



Pakistani Australian **Association of South Australia**

Constitution

2016

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1. Name

The name of the incorporated association is **Pakistani Australian Association of South Australia Incorporated**, referred to herein as 'the association'.

2. Definitions

Following are the list terms or phrases which are used in this constitution's rules and state's a meaning;

'**Committee**' means the committee of management of the association

'**General Meeting or AGM**' 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 the Associations Incorporation Act 1985

'**Special Resolution**' means a special resolution defined in the Act

'**Month**' shall mean a calendar month.

'**PAASA**' Pakistani Australian Association of South Australia Incorporated

3. Objectives or purposes of the association

The objectives of the Association are:

- To develop a better and deeper understanding of Pakistan and its value.
- To encourage and promote friendship, goodwill and better understanding between the Pakistani- Australians and Australians in general.
- To encourage and organise sporting activities for its members.
- To encourage and/or organise literary and similar cultural activities for the members to have close contact with similar local and national organisations.
- To observe and organise social gatherings on occasions as part of social/cultural activity as celebrated by the Pakistani and Australian Community which will be decided by the Management Committee, every year.
- To welcome and help new arrivals whether migrants, temporary residents or students in South Australia

4. Powers of the association

The association shall have all the following powers conferred by section 25 of the Association Incorporated Act.

5. Membership

5.1 Types of memberships

- a. Single/Student(Above 18yrs) / Pensioner & Pensioner Couple
- b. Family with Children above 10yrs and below 18yrs of age
- c. Family with Children below 10yrs of age
- d. Donors who donate \$500.00 or more per financial year will automatically be granted annual membership from the above a, b, and c types as per determined by the Management Committee

Any person who applies for PAASA membership of the association must be resident in Australia. The application for membership shall be made online through the PAASA online website e-membership form. The person must provide accurate details when applying for membership. Upon the acceptance of the application and payment by the committee for an annual financial year's subscription, the applicant shall be a member of the association. All types of memberships will end each year on 30 June and require renewal for the next financial year.

5.2 Membership subscriptions

- a. The subscription fees for membership shall be as determined from time to time in AGM on the suggestion of the Management Committee.
- b. The subscription fees shall be payable annually on 1 July or at a time that the committee determines.
- c. Any member whose subscription is outstanding for more than two months after the due date for payment shall cease to be a member of the association, provided always that the committee may reinstate such a person's membership on such terms as it thinks fit.
- d. The fee must be collected through online means for accurate financial record keeping; cash may be accepted at any point.
- e. Membership subscription fees are non-refundable.
- f. Membership fee will be determined only after receiving the membership form

5.3 Resignations

A member may resign from membership of the association by giving written notice to the General Secretary or public officer of the association. Any resigning member shall be liable for any outstanding subscriptions which may be recovered as a debt due to the

association.

5.4 *Expulsion of a member*

- a. Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.
- b. Particulars of the charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.
- c. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall (subject to 5.4d below) cease to be a member for 14 days after the committee has communicated its determination to the member.
- d. It shall be open to a member to appeal the expulsion to the association at a general meeting. The intention to appeal shall be communicated to the General Secretary or public officer of the association within 14 days after the determination of the committee has been communicated to the member.
- e. In the event of an appeal under 5.4d above, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting by majority vote after the appellant 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 committee is upheld.

5.5 *Register of members*

An electronic register of member's details must be kept and contain:

- a. The name and address of each member,
- b. The date on which each member was admitted to the association,
- c. The type of Membership application has been submitted for,
- d. Email, Phone number and Occupation,
- e. Birth date of the eldest child between the age of 10years and 18 years(if applicable) of the member to determine renewal of membership and the subscription fees,
- f. Membership Number allocated to the member,
- g. If applicable, the date of and reason(s) for termination of membership. Of rules for an Incorporated Association

6. *The committee*

6.1 *Powers and duties*

- a. The affairs of the association shall be managed and controlled

- by a committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objectives of the association, and are not by the Act or by these rules required to be done by the association in general meeting.
- b. The committee has the management and control of the funds and other property of the association.
 - c. The committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the association on which these rules are silent.
 - d. The committee shall appoint a public officer as required by the Act.

Notice of appointment and any change in the identity or address of the public officer are to be lodged within one month after the change (Form 10) with Consumer and Business Services (CBS), Chesser House, 91-97 Grenfell Street, Adelaide 5000; postal address: GPO Box 1719, Adelaide 5001.

6.2 Appointment

- a. The committee shall be comprised of a Chairperson, Vice Chairperson, General Secretary, Treasurer and as many Executive Members as the Committee sees fit for the smooth running of the Association.
- b. A committee member shall be a natural person.
- c. The Management committee shall hold office for the period of two years from the date elected
- d. At an AGM, Chairperson, Vice Chairperson, General Secretary and Treasurer will be elected by Ballot by having simple majority votes by the financial members present or who wish to send their vote online by way of email if not present through their officially registered email address with the association.
- e. The association should settle on a workable number of Executives and office holders, and various titles may be used to describe them.
- f. The person elected as Chairperson can hold office for maximum of two terms with electoral process under clause 6.2 d.
- g. A retiring Chairperson shall not be eligible to stand for re- election or in the future, however this clause may be exempted if there are no nominations received for new chairpersons after two terms.

- h. No person shall be eligible to stand for election unless a member of the association has nominated that person at least 15 days before the AGM by delivering the nomination of that person to the General Secretary of the association in the form of an electronic email.
- i. The nomination shall be acknowledged and confirmed by the proposer and by the nominee.
- j. Notice of all persons seeking election under clause 6.2 d shall be given to all members of the association through existing committee with the notice calling the meeting at which the election is to take place.
- k. To be eligible to be elected as Chairperson, the person should be the member of the Association for at least one year and be a permanent resident or citizen of Australia.
- l. Minimum requirement to be Vice Chairperson, General Secretary, Treasure and Executive Member must be permanent resident.
- m. Family votes must be counted as two votes, i.e. one for husband and one for wife.
- n. All members eligible for vote must be member of association for at-least 60 days before the date of election of office bearers.

6.3 *Proceedings of committee*

- a. A quorum for a meeting of the committee shall be fifty percent of Management Committee team present.
- b. A member of the committee 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 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 and extent of his or her interest in the contract at the next annual general meeting of the association.
- c. The committee shall meet together for the dispatch of business at least monthly.
- d. Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the chairperson shall have a casting vote in addition to a deliberative vote

6.4 *Disqualification of committee members*

The office of a committee member shall become vacant if a committee member is:

- a. disqualified from being a committee member by the Act
- b. expelled as a member under these rules
- c. permanently incapacitated by ill health
- d. No longer the duly appointed representative of a corporate member.

6.5 Resignation of committee members

- a. With resignation of Chairman the new chairman must be elected within 60 days by vice chairman
- b. Resignation of chairman must be in writing and should be informed to all members within 15 days

7. The seal

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

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 Association. The affixing of the seal shall be witnessed by e.g. the chairperson and the General Secretary or Vice Chairperson and General Secretary.

8. General meetings

8.1 Annual general meetings

- a. The committee shall call an annual general meeting in accordance with the Act and these rules.
- b. The annual general meeting shall be held within three months after the end of its financial year. For which notice of the AGM shall be given at least four weeks prior to the date of the meeting.
- c. The order of the business at the meeting shall be:
 - the confirmation of the minutes of the previous annual general meeting and of any special general meeting held since that meeting
 - the consideration of the accounts and reports of the committee and the auditor's report (if auditor's report is required)
 - the election of the Committee
 - changes to the constitution if the drafted changes have been circulated to all the financial members as per The Act 1985
 - Any other business requiring consideration by the

- association in general meeting.

8.2 Special general meeting

- a. The committee or its members may call a special general meeting of the association at any time.
- b. Upon a requisition in writing of not less than 40%, of the total number of members of the association, the committee shall, within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition.
- c. Every requisition for a special general meeting shall be signed by the relevant members and shall state the purpose of the meeting.

8.3 Notice of general meetings

- a. Subject to 8.3b, at least 14 days notice of any 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 meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- c. A notice may be given by the association to any member by serving the member with the notice personally, or by sending it by post to the address appearing in the register of members. (See rule 5.5.) or by electronic mail.

8.4 Proceedings at general meetings

- a. At least 20% members present personally or by proxy shall constitute a quorum for the transaction of business at any general meeting.
- b. If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of members shall lapse.
- c. Subject to 8.4d, the Chairperson shall preside as chairperson at a general meeting of the association.
- d. If the chairperson is not present within 10 minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose another committee member.

8.5 Voting at general meetings

- a. Subject to these rules, every member of the association has only one vote at a meeting of the association.
- b. Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined

by

a majority of members who vote in person or, where proxies are allowed, by proxy, at that meeting.

- c. Unless a poll is demanded by at least five members, a question for decision at a general meeting must be determined by a show of hands.

8.6 Poll at general meetings

- a. If a poll is demanded by at least ten members, it must be conducted in a manner specified by the person presiding and the result of the poll (by simple majority) is the resolution of the meeting on that question.
- b. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

8.7 Special and ordinary resolutions

- a. A special resolution as defined in the Act. A clause can be included repeating the definition in section 3 of the Act.
- b. An ordinary resolution is a resolution passed by a simple majority at a general meeting.

8.8 Proxies

A member shall be entitled to appoint in writing his or her spouse who is also is part of his/her membership subscription of the association to be their proxy, and attend and vote at any general meeting of the association.

9. Minutes

- a. Proper minutes of all proceedings of general meetings of the association and of meetings of the committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- b. The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the committee (as relevant) at a subsequent meeting or via electronic mail.
- c. The minutes kept pursuant to this rule shall be signed by the Management Committee of the meeting at which the proceedings took place.
- d. Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that 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.

10. Dispute resolution

This rule provides for a procedure to settle disputes. It is not a requirement of the Act. The association should determine the relevance of the rule to the operations of the association. This should include what type of disputes to which the rule applies.

- a. The dispute resolution procedure set out in this rule applies to disputes under these Rules between
 - (i) A member and another member
 - (ii) A member and the association
- b. The parties to the dispute must meet and discuss the matter in dispute and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- c. If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.
- d. In this rule 'member' includes any person who was a member not more than six months before the dispute occurred.

Section 40 of the Act provides that where the committee exercises any power of adjudication in relation to a dispute between the members, or a dispute between itself and members of the association, the rules of natural justice must be observed.

11. Finance

The financial year of the association shall be the period ending on 30 June, and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each year.

The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.

Accounts and reports to be laid before members at an AGM or prior to AGM.

The annual (periodic) return shall be lodged with CBS within six 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.

Refer to section 36(1) of the Act.

Appointment of auditor when required

- a. At each annual general meeting, the members shall appoint a

- b. person to be auditor of the association if required. Refer to sections 35(2) (b) and 35(4) of the Act for qualifications of auditor.
- c. The auditor shall hold office until the next annual general meeting and is eligible for re-appointment.

If an appointment is not made at an annual general meeting, the committee shall appoint an auditor for the current financial year.

All monies belonging to the Association will be kept in State Bank of South Australia.

The account shall be operated by at least two signatories – Treasurer and either Chairperson, Vice Chairperson or General Secretary. In the absence of the Treasurer necessary arrangements will be made by the Management committee.

Cash transactions will not be done until absolutely necessary

All cash reimbursements will be done using the cash reimbursement form, attached with it should be proof of payments made by the requestor

All cash reimbursements will be done through bank to bank transfers so accurate records are kept on all financial transactions

Chairperson will need to approve all cash and bank transactions

Entry fees for all events and functions will be taken prior to the date of the events and functions

Refer to section 3 of the Act for the definition of a 'prescribed association'. As a general description, a prescribed association is one that had gross receipts, excluding member subscriptions, in excess of \$500,000 in the previous financial year.

12. Prohibition against securing profits for members

The income and capital of the association shall be applied exclusively to the promotion 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 association.

Section 55 of the Act provides a prohibition against securing profits for members.

13. Winding up

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

14. Application of surplus assets

- a. If after the winding up of the association 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.

The association may determine to distribute surplus assets to nominated charities.

- b. Such organisation or organisations shall be identified and determined by a resolution of members in general meeting.

Section 43 of the Act prohibits the distribution of surplus assets at the completion of a winding up to members or former members, or associates of those persons.

15. Rules

These rules may be altered (including an alteration to the association's name) by special resolution of the members of the association. This includes revision or replacement by substitute rules.

The alteration shall be registered with CBS, Corporate Affairs Commission, as required by the Act.

The registered rules shall bind the association 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.

The Act provides that an alteration to a rule may be made by special resolution of the association unless other provision is made in the rules.

Note requirements of Section 24(6) and 24(7): Subject to any provision in the rules or a

resolution to the contrary, an alteration to the rules comes into force at the time that the alteration is passed. This does not apply to an alteration to the name of the association which does not come into force until registered by CBS, Corporate Affairs Commission.