

CHRISTADELPHIAN SUNDAY SCHOOL ASSOCIATION INC.

RULES and CONSTITUTION



CHRISTADELPHIAN SUNDAY SCHOOL ASSOCIATION INC.

1. The name of the Association is the Christadelphian Sunday School Association Inc. referred to herein as the "Association".

2. In these rules, unless the contrary intention appears:

"Committee" means the Committee of Management of the Association.

"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 the Associations Incorporations Act 1985 (as amended).

3. OBJECTS AND PURPOSES

The objects of the Association are:

- (1) To promote the teaching of the Word of God to children and young people in Christadelphian Sunday Schools and family groups.
- (2) To promote and advance the teachings and religious doctrines of the Christadelphian ecclesias among the members of the public at large.
- (3) To carry out educational activities of any kind which may assist in:
 - (a) the greater understanding of the Christadelphian ecclesias and their principles and teachings,
 - (b) the advancement of Scriptural knowledge
 - (c) creating an awareness of the Christadelphian faith and its historical development.

4. POWERS

For the purpose of carrying out its objects, the Association may, subject to the Act and these rules:

- (1) acquire, hold, deal with and dispose of any real or personal property.
- (2) administer any property on trust.
- (3) open and operate bank accounts.

- (4) invest its monies:
 - (a) in any security in which trust monies may, by Act of Parliament be vested.
or
 - (b) in any other manner authorised by these rules.
- (5) borrow money on such terms and conditions as the Association thinks fit.
- (6) gives such security for the discharge of liabilities incurred by the Association as the Association thinks fit.
- (7) appoint agents to transact any business of the Association on its behalf.
- (8) enter into any other contract it considers necessary or desirable.

5. **MEMBERSHIP**

- (1) Any Australian Christadelphian Ecclesia whose Basis of Fellowship is the Birmingham Amended Statement of Faith with the Cooper-Carter Addendum can apply for membership of the Association. The application shall be made in writing, signed by the applicant, and shall be in such form as the Committee shall from time to time prescribe.
- (2) Before any applicant becomes a member, the application must be approved by a majority of the Committee.
- (3) A register of members must be kept and contain:
 - (a) the name and address of each member
 - (b) the email address of each member
 - (c) the phone number of each member
 - (d) the date on which each member was admitted to, or resigned from, the association
 - (e) the date of and reason(s) for termination of membership (if applicable).

6. **RESIGNATION**

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

7. **EXPULSION OF A MEMBER**

- (1) Subject to giving a member an opportunity to be heard or to make a written submission, the Association may by a majority of not less than three quarters of the members who being entitled to do so vote personally or by proxy at the meeting, resolve to expel any member upon a charge of misconduct detrimental to the interests of the Association or upon that member ceasing to be a bona-fide Christadelphian Ecclesia.

- (2) Particulars of the charge shall be communicated to the member at least one calendar month before the meeting of the Association at which the matter will be determined.
- (3) The determination of the Association shall be final and shall be communicated by the Committee to the member, and in the event of an adverse determination the member shall cease to be a member 14 days after the Committee has communicated the determination of the general meeting to the member.

8. THE COMMITTEE

- (1) The affairs of the Association shall be managed and controlled exclusively 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 objects of the Association, and are not by the Act or by these rules required to be done by the Association in general meeting.
- (2) The Committee shall have the power to appoint such officers and employees as are required to carry out the objects of the Association, including a public officer required by the Act, and may discuss or delegate any of its powers to such officers and employees.
- (3) The Committee shall be comprised of a minimum of three persons and a maximum of twenty persons, who shall elect from among their number, a President, Public Officer, Secretary and Treasurer. The President shall be chairperson for all meetings. All Committee members shall be members of a Christadelphian Ecclesia.
- (4) The first Committee of the Association shall be comprised of such persons as hold office prior to incorporation.
The first Committee shall hold office until the first annual general meeting after incorporation at which time one half of the members of the Committee, who shall be chosen by ballot, shall retire from the Committee but shall be eligible for re-appointment. At each subsequent annual general meeting one half of the longest serving members shall retire and shall be eligible for re-appointment.
- (5) The Committee by unanimous vote may appoint additional Committee members within the limits of sub rule (3). Such Committee member or members shall hold office until the next annual general meeting of the Association and shall be eligible for re-appointment.
- (6) The Committee may appoint a natural person to fill a casual vacancy, and such a Committee member shall hold office until the next annual general meeting of the Association and shall be eligible for re-appointment.
- (7) A retiring Committee member shall be eligible to stand for re-election without nomination but no person not being a retiring Committee member shall be eligible to stand for election unless a member of the Association has nominated the person at least twenty-eight days before the meeting by delivering the nomination of that person to the

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

- (8) Notice of all persons seeking election to the Committee shall be given to all members of the Association with the notice calling the meeting at which the election is to take place.
- (9) If only the required number of persons are nominated to fill existing vacancies, the secretary shall report accordingly to the annual general meeting, and the chairperson shall declare such persons duly elected as Committee members.

9. **DISQUALIFICATION OF COMMITTEE MEMBERS**

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

- (1) disqualified by the Act.
- (2) expelled under these rules.
- (3) permanently incapacitated by ill health.
- (4) absent without apology from more than six consecutive Committee meetings, or more than six Committee meetings in a financial year.
- (5) no longer a member of a Christadelphian Ecclesia.

10. **PROCEEDINGS OF COMMITTEE**

- (1) The Committee shall meet for the dispatch of business at least two times in a calendar year.
- (2) Questions arising at any meeting shall be decided by a majority vote, and in the event of equality of votes, the chairperson shall have a casting vote in addition to a deliberative vote.
- (3) A quorum for a meeting of the Committee shall be at least two persons.
- (4) A member of the Committee having a pecuniary interest in a contract with the Association must disclose that interest to the Committee as required by the Act and shall not vote with respect to that contract.

11. **FINANCIAL YEAR**

The first financial year of the Association shall be the period ending on 30th June 2021 and thereafter a period of 12 months ending on 30th day of June each year.

12. **BORROWING POWERS**

- (1) Subject to this rule the Association may borrow money from banks or other financial institutions upon such terms and conditions as the Committee deems appropriate and may secure the repayment thereof by charging the property of the Association.
- (2) Subject to section 53 of the Act the Association may invite and accept deposits of money from any person on such terms and conditions as may be determined by the Committee from time to time.

13. **RULES**

- (1) Subject to approval by a resolution of the members of the Association, these rules may be altered (including an alteration to the name) or be rescinded and replaced by substituted rules. Such alteration shall be registered with the Commission as required by the Act.
- (2) The registered rules shall bind the Association and every member to the same extent as if they had respectively signed, sealed them, and agreed to be bound by all of the provisions thereof.

14. **THE SEAL**

- (1) The Association shall have a common seal upon which its corporate name shall appear in legible characters.
- (2) 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 the public officer and one other member of the Committee.
- (3) The seal shall be kept in the custody of the secretary or such other person as the Committee may from time to time nominate.

15. **MEETINGS**

- (1) The Committee may call a special general meeting of the Association at any time and shall call an annual general meeting in accordance with the Act.
- (2) The first annual general meeting shall be held within eighteen (18) months after incorporation of the Association, and thereafter within five (5) months after the end of its financial year.
- (3) Upon a requisition in writing of not less than three quarters 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.

- (4) Every requisition for a special general meeting shall be signed by the members making the same and shall state the purpose of the meeting.
- (5) If a special general meeting is not convened within one month as required by sub rule (3) the requisitionists may convene a special general meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Committee, and 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 Association.
- (6) Subject to sub rule (7) at least fourteen 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. In the case of an annual general meeting, the order of the business at the meeting shall be the consideration, as required, of the accounts and reports of the Committee and the auditors, the appointment of auditors and committee members and any other business requiring consideration by the Association in general meeting.
- (7) 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.
- (8) A notice may be given by the Association to any member by serving the member with the notice personally, by sending it by post to the address appearing in the register of members or by transmitting it by email to an email address appearing in the register of members.
- (9) 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.
- (10) Where a notice is sent by email, service of the notice shall be deemed to be effected if it is properly addressed and sent to the member.

16. **PROCEEDINGS AT MEETINGS**

- (1) Four (4) members present personally or by proxy shall constitute a quorum at any general meeting.
- (2) If within thirty minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
- (3) The chairperson of the Committee or if there shall be no chairperson, then the Secretary of the Committee or in their absence, or on their declining to take, or retiring from the

chair, one of the Committee members chosen by the meeting shall preside as chairperson at every general meeting of the Association.

- (4) If there is no such chairperson or secretary present within five minutes after the time appointed for holding the meeting, the members present may choose one of their number to be chairperson.
- (5) The chairperson may with the consent of any meeting at which a quorum is present, and shall if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (6) Where a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of members.
- (7) At any general meeting, a resolution 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, shall unless a poll is demanded be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- (8) If a poll is demanded by the chairperson of the meeting or by three or more members present personally or by proxy, it shall be taken in such manner as the chairperson directs. The result of such poll shall be the resolution of the meeting, except that in the case of a special resolution a majority of not less than three quarters of the members who being entitled to do so vote personally or by proxy at the meeting is required.
- (9) A poll demanded on the election of a chairperson of a meeting or on any question of an adjournment, shall be taken at the meeting and without adjournment.

17. **MINUTES**

- (1) Proper minutes of all proceedings of meetings of the Association and of the Committee, shall be entered within one month after the relevant meeting, in books kept for the purpose.
- (2) The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceeding took place or by the chairperson of the next succeeding meeting.
- (3) Where minutes are entered and signed, they shall until the contrary is proved, to be evidence that the meeting was convened and duly held, that all proceedings held at a meeting shall be deemed to be valid.

18. **VOTING RIGHTS**

- (1) Subject to these rules each member present in person or by proxy shall be entitled to one vote.

- (2) A member being a body corporate shall be entitled to appoint one person who need not be a member of the Association to represent it at a particular meeting or at all meetings of the Association. That person shall be appointed by the corporate member by a resolution of its board. Such a person shall be deemed to be a member of the Association for all purposes until the authority to represent the corporate member is revoked.

19. **PROXIES**

A member shall be entitled to appoint in writing a natural person who is also a member of a Christadelphian Ecclesia to be his proxy and attend and vote at any meeting of the Association.

20. **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.

The accounting records shall be kept in such a manner as will enable:

- (1) the preparation from time to time of true and fair accounts of the Association, and
- (2) the accounts of the Association to be conveniently and properly audited.

21. **WINDING UP**

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

22. **APPLICATION OF SURPLUS ASSETS**

If upon winding up of the Association there shall remain after the satisfaction of all its debts and liabilities any surplus assets whatsoever the same shall not be paid or distributed amongst the members or former members of the Association but shall be given or transferred to such other religious or charitable institution or institutions having objects similar to the objects of the Association and in such proportions and in such manner as the Association may by special resolution determine at or before its winding up and in the absence of any determination to the Enfield Christadelphian Ecclesia Incorporated of 344 Hampstead Road Clearview for its charitable or religious purposes.

23. **NON-PROFIT CLAUSE**

The assets and income of the Association shall be applied solely in the furtherance of its objects and no portion shall be distributed directly or indirectly to its members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.