



Small Schools Association of South Australia

Constitution

Last Revised and Updated February 2013

NAME

The name of the Incorporated Association is the Small Schools Association of South Australia. (SSASA) Incorporated, referred to herein as “the Association”.

DEFINITIONS

In these rules unless the contrary intention appears

Association means Small Schools Association of South Australia;

Executive means the Executive of Management of the Association;

A DECD small school is considered a school with less than 170 student enrolments.

General Meeting means a general meeting of members of the Association convened in accordance with these rules;

Member means a member of the Association;

The Act means Associations Incorporation Act, 1985.

OBJECTIVES

To work in cooperation with officers of DECD to maintain and promote the educational effectiveness of small schools in South Australia.

To provide a forum through which the needs of members can be met.

POWERS

The Association shall have all powers conferred by Section 25 of the Act.

MEMBERSHIP

There are three types of membership of the Association –

(a) School Membership -

Open to all DECD small schools whose staff, employed by DECD, become members once the school's application is accepted by the Executive and upon payment of the annual subscription

(b) Individual Membership -

Open to all DECD employees currently serving in small schools who apply for membership of the Association as individuals.

These people shall be proposed and seconded by members of SSASA.

The application shall be made in writing and signed by the applicant, proposer and seconder.

Upon the acceptance of the application by the Executive and upon payment of the annual subscription the applicant shall be a member of the Association.

The determination of the Executive shall be communicated to the member and in the event of an adverse determination the member shall be advised, subject to sub-rule 5.

(c) Life Membership –

On the recommendation of the majority of the Executive members a person who has rendered outstanding service to SSASA may be appointed a Life Member of SSASA.

SUBSCRIPTION

The annual subscription shall be ratified by the members at the Annual General Meeting and shall become due the 31st March.

Any member whose subscription is outstanding for more than three months after the due date for payment shall cease to be a member of the Association, provided always that the Executive may reinstate such person's membership on such terms.

RESIGNATION

A member may resign from membership of the Association by giving written notice thereof to the secretary or public officer of the Association.

Any member so resigning shall be liable for any outstanding subscriptions, which shall be recovered as a debt due to the Association.

EXPULSION OR REJECTION OF A MEMBER

(a) Subject to giving a member an opportunity to be heard or to make a written submission, the Executive may resolve to expel or reject a member upon a charge of conduct detrimental to the interests of the Association.

(b) Particulars of the charge shall be communicated to the member at least one calendar month before the meeting of the Executive at which the matter will be determined.

(c) The determination of the Executive shall be communicated to the member, and in the event of an adverse determination the member shall, subject to sub rule (d), cease to be a member 14 days after the Executive has communicated its determination to the member.

(d) It shall be open to a member to appeal to the Association in general meeting against the expulsion. The intention to appeal shall be communicated to the secretary or public officer of the Association within 14 days after the determination of the Executive has been communicated to the member.

(e) In the event of an appeal under sub rule (d) the member's membership of the Association shall not be terminated unless the determination of the Executive to expel the member is upheld by the members of the Association in general meeting after the member has been heard by the members of the Association, and in such event membership will be terminated at the date of the general meeting at which the determination of the Executive is upheld.

PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS

The assets and income of the Association shall be applied exclusively to the promotion of its objectives and no portion shall be paid or distributed directly or indirectly to members except

as bona fide remuneration for services rendered or expenses incurred on behalf of the Association.

THE EXECUTIVE

(a) The affairs of the Association shall be conducted in accordance with the rules of this Constitution and controlled by a governing body called the Executive.

(b) 1: If any circumstances arise for which no provision is made by this Constitution, or

(b) 2: If there is any reasonable doubt as to the interpretation of this Constitution in any circumstance, or

(b) 3: If there is any doubt as to the correct procedure to be adopted on any occasion, the Executive, having regard to the rules of this constitution, shall resolve the matter.

(c) The Executive shall be comprised of

- a President
- Vice President,
- Secretary
- Treasurer and

8 other elected members, up to two of whom may be immediate past Presidents.

(d) The President shall be the appointed Public Officer as required by the Act

No person shall be eligible to stand for election to the Executive without that person being nominated by a member of the Association and that nomination being delivered to the Secretary of the Association at least 7 days before the election.

The nomination shall be signed by the proposer and by the nominee to signify a willingness to stand for election.

Notice of all persons seeking election to the Executive shall be given to all members of the Association.

The Executive shall decide an election procedure that it believes best suits its members and

In line with the code of conduct

TENURE

(a) Executive members are elected for a period of two years with an option of re-election. Consequential vacancy members of the Executive may be appointed for one year.

(b) Office bearers are elected for a period of one year.

PROCEEDINGS OF ASSOCIATION

(a) The Executive shall meet together for the dispatch of business at least once each school term.

(b) Questions arising at any meeting of the Executive shall be decided by a majority of votes, and in the event of equality of votes the President shall have casting vote in addition to a deliberative vote.

(c) A quorum for a meeting of the Executive shall be one half the members 'plus one'.

(d) A member of the Executive having a direct or indirect pecuniary interest in a contract or proposed contract, with the Association must disclose the nature and extent of that interest to the Executive as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the Executive must disclose the nature and extent of their interest in the contract at the next annual general meeting of the Association.

FINANCIAL YEAR

The financial year of the Association shall be a period of 12 months commencing on the first of July and ending on the thirtieth of June each year. This change shall come into effect by extending the 2013 calendar financial year by six months to the thirtieth of June 2014.

AUDIT

(a) At each annual general meeting, the members present are to appoint a person as auditor of the Association.

(b) The auditor is to hold office until the next annual general meeting and is eligible for re-appointment.

RULES

This Constitution may be amended, altered, added to, varied or rescinded in part or in whole by:

(i) A special resolution at a General Meeting of the Association

(ii) A special resolution at the Annual General Meeting of the Association.

Such an alteration shall be registered with the Corporate Affairs Commission as required by the Act.

THE SEAL

(a) The Association shall have a common seal upon which its corporate name shall appear in legible characters.

(b) The seal shall not be used without the express authorisation of the Executive, and every use of the seal shall be recorded in the minute book of the Association. The affixing of the seal shall be witnessed by the President and the Secretary.

MEETINGS

Annual General Meeting

(a) The President/s, in consultation with Executive shall call an annual general meeting in accordance with the Act or these rules.

(b) The order of the business at the meeting shall be the confirmation of the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting, the consideration of the accounts and reports of the Executive and the report of

any auditors, the appointment of auditors, and any other business requiring consideration by the Association in general meeting.

Special General Meeting

- (a) The President/s, in consultation with Executive may call a special general meeting of the Association at any time.
- (b) Upon a written request of not less than five percent of the members of the Association, provided that the Executive does not convene a meeting within 21 days of the request being received, those making the request may convene a special general meeting for the purpose specified in the request. The reasonable expenses of convening and conducting such a meeting shall be borne by the Association. No business other than a notified motion in a notice of a Special General Meeting shall be considered.
- (c) Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting.

Notice Of General Meetings

- (a) Twenty-one days' notice in writing of any General Meeting, setting out all the business to be determined at that meeting, shall be sent to the Association members.

Where a notice is sent by post, service of the notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary prepaid mail.

Deleted: ¶

Proceedings At General Meetings

- (a) Ten (10) members present personally shall constitute a quorum for the transaction of business at any general meeting.
- (b) If within 60 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members will lapse. In any other case, the meeting shall stand adjourned to the same time in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 60 minutes of the time appointed for the meeting, the members present shall form a quorum.
- (c) The President/s shall preside as chairperson at a general meeting of the Association.
- (d) If one of the Presidents is not present within 5 minutes after the time appointed for holding the meeting, he or she is present but declines to take or retires from the chair; the members may choose an executive member to be the chairperson of that meeting.

MINUTES

- (a) Proper minutes of all proceedings of meetings of the Association and of meetings of the Executive shall be taken;
- (b) The minutes kept pursuant to this rule shall be signed by one of the President/s / Chairperson of the meeting at which the proceedings took place or by the President/s / Chairperson of the next succeeding meeting, and archived for future reference.
- (c) Where minutes are entered and signed they shall until the contrary is proved be evidence that the meeting was convened and duly held, and that all appointments made at a meeting shall be deemed to be valid.

Deleted: and archived

VOTING

- (a) At any general meeting, a motion put to a vote shall be decided on a show of hands, and a declaration by the chairperson of the meeting that a resolution has been carried or lost.
- (b) If a secret ballot is demanded by the chairperson of the meeting or by three or more members present personally, it shall be taken in such manner as the chairperson directs.

Voting Rights

Subject to these rules each member present in person shall be entitled to one vote.

Proxies

A member shall be entitled to appoint, in writing, a person who is also a member of [the association](#) to be their proxy and attend and vote on any resolution.

Proxies will not be accepted and cannot vote on Special Resolutions.

ACCOUNTS

The Association shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association.

WINDING UP

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

APPLICATION FOR SURPLUS ASSETS

Upon dissolution ('wound up' or 'dissolved') any property of the Association, whether real or personal, remaining after payment of all debts and legal responsibilities owing, shall be transferred to the relevant government Minister.

Reviewed - [February 2013](#)