



**THE SACRED HEART COLLEGE MARIST OBSERVATORY ALUMNI ASSOCIATION
CONSTITUTION**

EMBY

Preamble:

A. Vision Statement:

The Sacred Heart College Alumni Association (ASSOCIATION) aims to establish Sacred Heart College as a “Lighthouse School”, a beacon of social cohesion, transformation, and educational excellence. ASSOCIATION envisions contributing to societal progress through structured and impactful initiatives that champion diversity, inclusion, academic excellence and sustainability while inspiring alumni to lead towards a better world. To unite and empower Sacred Heart College alumni, preserving our shared legacy and fostering lifelong connections that support the future of our school.

B. Mission Statement:

Our mission is to unite Sacred Heart alumni by preserving our legacy, strengthening connections, and actively supporting the growth and development of our school through collaborative efforts and initiatives.

C. To give effect to the these aims, the Sacred Heart College Alumni Association wish to form an Association to allow Alumni and Members to meaningfully participate and contribute to the Vision and Mission of the ASSOCIATION.

IT IS AGREED AS FOLLOWS:

1. DEFINITIONS AND INTERPRETATION

1.1. In this Constitution the following words and expressions shall, unless expressly stated to the contrary, have the following meanings:

1.1.1. **“Administrator(s)”** means a person who is in the employment of the Association and whose role, responsibilities and terms of employment will be more fully described in his/her contract of employment with the Association;

1.1.2. **“Alumnus” or “Alumni”** means any ex-pupil of the College who was a Grade 12 leaver or who attended or who in the discretion of the Committee qualifies to be a Member;

1.1.3. **“Associate Member”** means any person who has a current relationship with Sacred Heart College who has paid the Subscription Price (unless exempted from payment thereof) and is accepted by the Association as a member;

1.1.4. **“Association”** means the Sacred Heart College Alumni Association, a voluntary Association of Members (as defined herein) construed and governed by the provisions of this Constitution;

1.1.5. **“Board”** means the duly appointed governing council of the College as convened from time to time;

1.1.6. **“College” or “Sacred Heart College”** means Sacred Heart College currently

situated at 15 Eckstein Street, Observatory, Johannesburg;

1.1.7. "**Committee**" means the duly appointed Executive members of the Association, whose powers and duties are governed by the provisions of this Constitution;

1.1.8. "**Constitution**" means the constitution of the Association as contained in this document, together with any annexures or additions or amendments as may be made to this document in accordance with its provisions from time to time;

1.1.9. "**Days**" means business days (Monday to Friday), excluding public holidays in the Republic of South Africa;

1.1.10. "**Endowment Fund**" means the endowment fund established to raise, invest and allocate funds to support Sacred Heart College and students as determined by the Association, which reports to the Association but is governed in terms of its own constitution;

1.1.11. "**Marist Brothers College(s)**" means any Marist Brothers College throughout the world;

1.1.12. "**Member**" means any Alumnus who has paid the Subscription Price (unless exempted from payment thereof) and who is accepted by the Association as a member, or other eligible individual who is accepted as a member in accordance with this Constitution;

1.1.13. "**Schools**" means the preschool, primary and high schools within the College;

1.1.14. "**Subscription Price**" means the subscription price payable by an eligible individual in order to become a Member, unless otherwise exempt from the payment thereof by virtue of this Constitution;

1.1.15. "**Term**" means the period for which a Committee member holds office, which is 24 months;

1.1.16. "**Trust**" means the trustees as appointed from time to time of the endowment fund of Sacred Heart College.

1.2. The headings to the clauses are for convenience only and shall not affect the construction or interpretation of this Constitution.

1.3. Words importing the singular include the plural and vice versa, words importing a gender include every gender and references to natural persons includes a juristic person and vice versa.

2. ESTABLISHMENT OF THE ASSOCIATION

2.1. The strategic objectives of the Associations are primarily:

2.1.1. Alumni Engagement:

- 2.1.1.1. Establish, administer and steer the Alumni Engagement Membership Committee and any subcommittees in furtherance of the interests and objectives of the Association.
- 2.1.1.2. Develop a comprehensive alumni database and directory to grow and strengthen its membership, and to maintain an active involvement with and physical presence at the College and to do all things incidental to the furtherance thereof.
- 2.1.1.3. Create local and global satellite hubs to strengthen alumni networks.
- 2.1.1.4. Host reunion experiences and facilitate participation in anchor events and functions.
- 2.1.1.5. Providing a forum for Alumni input regarding the School through adequate representation on Council and such other bodies as are convened within the College from time to time.
- 2.1.1.6. Facilitate Alumni participation and or support in key sporting, art, cultural and academic events at SHC.
- 2.1.1.7. Build Association in alignment with Marist values and ethos and to do all things incidental to the furtherance of the objectives set out herein.
- 2.1.1.8. Where possible, and in the interests of the Association, Members of the SHC Alumni shall be preferred for procurement of goods and services.

2.1.2. Strategic Marketing

- 2.1.2.1. Establish, launch and maintain Association website and social media platforms.
- 2.1.2.2. Coordinate an alumni calendar and anchor events.
- 2.1.2.3. Develop Association-branded merchandise.
- 2.1.2.4. Engage stakeholders and manage strategic partnerships.

2.1.3. Institutional Memory

- 2.1.3.1. Identify, understand and organise the Institutional Memory items and categories for areas of focus and measurement.
- 2.1.3.2. Research, and archive the history and story of Sacred Heart College through various mediums identified by the Association.
- 2.1.3.3. Reinforce and preserve the ethos and cultural heritage of Sacred Heart College and Marist traditions.
- 2.1.3.4. To propagate the Maristonian movement in the Republic of South Africa through various initiatives.
- 2.1.3.5. Fundraising and Sustainability
- 2.1.3.6. Establish and administer an Endowment Fund that among other things supports the infrastructure, operations, and scholarship needs of Sacred Heart College.
- 2.1.3.7. Invest any funds or property and utilise such funds or property for any purpose which may further the interests of the Association.
- 2.1.3.8. On request of the Head of the College and as the Committee may in its

discretion deem appropriate provide financial or other assistance to the College for the funding of school fees or related costs of underprivileged students.

2.1.4. Leadership, Education Advocacy and Development

- 2.1.4.1. Promote Sacred Heart College as a thought leader in education.
- 2.1.4.2. Foster leadership and preserve values while attracting and retaining top talent.
- 2.1.4.3. Advocate for social cohesion through community projects.
- 2.1.4.4. Contribute to the school's sustainability and future growth.
- 2.1.4.5. Collate educational strategies and suggest interventions for future-focused learning.

3. ASSOCIATION TO BE NON-PROFIT MAKING

- 3.1. The income and property of the Association howsoever derived shall be applied solely towards the promotion of its main objectives as contained in this Constitution and no portion thereof shall be paid or transferred, directly or indirectly, by way of any dividend, bonus, or otherwise howsoever, to the Members.
- 3.2. Any income or property accruing to the Association shall be utilised in the following order:
 - 3.2.1. first, to pay the costs of the Association; and
 - 3.2.2. second, to promote the objectives of the Association in whatever fashion the Committee and/or Members may deem appropriate.

4. ASSOCIATION TO BE SEPARATE CORPORATE BODY

- 4.1. The Association shall be a separate corporate body which shall exist apart from its Members. The Association shall be empowered to acquire rights and incur obligations, to sue or be sued in its own name.
- 4.2. The Association shall not be carried on for the purpose of any gain or profit and any gain or profit derived from the affairs of the Association and all property and assets held by the Association shall only be used to promote the objectives of the Association as set out in clause 2 of this Constitution.
- 4.3. Members and the Committee do not have rights over the income, property and assets of the Association, therefore, the income and property and assets of the Association may not be distributed among its Members, Committee or to any other person or entity by way of profit distribution, dividend, donation or in any other way whatsoever, other than on dissolution and in accordance with the provisions of clause of this Constitution.
- 4.4. The Association shall be capable of entering into contracts and to sue or be sued in its own name and generally to do all or any of the things mentioned in or contemplated by the

provisions of this Constitution in its own name and for or on its own behalf.

- 4.5. No Member of the Association shall be liable to third parties for the debts of the Association, except arising out of the negligence or dishonest activities of the Member.
- 4.6. The Association shall have perpetual life and succession irrespective of any change in the number or identity of its Members.
- 4.7. To the extent that the Association has been approved by SARS in terms of section 30A of the Income Tax Act (Act 58 of 1962) as amended, the following special conditions apply at all times:
 - 4.7.1. The Association will have an Executive consisting of at least three persons, who are not connected persons in relation to each other, to accept the fiduciary responsibility of that entity for income tax purposes.
 - 4.7.2. The Association's activities will be carried on in a non-profit manner.
 - 4.7.3. No single person will directly or indirectly control the decision-making powers relating to the Association.
 - 4.7.4. The Association will not directly or indirectly distribute any surplus funds to any person other than as provided for in The Constitution.
 - 4.7.5. The Association will not pay to any employee, office bearer, member or other person any remuneration, as defined in the Fourth Schedule to the Income Tax Act (Act 58 of 1962) as amended, which is excessive, having regard to what is generally considered reasonable in the sector and in relation to the service rendered, nor may any remuneration be determined as a percentage of any amounts received or accrued to the Association.
- 4.8. The Association will on dissolution transfer its assets to-
 - 4.8.1. any other recreational Association which is approved by the Commissioner for SARS in terms of section 30A of the Income Tax Act;
A public benefit organisation approved in terms of section 30 of the Income Tax Act (Act 58 of 1962) as amended and which falls within the ambit of paragraph (a)(i) of the definition of "public benefit organisation";
 - 4.8.2. An institution, board or body which is exempt from tax under section 10(1)(cA)(i) of the Income Tax Act (Act 58 of 1962) as amended; or
 - 4.8.3. The government of the Republic of South Africa in the national, provincial or local sphere.
- 4.9. All members are entitled to annual or seasonal membership.
- 4.10. Members are not allowed to sell their membership rights or any entitlement.
- 4.11. The Association will submit any amendment of the Constitution to the Commissioner or SARS within 30 days of its amendment and will comply with such reporting requirements as may be determined by the Commissioner for SARS from time to time.
- 4.12.

- 4.13. The Association is not knowingly and will not knowingly become a party to, and does not knowingly and will not knowingly permit itself to be used as part of, an impermissible avoidance arrangement contemplated in Part IIA of Chapter III of the Income Tax Act (Act 58 of 1962) as amended, or a transaction, operation or scheme contemplated in section 103(5) of the Income Tax Act (Act 58 of 1962) as amended.

5. HEADQUARTERS AND VENUE FOR MEETINGS

- 5.1. The headquarters of the Association shall be at the College.
- 5.2. All Annual General and Special General Meetings of the Members will be held at the College, or such other place as the Committee may from time to time, in its discretion, deem fit.
- 5.3. Meetings of the Committee, the Trustees for the time being of the Endowment Fund, or any other sub-committee of the Association as may be formed from time to time, may be held either at the College or at such other place as the members of such meeting may agree.

6. MEMBERSHIP

- 6.1. Any Alumnus shall be entitled to be a Member of the Association on written application to the Committee and on payment of the Subscription Price.
- 6.2. The Brother Provincial and all the Brothers of the order of Marist Brothers in the world shall be members of the Association ex officio and without payment of the Subscription Price.
- 6.3. Any members of the College Management team will hold an ex-officio position on the committee and all members of the senior management team will be entitled to membership of the Association.
- 6.4. Any lay-teacher (a teacher who is neither a brother or an Alumnus of a Marist school) at a Marist Brothers College, who has been employed at such Marist Brothers College for at least 1 (one) year and remains so employed at the time of application, shall be entitled to be a Member on written application to the Committee and on payment of the Subscription Price.
- 6.5. Any parent of a current learner at the College and who is not themselves an Alumnus, shall be entitled to be an Associate Member on written application to the Committee and on payment of the Associate Member Subscription Price as determined from time to time.
- 6.6. Any Member or Associate Member who fails to pay the Subscription Price on due date thereof may at the discretion of the Committee either be suspended from membership until payment has been made or alternatively be expelled from the Association. An Associate Member shall be entitled to the full benefits of membership, but will not be entitled to be elected as Chairperson, Vice Chairperson or Treasurer of the Association and will not be entitled to vote on changes to the Constitution of the Association.

7. APPLICATION AND PAYMENT OF SUBSCRIPTION PRICE

- 7.1. Upon application to the Committee to be admitted as a Member, the Alumnus so applying shall pay the Subscription Price to the Treasurer of the Committee.
- 7.2. Upon acceptance of an Alumnus' application to be admitted as a Member and payment of the Subscription Price shall entitle the Alumnus to be a Member of the Association for 1 (one) year.
- 7.3. In order to preserve ones' membership of the Association, a Member will be required to pay to the Treasurer of the Committee an annual membership fee of an amount equal to the

Subscription Price.

- 7.4. Payment of the Subscription Price shall be made in a manner agreed to between the Alumnus applying to be admitted as a Member, and the Treasurer of the Association.
- 7.5. The Subscription Price shall be reviewed by the Committee on an annual basis and during such review the Committee shall, at its own discretion and with cognisance of the best interests of the Association determine the Subscription Price which will become effective upon the giving of notice to the Association.
- 7.6. The Subscription Price shall be payable in one lump sum within 14 (fourteen) days of the date of admission as a Member and thereafter on or before each anniversary of a Member's membership.
- 7.7. The Association shall not under any circumstances whatsoever be obliged to refund to any Member any portion of the Subscription Price paid by him to the Association.

8. THE COMMITTEE

- 8.1. Any Member shall be eligible for election to the Committee but subject to the following provisions:

8.1.1. the majority of the Committee (including the co-opted Committee Members referred to hereunder) shall be Members who have attended the College as a pupil; and

8.1.2. only a member who has attended the College as a pupil shall be eligible to be Chairperson of the Committee.

8.2. Structure

8.2.1. Association Executive Leadership

- 8.2.1.1. Subject to the provisions set out below relating to the co-opting of further members to the Committee, the Committee shall consist as a minimum, the following:

- 8.2.1.1.1. A Chairperson
- 8.2.1.1.2. A Vice Chairperson
- 8.2.1.1.3. A Secretary
- 8.2.1.1.4. A Treasury

- 8.2.1.2. In addition, the Committee may at its discretion establish the following subcommittees:

- 8.2.1.2.1. four Strategic Objectives Committees which will consist of members that shall administer the strategic objectives of the Association, and who may receive specific mandates from time to time;
- 8.2.1.2.2. the Governance, Risk and Compliance Committee; and
- 8.2.1.2.3. any other subcommittee the Association in its sole discretion deems necessary from time to time.

- 8.3. The executive leadership shall vote for one member to be seconded to the College Board as a Representative of the Association.
- 8.4. All Committee members shall be voted onto the Committee at the Annual General Meeting and in accordance with the provisions of this Constitution.

- 8.5. On the expiration of two Terms served, all Committee members shall be obliged to resign from the Committee.
- 8.6. A Committee member shall be eligible for re-election to the Committee for a maximum of two terms.
- 8.7. The Committee shall be entitled to co-opt any further members to the Committee from time to time, and as it may in its sole discretion deem appropriate.
- 8.8. Any members so co-opted shall be entitled to vote at a Committee meeting.
- 8.9. The term of a co-opted Committee member shall expire on the date that the Committee decides that his services are no longer required, or failing such decision, on the date of the Annual General Meeting next following his co-option.
- 8.10. An advisory counsel which shall consist of the Executive Head or Headmaster the College for the time being or their Nominee and the Principal of each school in the College for the time being or their Nominee as well as other Members shall be established with a mandate to advise the Association on any matters relating to the strategic objectives of the Association in relation to the College.

9. Responsibilities of the Chairperson

- 9.1. The Chairperson of the Committee shall be responsible for:
 - 9.1.1. strategic management of the affairs of the Association through the Committee;
 - 9.1.2. strategic stakeholder engagement, including to manage, encourage and strengthen the relationship between the Association, the School and the Trust; and
 - 9.1.3. reasonable assistance in an advisory capacity as and when required by the chairperson of the Board and/or the Head of the College.

10. Responsibilities of the Treasurer

- 10.1. The Treasurer of the Committee shall:
 - 10.1.1. prepare monthly financial reports [when necessary] and annual financial statements for the Association;
 - 10.1.2. to present the annual financial statements to the Members at the Annual General Meeting;
 - 10.1.3. to receive and account for all receipts and income received by the Association; and
 - 10.1.4. to ensure the timeous payment of all expenses and liabilities of the Association.

11. Responsibilities of the Secretary

- 11.1. The secretary of the Committee shall:
 - 11.1.1. record the Minutes of all meetings of the Association; and
 - 11.1.2. attend to all letters and correspondence addressed to or from the Association and to ensure the timeous compilation and dispatch of all notices and agendas referred to in this Constitution.

12. Responsibilities of Strategic Objective Members

- 12.1. The responsibilities of the Strategic Objectives Committee members shall be to:
 - 12.1.1. ensure the planning and carrying out of the Strategic Objectives of the Association; and
 - 12.1.2. liaise with the College in respect of participation in or assistance required from the Association at any function organised by the College.

13. Responsibilities of Governance, Risk and Compliance

- 13.1. The Governance, Risk and Compliance committee shall:

- 13.1.1. identify and address risks that could negatively impact the Associations ability to achieve its goals;
- 13.1.2. ensure governance requirements of the Association are met;
- 13.1.3. ensure that the Associations operations comply with legal requirement, industry and ethical standards;
- 13.1.4. oversee adherence to laws, regulations and standards; and
- 13.1.5. establish organisational objectives, formulate policies and review performance against organisational objectives.

14. Responsibilities of the Association SHC Board Representative

- 14.1. The Association's board representative shall:
 - 14.1.1. be seconded to the SHC Board as a Representative of the Association in accordance with the Marist School Precedent Constitution;
 - 14.1.2. communicate and advocate for the Association's position;
 - 14.1.3. communicate Board matters to the Association; and
 - 14.1.4. strategic stakeholder engagement, including to manage, encourage and strengthen the relationship between the Association, the School, the Board and the Trust

15. THE ADVISORY COUNCIL

- 15.1. The advisory counsel shall consist of the following strategic partners
 - 15.1.1. The Executive Head or Headmaster the College for the time being or their Nominee;
 - 15.1.2. The Principal of each school in the College for the time being or their Nominee;
 - 15.1.3. Representative from the Parents Association for each school in the College; and
 - 15.1.4. Two Grade 12 pupils (elected during Grade 11).
- 15.2. The advisory council's role shall be to:
 - 15.2.1. support the mission and vision of the Association;
 - 15.2.2. support the strategic objectives of the Association; and
 - 15.2.3. guide the Committee on all matters pertaining to the above.

16. ADMINISTRATOR(S)

- 16.1. The Committee shall have the authority to bind the Association into an employment contract with an Administrator (s) and interns. This authority will, at all times, be exercised in the best interests of the Association.
- 16.2. The terms of employment of the Administrator(s) will be more fully described in his/her contract of employment with the Association

17. THE INTERIM COMMITTEE

- 17.1. It is recorded that for purposes of the Committee's establishment and any initial actions required for purposes of administering the Committee, an interim Committee has been constituted (Interim Committee). The Interim Committee shall form the first Committee of the Association and the following individuals Dr Tshepo Moloi Mvulane, Sechaba Ramogase, Adwoa Ankoma, Alberto Pontiggia, Kamogelo Maphai, Nhlamulo Tlakula, Takalani Makhuvha, Tumi Moalusi, Lulama Dhlamini have accepted their appointment as such and undertaken to commence carrying out all the duties, functions and obligations incumbent upon them in terms

of this Constitution.

- 17.2. An Interim Committee member shall resign upon the appointment of Committee members as provided for in clause 18 of the Constitution, unless they are appointed as a Committee member in terms of such clause. Such resignation shall take effect from the date upon which a new Committee member is elected in terms of clause 18 of the Constitution.
- 17.3. An Interim Committee member shall remain in office until such time as they are unable to do so in terms of clause 18 of the Constitution or any other provision of the Constitution.

18. ANNUAL GENERAL MEETINGS OF THE ASSOCIATION

- 18.1. The Association shall hold an Annual General Meeting of the Members on a date to be determined by the Committee but not more than 15(fifteen) months shall elapse between the date of one Annual General Meeting and that of the next.
- 18.2. The inaugural meeting of the Association will be held in 2025, on a date determined by the interim Committee.
- 18.3. The Committee shall, on not less than 14 (fourteen) days prior, written notice, inform the Members of the date and time of an upcoming Annual General Meeting.
- 18.4. Not less than 10 (ten) days prior to an Annual General Meeting, the Committee shall send to the Members, in a suitable, written form, copies of the agenda, financial statements and proposed Ordinary Resolutions to be tabled at the Annual General Meeting.
- 18.5. The Chairperson of the Committee (or his designated appointee, who shall also be a member of the Committee) shall be the chairperson of the Annual General Meeting.
- 18.6. The Annual General Meeting shall be held to enable the Members to meet for the dispatch of business, to adjourn, to pass Ordinary Resolutions or Special Resolutions and to otherwise regulate the business of the Association as they deem fit.
- 18.7. Ordinary Resolutions tabled and questions arising at an Annual General Meeting shall be decided by a simple majority of votes of the Members present at the commencement of and throughout the Annual General Meeting, by show of hands.
- 18.8. While every Member shall be entitled to a single vote, in the event of an equality of votes, the Chairperson of the Committee (or his designated appointee, who shall also be a member of the Committee) shall have a casting vote.
- 18.9. The election of members of the will be conducted by Ordinary Resolution at the Annual General Meeting. Committee members voted onto the Committee at an Annual General Meeting shall hold office for no more than two Terms.
- 18.10. In order to be elected to the Committee a Member must be proposed by 2 (two) Members present at the Annual General Meeting and must indicate his acceptance of such proposal to the Committee.
- 18.11. It shall not be necessary for a member to be present at an Annual General Meeting in order to be elected to the Committee provided the provisions of clause this Constitution above are fulfilled.
- 18.12. Special Resolutions tabled and questions arising at an Annual General Meeting shall be decided by a 66% (sixty six percent) majority of votes of the Members present at the commencement of and throughout the Annual General Meeting, by show of hands. While every Member shall be entitled to a single vote, in the event of an equality of votes, the Chairperson of the Committee (or his designated appointee, who shall also be a member of the Committee) shall have a casting vote.
- 18.13. Any Member who wishes to propose a Special Resolution at an Annual General Meeting shall give full details thereof in writing to the Committee not less than 14(fourteen) days prior

to the date fixed for an Annual General Meeting. The Committee shall thereupon be obliged to give notice of such Special Resolution in terms of the provisions of this Constitution hereof, as if a Special General Meeting had been called for.

19. SPECIAL GENERAL MEETINGS

- 19.1. On either the request of the Chairperson of the Committee, or the written application to the Committee of not less than 5 (five) Members, which application shall provide the Committee with full details of the business to be discussed and any proposed special resolutions to be tabled, the Committee shall call a Special General Meeting of the Members.
- 19.2. Such special General Meeting will be held within 21 (twenty one) days of the receipt of the application.
- 19.3. The Committee shall, on not less than 7 (seven) days prior, written notice, the delivery of which notice it shall not be necessary to prove, inform the Members of the date and time of an upcoming Special General Meeting, which notice shall include a copy of the application received pursuant to clause
- 19.4. The Chairperson of the Committee shall be the chairperson of the Special General Meeting.
- 19.5. The Special General Meeting shall be held to enable the Members to consider any Special Resolutions tabled by those Members who have so called the Special General Meeting, and for no other purpose. For the sake of clarity, and without limitation, the following matters shall only be voted on and passed by way of Special Resolution:
 - 19.5.1. any matter tabled for resolution at a Special General Meeting;
 - 19.5.2. an amendment to this Constitution;
 - 19.5.3. an amendment to the Subscription Price payable by Members;
 - 19.5.4. the raising of finance by the Association under this Constitution;
 - 19.5.5. the expulsion of a Member of the Association for any reason other than the non-payment of the Subscription Price;
 - 19.5.6. any changes to the badge or blazer of the Association; or
 - 19.5.7. the expenditure of funds for any purpose not referred to in the Objects of the Association.
- 19.6. Special Resolutions tabled and questions arising at a Special General Meeting shall be decided by a 66% (sixty six percent) majority of votes of the Members present at the commencement of and throughout the Special General Meeting, by show of hands. While every Member shall be entitled to a single vote, in the event of an equality of votes, the Chairperson of the Committee (or his designated appointee, who shall also be a member of the Committee) shall have a casting vote.

20. COMMITTEE MEETINGS

- 20.1. The Committee shall meet so often as it may deem necessary and to discuss such matters and make such decisions as the members of the Committee in their sole discretion may deem fit, provided that the Committee may not vote or decide on any matter which should properly be referred to an Annual General Meeting or a Special General Meeting of the Members.
- 20.2. No Member who is not a member of the Committee shall be entitled to receive notice of any Committee Meeting.
- 20.3. Any Member who is not a member of the Committee shall be entitled to attend, but not to vote at, a meeting of the Committee.
- 20.4. Resolutions tabled and questions arising at a Committee Meeting shall be decided by a

simple majority of votes, by show of hands. While every Committee member present at Committee Meeting shall be entitled to a single vote, in the event of an equality of votes, the Chair of the Committee (or his designated appointee) shall have a casting vote.

21. QUORUM FOR MEETINGS

- 21.1. No business shall be transacted at an Annual General, Special General Meeting or Committee Meeting unless a quorum is present at the commencement of and throughout that meeting;
- 21.2. The quorum required for the Annual General Meeting shall be not less than 21 (twenty-one) Members, provided that at least (3) three Members so present shall be members of the Committee;
- 21.3. The quorum required for a Special General Meeting shall not be less than 11 (eleven) Members, provided that at least 2 (two) Members so present shall be members of the Committee;
- 21.4. The quorum required for a Committee Meeting shall not be less than 3 (three) members of the Committee.
- 21.5. If there is not a quorum at any meeting of the Association, the meeting shall immediately be adjourned to the same place and time exactly 7 (seven) days later, and with the exception of a Committee meeting, the Committee shall on not less than 1 (one) day's written notice, notify all the Members of the adjourned date and time for the meeting. On the date to which the meeting has been adjourned those members present shall be sufficient to constitute a quorum.

22. ADJOURNMENT OF MEETINGS

Any meeting of the Association may be adjourned from time to time and at any adjourned meeting any resolution of which notice has been given in accordance with the Constitution may be passed and the adjourned meeting shall have the same power as an original meeting.

23. FUNDS OF THE ASSOCIATION

- 23.1. The funds of the Association shall be administered by the Committee which shall keep proper books of account, (and for the sake of clarity, this obligation does not release the Treasurer of his responsibility to produce annual financial statements).
- 23.2. The Committee shall be empowered to utilise the funds of the Association for any of its objectives referred to in this Constitution.
- 23.3. Any Member shall be entitled to inspect the books of account of the Association during normal business hours upon 48 (forty-eight) hours written notice addressed to the Committee or at any meeting of the Association.

24. BADGE AND BLAZER OF THE ASSOCIATION

The badge and blazer of the Association shall be approved by Special Resolution of Members.

25. DISSOLUTION

- 25.1. The Association may only be dissolved by Special Resolution and in which event any assets vested in the Association after payment of all liabilities shall be donated to the College.

25.2. Within 30 (thirty) days after the dissolution of the Association those Members who were Committee Members on the date of dissolution shall furnish in writing a full liquidation and distribution account of the Association to every individual who was a member at the date of dissolution.

26. DUAL MEMBERSHIP

Nothing in this Constitution shall preclude a Member of the Association from membership of any other Old Maristonian Association or Club.

27. COPIES OF THIS CONSTITUTION

Any Member of the Association shall be entitled to obtain a copy of this Constitution upon written application to the Committee and shall be made available electronically on .

28. GENERAL

28.1. This Constitution constitutes the sole record of the voluntary Association between the Members with regard to the subject matter hereof. As of the date of execution of this Constitution, which shall be the date on which it is approved by a Special Resolution of the Members, it shall replace in their entirety, any previous versions, whether draft or final, of the Constitution of the Association, which shall no longer be of any force or effect.

28.2. No addition to, variation of, or agreed cancellation of this Constitution shall be of any force or effect unless passed by a valid Special Resolution of the Members.

THUS this CONSTITUTION has been APPROVED AND ADOPTED on behalf of THE SACRED HEART COLLEGE ALUMNI ASSOCIATION at _____ on this the _____ day of _____ 2025 at THE SACRED HEART COLLEGE ALUMNI ASSOCIATION's ANNUAL GENERAL MEETING, duly convened.