be entitled to vote at any General Meeting or Committee Meeting unless they hold office as a member of the Committee.

Resignation of Membership

7.9 The membership of a Member, who delivers notice of his or her resignation from the Association to the Secretary or another Committee Member, ceases on the date of delivery of that notice.

8. COMMITTEE

8.1 The Committee of the Association shall consist of the President, the Immediate Past President, the Vice President, the Secretary, and the Treasurer, an independent observer and two (2) general Committee Members.

8.2 The Chairman of the Board and Principal will be invited to attend meetings of the Committee at the discretion of the President. The Chairman and Principal will not be entitled to vote at meetings of the Committee and may be represented by an alternate.

8.3 A quorum for the Committee shall consist of 50% of the Committee Members.

8.4 The Committee shall have power to make, alter, amend or rescind any Standing Resolutions for the regulation of the Association provided that they are not inconsistent with the objects of the Association, with such Standing Resolutions to be finally adopted or rejected at the following annual general meeting of the Members.

8.5 The Committee shall be responsible for the operation of the Association and have power to make decisions on all matters and things coming before it unless it has been expressly forbidden so to do by resolution carried by and at any General Meeting of the Association, or is expressly forbidden to do so by any provision of this Constitution.

8.6 The Committee may at its discretion delegate such of its powers and duties as it thinks fit to a subcommittee appointed by and responsible to the Committee.

8.7 The Committee shall meet once a month and shall meet not less than four (4) times a year.

8.8 The President may call meetings more frequently if he or she so determines.

8.9 The Secretary upon request in writing from the President or 50% of the Committee Members stating the business to be dealt with shall call a special meeting of the Committee. Forty-eight (48) hours notice shall be given to all and the business stated on the notice.

8.10 A vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member:

8.10.1 dies;

8.10.2 resigns by notice in writing delivered to the Committee;

8.10.3 is convicted of an offence under the Act;

8.10.4 is permanently incapacitated by mental or physical ill health;

8.10.5 is absent for more than;

8.10.5.1 Two (2) consecutive Committee Meetings; or

8.10.5.2 Four (4) Committee meetings in the same financial year of which he or she has received notice without tendering an apology to the person presiding at each of those Committee Meetings; or

8.10.6 ceases to be a Member.

8.11 A term of office shall last for twelve (12) months. All positions on the committee shall be declared vacant at each Annual General Meeting.

8.12 The President shall hold office for no longer than four (4) consecutive terms.

8.13 This clause (i.e. clause 8) is activated from the conclusion of the first annual general meeting.

9. FIRST COMMITTEE

9.1 The first committee shall comprise a president, vice-president, treasurer, secretary and two (2) ordinary committee members (Directors) and shall hold office for two years until the first annual general meeting.

9.2 The first committee shall be elected from those persons nominated before the meeting which ratified this constitution.

9.3 All Alumni are eligible to nominate for a position on the first committee.

9.4 The most preferred candidate, elected by Alumni present at the meeting ratifying this constitution, will be deemed the winner of any election.

9.5 This transitional clause (i.e. this clause, clause 9) is repealed as from the conclusion of the first annual general meeting.

9.6 All members of the First Committee shall be awarded life membership.