

**CONSTITUTION OF THE ORDER OF THE**  
**KNIGHTS OF THE SOUTHERN CROSS (TASMANIA) INCORPORATED**

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## PART 1

### KNIGHTS OF THE SOUTHERN CROSS (TASMANIA) INCORPORATED.

#### **1. NAME**

The name of the Order shall be "Knights of the Southern Cross (Tasmania) Incorporated" hereinafter called the "Order".

#### **2. OBJECTS**

The Order is a non-political organisation whose Objects 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 social and intellectual activities amongst Members; and
- (e) To conduct and support educational, charitable, religious and social welfare work;

#### 2.2 Alterations to Objects.

In addition to any other provision no change may be made to the Order Objects without the consent of the Australian Catholic Bishops' Conference.

#### **3. POWERS AND OBLIGATIONS**

In furthering the Objects of the Order, State Council may:-

- 3.1 Maintain the property, and conduct the business, of the Order for the advantage of members and generally to afford them all the privileges and advantages of membership of the Order.
- 3.2 Cultivate and promote friendly intercourse and mutual help among the members of the Order.
- 3.3 Purchase or otherwise acquire for the fraternal purposes of the Order shares, bonds, debentures, notes, or other securities and to turn them to account as may be deemed expedient.
- 3.4 Make by-laws and regulations providing for the conduct of the Order.
- 3.5 Purchase, lease, exchange, hire or otherwise acquire, land, buildings, and chattels, of any tenure or description and any estate or interest therein and any rights over or connected therewith and to turn same to account as may be deemed expedient. for the fraternal purposes of the Order.
- 3.6 Construct erect maintain or alter any buildings houses or works which may be required for the purpose of the Order and to furnish and equip same in such manner as may be necessary or convenient for such purposes.
- 3.7 Invest the money collected on behalf of the Order not immediately required for any of its objects in such manner as may from time to time be determined.
- 3.8 Borrow or raise money by bank overdraft or by any other means and to secure the payment of money in such manner as the Order shall think fit and in particular by way of mortgage or the issue of debentures or debenture stock perpetual or otherwise charged upon all or any of the Order's property (both present and future) and to purchase redeem or pay off any such mortgages debentures debenture stock or other securities.
- 3.9 Undertake and execute any trusts in furtherance of the objects herein set out.
- 3.10 Take any steps by personal or written appeals public meetings or otherwise as may from time to time be deemed expedient for the purpose of raising funds for and procuring contributions to the funds of the Order in the shape of donations annual subscriptions or otherwise.
- 3.11 Accept any gift of real or personal property whether subject to any trust or not.

- 3.12 Acquire establish print and publish newspapers periodicals books and leaflets or other compilations that the Order may think desirable for the promotion of its objects and to enter into any contract or agreement with any person or corporation producing and/or publishing any literary compilation which will further the objects of the Order or any of them.
- 3.13 Draw make accept endorse discount execute and issue Bills of Exchange Promissory Notes Warrants Debentures and other negotiable or transferable instruments.
- 3.14 Buy supply sell and deal in all kinds of apparatus and all kinds of Provisions liquid and solid required by or used by members of the Order or other persons frequenting its premises.
- 3.15 Hire and employ all classes of persons whose services may be considered necessary for the purposes of the administration of the affairs of the Order and to pay them in return for services rendered to the Order salaries wages gratuities, pensions, long service leave, superannuation, holiday pay and such other forms of emolument as are appropriate.
- 3.16 Do all or any of the matters hereby authorised either alone or in conjunction with or as trustees or agents for any other society or association or persons by or through any Trustees or Agents.
- 3.17 Apply the income and property of the Order whencesoever derived, solely towards the promotion of the objects of the Order as herein set forth and as set forth from time to time and upon the basis that no monies or property shall be paid to or transferred directly or indirectly by way of dividend, bonus, or in any other manner by way of profit to members or relatives of members of the Order.

PROVIDED THAT nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of the Order or to any member or the Order in return for any services actually rendered to the Order or for goods supplied in the ordinary and usual way of business, nor prevent the payment of interest at a contracted rate on money borrowed from any member of the Order or reasonable and proper rent for premises demised or let by any member to the Order but so that no member of the State Council shall be appointed to any salaried office of the Order or any office of the Order paid by fees and that no remuneration or other benefit in money or money's worth shall be given by the Order to any member of such Order or governing body except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Order PROVIDED FURTHER THAT no such payment shall be made other than in accordance with such procedures as shall be recommended by the Order's Auditor and endorsed by State Council from time to time.

- 3.18 Every member, that is, secretary, public officer, and any other officer, for the time being, of the Order shall be indemnified out of the assets of the Order against any liability incurred by him in defending any proceedings whether civil or criminal in which judgement is given in his favour or in which proceedings are withdrawn or terminated or in connection with any application under relevant Commonwealth or State legislation in which relief is granted to him by the Court in respect of any negligence, default, breach of duty or breach of trust.
- 3.19 Undertake such charitable works, to support others in the undertaking of charitable works and to seek any appropriate registration as a charitable or benevolent body as shall be authorised by its officers from time to time and as shall be consistent with this constitution.
- 3.20 Do all such acts or things as are incidental, conducive or subsidiary to all or any of the above objects.

#### 4. INTERPRETATION

"Member" means a financial member of the Order in Tasmania.

"Meeting" includes meetings conducted by radio, telephone, closed circuit television or other electronic means of audio-visual communication. Resolutions passed by a meeting so described shall be deemed to have been passed on the day and time at which the meeting was held.

"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 Tasmania.

"State Executive" means the executive of State Council.

"State Secretary" means:-

- (i) The person holding office under these section as Secretary of the Order; or
- (ii) Where no other person 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, 1964.

"The Order" means the entire Membership of the Knights of the Southern Cross in the State of Tasmania.

"The Regulation" means Regulations made under the Associations Incorporation Act, 1964.

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

## **PART II**

### **MEMBERSHIP**

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

5.1 Membership of the Order shall be available to:-

- (a) Lay-persons who were members of the original organisation when this constitution was adopted.
- (b) Catholic lay-persons over the age of eighteen (18) years who are resident in Tasmania.

5.2 Alteration to Membership Qualifications.

In addition to any other provision no change may be made to the Membership qualifications, as set out in Section 5.1, without the consent of the Australian Bishops' Conference.

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

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**

Nominations for membership shall be made in accordance with such procedures as may be laid down by the State Council from time to time.

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

8.1 The types of members of the order are Ordinary Member, Overseas Member, Special Member, Senior Member and Life Member.

8.2 ORDINARY MEMBER. An Ordinary Member is a member who normally resides in Tasmania 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 to his Branch Executive, that Executive has approved the issue of a Special Membership for the current financial year upon payment of such reduced annual subscription as it may determine.

8.5.1 SENIOR MEMBER. An Ordinary Member who has reached the age of 60 years, and has retired may choose to become a Senior Member.

8.5.2 A Senior Member may, on a decision of the Executive of any Branch, have his annual subscription reduced by half (1/2) without curtailment of the privileges and rights of ordinary membership.

## **8.6 ASSOCIATE MEMBERSHIP**

- 8.6.1 A Member who has been a financial Member for not less than 10 years and who has attained the age of 65 years, or who is in receipt of a disability pension, upon application to his Branch Secretary may be made an Associate Member of the Order.
- 8.6.2 Such Member would be governed by the Constitution and Rules of the Order and required to pay a nominal subscription set by State Council.

## **8.7 LIFE MEMBERSHIP**

- 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 at a meeting of State Council vote in the affirmative and not more than 1 State Councillor votes in the negative, and providing that the member;
- (a) has had 20 years of continuous membership of the Order at the date of his election;
  - (b)
    - (i) has served on one or more of Branch, District, and/or State Council; or
    - (ii) has given such exceptional and meritorious service beyond measure which would justify being awarded the honour;
  - (c) in respect of whom the other conditions of Life Membership prescribed by the State Council have been fulfilled; and
  - (d) whose service is at such a high level as to justify the award of this high honour.

Notwithstanding the foregoing provisions State Council may award life membership to a member whose exceptional contribution to the Order and the wider community merits the award although he does not fulfil the foregoing provisions.

## **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 may during continuance of such default suspend the membership of such member or may terminate such membership.
- 9.4 SUBSCRIPTIONS MAY BE REFUNDED. State Council may refuse to accept the subscription of any member notwithstanding that the same be tendered on the due date and shall not be obliged to give any reason for such refusal.

## **10. CESSATION OF MEMBERSHIP**

- 10.1 A person ceases to be a member of the Order if he:-
- (a) dies;
  - (b) resigns his membership in writing to the State Secretary;
  - (c) is expelled from the Order;
  - (d) ceases to be financial for a period in excess of 12 months;
  - (e) ceases for any other reason to be a member.
- 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 State Council shall cause a register of members of the Order to be established and maintained 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 Section 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 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 wilfully refused to comply with this Constitution or has acted wilfully 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 State Chairman or Councillor, District Chairman or Branch Chairman or Executive.
- 13.2 Where a resolution pursuant to section 13.1 has been passed, the State Secretary shall cause a written notice to be served on the member as soon as possible setting out:
- (a) the decision of State Council and the grounds on which it is based: 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 At its first meeting after the expiry of the period referred to in section 13.2 State Council will give due consideration to any written submissions submitted to it and by resolution determine whether to confirm or revoke the decision.
- 13.4 Within 7 days of the decision referred to in section 13.3 the State Secretary shall inform the member in writing of the decision.
- 13.5 The decision of State Council is final and no appeal lies from that decision.

## **PART III** **CONFERENCES**

### **14. STATE CONFERENCES**

14. State Councillors, Life Members, and 4 delegates from each branch of the Order may attend and vote at a General Meeting of the Order (herein called a State Conference).

Any member may attend a State Conference.

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 Section 15.2 has effect subject to any extension or permission granted pursuant to 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:-
- (a) Carrying out the annual elections for the purpose of filling vacancies to State Council.
  - (b) Receiving recommendations presented to the Conference.
  - (c) Making such decisions as are considered appropriate in respect of such recommendations.
  - (d) Receiving the annual report and verified balance sheet of the State Council.

#### **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 20% of the total number of members, shall convene a Special State Conference provided that no Special 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 requisitions;
  - (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 section 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 that date.
- 17.5 A Special State Conference convened by a member or members as referred to in section 17.4 shall be convened as nearly as is practicable in the same manner as Special State Conferences are convened by the State Council.

#### **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 or places, 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 section 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 section 18.1. specifying, in addition to the matter required under section 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 pursuant to 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 No item of business shall be transacted at a State Conference unless a quorum of members is present during the time the conference is considering that item.
- 19.2 Excluding Life Members, one third of all members eligible to vote shall constitute a quorum at a State Conference.
- 19.3 No business shall be transacted at a State Conference unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall:-
- (a) if convened upon the requisition of members be dissolved ;
  - (b) otherwise stand adjourned to a place or places, date and time to be determined by State Council, providing that such adjournment shall not exceed one calendar month nor be less than 7 days.
- 19.4 If at the adjourned State Conference a quorum is not present within half an hour after the time appointed for the commencement of the State 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 stating the place or places, date and time of, and the nature of the business to be transacted at, the meeting.
- 20.3 Except as provided in sections 20.1 and 20.2 notice of an adjournment of a State Conference 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 meeting of the 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 the Order each member eligible under Section 14, present in person, has one vote

- 22.2 All votes shall be given personally. Proxy votes are not permitted.
- (a) A vote given in person during a meeting conducted by radio, telephone, closed circuit television or other electronic means of audio-visual communication shall count as a personal vote provided the eligible member is present at a designated meeting place for that meeting.
- 22.3 In the case of an equality of votes, the Chairman is entitled to exercise a second or casting vote.
- 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 to any Resolution passed by the Order.
- 23.2 Accordingly State Council:
- (a) shall control and manage the affairs of the Order in Tasmania;
- (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 Section 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.
- (d) At all times, oversee the conduct of the Order's affairs upon the basis that:-
- (i) The primary focus of the Order, subject to these Sections, shall be at the level of the branches which:-
- (a) shall have boundaries which wherever possible shall follow the boundaries of a parish or a number of adjacent parishes.
- (b) 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 District, subject to this Constitution, shall be conducted pursuant to the day to day supervision of a District Chairman provided that no such District Chairman 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 the foregoing general powers the State Council shall have power:-
- (i) To interpret this Constitution and all other matters requiring interpretation.

- (ii) To close any Branch, if it finds cause so to do.
- (f) Confer honours on members according to rules and regulations as prescribed by it from time to time.
- (g) Appoint members as salaried employees of the Order for its several activities. Such employees may be placed under the direct control of the State Chairman as the case may be, except where other specific provisions are made.

#### **24. STATE COUNCIL - COMPOSITION**

- 24.1 State Council shall be composed of a maximum of 11 members 6 of whom shall retire at the end of the first year and every succeeding odd year, and 5 of whom shall retire on every even year, and all of whom, subject to these Sections shall be eligible for re-election or re-appointment. In the event that the membership of State Council shall fall below 11 then the number of members to retire in each year shall be that number, not less than half of the entire membership less one, as shall be determined by that State Council.
- 24.2 Members of State Council shall be elected at the Annual Conference of the Order for a term of 2 years.
- 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 that of the nominee confirming his willingness to serve on State Council if elected; and
  - (b) shall be delivered to the State Secretary at the address not later than the time and date advised when nominations are called, provided that nominations may be called from the floor in the case of insufficient written nominations for State Council vacancies, except that where insufficient nominations are received to fill the 11 State Council positions, State Council may appoint members to a maximum of three vacancies.
- 24.4 No member shall be eligible for election 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.
- 24.5 A member who is a salaried officer of the Order or any associated activity of the Order, including Southern Cross Care (Tasmania) Inc., or any like activity or commercial undertaking, shall declare such interest and shall refrain from voting on any issue associated with that interest, unless otherwise approved by a majority of State Council.
- 24.6 State Council shall elect from among its elected members the following to hold office as the State Executive:-
- (a) The State Chairman;
  - (b) The Deputy State Chairman;
  - (c) The State Secretary;
  - (d) The State Treasurer.

Each member of the Executive will be elected for a period which will expire at the end of the next occurring Annual State Conference.

- 24.7.1 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 upon giving 24 hours prior notice of his attendance to the State Secretary. State Council shall be required to notify only each member of State Council of the place or places, date and time of the Meeting.
- 24.7.2 Nothing contained in this clause will preclude State Council from holding a portion or portions of any such meeting in camera.
- 24.8 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 Chairman.
- 24.9.1 The State Council may appoint a Salaried Officer as State Executive Officer.
- 24.9.2 Any Salaried Officer appointed to the position of State Executive Officer shall be 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.

## **25. STATE COUNCIL - MEETINGS**

- 25.1 The State Council shall meet at least 6 times in each calendar year at such places and time as the State Council may determine and such meetings may be conducted by radio, telephone, closed circuit television or other electronic means of audio-visual communication. Resolutions passed by a meeting so described shall be deemed to have been passed at a meeting of State Council held on the day and time at which the meeting was held.
- 25.2 Additional meetings of the State Council may be convened by the State Chairman, or by the State 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 State 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 shall specify the date, time and places 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 State Councillors plus one.
- 25.5.2 No business shall be transacted by the State Council unless a quorum is present and if within half an hour of 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 within half an hour of 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, the Deputy State Chairman shall preside or;
  - (b) In the absence of the State Chairman and the Deputy State Chairman 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**

At his installation 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. STATE COUNCIL - REMOVAL FROM**

Subject to the provisions of sections 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 these Sections, 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 an insolvent under administration within the meaning of the Corporations Law;
  - (d) Resigns his office by notice in writing given to the State Secretary;
  - (e) Is removed from Office by a Special Resolution;
  - (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; or

- (g) Has been absent without leave of the State Council for 3 consecutive meetings of the State Council;
- (h) Ceases for any other reason to be a member of State Council;
- (i) Refuses to give pledge under Section 26

## **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 Tasmania.
- 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 Tasmania.

## **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 State Secretary to ensure that minutes are kept of:
  - (a) All appointments of office-bearers and members of the State Council ;
  - (b) The names of members of the State Council present at a Council meeting ; and
  - (c) All proceedings at State Council meetings and State Conferences and they are signed by the State 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.

## **31. STATE TREASURER**

- 31.1 It is the duty of the State 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 TO COMMITTEES**

- 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 section 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 section 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 section, 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 section 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 section.
- 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 any Order body shall be determined by a majority of the votes of members present at the meeting.
- 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 but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting 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**

State Council shall in conformity with Section 3.4 have the power but not the obligation to make standing orders, regulations and by-laws not inconsistent with this Constitution for itself and for any other Order body.

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

State Councillors have the right to participate fully in all matters at any Branch meeting except that they shall have no vote on any matter other than at their home Branch.

## **PART V**

### **DISTRICT CHAIRMEN**

- 36.1 The State Chairman may appoint District Chairmen to oversee a number of branches within the State where this is considered to be in the interests of the Order. The District Chairmen will be responsible to the State Council.
- 36.2 The responsibilities of the individual District Chairmen will be such as are determined by the State Chairman from time to time and ordinarily will include:-
- (a) Co-ordinating the projects conducted by the branches.
  - (b) Providing:-
    - (i) A forum for members of the Order within the District to discuss matters of concern to them; and
    - (ii) Liaison between the members in the District and State Council.
- 36.3 The State Council may delegate to a District Chairman thereof such of its powers as have reference to one or more of the following matters:-
- (a) The approval of the admission and re-admission of members.
  - (b) The inspection of all Order property in the District and its financial and other records.
  - (c) The conduct and due observance of ritual.
  - (d) The supervision of elections within the District and the installation of Branch Executive members.

- (e) The supervision of receipts and expenditure of Order funds in the District.
  - (f) The supervision of the Branches in the District to ensure the observance of the Constitution, Rules, Ritual and By-laws of the Order.
- 36.4 The delegation of any of these powers shall not prevent their use by State Council in and for the District.
- 36.5 Every District Chairman shall give to State Council his pledge of loyalty to the Order, Constitution and to State Council and if he refuses to give such pledges his seat shall be declared vacant and the State Chairman may fill the vacancy immediately.

### **37. SPIRITUAL DIRECTOR & CHAPLAIN**

- 37.1 The Archbishop shall be asked to act as a Spiritual Director of the Order.
- 37.2 The Archbishop may appoint a Chaplain to the Order.

## **PART VI**

### **BRANCHES**

- 38.1 On incorporation State Council shall recognise all existing Branches of the Order and their Office-bearers and may establish new Branches in such manner as it may determine from time to time.
- 38.2 A Branch shall hold at least 6 business meetings each year or as the State Council shall approve.
- 38.3 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.
- 38.4.1 A Special Meeting of a Branch shall be summoned, 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, or State Council. The notice shall state the special business to be discussed at the meeting.
- 38.5 Where a branch discontinues to operate, all assets and records held by, or on behalf of that branch shall be transferred to State Council to be held in Trust until another branch is formed in that district or be dealt with in such manner as State Council may determine.

### **39. QUORUM**

- 39.1 Subject to the power of the State Council to approve a higher or lower number, the quorum shall be one half of Branch membership for the Annual Meeting and one third of Branch membership for any other business meeting of a branch.
- 39.2 If a quorum is not present within 30 minutes of the appointed time for an ordinary branch meeting, it will be cancelled.
- 39.3 If a quorum is not present within 30 minutes of the appointed time for an Annual Branch Meeting, it shall be adjourned to a date, time and place determined by the Branch Executive provided such adjournment does not exceed one calendar month nor less than 7 day, and members present at the adjourned meeting shall constitute a quorum.

### **40. BRANCH EXECUTIVE**

- 40.1 The Branch Executive shall consist, at least, of the Branch Chairman, the Branch Secretary, and the Branch Treasurer.
- 40.2 It shall meet at least 6 times each calendar year.
- (a) A quorum shall be not less than 3 members of the Executive.

- (b) Branch executive meetings may be convened by the Branch Chairman, the Branch Secretary with the concurrence of the Branch Chairman, or a simple majority of the Branch Executive.
- 40.3 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.
- 40.4 When a new branch is formed State Council may appoint the first Branch Executive or may determine that the requirements of section 40.3 need not apply.
- 40.5 Members shall hold office on the Branch Executive until the conclusion of the following Annual Branch Meeting. No Branch Chairman shall be eligible for re-election at the next Branch Annual General Meeting after completing three consecutive terms in that position.
- 40.6 Casual vacancies on the Branch Executive shall be filled by a special election of the members of the Branch attending and voting at a Special Branch Meeting called for that purpose.
- 40.7 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.

#### **41. TRUSTEES**

- 41.1 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 from time to time fill any vacancy.

#### **42. STATE COUNCIL POWERS**

- 42.1 State Council may subdivide a Branch into two (2) or more Branches and may amalgamate two (2) or more Branches into one (1) Branch, in consultation with District Chairmen and the Branch Executive.
- 42.2 The State Council may at its discretion close a Branch.

#### **43. CLERGY**

- 43.1 Members of the Catholic Hierarchy and Clergy may be admitted to Branch Meetings, State Council Meetings and the State Conference.
- 43.2 The Archbishop may appoint a Chaplain or Clerical Representative to any Branch or District.

#### **44. TRANSFERS**

- 44.1 A member may transfer from one Branch to another.

#### **45. BRANCH FUNDS**

- 45.1 A Branch or other Order body shall have the right to enjoy the benefits of 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, however, upon closure of a Branch, State Council shall determine the disposal or transfer of surplus funds and assets of the Branch in accordance with the provisions of Section 38.5.
- 45.2 Upon the amalgamation of Branches, should a dispute arise, State Council shall determine the disposal or transfer of surplus funds and assets of the Branches.
- 45.3 Every Branch and other Order body shall keep the State Council fully informed concerning the finances of the Branch if required so to do.

### **PART VII**

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

#### **46. AFFILIATION**



- 46.1 State Conference may determine to become a member of, or affiliated with, the Knights of the Southern Cross (Australia) Incorporated (hereinafter called KSC Aust) or any other organisation which espouses Objects similar to the Order in Tasmania.
- 46.2 Once the Order has affiliated with KSC Aust, it may resign only by a Resolution of a State Conference.

#### **47. REPRESENTATION**

- 47.1 While the Order is a member of KSC Aust, State Council will wherever possible be represented at all meetings of KSC Aust and its executive committee.
- 47.2 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.
- 47.3.1 The Order shall recognise the right of the KSC Aust to represent the Order at the National level and shall actively assist it in this function.
- 47.3.2 Notwithstanding the provisions of section 47.3.1, State Council if it considers it necessary in the interests of the Order and its members, may make representations to the Commonwealth Government and National organisations on any matter.

#### **48. FUNDING**

- 48.1 The Order shall contribute to the expenses of the National Council 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 Federal Council of KSC Aust; and
  - (c) A majority of the governing bodies of the Member Organisations of KSC Aust resolve to collect from their own members their Organisations 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.
- 48.2 Notwithstanding the provisions of section 48.1, 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.

#### **49. POWERS OF KSC AUST**

- 49.1 Any member of the Federal Executive of KSC Aust who is not a member of State Council pursuant to section 24.1 or a delegate vide section 14 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.
- 49.2 If KSC Aust believes bonafide that State Council:
- (a) has departed from the Order Objects or Membership Qualification; or and
  - (b) has brought, or is bringing, the Order in Tasmania into disrepute, it may dismiss the elected members referred to in section 24.1 and appoint new Councillors in their stead.
- 49.3 Where Councillors are appointed pursuant to section 49.2, all members appointed:
- (a) must be persons eligible for election to State Council;
  - (b) may be appointed only until the next Annual State Conference or such earlier date as KSC Aust considers appropriate; and
  - (c) must resign as a Councillor at the end of this period and a new State Council be elected by a State Conference.

### **PART VIII**

#### **MISCELLANEOUS**

## **50. INSURANCE**

- 50.1 The State Council shall effect and maintain insurance pursuant to the Act.
- 50.2 In addition to the insurance required pursuant to section 50.1 State Council may effect and maintain other insurances.

## **51. FUNDS - SOURCE**

- 51.1 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.
- 51.2 All monies received by any Branch Executive or State Council of the Order shall be deposited as soon as practicable and without deduction to the credit of either Branch or State Council's bank account.
- 51.3 State Council or Branch Executive shall, as soon as practicable after receiving any money, issue an appropriate receipt.

## **52. FUNDS - MANAGEMENT**

- 52.1 The funds of the Order shall be used to further the objects of the Order in such manner as State Council determines.
- 52.2 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.
- 52.3 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.

## **53. AUDITOR**

At each Annual Conference of the Order an Auditor shall be appointed in accordance with the provisions of the Act, and such Auditor shall audit the accounts of the Order at least once in each financial year.

## **54. COMMON SEAL**

- 54.1 The common seal of the Order shall be kept in the custody of the Public Officer.
- 54.2 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.

## **55. ORDER RECORDS, BOOK ETC.**

- 55.1 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.
- 55.2 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.

## **56. SERVICE OF NOTICES**

- 56.1 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.
- 56.2 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 this constitution 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. STAFF**

- 57.1 State Council may appoint such staff as it considers necessary and appropriate for the proper administration of the Order's affairs
- 57.2 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.

## **58. SPECIAL RESOLUTIONS**

58.1 A Resolution at any Order meeting is a Special Resolution if:-

- (a) It is passed by a majority which comprises not less than 75% of such members present at the meeting and as, being entitled under this Constitution so to do, vote in person on the motion.
- (b) 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 Section 58.1 (a) - the Resolution is passed in such other manner as is specified by such Authority.

## **59. ALTERATION OF CONSTITUTION**

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

## **60. DISSOLUTION**

- 60.1 The Order may be wound up or its Incorporation may be surrendered only by a Special Resolution of the Order.
- 60.2 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 fulfils the requirements specified in the Act and which is determined by a Special Resolution of the Order.
- 60.3 If the Order is wound up or its Incorporation cancelled then any surplus property of the Order shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

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**Amended September 30th 2001.**

**Section 60.3 Amended March 17<sup>th</sup> 2002**

**Section 40.5 Amended November 1<sup>st</sup> 2010**