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# IITAA Constitution

## Revision: 1.0

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## **1 PURPOSE**

- (1) The purpose of this document is to provide a governance framework for an effective operation of IIT Alumni Association Inc, Australia (IITAA).
- (2) This document provides rules for formation, operation and cessation of IITAA.
- (3) This document provides sample of some forms that are used in IITAA. Final versions of forms, as applicable from time to time, are provided via IITAA website, [www.iitaa.org.au](http://www.iitaa.org.au).
- (4) This document contains all IITAA policies, practices, guidelines and rules. Hence, any IITAA document that was in use before the initial release and adoption of this document shall stand voided.
- (5) If a subject is not covered in this document, then rules as defined in various references in section 2 shall apply.

## **2 REFERENCES**

- (1) Model Rules for Incorporated Associations, Office of Fair Trading NSW, December 2007
- (2) Associations Incorporation Act 1984
- (3) Associations Incorporation Regulation 1999
- (4) Community Justice Centres Act 1983

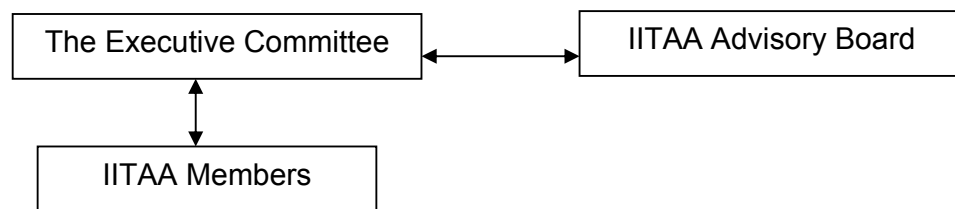
## **3 DEFINITIONS**

- (1) **Commissioner** means the Commissioner of the Office of Fair Trading.
- (2) **Executive Committee member** means a member of the Executive Committee who is not an office-bearer of IITAA.
- (3) **Public Officer** means the person who is the contact point for IITAA.
- (4) **Secretary** means:
  - (a) the person holding office under these rules as secretary of IITAA, or
  - (b) if no such person holds that office – the public officer of IITAA.
- (5) **Special General Meeting (SGM)** means a general meeting of IITAA other than an Annual General Meeting (AGM).
- (6) **the Act** means the Associations Incorporation Act 1984.
- (7) **the Regulation** means the Associations Incorporation Regulation 1999.
- (8) A reference to a **function** includes a reference to a power, authority and duty, and
- (9) A reference to the **exercise of a function** includes, if the function is a duty, a reference to the performance of the duty.

## 4 OBJECTIVES OF IITAA

- (1) To represent the common interests of all alumni of the IITs living in Australia and New Zealand.
- (2) To provide professional networking opportunities with Global PanIIT—a global network of IIT Alumni Associations.
- (3) To provide a common platform for IIT alumni and technical and professional organisations in Australia and New Zealand for their mutual benefit.
- (4) To provide a forum for sharing information and networking opportunities by the member community.
- (5) To raise the profile of IITs and IITians within Australia and New Zealand.
- (6) To contribute to the local community, business and industry in whatever means practical.

### 4.1 Structure of IITAA



## **5 MEMBERS AND MEMBERSHIP**

### **5.1 Application for membership**

- (1) Application for membership of IITAA by a person must be made in the prescribed form that is available from the website of IITAA, which must be lodged with the secretary of IITAA.
- (2) The person applying for membership must satisfy the eligibility criteria set for the membership type.
- (3) As soon as practicable after receiving the application for membership, the secretary must refer the application to the executive committee which is to determine whether to approve or to reject the nomination.
- (4) As soon as practicable after the executive committee makes that determination, the secretary must:
  - (a) notify the applicant, in writing, that the executive committee approved or rejected the application (whichever is applicable), and
  - (b) if the executive committee rejects the application, then the membership fee, if has been paid, shall be refunded in full.
- (5) The secretary must, on payment by the applicant of the membership fees, enter the applicant's name in the register of members and, on the name being so entered, the applicant becomes a member of IITAA.
- (6) An application to become a member of IITAA must be made on the prescribed forms which are provided separately for each category.
- (7) Membership is valid only if full membership has been paid.
- (8) Executive committee may assign the tasks related to membership to any other person of the executive committee other than the secretary.
- (9) Renewal of membership can be done simply by paying applicable fees (no form is to be filled in), which is decided by the Executive Committee and available from IITAA website. A

### **5.2 Categories of Memberships**

- (1) There shall be two (2) categories of members of IITAA:
  - (a) Full Member (hereinafter simply called member)
  - (b) Honorary Member

#### **5.2.1 Full Member**

##### **5.2.1.1 Eligibility**

- (1) Any IIT alumni resident in Australia or New Zealand is eligible to apply to become a member of IITAA. For the purposes of IITAA, the IIT alumni refers

to a person who has successfully completed a degree or diploma from any IIT and holds that qualifications at undergraduate, post graduate or post doctoral level.

#### **5.2.1.2 Term of Membership and Fee**

- (1) The term of the membership are as follows:
  - (a) One calendar year membership or
  - (b) Three calendar years membership or
  - (c) Life membership.
- (2) Membership expires on 31<sup>st</sup> December of a year for one calendar year and three calendar years memberships.
- (3) The term of membership and fees are set and subject to change at anytime by the Executive Committee of IITAA, which are posted on the website of IITAA.

#### **5.2.1.3 Voting Rights**

- (1) Only members who have paid the membership fees in full, which determines the validity of membership, shall be entitled to vote,
- (2) Each member shall have one vote at all Annual General Meetings of IITAA and at all other general meetings called by the Executive Committee.
- (3) For voting purposes, the Executive Committee shall determine how many days ahead of an event or meeting of IITAA requiring voting, the membership should be valid.

### **5.2.2 Honorary Member**

#### **5.2.2.1 Eligibility**

- (1) This category of membership is open by invitation only. Such invitation can only be made by the Executive Committee of IITAA.
- (2) The following criteria shall be applied by the Executive Committee prior to inviting a person to become an Honorary Member:
  - (a) The candidate holds an influential office either with the Government of India and is resident in Australia/New Zealand, or holds an influential office with a State or Federal Government of Australia/New Zealand, or is prominent industrialist/professional in Australia/New Zealand and whose membership is considered by IITAA Executive Committee to be beneficial to IITAA and its members.
  - (b) The candidate has been proposed by a Member of IITAA and seconded by a member of the Executive Committee.
  - (c) The candidate's Honorary Membership has been approved by at least 3/4 of the members of the Executive Committee.

### **5.2.2.2 Term of Membership and Fee**

- (1) The term of the Honorary Membership will be for two years from the date of the acceptance of the invitation by the invited candidate, renewable at the discretion of the Executive Committee provided the Honorary Member continues to satisfy the eligibility for the Honorary Membership.
- (2) The Honorary Membership of any such member shall cease when that Member ceases to satisfy the eligibility criteria.
- (3) The Honorary Member will pay the same membership fees as other Members of IITAA.

### **5.2.2.3 Voting Rights**

- (1) An Honorary Member shall not have any voting rights at any Annual General Meeting of IITAA or at any other general meetings called by the Executive Committee.

## **5.3 Cessation of Memberships**

- (1) A person ceases to be a member of IITAA if the person:
  - (a) dies or
  - (b) resigns or
  - (c) is expelled from IITAA.
- (2) IITAA shall not provide any refund (full or partial) of membership fees paid by a member or an honorary member on cessation of membership.

## **5.4 Transfer of Memberships Entitlements**

- (1) A right, privilege or obligation which a person has by reason of being a member of IITAA:
  - (a) is not capable of being transferred or transmitted to another person, and
  - (b) terminates on cessation of the person's membership.

## **5.5 Resignation of Memberships**

- (1) A member of IITAA is not entitled to resign that membership except in accordance with this rule.
- (2) A member of IITAA who has paid all amounts payable by the member to IITAA in respect of the member's membership may resign from membership of IITAA by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (3) If a member of IITAA ceases to be a member as per above, and in every other case where a member ceases to hold membership, the secretary must make

an appropriate entry in the register of members recording the date on which the member ceased to be a member.

## **5.6 Register of Members**

- (1) The Executive Committee must establish and maintain a register of members of IITAA specifying the name and address of each person who is a member of IITAA together with the date on which the person became a member.
- (2) The register of members is kept electronically in yahoo groups (or any other form), in a suitable common area of IITAA. This yahoo group is maintained by the Executive Committee.
- (3) The register of members is open for inspection only, free of charge, by any member of IITAA at any reasonable hour when pre-arranged with the secretary.
- (4) A member of IITAA may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount as determined by the executive committee, that other amount.

## **5.7 Members' Liabilities**

- (1) The liability of a member of IITAA to contribute towards the payment of the debts and liabilities of IITAA or the costs, charges and expenses of the winding up of IITAA is limited to the amount, if any, unpaid by the member in respect of membership of IITAA.

## **5.8 Disciplining of Members**

- (1) A complaint may be made to the Executive Committee by any person that a member of IITAA:
  - (a) has persistently refused or neglected to comply with a provision or provisions of these rules, or
  - (b) has persistently and wilfully acted in a manner prejudicial to the interests of IITAA.
- (2) On receiving such a complaint, the Executive Committee:
  - (a) must cause notice of the complaint to be served on the member concerned, and
  - (b) must give the member at least 14 days from the time the notice is served within which to make submissions to the Executive Committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The Executive Committee may, by resolution, expel the member from IITAA or suspend the member from membership of IITAA if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved.



- (4) If the Executive Committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the Executive Committee for having taken that action and of the member's right of appeal.
- (5) The expulsion or suspension does not take effect:
  - (a) until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
  - (b) if within that period the member exercises the right of appeal, unless and until IITAA confirms the resolution under,which ever is the latter.

### **5.8.1 Rights of appeal of disciplined member**

- (1) A member may appeal to IITAA in general meeting against a resolution of the Executive Committee, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member, the secretary must notify the Executive Committee which is to convene a general meeting of IITAA to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of IITAA convened:
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the Executive Committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
  - (d) if at the general meeting IITAA passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

## **5.9 Resolution of Disputes**

- (1) Disputes between members (in their capacity as members) of IITAA, and disputes between members and IITAA, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act 1983.
- (2) At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.

## **6 EXECUTIVE COMMITTEE**

### **6.1.1.1 Powers of the Executive Committee**

- (1) The Executive Committee is to be called the Executive Committee of management of IITAA and, subject to the Act, the Regulation and these rules and to any resolution passed by IITAA in general meeting:
  - (a) is to control and manage the affairs of IITAA, and
  - (b) may exercise all such functions as may be exercised by IITAA, other than those functions that are required by these rules to be exercised by a general meeting of members of IITAA, and
  - (c) has power (authority) to perform all such acts and do all such things as appear to the Executive Committee to be necessary or desirable for the proper management of the affairs of IITAA.

## **6.2 Constitution and Membership**

- (1) The Executive Committee is to consist of:
  - (a) the office-bearers of IITAA, and
  - (b) 5 members, each of whom is to be elected at the annual general meeting of IITAA.
- (2) The office-bearers of IITAA are to be:
  - (a) the president
  - (b) the vice-president
  - (c) the treasurer and
  - (d) the secretary
- (3) Each member of the Executive Committee is, subject to these rules, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a casual vacancy occurring in the membership of the Executive Committee, the Executive Committee may appoint a member of IITAA to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of the appointment.
- (5) Roles of various positions in Executive Committee are described later. Executive Committee can add, delete, amend or reassign roles. In order to carry out the role, the positions are vested with commensurate authority in order to carry out the tasks.

## **6.3 Election of Executive Committee**

- (1) Nominations of candidates for election as office-bearers of IITAA or as ordinary members of the Executive Committee:
  - (a) must be made in writing, signed by 2 members of IITAA and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
  - (b) must be delivered to the returning officer appointed by the Executive Committee at least 7 days before the date fixed for the holding of the annual general meeting or a date as decided by the Executive Committee, at which the election is to take place.
- (2) Forms for nominations and time table for various activities is determined by the Executive Committee and posted on the website of IITAA.
- (3) If insufficient nominations are received to fill all vacancies on the Executive Committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting for unfilled positions.
- (4) If insufficient further nominations are received, any vacant positions remaining on the Executive Committee are taken to be casual vacancies.
- (5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (7) The ballot for the election of office-bearers and ordinary members of the Executive Committee is to be conducted at the annual general meeting in such usual and proper manner as the Executive Committee may direct.
- (8) A candidate for the election may withdraw his/her nomination if he/she so desires prior to the commencement of ballot.

### **6.3.1 Role of President**

- (1) The president of IITAA shall provide vision and leadership.
- (2) The president of IITAA shall have overall responsibility for IITAA to the Dept Of Fair Trading, all outside agencies, IITAA members and sponsors. First and sole contact for all organisations outside of IITAA
- (3) The president of IITAA shall ensure smooth running of IITAA as an association and Executive Committee as a decision making group.
- (4) The president of IITAA shall leverage Pan Global IIT platform for the benefit IITAA
- (5) The president of IITAA Liaise with distinguished IITians and IIT alumni associations
- (6) The president of IITAA shall liaise with IITAA Advisory Board.
- (7) The president shall authorise IITAA cheques jointly with the treasure.
- (8) The president of IITAA shall ensure smooth running of the organisation.

### **6.3.2 Role of Vice President**

- (1) Vice President shall act for President as and when required, with president's roles, responsibilities and authorities.

### **6.3.3 Role of Secretary**

- (1) The secretary of IITAA must, as soon as practicable after being appointed as secretary, lodge notice with IITAA of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
  - (a) all appointments of office-bearers and members of the Executive Committee,
  - (b) the names of members of the Executive Committee present at a Executive Committee meeting or a general meeting, and
  - (c) all proceedings at Executive Committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next meeting.
- (4) The secretary shall be the public officer of IITAA.
- (5) The secretary shall liaise with statutory agencies eg Dept of Fair Trading, ATO and any other statutory body.
- (6) The secretary shall lodge annual returns, required forms etc.
- (7) The secretary shall be responsible for sending out all emails to IITAA members and outside agencies.
- (8) The secretary shall keep all statutory records, IITAA registration papers etc.
- (9) The secretary shall be responsible for organising AGM and any other special general meeting.

### **6.3.4 Role of Treasurer**

- (1) The treasurer shall ensure that all money due to IITAA is collected and received and that all payments authorised by IITAA are made in time.
- (2) The treasurer shall ensure that correct books and accounts are kept showing the financial affairs of IITAA, including full details of all receipts and expenditure connected with the activities of IITAA.
- (3) The treasurer shall finalise accounts and get them audited within one month of the end of the financial year.
- (4) The treasurer shall be responsible for maintaining record of financial members (member database) and payment made by them. The treasurer shall issue receipts.
- (5) The treasurer shall sign IITAA cheques jointly with the president or vice-president.

### **6.3.5 Role of Executive Committee Members**

- (1) Executive Committee members shall organise events, publish newsletters, maintain website, run membership drives/promotions etc.
- (2) Executive Committee members will take on any other task as decided by Executive Committee.

### **6.4 Vacancy in Executive Committee**

- (1) For the purposes of these rules, a casual vacancy in the office of a member of the Executive Committee occurs if the member:
  - (a) dies, or
  - (b) ceases to be a member of IITAA, or
  - (c) becomes an insolvent under administration, or
  - (d) resigns office by notice in writing given to the secretary, or
  - (e) is removed from office, or
  - (f) becomes a mentally incapacitated person, or
  - (g) is absent without the consent of the Executive Committee from all meetings of the Executive Committee held during a period of 6 months.

### **6.5 Removal of Executive Committee Member**

- (1) IITAA in general meeting may by resolution remove any member of the Executive Committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the Executive Committee to whom a proposed resolution referred to above relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representation be notified to the members of IITAA, the secretary or the president may send a copy of the representations to each member of IITAA or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

### **6.6 Executive Committee Meetings and Quorum**

- (1) The Executive Committee must meet at least 3 times in each period of 12 months at such place and time as the Executive Committee may determine.
- (2) Additional meetings of the Executive Committee may be convened by the president or by any member of the Executive Committee.
- (3) Oral or written notice of a meeting of the Executive Committee must be given by the secretary to each member of the Executive Committee at least 48 hours (or such other period as may be unanimously agreed on by the members of

the Executive Committee) before the time appointed for the holding of the meeting.

- (4) Notice of a meeting given must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the Executive Committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 3 members of the Executive Committee constitute a quorum for the transaction of the business of a meeting of the Executive Committee.
- (6) No business is to be transacted by the Executive Committee 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 is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the Executive Committee:
  - (a) the president or, in the president's absence, the vice-president is to preside, or
  - (b) if the president and the vice-president are absent or unwilling to act, one of the remaining members of the Executive Committee may be chosen by the members present at the meeting to preside.

## **6.7 Delegation of Specific Tasks by Executive Committee to a Sub-committee**

- (1) The Executive Committee may delegate to one or more sub-committees (consisting of such member or members of IITAA as the Executive Committee deems fit) the exercise of the functions of the Executive Committee as required, other than:
  - (a) this power of delegation, and
  - (b) a function which is a duty imposed on the Executive Committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this rule, the Executive Committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-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 committee.

- (6) The Executive Committee may, revoke wholly or in part any delegation under this rule.
- (7) A sub-committee may meet and adjourn, as it thinks proper.

## **6.8 Voting and Decisions at the Executive Committee Meetings**

- (1) Questions arising at a meeting of the Executive Committee or of any sub-committee appointed by the Executive Committee are to be determined by a majority of the votes of members of the Executive Committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the Executive Committee or of any sub-committee appointed by the Executive Committee (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.
- (3) The Executive Committee may take decisions by voting as per above despite any vacancy on the Executive Committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the Executive Committee or by a sub-committee appointed by the Executive Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Executive Committee or sub-committee.

## **7 ADVISORY BOARD**

- (1) The purpose of advisory board is to guide, mentor and provide advice to the Executive Committee for meeting its objective.
- (2) The IITAA Advisory Board is to provide guidance and support to IITAA in its strategic direction and activities.
- (3) IITAA Advisory Board members will act in an advisory role to IITAA and will not carry any responsibility for or any liability arising from actions of IITAA in any manner, whatsoever.
- (4) Prime role of the Advisory Board members is to review and comment on IITAA strategic direction, objectives, its work programs and activities; and to provide advice, guidance and support to IITAA, as and when appropriate.
- (5) Advisory Board membership is limited to a maximum of 10. There is no minimum number of members for the Advisory Board to exist.

### **7.1 Eligibility and Appointment**

- (1) The Advisory Board members will be drawn by the Executive Committee from prominent personalities in Australia, New Zealand and overseas and need not necessarily be an alumni of an IIT.
- (2) The criteria used for an Honorary Member (section 5.2.2.1) shall apply to Advisory Board members but not limited to Australia and New Zealand.

### **7.2 Term of Membership and Fee**

- (1) The term of an Advisory Board member will be for a period of two years from the date of the acceptance of the invitation by the invited candidate.
- (2) Advisory Board members must become Honorary Members of IITAA (section 5.2.2.2) by filling in the application for membership of IITAA (section 10).
- (3) At the expiry of the term of an Advisory Board member, he/she can be invited by the Executive Committee to serve one further two-year term. In issuing such an invitation, the Executive Committee shall apply the same criteria as that for the initial appointment to the Advisory Board. No person shall be entitled to serve on the Advisory Board for more than three terms.

### **7.3 Voting Rights**

- (1) An Advisory Board Member shall not have any voting rights at any Annual General Meeting of IITAA or at any other general meetings called by the Executive Committee



## **8 GENERAL MEETING**

### **8.1 Annual General Meeting (AGM)**

#### **8.1.1 Holding of AGM**

- (1) Annual general meeting of IITAA must be held once in each calendar year and within the period of 6 months after the expiration of financial year of IITAA, which is from the 1 Oct of a year to the 30 Sep of following year.
- (2) For any extension to above clause permission must be taken from the Commissioner under section 26(3) of the Act.

#### **8.1.2 Calling of and Business at AGM**

- (1) The annual general meeting of IITAA is to be convened on such date and at such place and time as the Executive Committee deems fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
  - (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting(s) held since that meeting,
  - (b) to receive and adopt reports on the activities of IITAA during the last preceding financial year,
  - (c) to receive and adopt audited accounts of the last preceding financial year,
  - (d) to elect office-bearers of IITAA and ordinary members of the Executive Committee,
  - (e) to appoint independent auditor and determine its remuneration,
  - (f) to receive and consider the statement which is required to be submitted to members under section 26(6) of the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

### **8.2 Special General Meeting (SGM)**

#### **8.2.1 Calling of and Business of SGM**

- (1) The Executive Committee may, whenever it considers appropriate, convene a special general meeting of IITAA.
- (2) The Executive Committee must, on the requisition in writing of at least 5 per cent of the total number of members, convene a special general meeting of IITAA.

- (3) A requisition of members for a special general meeting:
  - (a) must state the purpose or purposes of the meeting, and
  - (b) must be signed by the members making the requisition, and
  - (c) must be lodged with the secretary, and
  - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the Executive Committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by a member or members as referred to above must be convened as nearly as is practicable in the same manner as general meetings are convened by the Executive Committee and any member who consequently incurs expenses is entitled to be reimbursed by IITAA for any expense so incurred.

### **8.3 Notice for AGM or SGM**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of IITAA, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of IITAA, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required as above, the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted as stated in 8.1.2.
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

### **8.4 Procedure at AGM or SGM**

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Five members present in person (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

- (a) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
  - (b) if convened on the requisition of members, is to be dissolved, and
  - (c) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
- (3) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

## **8.5 Presiding Member at AGM or SGM**

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of IITAA.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

## **8.6 Adjournment of AGM or SGM**

- (1) The chairperson of a general meeting 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 is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of IITAA stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in above two points, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

## **8.7 Making Decisions at AGM or SGM**

- (1) A question arising at a general meeting of IITAA is to 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 chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of IITAA, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of IITAA, a poll may be demanded by the chairperson or by at least 3 members present in person or by proxy at the meeting.

- (3) If a poll is demanded at a general meeting, the poll must be taken:
  - (a) immediately in the case of a poll which relates to the election of the chairperson 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 chairperson directs, and
  - (c) the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

## **8.8 Special Resolution at AGM or SGM**

- (1) A resolution of IITAA is a special resolution:
  - (a) if it is passed by a majority which comprises at least three-quarters of such members of IITAA as, being entitled under these rules so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
  - (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified as above if the resolution is passed in a manner specified by the Commissioner.

## **8.9 Voting at AGM or SGM**

- (1) On any question arising at a general meeting of IITAA a member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of IITAA unless the member's or proxy's membership is valid.

## **8.10 Appointment of Proxies**

- (1) Each member is entitled to appoint another member as proxy by giving notice to the secretary no later than 3 days or as decided by Executive Committee, before the meeting in respect of which the proxy is appointed. Executive Committee may appoint a person other than the secretary, such as returning officer, for the purpose of receiving proxy forms.
- (2) The notice appointing the proxy is to be in the form that will be provided before the meeting in IITAA website. (A sample form is provided in Appendix 3).
- (3) Resolution items, where practical, are preferred to be mentioned in the proxy form so that members can direct their proxy how to vote, if they so desire. Candidates nominated for Executive Committee positions need not be mentioned in the proxy form.

## **9 MISCELLANEOUS**

### **9.1 Source of Funds**

- (1) The funds are derived from membership fees, advertisement fees, sponsorship of events and donations. Other source of funds can be determined by a resolution in general meetings and/or Executive Committee meetings.
- (2) Membership and advertisement fees are predetermined and decided at the general meetings or Executive Committee meetings. Executive Committee can decide special (reduced) fees to increase membership or advertisements from time to time.
- (3) All money received must be deposited as soon as practicable and without deduction to the credit of IITAA's bank account.
- (4) An appropriate receipt must be issued as soon as practicable after receiving any money.

### **9.2 Management of Funds**

- (1) The funds are to be used in pursuance of the objectives of IITAA, in such manner as the Executive Committee determines or to any resolution passed in general meetings.
- (2) Cheques are to be the preferred mode for all payments. All cheques are to be signed by the Treasurer and the President or the Vice-President.

### **9.3 Alternation in this Constitution**

- (1) The rules in the constitution may be altered, rescinded or added to only by a special resolution of IITAA. It can done during AGM.
- (2)  $\frac{3}{4}$  of members present during AGM or SGM must vote in favour of the constitution for it to be carried.

### **9.4 Custody and Inspection of Books**

- (1) The public officer keeps in his or her custody or under his or her control all records, books and other documents relating IITAA, other than financial information.
- (2) The secretary is usually the public officer, unless otherwise decided by the Executive Committee.
- (3) Financial information / books are kept with the treasurer.
- (4) At least 48 hours of notice is required for the inspection of records, books and other documents of IITAA by a member, free of charge, subject to the

custodian of the document being in good health and in the usual place of his/her residence.

- (5) Detailed members-list shall not be given to any one, including members, and will not be used by the Executive Committee for any purpose other than for carrying out the businesses of IITAA. Members may be provided a list of names of all members at the discretion of the Executive Committee for a valid specified purpose.

## **9.5 Service of Notices**

- (1) For the purpose of these rules, a notice may be served on or given to a person:
  - (a) by delivering it personally, or
  - (b) by sending it by post, or
  - (c) by sending it by facsimile transmission or
  - (d) by email.
- (2) For the purpose of these rules, a notice is taken, unless the contrary is proved, to have been given or served:
  - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
  - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
  - (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent, or if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

## **9.6 Common Seal**

- (1) There is no seal of IITAA.

## **9.7 Insurance**

- (1) Based on the size and financial strength of IITAA, it does not have any insurance. IITAA Executive Committee may take upon any insurance that it deems fit in future.

## **9.8 Communication with members**

- (1) Members get information from IITAA website, by email from IITAA Executive Committee and newsletters published from time to time.

# 10 APPENDIX 1 : MEMBERSHIP FORM – SAMPLE



## IITians Association of Australia Inc.

### Application Form for New Member

Name: .....

Address: .....

Phone: (Home..... (Work) ..... (Mobile) .....

Email: .....

Graduated from IIT: ..... Year .....

Degree Obtained: ..... Department .....

Brief Profile: .....

*Select one of the following membership types (for conditions refer to IITAA Constitution)*

One Year Full Membership (1<sup>st</sup> January 2009 to 31<sup>st</sup> Dec 2009) – Fee \$50  Or

Three Year Full Membership (1<sup>st</sup> January 2009 to 31<sup>st</sup> Dec 2011) – Fee \$125  Or

Full Membership for Life – Fee \$500  Or

Two Year Honorary Membership (2 years from approval date) – Fee \$100

**Note:** Membership is granted only after approval by IITAA Executive Committee.

Fee credited directly to account:

Account name: IITians Association of Australia, Bank Name: Commonwealth Bank of Australia  
BSB No.: 06-2336 Account No.: 1013 1881

\*NOTE: Please fill in your name in transaction details when making electronic transfer

Fee paid by cheque: Cheque payable to: "IITians Association of Australia"

I agree to abide by the Constitution of IITAA

I agree to support IITAA's aims and objectives

.....  
(Signature) (Date)

### LODGEMENT

By Email (attached as pdf only): secretary@iitaa.org.au

By Mail: 00 North Road, Sydney, NSW 2121

### OFFICE USE ONLY

Membership Approval Date: .....

Fee Received: \$ ..... Cheque / Cash / Internet

Receipt No: ..... Membership Register Update Date:.....

Name and Signature: .....

# 11 APPENDIX 2 : NOMINATION FORM FOR EXECUTIVE COMMITTEE MEMBERSHIP - SAMPLE



**IITians Association of Australia Inc.**

## Nomination form : Executive Committee 2009

---

**Candidate:** .....  
(full name)

of .....  
(address)

.....  
(Signature of candidate) (Date)

**For the position of:**

(Tick only one position)

- President                       Secretary                       Executive Member  
 Vice President                       Treasurer

---

**Nominated by:** .....  
(full name)

of .....  
(address)

.....  
(Signature of nominator) (Date)

---

**Seconded by:** .....  
(full name)

of .....  
(address)

.....  
(Signature of seconder) (Date)

- 
- Note:** 1. All persons named above must be current member of IITAA.  
2. Please ensure that this form is complete in all respects, otherwise it will be rejected.

---

**LODGEMENT**

Last date for receipt of this form: **24<sup>th</sup> October, 2008**  
By Mail: Returning Officer, 00 North Road, Sydney, NSW 2121  
By Fax: (02) 8888 9999  
By Email (attached as pdf only): returning\_officer@iitaa.org.au



# 12 APPENDIX 3 : PROXY FORM - SAMPLE



## IITians Association of Australia Inc.

### Proxy form : AGM 2008

I, .....  
(full name of member)

of .....  
(address of member)

hereby appoint:

The Chairperson of the meeting to act as my proxy  (please tick)

Note: Chairperson will cast your vote in favour of item(s) listed below and for candidates as per his/her discretion for Executive Committee positions.

### OR

.....  
(full name and address of proxy)

as my proxy to vote on my behalf as per the voting direction given below at the AGM of IITAA to be held on the 2<sup>nd</sup> day of November, 2008 and at any adjournment of that meeting. Please direct your proxy to vote for candidates (known about 5 days ahead of AGM) for Executive Committee positions, if you so desire.

### Voting Directions

You must tick only one of the three alternatives against the business item that you wish to instruct your proxy to vote for. If you do not tick a box for any particular business item then the proxy may vote as he/she thinks fit in respect of that item. Ticking more than one box for a particular business item voids your vote for the particular business item.

Business Item	For	Against	Abstain
5. IITAA Constitution	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

.....  
(Signature of member) (Date)

Note: 1. All persons named above must be current member of IITAA.  
2. Please ensure that this form is complete in all respects, otherwise it will be rejected.

### LODGEMENT

Last date for receipt of this form: **31<sup>st</sup> October, 2008**  
By Mail: Returning Officer, 00 North Road, Sydney, NSW 2121  
By Fax: (02) 8888 9999  
By Email (attached as pdf only): returning\_officer@iitaa.org.au

## **13 APPENDIX 4 : ADVERTISEMENTS AND SCHEDULE OF FEES**

### **13.1 Objective**

- (1) IITAA Newsletters and other communications may carry advertisements and promotional material from members of IITAA and from other organisations. The rules, procedures and fees applying to the publication of these advertisements and promotional material in IITAA Newsletters and other communications are described in this document.
- (2) At no time any advertisement or promotional material will be included which is deemed by the Executive Committee to be offensive or likely to be offensive to IITAA members, general public or other stakeholders or contrary to the aims and objectives of IITAA. The decision of the Executive Committee in regard to accepting or rejecting any proposed advertisement or promotional material in any IITAA newsletter or other communication shall be final.

### **13.2 Advertiser's Responsibility**

- (1) The advertiser shall ensure that the proposed advertisement or promotional material is not offensive and is not intended to be offensive to the general community or any member of the community and shall provide the proposed advertisement in electronic form (Microsoft Word or Adobe PDF format) to a member of the Executive Committee for consideration.
- (2) Upon acceptance of the advertisement, the advertiser shall make the required payment which is required before the advertisement or promotional material can be placed in the newsletter or the communication.

### **13.3 IITAA Executive Committee's Responsibility**

- (1) The Executive Committee shall be responsible for ensuring that the proposed advertisement or promotional material is not offensive and is not likely to be offensive to the general community or any member of the community. The decision to accept or reject any proposed advertisement shall be made by at least  $\frac{3}{4}$  (75%) majority of the members of the Executive Committee.
- (2) The Executive Committee shall inform the intending advertiser of its decision to accept or reject the advertisement or promotional material within a reasonable period of time after receiving the proposed advertisement.

### **13.4 Rate for the Advertisements**

- (1) A Member of IITAA is entitled to receive 20% discount on the published advertisement rates.

(2) For current advertisement rates, refer to IITAA website.

### **13.5 Events Sponsorship Rates**

- (1) IITAA welcomes full or in part sponsorship for any scheduled event. A full event sponsor will receive one year free advertisement at IITAA website as well as a quarter page advertisement in 4 issues of IITAA Newsletter. A sponsor for part of an event will receive half a year free advertisement at IITAA website.
- (2) These charges are subject to change at anytime by the Executive Committee of IITAA.