
**CONSTITUTION OF THE
KING'S OLD COLLEGIANS ASSOCIATION INC.**

- (1) The name of the Association is, and is deemed always to have been, the KING'S OLD COLLEGIANS ASSOCIATION INC. (hereinafter referred to as KOCA). This constitution replaces any other previous constitutions.
- (2) **Objects of KOCA**
The objects of KOCA are:
- (a) to foster communication between past collegians;
 - (b) to provide a medium through which members can provide input into, and support for, KING'S COLLEGE;
 - (c) to preserve the history and traditions of KING'S COLLEGE and pass these on to present Collegians; and
 - (d) to do all such things as are necessary or incidental to the achievement of the above objects.
- (3) **Membership**
- (a) The membership of KOCA shall consist of ordinary members, financial members and honorary life members.
 - (b) A past Collegian of KING'S COLLEGE is automatically an ordinary member of KOCA, regardless of the length of time spent as a collegian or how long it has been since he left KING'S COLLEGE. This is the only criterion for membership, and there is no right of rejection or termination of membership if this criterion is met. An honorary life member is appointed at the sole discretion of the Management Committee and the member's appointment will be made known to the next AGM following the appointment.
 - (c) Members are encouraged to become and remain financial members of KOCA by paying their yearly subscription fee as determined from time to time by the Management Committee.
 - (d) The rights of financial members are identical to the rights of ordinary members.
 - (e) The number of ordinary and financial members of KOCA is unlimited.
 - (f) A register of members and their addresses and telephone numbers and any other means of contact is to be maintained by the Secretary.
- (4) **Management Committee of KOCA**
- (a) The general control and management of the administration of the affairs, property and funds of KOCA shall be vested in a Management Committee, subject to resolutions of members passed at any general meeting.
 - (b) The Management Committee shall be composed of a President, Vice-President, Secretary, Treasurer and Dinner Convenor, and as many other members as the Annual General Meeting (hereinafter referred to as the AGM) shall elect.
 - (c) The term of each member of the Management Committee is 1 year. Each member may stand for re-election at the next AGM.
 - (d) A Management Committee member may resign from the Management Committee by giving written notice of resignation to the Secretary. The resignation takes effect at the time the notice is received by the Secretary or the day stated in the notice (if later).

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- (e) A Management Committee member may be removed from office by an ordinary resolution of members at a general meeting of KOCA. The member must be given a full and fair opportunity to show cause why he or she should not be removed from office before the vote of members is taken. Once a member is removed from office they have no right of appeal.
 - (f) Where a vacancy exists, the Management Committee may appoint a new member who shall hold office until the next AGM.
 - (g) The Management Committee shall meet at least 5 times per year.
 - (h) The Management Committee has the power to co-opt other members, as and when it considers this desirable.
 - (i) The Management Committee may, from time to time, form sub-committees to report to, and advise, it on any topic or matter it considers desirable. Such sub-committees may be composed of its own members, or a mixture of its members and co-opted members, provided at least 1 member of the sub-committee is a member of the Management Committee.
 - (j) A quorum of the Management Committee shall be 4 members.
 - (k) The Management Committee may meet and regulate its proceedings as it thinks fit. Questions arising shall be decided by a majority of votes, and, in the case of an equality of votes, the question shall be deemed to be decided in the negative.
 - (l) The President may convene meetings of the Management Committee when he considers it necessary or desirable, or as and when the Committee appoints.
 - (m) The President shall convene a meeting when requested by at least 3 members of the Committee.
 - (n) The President shall preside at all meetings of the Committee and general meetings, in his absence, the Vice-President shall preside; in their absence, a Chairman shall be elected by and from any of the members present.
- (5) **Annual General Meetings and other general meetings**
- (a) An Annual General Meeting (AGM) shall be held at least once each year and within 3 months of the end of KOCA's previous financial year.
 - (b) At every AGM, the following business shall be transacted:
 - (i) the receipt and adoption of the statement of income and expenditure for the previous financial year and the accompanying auditor's report;
 - (ii) the election of members of the Management Committee;
 - (iii) KOCA representatives to KING'S COLLEGE COUNCIL, as and when required
 - (iv) the appointment of an auditor;
 - (v) the receipt of any reports asked to be presented by the Management Committee;
 - (vi) the determination of the Annual Subscription and other membership fees or levies as decided, if no determination is made, the annual subscription remains unchanged; and
 - (vii) any general business.

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- (c) At any general meeting, the number of members required to constitute a quorum shall be double the number of members presently on the Management Committee plus one.
- (d) At least 14 days notice shall be given by the Secretary of any general meeting, to the members of KOCA presently on the mailing list.
- (e) The Secretary shall convene a special general meeting by sending a notice of the meeting within 14 days of:
 - (i) being directed to do so by the Management Committee; or
 - (ii) being given a requisition in writing signed by not less than the number of members of KOCA which equals double the number of members presently on the Management Committee plus 1.

The requisition mentioned above must clearly state the reasons why such special general meeting is being convened and the nature of the business to be transacted.
- (f) At every general meeting, every motion shall be decided by a majority of members present in person. If there is an equality of votes, the resolution shall be deemed to be decided in the negative.

(6) Funds and Accounts

- (a) The funds of KOCA shall be kept in the name of KOCA in a financial institution decided by the Management Committee.
- (b) Proper books and accounts shall be kept and maintained, setting out correctly the income and expenditure of KOCA.
- (c) All moneys shall be deposited as soon as practicable after receipt.
- (d) All expenditure shall be paid by cheque or electronic funds transfer, signed by any 2 of the President, Secretary, Treasurer or other members authorised from time to time by the Management Committee.
- (e) All expenditure shall be approved or ratified at a Management Committee meeting.
- (f) Within 6 weeks after the end of each financial year, the Treasurer shall cause:
 - (i) a statement of the income and expenditure, assets and liabilities, mortgages charges and securities affecting the property of KOCA ("financial statements") to be prepared; and
 - (ii) the financial statements of KOCA to be audited and an Auditor's Report to be prepared and presented to the Secretary before the next AGM.
- (g) The income and property of KOCA must be used solely in promoting the KOCA's objects and exercising KOCA's powers.

(7) Minutes of Meetings

- (a) Accurate minutes of the motions and resolutions and other proceedings transacted at every general meeting and Management Committee meeting shall be kept by the Secretary and presented for adoption at the next meeting.
- (b) To ensure the accuracy of the minutes recorded under subsection (a), the minutes of each Management Committee meeting and general meeting must be signed by the chairperson of that meeting or the chairperson of the next such meeting, verifying their accuracy.

(8) Availability of Minutes and Books of Account

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Minutes of any general meeting or Management Committee meeting and the books of account and Financial Records of KOCA shall be available for inspection by any member who applies to the Secretary in writing for that inspection.

(9) **Financial Year**

The financial year of KOCA shall begin on the first day of June and end on the thirty-first day of May of the following year.

(10) **Constitution**

- (a) Section 47(1) of the *Associations Incorporation Act 1981 (the "Act")*, does not apply to KOCA.
- (b) Subject to the Act, the Constitution of KOCA may be added to, amended or rescinded by a special resolution carried at any general meeting, provided that 14 days notice of such resolution is given by notice in writing to the members of KOCA presently on the mailing list and such resolution may be amended by resolution at the general meeting and provided that the amending resolution is agreed to by three-quarters of the members present and voting at that meeting; however, an amendment, repeal or addition is valid only if it is registered by the chief executive under the Act.

(11) **Winding Up**

If KOCA is ever wound up under part 10 of the Act and it has surplus assets (as that term is defined under section 92(3) of the Act), the surplus assets must not be distributed among the members of KOCA. Such surplus assets must be given to KING'S COLLEGE (or another entity having objects similar to KOCA and the rules of which prohibit the distribution of the entity's income and assets to its members).

(12) **Common Seal**

- (a) the Management Committee must ensure the association has a common seal.
- (b) The common seal must be kept securely by the Management Committee and used only under the authority of the Management Committee.
- (c) Each instrument to which the seal is attached must be signed by a member of the Management Committee and countersigned by the Secretary or another member of the Management Committee or someone appointed by the Management Committee.

(13) **Documents**

The Management Committee must ensure the safe custody of books, documents, instruments of title and securities of KOCA.