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*Amended September 2008:*

That all references to the words "Federal Council", "Federal Executive" and "Federal Officer(s)" wherever occurring in the Constitution of the Knights of the Southern Cross (NSW) Inc. be replaced by the words "National Council", "National Executive" and "National Officer(s)".

# CONSTITUTION OF THE ORDER OF THE KNIGHTS OF THE SOUTHERN CROSS (NSW) INCORPORATED

## PART I

### 1. NAME

The name of the Order shall be "The Knights of the Southern Cross (NSW) Incorporated" ("the Order").

### 2. OBJECTS

*(Amended May 2009 at Triennial National Conference)*

The Objects of the Order are:-

- 2.1
  - (a) To promote the advancement of Australia;
  - (b) To foster the Christian way of life throughout the Nation;
  - (c) To promote the welfare of its Members and their families;
  - (d) To encourage spiritual, social and intellectual activities amongst its Members;
  - (e) To conduct and support educational, charitable, religious and social welfare work.
- 2.2 Any Special Resolution approving an alteration to the Order's Objects shall have no effect until it is approved by a majority of the Australian Catholic Bishops' Conference.

### 3. POWERS AND OBLIGATIONS

To promote the Objects of the Order, State Council subject to any resolution passed at a State Conference, may:-

- 3.1 Maintain the property and conduct the business of the Order.
- 3.2 Acquire financial securities (for example: shares, bonds, debentures and notes) and deal with those securities for the benefit of the Order.
- 3.3 Deal in real property of any type and description in a business-like manner. This includes constructing, equipping, and maintaining any building as the Order requires.
- 3.4 Pay Officers and Members of the Order for providing services, supplying goods, lending money, paying rent and out-of-pocket expenses as long as State Council complies with procedures recommended by the Auditor or other qualified and endorsed by State Council.

- 3.5 Invest the funds of the Order for any of its Objects.
- 3.6 Borrow money and secure its repayment in any way considered appropriate (for example: mortgage, debentures) against any property owned by the Order.
- 3.7 Create and conduct trusts to further the Objects of the Order.
- 3.8 Raise money for any purpose furthering the Objects of the Order.
- 3.9 Accept gifts of real or personal property (whether or not subject to a trust).
- 3.10 Publish any written material that is considered desirable for the promotion of the Objects of the Order.
- 3.11 Deal in negotiable and transferable interests (for example: bills of exchange, promissory notes, warrants, debentures).
- 3.12 Buy and distribute apparatus and provisions that the Order needs.
- 3.13 Employ people as necessary to administer the Order's business.
- 3.14 Apply money and property of the Order solely to promoting its Objects. State Council must not provide money or property which benefits a Member or a relative of a Member.
- 3.15 Regulate the conduct of the Order through By-laws and Regulations.
- 3.16 Pursue these Objects alone or with other societies, associations or people.

#### 4. INTERPRETATION

"**Catholic**" means a baptised Catholic Man. *(Amended September 2008)*

"**Diocesan Council**" means the body responsible to State Council for the affairs of the Order in its Diocese.

"**Knights of the Southern Cross (Australia) Incorporated**" (herein referred to as "KSC Aust") is that body which represents at the National and International level, the various State and Territory Orders of the Knights of the Southern Cross in Australia.

"**Member**" means a financial Member of the Order in NSW.

"**New South Wales**" means for the purposes of the Order, the State and its territories including those parts which lay within the boundaries of the Catholic Archdiocese of Canberra & Goulburn including areas within the Australian Capital Territory.

*(Amended September 2008)*

"**Office Bearer**" means a member of the State Council as referred to in this Constitution.

"**State Council**" means the governing body of the Order in New South Wales.

"**State Executive**" means the Executive of State Council.

"**Secretary**" or "**State Secretary**" means:-

- (i) the Member holding Office under this Constitution as Secretary of the Order; or
- (ii) where no Member holds that Office - the Public Officer of the Order;

"**Special Conference**" means a Conference of the Order other than the Annual Conference.

"**The Act**" means the Associations Incorporation Act, 1984.

"**The Regulation**" means the Associations Incorporation Regulation, 1985 (NSW).

"**Visitor**" includes a woman or other non-Member of the Order.

**Words** importing the singular number only include the plural and vice-versa.

## **PART II**

### **MEMBERSHIP**

#### **5. MEMBERSHIP QUALIFICATIONS**

*(Amended September 2008)*

- 5.1 Membership of the Order shall be available to:-
- (a) Men who were Members of the unincorporated Order as at the date of adoption of this Constitution.
  - (b) Catholic laymen over the age of eighteen (18) years.
  - (c) Such other men as shall be agreed to by a 'Special Resolution' of a State Conference.
  - (d) Members of the Clergy of the Catholic Church, who are afforded the rights and privileges of Membership of the Order, but are not eligible to hold an Official position on Branch, State or National Council, other than that of Chaplain.
- 5.2 Any Special Resolution of a State Conference to alter the Order's Membership qualifications shall have no effect until it is approved by a majority of the Australian Catholic Bishops' Conference.

#### **6. MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

- 6.1 A right, privilege or obligation which a person has by reason of being a Member of the Order:
- (a) is not capable of being transferred or transmitted to any other person; and
  - (b) terminates upon cessation of the person's Membership.

#### **7. NOMINATIONS FOR MEMBERSHIP**

- 7.1 Nominations for Membership shall be made in accordance with such procedures as may be laid down by the State Council from time to time.
- 7.2 Members of kindred Organisations in other States of Australia may transfer their Membership to the Order in such manner and on such terms and conditions as may be determined by State Council after consultation with the other Organisation and with KSC (Aust).

#### **8. TYPES OF MEMBERS**

*(Amended September 2008; \*September 2010)*

- 8.1 The types of Members of the Order are Ordinary Member, Overseas Member, Special Member, Senior Member, Life Member and \*Military Member.
- 8.2 **Ordinary Member.** An Ordinary Member is a Member who normally resides in New South Wales and has paid his Annual Subscription for the current financial year.

- 8.3 **Overseas Member.** An Overseas Member is a Member who has resided overseas for a period of at least 2 years, and has had payment of the basic Annual Subscription waived by State Council for the period of his absence overseas.
- 8.4 **Special Member.** A Special Member is a Member for whom, due to necessitous circumstances and upon application by his Branch Council or the State Executive Officer, State Council has approved the issue of a Special Membership ticket for the current financial year upon payment of such reduced Annual Subscription as it may determine.
- 8.5.1 **Senior Member.** A Senior Member is a Member who is at least 65 years of age and who qualifies as a Pensioner Concession Card Holder in accordance with the criteria laid down from time to time by the Australian Government.
- 8.5.2 A Senior Member may, on application in writing to his State Council have his Annual Subscription reduced by half (1/2) without curtailment of the privileges and rights of Ordinary Membership.
- 8.6 **Military Member.** A Military Member is a serving Member of a Branch of the Australian Defence Forces. The Annual Subscription for a Military Member will be as determined from time to time by Knights of the Southern Cross (Australia) Incorporated.

### **8.7 Life Membership**

*(Amended September 2010)*

- 8.7.1 Life Membership is an honour which may be bestowed upon a Member in recognition of exceptional service to the Order which is far greater than would ordinarily be expected of a Member. It is not to be awarded lightly.
- 8.7.2 State Council may award Life Membership to a Member if at least 2/3 of its members present vote in the affirmative and not more than 1 State Councillor votes in the negative, and providing that the Member:-
- (a) is at least 65 years of age;
  - (b) has had 20 years of continuous Membership of the Order at the date of his election to Life Membership;
  - (c) (i) has served on one or more of Branch, District, Diocesan Executives, the former National Council and/or State Council for not less than 15 continuous years or 20 years of broken service; or  
(ii) has given such exceptional and meritorious service beyond measure which would justify being awarded the honour;
  - (d) in respect of whom the other conditions of Life Membership prescribed by the State Council have been fulfilled; and
  - (e) whose service is of such a high level as to justify the award of this honour.

## **9. FEES, SUBSCRIPTIONS ETC**

- 9.1 **Entry Fee.** The State Council may require payment of an entry fee on Admission of a person to Membership.
- 9.2 **Subscription.** The Yearly Subscription payable on the first day of July in each year by every Member shall be the amount determined by State Council from time to time.
- 9.3 **Default in Payment.** If a Member makes default in paying his Renewal Subscription on the due date, State Council during continuance of such default, and subject to Clause 13, may suspend the Membership of such Member or may terminate his Membership.

## **10. CESSATION OF MEMBERSHIP**

- 10.1 A person ceases to be a Member of the Order if he:-
- (a) dies or resigns his Membership in writing to the State Secretary;
  - (b) is expelled from the Order;
  - (c) ceases to be financial for a period in excess of 12 months;
- 10.2 Where a Member of the Order ceases to be a Member the State Secretary shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.

## **11. REGISTER OF MEMBERS**

- 11.1 The Public Officer of the Order shall establish and maintain a Register of Members of the Order specifying the name and address of each person who is a Member of the Order together with the date on which the person became a Member.
- 11.2 The Register of Members shall record the Category of Membership held and the Categories of Membership in the Order shall be as set out in Clause 8 hereof.
- 11.3 The Register of Members shall be kept at the principal place of administration of the Order and shall be open for inspection, free of charge, by any Member of the Order at any reasonable hour.

## **12. MEMBERS' LIABILITIES**

The liability of a Member of the Order to contribute towards the payment of the debts and liabilities of the Order or the costs, charges and expenses of the winding up of the Order is limited to the amount, if any, unpaid by the Member in respect of Membership Fees of the Order as required by this Constitution.

## **13. DISCIPLINING OF MEMBERS**

- 13.1 Where State Council is of the opinion that a Member of the Order has refused to comply with this Constitution or has acted in a manner prejudicial to the interests of the Order it may:-
- (a) expel him from the Order;
  - (b) suspend him from Membership of the Order for a specified period;

- (c) suspend or remove from his Office any Diocesan Chairman or Councillor, District Chairman or Branch Chairman or Councillor;
  - (d) take such other action as is considered appropriate.
- 13.2 Where it appears to State Council that a Member may have refused to comply with this Constitution or has acted in a manner prejudicial to the interests of the Order, the Secretary shall cause a written notice to be served on the Member as soon as possible setting out:-
- (a) the acts and/or omissions which have caused State Council to consider a breach of Clause 13.1 to have occurred; and
  - (b) advising him that, within 28 days of the notice, he may make written representations to State Council relating to the decision.
- 13.3 For the purpose of giving effect to Clause 13.2, State Council shall take written legal advice to the form and content of the notice referred to in Clause 13.2.
- 13.4 At its first Meeting after the expiry of the period referred to in Clause 13.2(b) State Council will give due consideration to any written submissions submitted to it and by resolution determine whether a breach of Clause 13.1 has occurred and, if so, the authorised penalty to be imposed.
- 13.5 Within 7 days of the decision referred to in Clause 13.4 the Secretary shall inform the Member in writing of the decision.
- 13.6 The decision of State Council is final and no appeal lies from that decision.

### **PART III**

### **STATE CONFERENCES**

#### **14. CONFERENCES - ATTENDANCE**

*(Amended September 2008)*

- 14.1 State Councillors, Diocesan Chairmen, Life Members, Knights of Merit and 3 Delegates from each Branch of the Order may attend and vote at a General Meeting of the Order (herein called a State Conference).
- 14.2 A State Conference shall be either the "Annual State Conference" or a "Special State Conference".

#### **15. ANNUAL CONFERENCE - CONVENING**

- 15.1 With the exception of the first Annual Conference of the Order the State Council shall, at least once in each calendar year and within the period of six (6) months after the expiration of each financial year of the Order, convene an Annual Conference of its Members to be known as the State Conference.
- 15.2 The Order shall hold its first Annual Conference:-
- (a) within the period of 18 months after its incorporation under the Act; and
  - (b) within the period of 4 months after the expiration of the first financial year of the Order.
- 15.3 Clause 15.2 has effect subject to any extension or permission granted pursuant to Section 26(3) of the Act.
- 15.4 An Annual Conference shall be specified as such in the notice convening it.



**16. ANNUAL CONFERENCE - BUSINESS AT**

- 16.1 The Chairman at a State Conference shall be the State Chairman or such other member of State Council as would be the Chairman were the Conference a Meeting of State Council.
- 16.2 In addition to any other business which may be transacted at an Annual Conference, the business of an Annual Conference shall be to:-
- (a) carry out the Annual Elections for the purpose of filling vacancies to State Council.
  - (b) receive recommendations presented to the Conference.
  - (c) make such decisions as are considered appropriate in respect of such recommendations.
  - (d) receive the Annual Report and verified Balance Sheet of the State Council.
  - (e) consider Motions submitted to the Conference for deliberation and make such decisions as are considered appropriate in respect of such Motions.
- 16.3.1 Subject to this Constitution, a State Conference may, by ordinary resolution, declare vacant all positions on State Council and may at that Meeting accept nominations for and elect Members to State Council.
- 16.3.2 Any Financial Member who is eligible pursuant to Clause 24.4, whether or not he is a Delegate to that Conference, who has indicated his willingness to accept nomination shall be eligible for election to State Council pursuant to this Clause.

**17. SPECIAL STATE CONFERENCES - CONVENING**

- 17.1 The State Council, whenever it thinks fit, may convene a special State Conference of the Order.
- 17.2 The State Council, on the requisition in writing of not less than 5% of the total number of Members, shall convene a special State Conference provided that no Special State Conference may be convened or held within 3 months of an Annual State Conference.
- 17.3 A requisition of Members for a Special State Conference:-
- (a) shall state the purpose or purposes of the Meeting;
  - (b) shall be signed by the Members making the requisition;
  - (c) shall be lodged with the State Secretary; and
  - (d) may consist of several documents in a similar form, each signed by one or more of the Members making the requisition.
- 17.4 Subject to the provisions of Clause 17.2, if the State Council fails to convene a Special State Conference to be held within 2 months after the date on which a requisition of Members for the Meeting is lodged with the State Secretary, any one or more of the Members who made the requisition may convene the Conference to be held not later than 3 months after the requisition is lodged with the State Secretary.
- 17.5 A Special State Conference convened by a Member or Members as referred to in Clause 17.4 shall be convened as nearly as is practicable in the same manner as General Conferences are convened by the State Council pursuant to Clause 18 hereof.

**18. STATE CONFERENCE - NOTICE**

- 18.1 Except where the nature of the business proposed to be dealt with at a State Conference requires a 'Special Resolution' of the Order, the State Secretary, at least 14 days before the date fixed for the holding of the Conference, shall cause a notice specifying the place, date and time of the Meeting and the nature of the business proposed to be transacted at the Meeting to be sent by prepaid post to those persons and Branches referred to in Clause 14 of this Constitution.
- 18.2 Where the nature of the business proposed to be dealt with at a State Conference requires a Special Resolution of the Order, the State Secretary, at least 21 days before the date fixed for the holding of the Conference, shall cause notice to be sent in the manner provided in Clause 18.1, specifying, in addition to the matter required under Clause 18.1, the intention to propose the resolution as a Special Resolution.
- 18.3 No business other than that specified in the notice convening a State Conference shall be transacted at the Conference except in the case of an Annual Conference which may deal with any business permitted by this Constitution.
- 18.4 A Member or Branch desiring to bring any business before a State Conference may give notice in writing of that business to the State Secretary who shall submit it to State Council for consideration for inclusion in the Agenda for the State Conference following receipt of such notice.

**19. CONFERENCE PROCEDURE**

- 19.1 20 Members present in person (being Members entitled under this Constitution to vote at a State Conference) constitute a quorum at a State Conference.
- 19.2 No business shall be transacted at a State Conference unless a quorum is present and if 30 minutes after the time appointed for the Meeting a quorum is not present the Meeting:-
- (a) if convened upon the requisition of Members shall be dissolved;
  - (b) if otherwise convened shall stand adjourned to the same place and at the same hour of the same day in the following week.
- 19.3 If at the adjourned Conference a quorum is not present half an hour after the time appointed for the commencement of the Conference it shall be dissolved.

**20. CONFERENCE - ADJOURNMENT**

- 20.1 The Chairman of a State Conference at which a quorum is present may, with the consent of the majority of Members present at the Meeting, adjourn the Meeting from time to time and place to place, but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting at which the adjournment took place.
- 20.2 Where a State Conference is adjourned for 14 days or more, the State Secretary shall give written or oral notice of the adjourned Meeting to the Conference stating the place, date and time of, and the nature of the business to be transacted at, the Meeting.

20.3 Except as provided in Clauses 20.1 and 20.2 notice of an adjournment of a State Meeting or of the business to be transacted at an adjourned Meeting is not required to be given.

## **21. DECISION MAKING**

21.1 A question arising at a State Conference shall be determined on a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried, or carried unanimously, or carried by a particular majority or lost, an entry to that effect in the Minute Book is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

21.2 At a State Conference of the Order, a poll may be demanded by the Chairman or by not less than 3 Members present in person at the Meeting.

21.3 Where a poll is demanded at a State Conference, the poll shall be taken:-

- (a) immediately in the case of a poll which relates to the election of the Chairman of the Meeting or to the question of an adjournment; or
- (b) in any other case, in such manner and at such time before the close of the Meeting as the Chairman directs, and the resolution of the poll on the matter shall be deemed to be the resolution of the Meeting on that matter.

## **22. VOTING**

22.1 At all Meetings of an Order body, each Member present, including the Chairman, who is entitled to vote may exercise one vote.

22.2 All votes shall be given personally. Proxy votes are not permitted.

22.3 In the case of an equality of votes, the Motion is to be declared lost.

22.4 A State Councillor or Delegate to a State Conference is not entitled to vote at such State Conference unless all money due and payable by him to the Order has been paid.

## **PART IV**

### **STATE COUNCIL**

## **23. POWERS OF STATE COUNCIL**

23.1 The Order shall be governed by the State Council subject to the Act, Regulations, this Constitution and any resolution passed at a State Conference.

23.2 Accordingly, between State Conferences, State Council:-

- (a) shall control and manage the affairs of the Order in NSW;
- (b) may exercise all such functions as may be exercised by any Order body other than those functions that are required by this Constitution to be exercised by a State Conference or otherwise specifically excluded;
- (c) has power to perform all such acts and do all such things as appear to the State Council to be necessary or desirable for the proper management of the affairs

of the Order and without derogating from the generality of this Clause, State Council will:-

- (i) address matters of concern to the Order with Federal, State and Local Governments and with other public or influential bodies.
  - (ii) co-ordinate the conduct of the Order's affairs and maintain an overview of the pursuit of the Order's Objectives at all levels.
  - (iii) address expeditiously any crisis which may arise in the Order at any level and retain to itself the right to veto any action proposed at any level of the Order except decisions of a State Conference.
- (d) At all times, shall oversee the conduct of the Order's affairs upon the basis that:-
- (i) the primary focus of the Order, subject to these Rules, shall be at the level of the Branches which:-
    - (aa) shall have boundaries which wherever possible shall follow the boundaries of a Parish or a number of adjacent Parishes.
    - (bb) shall be encouraged to set priorities for Branch activities and to take initiatives consistent with Order Objectives.
  - (ii) The affairs of the Branches in each Diocese in New South Wales and its Territories, subject to this Constitution, shall be conducted pursuant to the day to day supervision of a Diocesan Council, provided that no such Diocesan Council shall interfere in the affairs of a Branch other than to the extent necessary to ensure compliance with this Constitution and/or the Objects of the Order or to prevent the occurrence of any action which is considered inappropriate having regard to the contents of this Constitution and the Objects of the Order.
- (e) shall enjoy all the legislative, judicial and executive powers of the Order. Powers which are vested elsewhere within the Order may nevertheless be exercised also by the State Council. In particular and without restricting its general powers the State Council shall have power:-
- (i) to interpret this Constitution and all other matters requiring interpretation;
  - (ii) to close any Branch, District or Diocesan Council if it finds cause so to do.
- (f) may confer honours on Members according to Rules and Regulations as prescribed by it from time to time.
- (g) may appoint Members as salaried employees of the Order or its several activities. Such employees may be placed under the direct control of the State Chairman except where other specific provisions are made. A Member while so employed shall not hold any Office in the Order or formally participate in the election of Officers except that he may, if otherwise qualified, be elected or appointed to any position on a Branch Council where he shall exercise all voting rights except that he shall not vote on any matter in which he has a pecuniary interest.
- (h) may assist in the installation of Branch and Diocesan Executives and District Chairmen.

**STATE COUNCIL – COMPOSITION***(Amended September 2008)*

- 24.1 State Council shall be composed of:-
- (a) up to 11 elected members;
  - (b) the Diocesan Chairman of each Diocese in NSW including the Archdiocese of Canberra & Goulburn;
  - (c) the State Chaplain appointed by the Archbishop of Sydney;
  - (d) all National Officers of the Knights of the Southern Cross (Australia) Inc who reside in New South Wales;
  - (e) the Chairman of Southern Cross Care (NSW & ACT) Inc. or his Nominee;
  - (f) the Chairman of Southern Cross Care (Broken Hill) Inc. or his Nominee; and
  - (g) the Chairman of Pan Atlas Credits (NSW) Limited or his Nominee.
- 24.1.1 6 of the elected members shall retire at the end of the first year and every succeeding odd year, and 5 shall retire on every even year, and all of them, subject to these Rules, shall be eligible for re-election or re-appointment.
- In the event that the number of State Councillors elected by State Conference shall fall below 11 then the number of members to retire in each year shall be that number, not less than half of the remaining elected membership less one, as shall be determined by State Council.
- 24.2.1 Members of State Council shall be elected at the Annual Conference of the Order for a term of 2 years.
- 24.2.2 A State Councillor's Term of Office shall commence at the completion of the Annual Conference at which he is elected and shall conclude at the completion of the second Annual Conference after his election.
- 24.2.3 State Councillors are to be installed within one month and as soon as practicable after their election. The By-laws are to provide details of the installation and its ritual.
- 24.3 Nominations of Members for election to State Council:
- (a) shall be in writing in the form determined by State Council and shall be signed by the Nominator and Secunder of the Nomination and the Nominee confirming his willingness to serve on State Council if elected; and
  - (b) shall be delivered to the State Secretary at the Order's address not later than the time and date advised when Nominations are called.
- 24.4 No Member shall be eligible for election or appointment to State Council unless he has been a Member of the Order for at least 12 months prior to the date of his Nomination for Office or has been a Member of the Order for at least 6 months and has attended no fewer than 4 Branch Meetings after his installation as a Member.

24.5 State Council shall elect from among its elected members the following to hold Office as the State Executive:-

- (a) The State Chairman;
- (b) Two Deputy State Chairmen;
- (c) The Secretary;
- (d) The Treasurer.

Each member of the Executive will be elected for a period which will expire at the end of the Annual Conference next occurring. No person shall serve as Chairman for more than 3 full consecutive terms.

24.6.1 In the absence of State Council passing a Motion to the contrary with regard to a particular Meeting, any Member of the Order may attend a State Council Meeting as a non-voting Observer.

24.6.2 Nothing contained in this Clause shall preclude State Council from holding a portion or portions of any such Meeting in camera.

24.7 All members of State Council other than members of the Executive shall be of equal standing and shall hold such portfolios (if any) to which they may be appointed by the State Executive.

24.8.1 The State Council may appoint a salaried Officer, who is a Member of the Order, as State Secretary who shall hold Office at the pleasure of State Council.

24.8.2 Any salaried Officer appointed to the position of State Secretary shall be treated as a member of the State Council for the term of his appointment but shall have no right to vote at any Meetings of the Order, or formally participate in the election of Officers.

24.8.3 If the State Council does not appoint a salaried Officer as State Secretary then it shall appoint one of the members of State Council to be State Secretary to hold Office until the next ensuing State Conference.

## **25. STATE COUNCIL – MEETINGS**

25.1 The State Council shall meet at least 9 times in each calendar year at such place and time as the State Council may determine.

25.2 Additional Meetings of the State Council may be convened by the State Council, or by the Secretary with the concurrence of the State Chairman, or at the request of 3 Councillors elected at a State Conference.

25.3 Written notice of a Meeting of the State Council shall be given by the Secretary to each member of the State Council at least 3 days (or such other period as may be unanimously agreed upon by the members of the State Council) before the time appointed for the holding of the Meeting.

25.4 Notice of a Meeting of State Council shall specify the date, time and place of the Meeting together with the general nature of the business to be transacted at the Meeting.

- 25.5.1 A quorum of State Council shall be not less than 50% of the elected members.  
*(Amended September 2008)*
- 25.5.2 No business shall be transacted by the State Council unless a quorum is present and if 30 minutes after the time appointed for the Meeting a quorum is not present the Meeting shall stand adjourned to the same place and at the same hour of the same day in the following week unless special arrangements have been made prior to a particular Meeting.
- 25.5.3 If at the adjourned Meeting a quorum is not present 30 minutes after the time appointed for the Meeting, the Meeting shall be dissolved.
- 25.6 At a Meeting of the State Council:-
- (a) The State Chairman or, in the State Chairman's absence, a Deputy State Chairman chosen by the Meeting shall preside; or
  - (b) In the absence of the State Chairman and both of the Deputy State Chairmen then one of the remaining members of the State Council as may be chosen by the members present at the Meeting shall preside.

## **26. PLEDGE**

Every member of the State Council must give to his fellow State Councillors his pledge of loyalty to this Constitution and if he refuses to give such pledge his seat shall thereupon become vacant.

## **27. REMOVAL OF STATE COUNCILLOR**

Subject to the provisions of Clauses 13.2-13.5 State Council may declare vacant the seat of any member of the State Council who has been absent from 3 consecutive Meetings without leave or may declare, by Special Resolution, that the position of any member of State Council be vacant.

## **28. CASUAL VACANCIES**

- 28.1 In the event of a casual vacancy occurring on State Council then State Council may appoint a replacement to fill the vacancy and the Member appointed shall hold Office, subject to this Constitution, for such period of time as the person replaced by him would himself have held Office.
- 28.2 For the purposes of this Constitution a casual vacancy in the Office of a member of State Council occurs if the Member:-
- (a) dies;
  - (b) ceases to be a Member of the Order;
  - (c) becomes a bankrupt;
  - (d) resigns his Office by notice in writing given to the Secretary;
  - (e) is removed from Office by a special resolution; or
  - (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.

**29. STATE CHAIRMAN**

- 29.1 The State Chairman shall be responsible for and accountable to the Members for the conduct of the Order's affairs in New South Wales.
- 29.2 Unless State Council directs otherwise, all operations of the Order, fraternal, commercial or of any other nature shall be required to report, as and when required, to the Order through the State Chairman.
- 29.3 Unless State Council directs otherwise, the State Chairman shall be the sole public spokesman for the Order in New South Wales.

**30. STATE SECRETARY**

- 30.1 The State Secretary of the Order shall, as soon as practicable after his appointment, lodge notice with the Order of his address.
- 30.2 It is the duty of the Secretary to ensure that Records and/or Minutes are kept of:-
- (a) all appointments of Office-bearers and members of the Council;
  - (b) the names of members of the Council present at a Council Meeting; and
  - (c) all proceedings at State Council Meetings and State Conferences and they are signed by the Chairman of the Meeting or by the Chairman of the next succeeding Meeting.
- 30.3 He shall be responsible for the administration of the Order's affairs, the operation of the State Office and for such other matters as the State Council shall from time to time determine.
- 30.4 He shall maintain the Register of Council Members as required by the Act which is to contain:-
- (a) the full name and residential address of each Councillor;
  - (b) the date of election or appointment to State Council: and for State Executive Members...
  - (c) the title of the position held by each together with the date of election to the position and the date each ceased to hold that position.

**31. STATE TREASURER**

- 31.1 It is the duty of the Treasurer of the Order to ensure that:-
- (a) all money due to the Order is collected and received and that all payments authorised by the Order are made; and
  - (b) correct Books and Accounts are kept showing the financial affairs of the Order including full details of all receipts and expenditure connected with the activities of the Order.
- 31.2 He shall attend to such other matters as the State Council shall direct.



## **32. DELEGATION OF POWERS**

- 32.1 The State Council, by instrument in writing, may delegate to one or more Committees (consisting of such Member or Members of the Order as the State Council thinks fit) the exercise of such of the functions of the State Council as are specified in the instrument, other than:-
- (a) this power of delegation; and
  - (b) a function which is a duty imposed on the State Council by the Act or by any other law.
- 32.2 A function, the exercise of which has been delegated to a Committee under this rule while the delegation remains unrevoked, may be exercised from time to time by the Committee in accordance with the terms of the delegation.
- 32.3 A delegation under Clause 32.1 may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 32.4 Notwithstanding any delegation under this Rule, the State Council may continue to exercise any function delegated.
- 32.5 Any act or thing done or suffered by a Committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done or suffered by the State Council.
- 32.6 The State Council may by instrument in writing, revoke wholly or in part any delegation under this Rule.
- 32.7 A Committee may meet and adjourn as it thinks proper.

## **33. VOTING**

- 33.1 Questions arising at a Meeting of the State Council or of a Committee or Subcommittee established by State Council shall be determined by a majority of the votes of Members present at the Meeting. Unless there are a majority of votes for a Motion, it shall be declared lost.
- 33.2 Each Member present at a Meeting of the State Council or of any Committee appointed by the State Council (including the person presiding at the Meeting) is entitled to one vote.
- 33.3 A Member is not entitled to vote at any State Council Meeting unless all money due and payable by the Member to the State Council has been paid.
- 33.4 Subject to the presence of a quorum, State Council may act notwithstanding any vacancy on the State Council.
- 33.5 Any act or thing done or suffered, or purporting to have been done or suffered, by the State Council or by a Committee of State Council is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the State Council or Committee.

## **34. BY-LAWS**

- 34.1 State Council may make Standing Orders, Regulations and By-laws not inconsistent with this Constitution for itself and for any other Order body.

### **35. STATE COUNCILLORS PRIVILEGES**

- 35.1 A State Councillor has the right to participate fully in all matters (including election of Officers) in his Branch and Diocese.
- 35.2 Subject to any contrary provision in this Constitution a State Councillor shall have a right to speak on any matter at any Order Meeting and be entitled to one vote at any such Meeting except in a ballot for Branch Executive or Diocesan Executive elections.

## **PART V**

### **DIOCESAN COUNCILS**

#### **DIOCESAN COUNCILS**

- 36.1 A Diocesan Council shall be established wherever possible in each Diocese to supervise the affairs of the Order within the Diocese.
- 36.2 All Members in the Diocese are entitled to attend and participate in all Meetings of the Diocesan Council but only financial Members may vote on any matter or be elected to the Diocesan Executive.
- 36.3 The Diocesan Council may appoint a District Chairman to oversee a number of adjoining Branches within a Diocese where this is considered to be in the interests of the Order in the Diocese. The District Chairman will be responsible to the Diocesan Council through the Diocesan Executive.
- 36.4 The responsibilities of the individual Diocesan Councils will be such as are determined by State Council from time to time and ordinarily will include:-
- (a) The approval of the Admission and re-Admission of Members.
  - (b) Co-ordinating the projects conducted by the Branches within the Diocese.
  - (c) Effecting liaison with the Bishop for the Diocese and assisting him in the achievement of his Diocesan Objects which comply with Order Objects.
  - (d) Providing:-
    - (i) A forum for Members of the Order within the Diocese to discuss matters of concern to them; and
    - (ii) Liaison between the Members in the Diocese and State Council.
- 36.5.1 General Meetings of the Diocesan Council shall be held at such times and places as the Diocesan Executive shall appoint.
- 36.5.2 There shall be an Annual General Meeting and at least one other General Meeting in each year.
- 36.5.3 The Annual General Meeting shall be held not more than 3 calendar months prior to the State Conference.
- 36.6.1 The State Council may delegate to a Diocesan Council or a Diocesan Executive in its constituent Diocese and for the Members thereof such of its powers as have reference to one or more of the following matters:-
- (a) any or all of the duties referred to in Clause 36.4;
  - (b) the inspection of all Order property in the Diocese and its financial and other Records;

- (c) the supervision of receipts and expenditure of Order funds by Branches in the Diocese;
  - (d) the supervision of Branch elections within the Diocese and the installation of Branch Executive members;
  - (e) the supervision of the Branches in the Diocese to ensure the observance of the Rules, By-laws, and Ritual of the Order.
- 36.6.2 The delegation of any of these powers shall not prevent their use by State Council in and for the Diocese.
- 36.7 The business of the Annual General Meeting of the Diocesan Council shall include:-
- (a) the reception of Annual Reports of the constituent Branches and the verified Financial Report;
  - (b) the election of the Diocesan Executive;
  - (c) consideration of Motions proposed to be submitted to the Annual State Conference;
  - (d) making recommendations to State Council regarding the administration and operation of affairs of the Order in the Diocese and for the betterment of the Order as a whole;
  - (e) determining whether any group of Branches require the supervision of a District Chairman and, if so, electing such District Chairman;
  - (f) other matters referred to it by State Council for consideration.
- 36.8 A General Meeting of a Diocesan Council shall be convened by the Diocesan Chairman if:
- (a) State Council directs;
  - (b) the Diocesan Executive directs;
  - (c) a written request is received from 2 or more Branches within the Diocese; or
  - (d) he considers it appropriate.
- 36.9.1 At least 14 days notice of a General Meeting and the matters to be discussed shall be given to each member of the Diocesan Executive, each District Chairman, each Branch in the Diocese and to State Council.
- 36.9.2 State Council, within 7 days of receipt of the Notice of the Meeting, may veto the Meeting being convened. If it vetoes the Meeting, State Council must notify each person and Branch referred to in Clause 36.9.1.
- 36.10 The Diocesan Chairman, or in his absence, the Deputy Diocesan Chairman, shall preside over all Meetings of the Diocesan Council or Diocesan Executive unless State Council has directed in writing that the State Chairman or another State Councillor will preside.
- 36.11 A quorum for a Meeting of the Diocesan Council shall be 5 members representing not less than half of Branches in the Diocese unless State Council has fixed for a specific Meeting, or generally, a different quorum.

**37. DIOCESAN EXECUTIVE**

- 37.1 The Diocesan Executive shall consist of:-  
Diocesan Chairman  
Deputy Diocesan Chairman  
Diocesan Secretary  
up to 3 ordinary Executive Members.
- 37.2.1 The Diocesan Executive shall be elected at the Annual General Meeting of the Diocesan Council and shall hold Office until the end of the next Annual General Meeting.
- 37.2.2 No Member shall be eligible for election or appointment to a Diocesan Executive unless he has been a Member of the Order for not less than 12 months prior to his Nomination for Office or has been a Member of the Order for at least 6 months and has attended no fewer than 4 Branch Meetings since his installation as a Member.
- 37.3 Any casual vacancy occurring on the Diocesan Executive may be filled by the Diocesan Executive.
- 37.4 The installation of the members of the Diocesan Executive shall be conducted by a State Councillor or other person authorised by State Council.
- 37.5 Every member of the Diocesan Executive shall give to a State Councillor or other authorised person his pledge of loyalty to the Order Constitution and to State Council and if he refuses to give the pledge his seat shall be declared vacant and this vacancy may be filled immediately.
- 37.6 The Diocesan Executive may declare vacant the seat of any member who has been absent without leave from 2 consecutive Meetings and may fill the vacancy immediately.
- 37.7 The Diocesan Chairman may convene a Meeting of the Diocesan Executive at any time and shall do so when requested by 2 members of the Executive. Not less than 14 days notice shall be given of Meetings of the Diocesan Executive.
- 37.8 During the intervals between Diocesan Council Meetings, the Diocesan Executive may exercise the powers of the Diocesan Council.
- 37.9 A Diocesan Council, Diocesan Executive and Diocesan Committee or Sub-Committee shall manage all funds and property special to itself but only during such time as it shall continue to be a Diocesan Council or other body of the Order. If a Diocesan Council or associated body ceases to be a body of the Order, all funds and financial statements shall be forwarded to State Council immediately.
- 37.10 Every Diocesan Council and associated body shall keep the State Council fully informed concerning its finances by reporting at least once per year, or more frequently if circumstances demand.

### **38. STATE COUNCIL POWERS**

- 38.1 State Council may make Standing Orders, Rules and By-laws not inconsistent with this Constitution for a Diocesan Council and a Diocesan Executive.
- 38.2 State Council may dissolve a Diocesan Executive and assume responsibility for the duties of the Diocesan Executive. Within 14 days of such a decision, State Council shall notify each member of the Diocesan Executive and each Branch in the Diocese of the decision.
- 38.3 When a Diocesan Executive is dissolved pursuant to Clause 38.2, State Council shall convene as soon as possible and within 2 months a Special General Meeting of the Diocesan Council to explain the reasons for its action and to conduct elections for a new Diocesan Executive which shall hold Office until the end of the next Annual General Meeting of the Diocesan Council.

### **39. SPIRITUAL DIRECTOR & CHAPLAIN**

- 39.1 The Archbishop of an Archdiocese or the Bishop of a Diocese shall be asked to act as a Spiritual Director of the Order within his Archdiocese or Diocese.
- 39.2 The Archbishop of an Archdiocese or the Bishop of a Diocese may appoint from time to time a Diocesan Chaplain to the Diocesan Council.

## **PART VI** **BRANCHES**

### **DESCRIPTION**

40. A Branch shall consist of those Members resident in a Parish or a group of adjoining Parishes or such other groups of Members as is approved by State Council.
- 40.1 On incorporation State Council shall recognise all existing Branches of the Order and their Office-bearers.
- 40.2 A Branch shall hold at least 6 Business Meetings each year or as the State Council shall approve.
- 40.3 An Annual Branch Meeting of Members shall be held at a period of time decided by State Council in advance of the Annual State Conference to:-
- (a) deal with the Annual Report and Balance Sheet of the Branch;
  - (b) carry out the Annual Elections to the Branch Executive;
  - (c) consider Motions for submission to the Annual State Conference;
  - (d) transact any other business within the competence of the Meeting.

### **Special Branch Meeting**

- 40.4 A Special Branch Meeting shall be called, on at least 7 days notice, by the Branch Secretary whenever required by 10% of the Members (but not less than 5) and also whenever required by the Branch Chairman, Diocesan Executive, or State Council. The Notice shall state the special business to be discussed at the Meeting.

## **Types of Branches**

- 40.5.1 Branches may be of 2 types - Ordinary Branches or Sub-branches.
- 40.5.2 A Sub-branch shall operate for such period as State Council may approve and require to permit the formation of an Ordinary Branch.

## **41. QUORUM**

- 41.1 Subject to the power of the State Council to prescribe a higher or lower number, the quorum shall be 5 for any Meeting of a Branch.
- 41.2 If a quorum is not present 30 minutes after the appointed time for an Ordinary Branch Meeting, it will be cancelled.
- 41.3 If a quorum is not present 30 minutes after the appointed time for an Annual Branch Meeting, it shall be adjourned to the same day of the following week at the same time and place and Members thereat shall constitute a quorum.

## **42. BRANCH EXECUTIVE**

- 42.1 The Council of the Branch shall be called the Branch Executive. It shall consist of the Branch Chairman, the Deputy Branch Chairmen, the Branch Secretary, the Branch Treasurer, and up to 2 other Members.
- 42.2 It shall meet at least 6 times each calendar year. A quorum shall be not less than half of the members of the Executive.
- 42.3 No Member shall be eligible for election to the Branch Executive unless he has been a Member of the Order at least 12 months prior to the date of his Nomination for Office or he has been a Member of the Order for at least 6 months and has attended no fewer than 4 Branch Meetings after his installation as a Member.
- 42.4 When a new Branch is formed State Council may appoint the first Branch Executive or may determine that the requirements of Clause 42.3 need not apply. *(Sept 2008)*
- 42.5 Members shall hold Office on the Branch Executive until the conclusion of the following Annual Branch Meeting.
- 42.6 Casual vacancies on a Branch Executive may be filled by the Branch Executive.
- 42.7 The Branch Executive may declare vacant the seat of any Executive member who has been absent without reasonable cause from 3 consecutive Branch Executive Meetings.

## **Sub-branches**

- 42.8 When State Council considers it appropriate, a Sub-branch consisting of one or more Parishes may be established. Unless State Council determines otherwise, the Sub-branch will be under the supervision of a neighbouring Branch whose Executive will appoint a Branch Member as Liaison Officer who shall keep the Branch and State Council informed of developments.
- 42.9 At the request of either the Sub-branch or the Branch, or on its Motion, State Council may establish the Sub-branch as a Branch and grant it a Branch Charter.

- 42.10 The Executive of a Sub-branch shall be that number, being not less than 2 and not more than 6, which State Council determines is necessary for the proper administration of the Sub-branch.

### **43. TRUSTEES**

- 43.1 The Branch Executive may appoint 2 Branch Members as Trustees who shall be the Custodians of all Branch property. A Trustee need not be a member of the Branch Executive and the Branch Executive may remove him at any time and may fill any vacancy.

### **44. STATE COUNCIL POWERS**

- 44.1 State Council may establish new Branches in such manner as it may determine from time to time.
- 44.2 The State Council may subdivide a Branch into 2 or more Branches and may amalgamate 2 or more Branches into 1 Branch.
- 44.3 When it establishes a new Branch pursuant to Clauses 44.1 or 44.2, State Council may determine whether the Branch Executive shall be appointed by State Council or elected by the Members of the Branch.

### **45. CLERGY**

- 45.1 Branches shall extend an open invitation to Hierarchy and Clergy to attend Branch Meetings and activities.
- 45.2 The Bishop of a Diocese may be invited to appoint a Chaplain or Clerical Representative to any Branch in his Diocese.

### **46. TRANSFERS**

A Member may transfer from one Branch to another.

### **47. BRANCH FUNDS**

- 47.1 A Branch or other Order body shall manage all funds and property special to itself but only during such time as it shall continue to be a Branch or other Order body within the Order.
- 47.2 Every Branch and other Order body shall keep the State Council fully informed concerning its finances. Each Branch shall report its financial position and any Sub-branch under its supervision to State Council at least once per year, or more frequently if circumstances demand.

## **PART VII**

### **KNIGHTS OF THE SOUTHERN CROSS (AUSTRALIA) INCORPORATED**

#### **48. AFFILIATION**

*(Amended September 2008)*

- 48.1 State Council may determine that the Order shall become a member of, or affiliated with, the Knights of the Southern Cross (Australia) Incorporated (hereinafter called KSC Aust) or subject to a Special Resolution of a State Conference the Order may become a member of or affiliated with any other Organisation which espouses Objects and Membership criteria similar to the Order in NSW.
- 48.2 Once the Order has affiliated with KSC Aust, it may resign only by a resolution of a State Conference.
- 48.3 If the Order ceases to be affiliated with KSC Aust it immediately will cease to use the name 'Knights of the Southern Cross' or the KSC logo. Within 30 days of ceasing to be a member of KSC (Aust) the State Secretary of the Order will provide proof to the National Secretary of KSC (Aust) that it has ceased to use that name and logo and has registered a new name with the appropriate authorities.

#### **49. REPRESENTATION**

- 49.1 While the Order is a member of KSC Aust, State Council wherever possible will be represented at all Meetings of KSC Aust and its Executive Committee.
- 49.2 Such representation, as far as possible, shall be by the State Chairman and such other members of State Council or the Order as State Council may determine.
- 49.3.1 The Order shall recognise the right of KSC Aust to represent the Order at the National and International level and shall actively assist it in this function.
- 49.3.2 Notwithstanding the provisions of Clause 49.3.1, State Council may make representations to the Commonwealth Government and National Organisations on any matter.

#### **50. FUNDING**

- 50.1 The Order shall contribute to the expenses of KSC Aust but only if:-
- (a) such expenses are paid upon a pro-rata basis spread amongst the Membership of all Member Organisations of KSC Aust; and
  - (b) the Budget of KSC Aust is passed by a Special Resolution of 75% percent of the members of the National Council of KSC Aust;
  - (c) a majority of the governing bodies of the Member Organisations of KSC Aust resolve to collect from their own Members their Organisation's share of the expenses of KSC Aust; and
  - (d) the funds so raised shall be for a specific purpose, shall be raised on a once only basis and are debited to Membership contributions only during the Financial Year which next follows the passing of the relevant budget.
- 50.2 Notwithstanding the provisions of Clause 50.1, the Order is not obliged to forward any money collected pursuant to its obligations under the Clause if KSC Aust does not provide to the Order all the financial information it is required to provide.



**51. POWERS OF KSC AUST**

- 51.1 Any member of the National Executive of KSC Aust who is not a member of State Council pursuant to Clause 24.1 may attend any Meeting of State Council or any State Conference but may participate only by leave of the Meeting and is not entitled to vote on any issue before the Meeting.
- 51.2 If KSC Aust believes bona fide that NSW State Council:-  
(a) has departed from the Order Objects or Membership Qualifications; or  
(b) has brought, or is bringing, the Order in NSW into disrepute,  
it may dismiss the elected members referred to in Clause 24.1 (a) and appoint new Councillors.
- 51.3 Where Councillors are appointed pursuant to Clause 51.2, all members appointed:-  
(a) must be persons eligible for election to NSW State Council;  
(b) may be appointed only until the next Annual State Conference or such earlier date as KSC Aust considers appropriate;  
(c) must resign as Councillors at the end of this period and a new State Council be elected by a State Conference; and  
(d) are eligible to nominate for election to State Council at the election referred to in paragraph (c) of this Clause.

**PART VIII****MISCELLANEOUS****52. INSURANCE**

- 52.1 The State Council shall effect and maintain Insurance pursuant to Section 44 of the Act.
- 52.2 In addition to the Insurance required pursuant to Clause 52.1 State Council may effect and maintain other Insurances.

**53. FUNDS - SOURCE**

- 53.1 The funds of the Order shall be derived from Entrance Fees, if any, Annual Subscriptions of Members of the Order, donations, and such other sources as State Council determines.
- 53.2 All money received by any Branch or Council of the Order shall be deposited as soon as practicable and without deduction to the credit of the Bank Account of that Branch or Council.
- 53.3 State Council and any Branch or Diocesan Council shall, as soon as practicable after receiving any money, issue an appropriate receipt.

**54. FUNDS - MANAGEMENT**

- 54.1 The funds of the Order shall be used to further the Objects of the Order in such manner as State Council determines.
- 54.2.1 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of State Council or employees of the State Council, being Members or employees authorised to do so by State Council.

- 54.2.2 All negotiable instruments issued by a Branch or Diocesan Council or their respective Executives or Committees shall be signed by any 2 members of the appropriate body authorised by the Branch or Diocesan Council or Executive to do so.
- 54.3 The Financial Year of the Order shall be the period commencing on 1 July each year and ending on 30 June of the following year.
- 54.4 The Order may indemnify Officers of the Order for expenses and losses the Officers incur in carrying out their duties. The indemnity does not apply if the expense or loss results from an Officer's willful act or default. The Order agrees to take out appropriate Indemnity Insurance.

## **55. COMMON SEAL**

- 55.1 The 'Common Seal' of the Order shall be kept in the custody of the Public Officer.
- 55.2 The Common Seal shall not be affixed to any instrument except by the authority of State Council and the affixing of the Common Seal shall be attested by the signatures of 2 members of State Council.

## **56. ORDER RECORDS**

- 56.1 Except as otherwise provided by this Constitution the Public Officer shall keep in his or her custody or under his or her control all Records, Books and other documents relating to the Order.
- 56.2 The Records, Books and other documents of the Order shall be open to inspection, free of charge, by a Member of the Order at any reasonable hour.

## **57. SERVICE OF NOTICES**

- 57.1 For the purpose of this Constitution a Notice may be served by or on behalf of the Order upon any Member either personally or by sending it by post to the Member at the Member's address shown in the Register of Members.
- 57.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these Rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.
- 57.3 Notification in "KnightScope" or other Newsletter forwarded to each Member of the Order shall be deemed to be sufficient notice to comply with the provisions of Clause 18.1.

## **58. STAFF**

- 58.1 State Council may appoint such staff as it considers necessary and appropriate for the proper administration of the Order's affairs.
- 58.2 A State Executive Officer if appointed:-
- (a) may be appointed the Public Officer of the Order;
  - (b) shall be responsible to State Council, through the State Secretary, for the proper function of all duties allotted to him;

- (c) shall attend all Meetings of State Council and each State Conference; may participate, with the approval of State Council or Conference, in the business of the Meeting or Conference; but will have no right to vote on any issue before the Meeting or Conference;
- (d) if eligible, may be a Member of the Order and may be elected to Office on his Branch Executive but is ineligible for election to any other position.

## **59. SPECIAL RESOLUTIONS**

- 59.1 A Resolution at any Order Meeting is a Special Resolution if it is passed by a majority which comprises not less than two-thirds of such Members present at the Meeting and as, being entitled under this Constitution so to do, vote in person on the Motion.
- 59.2 Where it is made to appear to the Authority administering the Act that it is not possible or practicable for the Resolution to be passed in the manner specified in Clause 59.1 - the Resolution is passed in such other manner as is specified by such Authority.

## **60. ALTERATION OF CONSTITUTION**

- 60. The provisions of this Constitution may be altered, rescinded, or added to only by a Special Resolution of the Order.

## **61. DISSOLUTION**

- 61.1 The Order may be wound up or its Incorporation may be surrendered only by a Special Resolution of the Order.
- 61.2 If the Order is wound up or its Incorporation cancelled then any surplus property of the Order shall be vested in an Incorporated Association which fulfills the requirements specified in S.53(2) of the Act and which is determined by a Special Resolution of the Order.
- 61.3 If at the time of winding up or cancellation of the Incorporation of the Order, a Special Resolution cannot be approved, the surplus assets of the Order shall vest in the St Vincent de Paul Society of NSW, its successors or assigns.

## **62. VISITORS**

- 62.1 Visitors may attend any Order function or activity.
- 62.2 Notwithstanding the provisions of Clause 62.1 visitors may attend a Meeting of the Order at any level only with the approval of the Meeting. Nothing contained in this Clause will preclude a Branch or any other Order body holding a Meeting or part of a Meeting in camera.

**63. TRANSFERS***(Amended September 2008)*

- 63.1 A Member of the Knights of the Southern Cross in another State of Australia who takes up residence in New South Wales may transfer his Membership to the Order in New South Wales without loss of privileges accrued in his former State Organisation.
- 63.2 If, prior to his transfer, he has paid any necessary Membership Subscription for the current Financial Year, he will not be required to pay any further Membership Subscription until the end of our Financial Year.
- 63.3 If, at the time of his transfer, a Member has not paid his current year's Membership Subscription, his transfer shall not be effective until he has paid the relevant Subscription for our current Financial Year.
- 63.4 From the commencement of the Financial Year following his transfer, he will be required to pay the Annual Membership Subscription payable in accordance with our Constitution, By-laws and Rules.
- 63.5 Life Members and Knights of Merit on their transfer, will relinquish all rights, privileges and responsibilities enjoyed in his former State Organisation and shall automatically receive all the rights, privileges and responsibilities, if any, accrued to Members in New South Wales with those titles.
- 63.6 If a Member moves his residence out of New South Wales, the State Secretary will provide to the Order in his new State of residence all available relevant information so that his Membership in the Order in that State may be effected.

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