



Fair  
Trading

## Photocopy of Documents Held by Registry Services, Fair Trading

The attached is a true copy of documents held on the Register of Incorporated Associations, as at **10 September 2015**, in relation to:

**ST LOUIS OLD BOYS' ASSOCIATION  
INCORPORATED**

**Y2945939**

The current status of the above entity is:

**REGISTERED**

*under the Associations Incorporation Act 2009 No.7.*

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Total No. of pages attached: 7

Document(s) attached: Current Constitution

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Issued by NSW Fair Trading on 10 September 2015.

Signed

Glenn Crawford  
Customer Service Officer  
Registry Services  
Delegate of the Commissioner



# St Louis Old Boys' Association (SLOBA)

## Constitution

1. Name: The name of the Organisation shall be St Louis Old Boys' Association of Sydney, simplified as SLOBA, Sydney.

2. Objects: The objects of the Organisation are set out hereunder:

a. To maintain, foster, promote and further friendship, unity, relationship, fellowship and better understanding among the past, present and future pupils and graduate of St. Louis School (hereinafter called the "Past Pupils").

b. To maintain, foster, promote and further friendship, unity, relationship and better understand between the Past Pupils of the one part and the Alma Mater of the other part.

c. To promote religious, social, cultural, recreational, sporting and other activities for the general welfare of the members of the Association.

3. Membership:

a) If any past pupils or graduates of St. Louis School at 179 Third St., Hong Kong desire to become a member of the Association, he shall sign and deliver to the Association an application in a prescribed form for admission and no person shall be admitted a member unless his application is first approved by the Management Committee and the Management Committee (or called Board of Directors) shall have full discretion as to the admission of any person to membership.

b) Honorary membership of the Association shall be conferred on such persons as the Management Committee shall decide.

c) Honorary members shall have the same privileges as Ordinary Members but they shall not be entitled to vote at elections or to nominate or be nominated for office.

d) A register of members shall be kept showing in respect of each member one's name, address and the date of commencement of membership. Anyone person of the age of 16 years or above has the voting right.

4. Management:

Management Committee and Board of Directors are interchangeable.

The management of the Organisation shall be vested in the Management Committee consisting of the office-bearers and at the most, two other members.

No members of the Management Committee shall be appointed to any salaried office of the Organisation or any office of the Organisation paid by fees and no remuneration or other benefit in money or money's worth shall be given by the Organisation to any member of the Management Committee except repayment of the out-of-pocket expenses, interest at a rate not exceeding interest rate at the time being charged bankers in Sydney for money lent to the Organisation and reasonable and proper rent for premises let to the Organisation.

5. OFFICE BEARERS: The office bearers shall consist of a President, Vice-president, Secretary, Treasurer, Co-ordinator. The Office-bearers shall be elected annually at the Annual General Meeting. Any casual vacancy occurring among the Office-bearers may be filled by the Committee or the person so appointed to fill such vacancy shall hold office for the unexpired term of the member so replaced.

6. PROCEEDINGS OF THE MANAGEMENT COMMITTEE:

a) The management committee may meet for the dispatch of business, adjourn and otherwise appoint and regulate its meetings as it thinks fit. The President may at any time and the Secretary on the requisition of any two members of the Committee summon a meeting of the Committee;

THE CORPORATE AFFAIRS COMMISSION being a person declared by the Attorney General to be an approved person for the purposes of Section 1306 of the Corporations Act, 1987 HEREBY CERTIFIES pursuant to the Section that this transcript is a true and correct copy of the original as filed with it on 11/03/09. 32175

b) Questions arising at any meeting of the Committee shall be decided by a majority of votes of those present and a determination by a majority of the members of the Committee present shall for all purposes of the Committee. In case of an equality of votes, the Chairman of the meeting shall have second or casting vote.

c) The continuing members of the committee may act notwithstanding any vacancy in the Committee, but if and so long as their number is reduced below the number fixed by or pursuant to these Rules as the necessary quorum, the continuing member or members may act for the purpose of increasing the number of members of the Committee from amongst the members, which they are hereby empowered to do, or of summoning a general meeting of the Organisation, but for no other purpose.

7. VACATION OF OFFICE: The office of a member of the Management Committee or of a trustee shall become vacant:

- a) Upon one's decease;
- b) if one becomes mentally ill or a person whose person or estate is liable to be dealt with, in any way under the law relating to mental health;
- c) if one resigns one's office by notice in writing to the Organisation;
- d) if one is absent for more than 6 months without leave of the Committee from meetings of the Committee during that period;
- e) if he ceases to be member of the Organisation;
- f) upon a resolution being passed by a two-thirds majority of the members present at a properly constituted general meeting specially called for the purpose, to remove this person from office;
- g) if one holds any office of profit under the Organisation;
- h) if one is directly or indirectly interested in any contract or proposed contract with the Organisation.

8. FINANCIAL YEAR: The financial year shall conclude on the last day of September.

9. ANNUAL GENERAL MEETING: The annual General Meeting of members shall be held during the month of October in each year, when the Annual report and audited financial statements shall be presented.

10. SPECIAL GENERAL MEETINGS: Any 3 members of the Management Committee may at any time convene a Special General Meeting of the Organisation. The meeting shall be convened by the Secretary upon the written request of not less than five percent in numbers of the members of the Organisation and shall be held within a period of one month from the date of receipt of the request.

11. QUORUM:

At meetings of members, a quorum shall consist of 50% of the average number of members with voting rights, and at a Management Committee Meeting shall consist of four members. Should within half-an-hour of the time set down for a meeting, a quorum is not present, then the meeting shall be adjourned to the same time and place seven days later to a place and to a time within one month of the date of such meeting, to be determined thereat. If at such adjourned meeting a quorum be not present, then those members attending shall be deemed a quorum, provided, the number of such members is no less than three.

12. PROCEEDINGS AT GENERAL MEETINGS

- a) The President shall preside as Chairman at every general meeting of SLOBA, but is one is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act then the members present shall elect one of their members to be chairman of the meeting, a simple majority sufficing;

The CI PRIVATE AFFAIRS COMMISSION being a person of  
a High Day of September 1979 it is an approved person for the  
SECRET CHARITIES pursuant to the Section that this transparency is held as a paragraph  
ed by the Secretary General by notification published in the Government Gazette  
11-03-99

b) The Chairman may, with the consent of any meeting at which a quorum is present, adjourn the meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for thirty days or more notices of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at the adjourned meetings.

c) At any general meeting a resolution put to the vote of a meeting shall be decided on a show of hands unless a poll is (before or on the declaration of the result of the show of hands) demanded by the Chairman or by at least three members present. Unless a poll is so demanded a declaration by the Chairman that a resolution has on a show of hands been carried or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the book containing the minutes of the proceedings of the Organisation shall each be conclusive evidence of the fact without proof of the member or proportion of votes recorded in favour of or against the resolution. The demand for a poll may be withdrawn.

d) If a poll is duly demanded it shall be taken in such manner and either at once or after an interval or adjournment or otherwise as the Chairman directs and the result of the poll shall be the resolution of the Meeting at which the poll was demanded on the election of Chairman or on a question of adjournment shall be taken forthwith.

e) In the case of an equality of votes, whether on a show of hands takes place or at which a poll is demanded shall be entitled to a second or casting vote.

f) Each member present and voting at a general meeting of the Organisation shall have one vote.

13. Notice of Meeting: The Secretary shall give at least seven days notice in writing of all general meetings to the members of the Organisation specifying the place, the day and the hour of meeting and the general nature of the business to be dealt with at the meeting.

#### 14. Funds

a) All moneys received by the Organisation shall be deposited intact at the earliest possible date to the credit of the Organisation's Bank Account. Receipts for moneys received shall also be issued promptly.

b) All payments in excess of \$30 made by the Organisation shall be paid by cheque signed by any two of the President, Secretary and Treasurer.

15. Authorisation of Accounts: All accounts shall be presented to and passed for payment at a Management Committee meeting and full details of such approvals shall be entered in the Minute Book.

At meetings of Members a Quorum shall consist of 50% of the average number of members with voting rights attending the general meetings

#### 16. Audit

a) The auditors shall be elected at the Annual General Meeting. They shall examine all accounts, vouchers, receipts, books, etc., and furnish a report thereon to the members at the Annual Meeting. Audits shall be conducted at regular intervals of not more than twelve months.

b) an auditor shall not be a member or closely related to a member of the Management Committee.

c) Subject to paragraph (d) hereof notice of the intention to nominate and auditor to replace the current auditor shall be given to the Secretary at least twenty-one (21) days before the Annual General Meeting. The Secretary shall send a copy of the nomination to the current auditor at least seven (7) days before the Annual General Meeting. The current auditor shall be entitled to attend the Annual General Meeting and if he so wishes be heard at such Annual General Meeting.

d) Where the current auditor submits his resignation, or notifies the Secretary of his intention not to seek re-election as auditor, paragraph (c) hereof shall not apply.

General by notations published in the Government Gazette  
The BUREAU OF STANDARDS COMMISSION being a person: as defined in the  
Section 2 of the Statute of the 28th day of September 1975 to be an approved person for  
the purposes of Section 10 of the Evidence (Repeal) Act, 1967  
HEREBY CERTIFIES pursuant to the Section that this transcript is only as a permanent record  
of the proceedings of the Commission. Dated: 11/03/99 at 32175

17. Minutes: The Management Committee shall cause minutes to be made:

- a) of all appointments of office-bearers and members of the Committee;
- b) of all the names of members of the Committee present at all meetings of the Organisation and of the Committee;
- c) of all the proceedings at all meetings of the Organisation and of the Committee.

Such minutes shall be signed by the Chairman of the meeting at which the proceedings were held or by the Chairman of the next succeeding meeting.

18. Expulsion of members: A member may be expelled from membership of the Organisation by the Management Committee, if in the opinion of such Committee, after affording member an opportunity of offering the Committee an explanation of his conduct either verbally or in writing: the Committee may decide, the conduct of the member is such as to be detrimental to the best interests of the Organisation, provided that:

- a) such expulsion shall not be effective unless it is confirmed by a majority of members present at a Special General Meeting of members convened to consider the expulsion;
- b) such Special General Meeting is held within a period of one month from the date of the decision of the Management Committee to expel the member;
- c) at such Special General Meeting the member whose expulsion is under consideration shall be allowed to offer an explanation of his conduct verbally or in writing at the option of such member;
- d) the voting of such Special General Meeting shall be by ballot if not as than five members present thereat shall do demand;
- e) it shall be in the power of the Committee to exclude such member from participation in the affairs of the Organisation until such Special General Meeting shall be held.

19. Trustees:

- a) Three trustees shall be elected at a properly constituted general meeting.
- b) All property of whatever kind belonging to the Organisation shall be vested in the trustees and they shall have the custody of all deeds and documents of title relating to the property of the Organisation and shall be responsible for the same and shall deal with and dispose of all the property of the Organisation whether real or personal for the time being vested in them and the income thereof in accordance with the directions of the Management Committee provided that such directions are not in violation of the trusts upon which the property is held.

20. Dissolution:

- a) The organisation shall be dissolved in the event of membership less than 15 persons or upon the vote of a three-fourths majority of members present at a special general meeting convened to consider such question;
- b) Upon a resolution being passed in accordance with paragraph (a) of this rule, all assets and funds of the Organisation on hand shall, after the payment of all expenses and liabilities, be handed over to such registered or exempted charity or charities preferably having similar objects and aims, which meets the requirements of item 63B (1) of the First Schedule to the Sales Tax (Exemptions and Classifications) Act as the majority of the members so decide at the Special General Meeting so convened, or at a subsequent Special General Meeting, may decide.

21. Amendments of Rules: These rules may be amended by a resolution passed by a two-third majority of members present at any Annual General Meeting at which notice of the proposed amendment shall have been given or at a Special General Meeting convened for such purpose. Provided that the Minister of the Crown for the time being administering the Charitable Collections Act, 1934, and amended, shall be notified of the amendment and such amendment shall not be effective unless the Minister has signified his approval to such amendment being made.

THE CORPORATE AFFAIRS COMMISSION being a person declared by the Statute in force on the 24th day of September 1979 to be an approved person for the purposes of section three of the Companies (Information) Act, 1979 HEREBY CERTIFIES pursuant to the Statute that this transparency is made in a permanent form in accordance with the Statute under delegation from the Commission.

11.03.99

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CORPORATE AFFAIRS COMMISSION  
A person declared by an Attorney General to be an approved person for the purposes of section 174A of the Corporations Act 2006  
HEREBY CERTIFIES pursuant to the section that this transparency is made as a person named in its published list of persons declared by the Commission under delegation from the Commission  
11.03.09  
32175

22. A notice may be given to any member either personally or by sending it by post to him at his address registered with the Organisation and if he has no registered address to the place of abode of the member last known to the Management Committee. Where a notice is sent by post, service of the notice shall be deemed to be effected by properly addressing, prepaying and posting a letter or an envelope containing the notice as to have been effected, in the case of the notice of a meeting, on the day after the date of its posting and in any other case the time at which the letter would be delivered in the ordinary course of post.

23. Each member is entitled to take up not more than four proxies at any general meeting. Each proxy is counted as valid attendance and having voting right at each general meeting.