



**СПІЛКА УКРАЇНСЬКОЇ МОЛОДІ в АВСТРАЛІЇ**  
*National Executive – Крайова Управа*  
**UKRAINIAN YOUTH ASSOCIATION of AUSTRALIA**



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Обіжник ч.13-2008/2009

1го березня 2009

До: Управ осередків Спілки Української Молоді в Австралії  
ВШ Подруги й Друзі,

**ГАРТУЙСЬ!**

Справи

1. Ділимося сумною вісткою...
2. Акція Відбудуймо Австралійські Карпати...
3. Надзвичайний Крайовий Зїзд...
4. Статут СУМ Австралії...
5. Українська Школа...
6. Відбувся Плановий День КУ...
7. Світовий Злет Дружинників....
8. Пригадуємо...

1. **Ділимося сумною вісткою...** Як вже Вам відомо, над ранком у неділю 22го лютого ц.р. (за Мельборнським часом) після поважної хоч короткої недуги упокоївся в бозі сл. пам. Всеч. о. Адріян Цькуй, син д. Миколи й под. Орисі, брат всеч о. д. Симона, та д. Ніккі, шваґер под. Андрусі. Родина Цькуй активні члени нашої спілки, зокрема в осередку ім. Гет. Івана Мазепи в Мельборні, - будучи постійними учасниками таборів продовж десятиліт (вже ходять четверте покоління), та включаючись в працю осередка на різних нивах. Покійний о. Адріян, як член юнацтва та дружинником, та й вже як душпастирем перебував на таборах, та в юнацькому віку перейшов усі ступені юнацтва перед переїздом до Риму на душпастирські науки.

Крайова Управа висловлює найглибші співчуття родині Цькуй, та усім душпастирам Епархії через Преосв. Владика Кир Петра за цю передвчасну втрату доброго виховника, ревного священника і пастора, служителя Богу і України.

2. **Акція Відбудуймо Австралійські Карпати...** Цією дорогою складаємо подяку осередкам котрі позитивно відгукнулися з допомогою для осередку Мельборн з цією акцією. Осередок покликав відповідний Плянний-Проектний Комітет, який займеться справою цільовитого перегляду справ пов'язані з оселею Карпати. Речники осередка підготували виставу фото-знімок та відео, які показують знищенну оселю ітп. Заохочуємо осередків користати з нагоди та зробити показ-висвітлення – до того члени осередка та КУ, є готові зробити доповнення з відповідною інформацією для членів Вашого осередка.

3. **Надзвичайний Крайовий Зїзд...** Цією дорогою повідомляємо, що **у суботу 6го червня 2009р., в Мельборні, відбудеться Надзвичайний Крайовий Зїзд СУМ Австралії.** В прилозі включаємо Порядок Нарад зїзду та інші документи (зокрема пропонуванний статут). Рівнож в прилозі копія Правильника Крайового Зїзду, яким СУМ Австралії користувався до цього часу. Завчасом, вишлемо до Вашої уваги відповідні анкети, копію протоколу останнього зїзду, та інші документи. Про саме місце відбуття зїзду ми також вишлемо повідомлення завчасно – в цей час передбачуємо, що зїзд відбудеться в тому самому приміщенні де відбудеться Зїзд СУОА.

ім. Ген Хор. Тараса Чупринки в Сідней; ім. Гет. Івана Мазепи в Мельборні; ім. Степана Бандери в Джілонгу;  
ім. Крут в Перті; ім. Симона Петлюри в Нюкастелі; ім. Тараса Шевченка в Аделаїді;  
ім. Полк. Євгена Коновальця в Канберрі-Квінбіян; ім. Кн. Володимира Великого в Окслей.

**4. Статут СУМ Австралії...** Складаємо подяку осередкам котрі завчасно відгукнулися в справі пропонованого статуту СУМ Австралії. КУ взяла до уваги усі коментарі, і до цього знова висилаємо статут для Вашого дальшого перегляду (згідно попередню практикою та з вимогами україномовного статуту СУМ). Рівнож, пересилаємо для Вашого розгляду певні додаткові зауваги, нам передані правником, і наші погляди згідно дальших потреб по осередках. Лишаємо ці зауваги і думки англійською мовою.

Підкреслюємо факт, що перебіг статуту відзеркалює практичну діяльність нашої спілки в Австралії продовж довгих декад. Нічого в цьому статуті не змінилося до практичних засад нашої діяльності з часу заснування СУМ Австралії. Лише йдеться про те, що старання започатковано попередню КУ під головуванням д. Василя Сенька та уже вдвічі передано осередкам до розгляду (останньо ще перед ХХ-им зїздом) , - КУ старається виконати саме доручення зїзду, щоб зареєструвати СУМ Австралію. Ми віримо, що це буде можна нарешті здійснити при добрій волі усіх осередків. Але тому, що правнича порада базована чисто на легальних та законодавчих принципах і попереджень, уважається за потрібно, щоб осередки (зокрема цій котрі є самі зареєстровані) також впровадили з часом, певні зміни до своїх (державних-законодавчих) статутів, щоб звязати їх з Статутом СУМ Австралії.

Якщо у Вас будь які питання до Статуту, просимо негайно сконтактуватися з Орг. Реф-ом (д. Степан Дума) або з Ген. Секретарем (д. Ярослав Дума), щоб дальше розглянути і пояснити дані справи. По можливості, просимо це зробити до кінця місяця квітня ц.р.

**5. Українська Школа...** Українська мова та знання про свою спадщину повинно лежати кожному з українського походження на серці, як один із пріоритетів нашого буття. Тому, закликаємо усіх управ осередків чим більше заохочувати юнацтво брати активну участь в українських школах. Не лише, що в школі наші діти вивчатимуться мову, літературу, історію та географію, але в українській школі є нагода також запізнатися з молоддю ширшого суспільства та поглибити суспільно-громадську дружність в наші спільноті. В резолюціях ХХго Зїзду (до яких осередки не подали ніяких зауваг та були прийняті делеґатами зїзду) неодноразово згадується про спадковість, про мову, про інтелект наших молодих сил... таким чином, прохаємо усіх Вас зробити відповідне зусилля в часі зустрічей з Вашими членами, зокрема з юнацтвом та з їхніми батьками, щоб виголошувати користь і потребу участь юнацтва в українських суботних школах...

**6. Відбувся Плановий День КУ....** Вчора відбувся цілоденний Плановий День членів КУ, де обширно переглянено пляни праці усіх референтів, включаючи перегляд прийнятих резолюцій останнього Крайового Зїзду (листопад 2008), та стратегії попередньої Крайової Управи. В цей час КУ в стадії опрацювання Стратегічного Плянну СУМу Австралії (та бюджет КУ). Самий Стратегічний Плян маємо на увазі опублікувати для перегляду осередкам в місяці квітні ц.р. Бюджет постараємося також представити завчасно для його затвердження в часі Надзвичайного Зїзду в черві ц.р..

Інші інформації та рішення прийняті (також відбулося 2-ге Засідання Крайової Управи), вишлемо через Обіжників КУ при найближчі нагоді.

**7. Світовий Злет Дружинників....** Повідомляємо, що на цей час зголосилися 10 дружинників з Австралії на Злет Дружинників який відбудеться у Ванкувері, Канада в місяці лютому 2010 році. КУ старатиметься, щоб число квоти учасників з Австралії було піднесено, щоб уможливити участь усіх зголошених членів нашої країни. Для Вашого відома, подаємо стан зголошених а саме:

Осередок Мельборн	- 1;	Осередок Квінбїєн	- 1;
Осередок Сідней	- 4;	Осередок Джїлонґ	- 4;

Хоч реченець зголошень вже перейшов, КУ готова розглянути додаткових прохань дружинників до участі, та звернеться до Світової Управи про можливість додаткової квоти. Але, на цей час ми не зможемо ґарантувати місце. Пригадуємо, що перша вкладка (завдаток в сумі \$250) є лише не поворотним, коли даний дружинник змінить думку про участь на злеті.

ім. Ген Хор. Тараса Чупринки в Сідней; ім. Гет. Івана Мазепи в Мельборні; ім. Степана Бандери в Джїлонґу;  
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## 8. Пригадуємо

- \* Продовжується збірка на Акцію ВІДБУДУЙМО АВСТРАЛІЙСЬКІ КАРПАТИ
- \* ~~Подати думки про мережу емайл СУМнет — сум.org...~~
- \* Мати на увазі відбуття Здвигу Українців Австралії (у Мельборні в червні ц.р.)
- \* Мати на увазі, що відбудеться Надзвичайний Зїзд – бго червня ц.р.
- \* Маємо на продаж.... різні СУМівські речі...
- \* **21-12-2008** Подати контактні дані членів Вашої управи до КУ (не всі осер. ще подали дані)...
- \* **31-01-2009** Вислати звіти осередків до КУ (глянь Обіжник ч.4-2008)
- \* **31-01-2009** Дата оголошення учасників на Курс Провідництва в Перті
- \* ~~**13-02-2009** Подати зауваги до КУ до проєкту Статуту СУМ Австралії~~
- \* ~~**15-02-2009** Подати до Генерального Секретаря справи, котрі Ви бажали піднести до обговорення в часі Дня Планування Крайової Управи~~
- \* ~~**15-02-2009** Подати оголошення (із завдатком) дружинників на 8-ий Світовий Злет Дружинників (у Ванкувері, Канада)~~
- \* ~~**17-02-2009** Подати до КУ замовлення частин однострою~~
- \* ~~**21-02-2009** Подати зауваги до КУ до Резолюцій ХХго Крайового Зїзду~~
- \* **21-02-2009** Повернути Звітного Листка до КУ - для голови Світової Виховної Ради (глянь до Обіжника ч.6-2008-2009).
- \* ~~**28-02-2009** Відбувається Плановий День КУ (лише для участі членів КУ).~~
- \* **30-04-2009** До цього дня звязатися з Орг. Референтом або Ген. Секретарем про Статутіві справи.

З пошаною до Вас,  
Лишаємося з СУМівським привітом

Честь України!



Петро Дума  
Голова

Готов Боронити!



Ярослав Дума ОАМ  
Генеральний Секретар

ім. Ген Хор. Тараса Чупринки в Сіднеї; ім. Гет. Івана Мазепи в Мельборні; ім. Степана Бандери в Джілонгу;  
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**НАДЗВИЧАЙНИЙ КРАЙОВИЙ ЗІЗД СУМ АВСТРАЛІЇ**

**МЕЛЬБОРН**

**6го ЧЕРВНЯ 2009**

**ПОРЯДОК НАРАД**

08.30	Реєстрація
09.00	Відкриття
09.10	Вибір Ділової Президії та Покликання Почесної Президії
09.15	Перегляд та прийняття Протоколу XXго Зізду СУМ Австралії
09.25	Перегляд та прийняття Статуту СУМ Австралії
10.10	Перегляд та прийняття Бюджету КУ СУМ Австралії
10.30	Закриття

Лишаємося з СУМівським привітом – дано в Мельборні, дня 1го березня 2009

Честь України!

Петро Дума  
Голова

Готов Боронити!

Ярослав Дума ОАМ  
Генеральний Секретар

ім. Ген Хор. Тараса Чупринки в Сіднеї; ім. Гет. Івана Мазепи в Мельборні; ім. Степана Бандери в Джілонгу;  
ім. Крут в Перті; ім. Симона Петлюри в Ньюкастелі; ім. Тараса Шевченка в Аделаїді;  
ім. Полк. Євгена Коновальця в Канберрі-Квінбіян; ім. Кн. Володимира Великого в Окслей.

## Правильник Крайового З'їзду СУМ Австралії

**Правильник Крайового З'їзду СУМ Австралії, базований на принципах Статуту Співки Української Молоді, який затверджений Світовим Конгресом СУМ.**

**Усі принципи Статуту затримуються і лише деякі зміни зроблені, щоби ближче сходиться з прецедентами минулих Крайових З'їздах Співки Української Молоді Австралії.**

1. Участь у нарадах Крайового З'їзду з повними правами мають:
  - i. Делегати обрані Загальними Зборами Осередків у відношені один делегат на двадцять-п'ять (25) членів Співки, включно з Юнацтвом і Суменятами, за внутрішнім правильником чи статутом затверджений З'їздом у кожній країні. (При тому, кожна почата двадцять-п'ятка (25-ка) має право на одного делегата).  
У випадку, що Загальні Збори осередка передали уповноваження дані управі вибрати таких делегатів, то делегатські права матимуть лише члени уповноважені управою осередка.
  - ii. Члени Крайової Управи, Крайової Контрольної Комісії, Крайового Товариського Суду, І Голова Виховної Ради.
  - iii. Голови Управ осередків;

*[Повища точка базується на Пар. 14 із Статуту Співки Української Молоді, та із історичними прецедентами Крайових З'їздів в Австралії, на яких кожночасно користувалося з сумою делегат на один на 25 членів осередка].*

2. Управнені до участі в нарадах Крайового З'їзду беруть участь безпосередньо або посередньо.

*[Глянь до Пар. 15 із Статуту СУМ].*

3. У випадку посередньої участі делегати дотичних осередків, в порозумінні зі своїми Управами, передають на письмі свої права делегатів тим членам свого осередка, які мають змогу безпосередньої участі в нарадах Крайового З'їзду згідно із зобов'язуючим статутом чи правильником даної країни.  
У випадку коли з осередка немає делегата який братимуть безпосередньої участі делегати дотичних осередків, в порозумінні зі своїми Управами, передають на письмі свої права делегатів тим членам Співки із інших осередків, які мають змогу безпосередньої участі в нарадах Крайового З'їзду згідно із зобов'язуючим статутом чи правильником даної країни.  
Жодний делегат не може мати більше як один мандат окрім свого.

*[Глянь до Пар. 16 із Статуту СУМ].*

4. Крайовий З'їзд є правосильний при присутності половини всіх уповноважених делегатів.

*[Глянь до Пар. 18 із Статуту СУМ].*

5. Крайовий З'їзд виносить постанову звичайною більшістю голосів у всіх справах, за виїмком: розв'язання Спілки Української Молоді на даному терені, ліквідації її майна, змін правильника організаційної побудови, статуту та виключення членів. Винесення рішення у цих останніх справах вимагає більшості 2/3 голосів присутніх делегатів.

*[Глянь до Пар. 19 із Статуту СУМ].*

6. До компетенції Крайового З'їзду належить:
- i. схвалення змін крайового статуту та правильників;
  - ii. Ухвалення напрямних діяльності в рамках програми та правильника організаційної побудови;
  - iii. Винесення рішень про розв'язання Спілки і ліквідації її майна частково, або на терені цілої країни;
  - iv. Вислухання звітів крайових органів та уділення абсолюторії уступаючій Крайовій Управі;
  - v. Вибір Крайової Управи, Крайової Контрольної Комісії, Крайового Товариського Суду, і Голови Виховної Ради;
  - vi. Вибір делегатів на Конгрес Спілки Української Молоді усіх країн у відношені 1 делегат на 100 усіх членів включно з Юнацтвом і Суменнятами, при чому остання 50-ка має право на одного делегата;
  - vii. Розглянення відкликів виключених чи завішених Крайовою Управою членів;
  - viii. Устійнення висоти членських внесків та затвердження бюджету на біжучу каденцію;
  - ix. Іменування почесних членів СУМ на внесок Крайової Управи.

*[Глянь до Пар. 20 із Статуту СУМ].*

**Спілка Української Молоді  
в Австралії**

**Ukrainian Youth Association  
of Australia**



**СТАТУТ  
CONSTITUTION**

**CONSTITUTION  
OF THE  
UKRAINIAN YOUTH ASSOCIATION OF AUSTRALIA**

Adopted by the XX National Conference  
DD MMMM 200Y  
Melbourne, Victoria.

I, NNNNNN NNNNNNN, PRESIDENT OF THE  
NATIONAL EXECUTVE OF THE UKRAINIAN YOUTH  
ASSOCIATION OF AUSTRALIA CERTIFY THAT THIS  
IS A TRUE COPY OF THE CONSTITUTION OF THE  
UKRAINIAN YOUTH ASSOCIATION OF AUSTRALIA  
ADOPTED BY THE XX TRIENNIAL CONFERENCE  
HELD ON DD MMMM 200Y IN PLACE.

signed:

date:



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## **LONG TITLE**

A constitution relating generally to the conduct of the affairs of the UKRAINIAN YOUTH ASSOCIATION OF AUSTRALIA (the “Association”).

## **GLOSSARY OF TERMS**

BRANCH	Oseredok
BY-LAWS	Pravylnyky
RULES / REGULATIONS	Pravyla
MEMBER	Tchlen = Seniors or Druzhynnyky
HONORARY MEMBERS	Potchesnyj Tchlen
TRIENNIAL GENERAL MEETING	Zyizd
SPECIAL GENERAL MEETING	Nadzvyhajnyj Zyizd
NATIONAL EXECUTIVE	Krayova Uprava
NATIONAL EDUCATION COUNCIL	Krayova Vychovna Rada
NATIONAL AUDIT COMMITTEE	Krayova Kontrolna Komisia
NATIONAL GRIEVANCES COMMITTEE	Krayovyj Tovaryskyj Sud
UYA	Ukrainian Youth Association (International Parent Body)
UYAA	Ukrainian Youth Association of Australia

## DEFINITIONS

1. In the following clauses unless there be something in the subject or context inconsistent therewith, the following words and expressions shall have the several meanings hereby assigned to them, that is to say:
  - i). AUSTRALIA shall mean Australia and its Territories;
  - ii). THE NATIONAL EXECUTIVE shall mean the ruling body of the UYAA, elected by the conference for a period of three years;
  - iii). MEMBER shall mean a member of a branch of the UYAA;
  - iv). BRANCH shall mean a recognised branch of the UYAA which operates in Australia and is appropriately constituted under this constitution or has been recognised by a Conference of the UYAA as an appropriately operating Branch under the rules, guidelines and operating procedures of the UYA;
  - v). EXECUTIVE/COMMITTEE shall mean the ruling body of a Branch of the UYAA as elected at its General Meeting;
  - vi). GENERAL MEETING in relation to a Branch of the UYAA shall mean an ordinary annual, biennial, or an extraordinary meeting of the members of a branch of the UYAA as may be required by the rules or constitution of the Branch of the UYAA;
  - vii). STATEMENT OF PURPOSE shall mean a statement of details of the aims for the attainment of which the UYAA has been established and the principal instructions concerning the use of the UYAA assets, financial liabilities of members and the distribution of the UYAA assets in the even of its liquidation;
  - viii). CLAUSES shall mean the clauses of this constitution with amendments which may be introduced therein from time to time;
  - ix). UKRAINIAN shall mean a person who is conscious of his Ukrainian roots and his Ukrainian extraction and who acknowledges the right of the Ukrainian peoples to an Independent Ukrainian State;
  - x). UKRAINIAN COMMUNITY shall mean a community of persons, which includes Ukrainians as well as persons who are spiritually related with the persons who are conscious that they belong within the sphere of the Ukrainian spiritual heritage;
  - xi). COMMUNITY shall mean the Ukrainian Community in Australia;
  - xii). STATE shall mean any state of Australia, including the Australian Capital Territory and the Northern Territory;
  - xiii). ORGANISATION shall mean Ukrainian community, church or any other organisation which has been established to promote its legitimate aims amongst the Ukrainian community;
  - xiv). SPECIAL RESOLUTION shall mean a resolution which requires for its approval at least three-quarter majority of the members present at the meeting and entitled to a vote;
  - xv). UYA shall mean the Ukrainian Youth Association – which is the international parent body of the UYAA;
  - xvi). the singular shall include the plural and the plural shall include the singular; the masculine shall include the feminine; and the word “person” shall include bodies corporate, corporations, companies, partnerships, syndicates, trusts and any number or aggregate of persons;
  - xvii). Authorised Deposit-taking Institution (ADI) shall be a corporation as authorised under the Banking Act 1959.

## STATEMENT OF PURPOSE

2. The objectives of the Association are:

- (1) To promote the education of Ukrainians in Australia and of descendants in Australia of persons some of whom are or were Ukrainians and thereby to encourage their good mental health, cultural and moral development and improvement, and their instruction in the principles of good citizenship.
- (2) To promote and encourage the practice of the Christian religion.
- (3) To promote and encourage democratic government and institutions.
- (4) To advance public education and other charitable purposes beneficial to the community in furtherance of any great cause being a charity which shall in the opinion of the Association be worthy of its support and aid.
- (5) For the furtherance of the abovementioned objects to exercise the following powers:-
  - (a) To establish maintain and conduct or to assist in or contribute towards the establishment maintenance and conduct of classes lectures conferences and public meetings in either the English or Ukrainian languages to instruct members of the Association and their friends in both Australian and Ukrainian national cultures philosophies literatures and other fine arts liberal arts sciences and useful arts and the history of and all learning about all such things.
  - (b) To present or to assist in or contribute towards the presentation of exhibitions of works of art.
  - (c) To present or to assist in or contribute towards the presentation of plays operas ballets folk dances concerts and other theatrical entertainments.
  - (d) To establish maintain and conduct a library for the use of members of the Association.
  - (e) To promote and encourage all athletic sports and pastimes to ensure the healthy physical development of members of the Association and their friends.
  - (f) To publish and distribute or to assist in or contribute towards the publication and distribution of books magazines periodicals newspapers pamphlets and leaflets.
  - (g) To subscribe to become a member of or co-operate with any corporation company club association or organisation whose objects are altogether or in part similar to those of the Association provided that the Association shall not subscribe to or support with its funds any corporation company, club, association or organisation which does not prohibit the distribution of its property and income among its members to an extent at least as great as that imposed on the Association under or by virtue of sub-clause 6 of this Statement of Purpose.
  - (h) To appoint employ remove or suspend such managers secretaries clerks and other persons as may be necessary convenient or desirable for the purposes of the Association.
  - (i) To acquire by purchase lease exchange hire or otherwise any real and personal property or any interest therein in Australia.

- (j) To construct improve maintain develop work manage carry out or control any buildings works and conveniences and to contribute to subsidise or otherwise assist or take part in the construction improvement maintenance development working management carrying out or control thereof.
- (k) To manage land buildings and other property whether belonging to the Association or not and to collect rents and income and to supply to tenants and occupiers and others all usual conveniences.
- (l) To acquire hold deal in or dispose of shares stocks rights to new issues debentures debenture stock bonds obligations and securities issued or guaranteed, by any company and debentures debenture stock bonds obligations and securities issued or guaranteed by any government commissioners public body or authority supreme municipal local or otherwise.
- (m) To acquire any such shares stocks rights to new issues debentures debenture stock bonds obligations or securities by original subscription tender purchase exchange or otherwise either for cash or for a consideration other than cash and to subscribe for the same either conditionally or otherwise and to guarantee the subscription thereof and to exercise and enforce all rights and powers conferred by or incident to the ownership thereof.
- (n) To lend and advance money or give credit to any person or company to guarantee and give guarantees and or indemnities for the payment of money or the performance of contracts or obligations by any person or company to secure or undertake in any way the repayment of moneys lent or advanced to or the liabilities incurred by any person or company and otherwise to assist any person or company.
- (o) To purchase or otherwise acquire take hold own sell transfer mortgage pledge or otherwise dispose of or deal in as principal agent or otherwise bills of sale mortgages and other securities debentures debenture stock bonds obligations and other choses-in-action and while holder thereof to exercise all the rights and privileges and to carry on and transact every kind of guarantee and indemnity business.
- (p) To apply for purchase or otherwise acquire any patents patent rights copyrights trade marks formulas licences concessions and the like and to use exercise develop or grant licences in respect of or otherwise turn to account the property rights or information so acquired.
- (q) To invest and deal with the moneys of the Association in such manner as may from time to time be determined.
- (r) To borrow or raise or secure the payment of money in such manner as the Association may think fit and to secure the same or the repayment or performance of any debt liability contract guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures perpetual or otherwise charged upon all or any of the Association's property (both present and future) and to purchase redeem or pay off any such securities.
- (s) To draw make accept endorse discount execute and issue promissory notes bills of exchange bills of lading and other negotiable or transferable instruments.
- (t) To sell improve manage develop exchange lease dispose of turn to account or otherwise deal with all or any part of the property and rights of the Association.

- (u) To take or hold mortgages liens and charges to secure payment of the purchase price or any unpaid balance of the purchase price of any part of the property of the Association sold by the Association or any money due to the Association from purchasers and others.
- (v) To take any gift of property whether subject to any special trust or not for any one or more of the objects of the Association provided that if the Association takes any gift of property subject to any trust then the Association shall only deal with the same in such manner as is allowed by law having regard to such trust.
- (w) To undertake and execute any trusts and also to undertake the office of executor administrator trustee agent attorney and any other offices or situations of trust or confidence and to perform and discharge the duties and functions incident thereto and generally to transact all kinds of trust and agency business.
- (x) To appoint from among the officers of the Association nominees or syndics to act on behalf of the Association for the purpose of applying for grants of letters of administration cum testamento annexo in all cases where the Association is appointed executor under any will or testamentary document either solely or jointly with others.
- (y) To take such steps as may from time to time be deemed expedient for making known the objects of the Association and obtaining contributions to its funds.
- (z) To enter into any arrangements with any government or authority supreme municipal local or otherwise that may seem conducive to the Association's objects or any of them and to obtain from any such governments or authority any rights privileges and concessions which the Association may think it desirable to obtain and to carry out exercise and comply with any such arrangements rights privileges and concessions.
- (aa) To apply for secure acquire by grant legislative enactment assignment transfer purchase or otherwise any charter licence power authority franchise concession right or privilege which any government or authority or any corporation or other public body may be empowered to grant and to pay for aid in and contribute towards carrying the same into effect.
- (bb) To apply for promote and obtain any statute order regulation or other authorisation or enactment which may seem calculated directly or indirectly to benefit the Association and to oppose any bills proceedings or applications which may seem calculated directly or indirectly to prejudice the Association's interests.
- (cc) To procure the Association to be registered or recognised in any country or place.
- (dd) To establish and support or aid in the establishment and support of the association's institutions funds trusts and conveniences calculated to benefit employees or past employees of the Association or the dependants or connections of any such persons and to grant pensions and allowances and to make payments towards insurance and to subscribe or guarantee money for charitable objects.
- (ee) To do all such things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association.

- (6) The income profits and property of the Association whencesoever derived shall be applied solely towards the promotion of the objects of the Association as set forth in this Statement of Purpose of the Association, and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit to the persons who at any time are or have been members of the Association, or to any of them, or to any person claiming through any of them. Provided that nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any officers or servants of the Association, or to any member thereof, or other person in return for any services actually rendered to the Association nor prevent the payment of interest at a rate not exceeding interest at the rate for the time being charged by an Authorised Deposit-taking Institution (ADI) wherein the Association maintains its accounts, for overdrawn accounts on money lent, or reasonable and proper rent for premises demised or let by any member to the Association; but so that no member of the National Executive of the Association shall be appointed to any salaried office of the Association, or any office of the Association paid by fees and that no remuneration or other benefit in money or money's worth shall be given by the Association to any member of the National Executive of the Association except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to the Association. Provided that the provision last aforesaid shall not apply to any payment to any company of which a member of the National Executive of the Association may be a member and in which such member of the National Executive shall not hold more than one-hundredth part of the capital and such member shall not be bound to account for any share of profits he may receive in respect of such payment.

It is hereby declared that in the interpretation of this clause the meaning of any of the UYAA's objects shall not be restricted by reference to any other object or by the juxtaposition of two or more objects and that in the event of any ambiguity this clause shall be construed in such a way as to widen and not to restrict the powers of the UYAA.

- (7) The provisions of sub-clause (6) continue to apply to members of the Branch Executive/Committee, as the case may be, and are not limited to members of the National Executive.

## **CORPORATE SEAL**

3. The seal, an impression of which is stamped in the margin hereof shall be the seal of the Association.



## **HEAD OFFICE**

4. The head office of the Association shall be situated in a place as nominated by the National Executive of the Association from time to time.

## **BRANCHES**

5. The Association shall be organised locally through branches, the branch rules to be subject to the approval of the National Executive of the Association, which may accredit branches and remove such accreditation from time to time.

## **MEMBERSHIP**

6. Membership in the Association shall be open to those who are interested in furthering the objectives of the Association.
7. Every person who becomes a member of the Association (other than an honorary member) shall join through an accredited branch and shall become a member of that branch as well as of the Association.
8.
  - A. Every person elected to membership shall be deemed to agree to pay in respect of his membership all prescribed amounts, whether annual or otherwise, and to adhere to the statement of purpose of the Association, and to be bound by this constitution and the Association's By-laws from time to time in force.
  - B. Subject to this constitution, qualifications for membership and the procedures for becoming a member, including membership fee requirements, may be established by rules adopted by the National Executive from time to time.
9. The interest of a member of the Association is not transferable and ceases to exist upon death or when the period of his membership expires or when he ceases to be a member by resignation or otherwise in accordance with the membership rules established by the National Executive of the Association from time to time;
10.
  1. The Association may, upon the recommendation of the National Executive, by resolution passed at a general meeting, elect honorary members of the Association. Honorary members need not pay any membership fees but shall enjoy all the rights and privileges of membership in the Association.
  2. Any members elected as an honorary member of the Association by a resolution pursuant to clause 10.1, shall be exempt from fees payable to the UYAA, but will be subject to any fees that may be applicable at a Branch unless otherwise stipulated by that Branch.



## NATIONAL EXECUTIVE

11. The affairs of the Association shall be managed by a committee, consisting of such number of members as shall be determined by ordinary resolution passed at a general meeting of the Association from time to time being not less than seven nor more than twenty-one, which shall be called the National Executive, the members of which may exercise all such powers and do all such acts and things as may be exercised or done by the Association that are not by this constitution or by law expressly directed or required to be done in some other manner.
12. Every member of the National Executive shall be eighteen or more years of age and shall be a member in good standing of the Association.
13. The term of office of the members of the National Executive (subject to the provisions, if any, of the letters patent and any supplementary letters patent of the Association and of the by-laws) shall be from the date of the Triennial General Meeting at which they are elected or appointed until the Triennial General Meeting next following or until their successors are elected or appointed. So long as there are seven members of the National Executive in office, any vacancy occurring in the National Executive may be filled for the remainder of the term by the members of the National Executive then in office, if they shall see fit to do so; otherwise such vacancy shall be filled at the next Triennial General Meeting at which the members for the ensuing three years are elected, but if there are not seven members in office for a period exceeding three months, the remaining members of the National Executive shall forthwith call a general meeting to fill the vacancy, and, in default or if there are no members of the National Executive then in office, the meeting may be called by any member.
14. The office of a member of the National Executive shall ipso facto be vacated;
  - (a) if he ceases to be a member of the Association; or
  - (b) if he becomes bankrupt or suspends payment of his debts generally or compounds with his creditors or makes an authorized assignment or is declared insolvent; or
  - (c) if he is found to be a mentally incompetent person or becomes of unsound mind; or
  - (d) if by notice in writing to the Association he resigns his office. Any such resignation shall be effective at the time it is received by the Association or at the time specified in the notice, whichever is later.
15. The members of the National Executive shall be elected at each Triennial General Meeting, for a term of three years, on a show of hands unless a poll is demanded and if a poll is demanded such election shall be by ballot. All the incumbent members of the National Executive shall retire at the Triennial General Meeting at which the election of members of the National Executive is to take place but, subject to the provisions of this constitution, shall be eligible for re-election; provided always that a member of the National Executive may be removed, before the expiration of his term of office, by resolution passed by at least two-thirds of the votes cast at a general meeting of the Association of which notice specifying the intention to pass such resolution has been given, and such meeting may, by a majority of the votes cast at the meeting, elect any person in his stead for the remainder of his term as a member of the National Executive and elect any person in his stead for the remainder of his term as an officer of the Association if such member of the National Executive was the President, a Vice-President, or the National Educational Council Director of the Association.

## **COMMITTEES OF THE NATIONAL EXECUTIVE**

16. The members of the National Executive may appoint ad hoc and standing committees, the members of which need not be members of the National Executive, and may delegate to such committees any of the powers of the members of the National Executive. Any committee so appointed may, subject to the resolutions of the National Executive and the By-laws of the Association, meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit. The members of any such committee shall serve without remuneration except as provided for pursuant to paragraph 44 (g), provided that such a member may be paid reasonable expenses incurred by him in the performance of his duties as a committee member. A member of any committee appointed by the National Executive may be removed by resolution of the National Executive.

## **MEETINGS OF NATIONAL EXECUTIVE**

17. Meetings of the National Executive and of committees of the National Executive (if any) may be held at any place within or outside Australia.
18.
  1. A meeting of the National Executive may be convened by the President, the Vice-President or any two members of the National Executive at any time and the Secretary, when directed or authorized by any of such officers or any two members of the National Executive, shall convene a meeting of members. Notice of any such meeting shall be given in the manner specified in paragraph 56 of this constitution or by telephone not less than three days before the meeting is to take place; provided that if notice is sent by mail it shall be sent at least ten days prior to the meeting and provided always that a member of the National Executive may in any manner and at any time waive notice of a meeting of the National Executive and attendance of a member at a meeting of the National Executive shall constitute a waiver of notice of the meeting except where a member attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
  2. If the first meeting of the National Executive following the election of members of the National Executive by the Triennial General Meeting is held immediately thereafter, then for such meeting or for a meeting of the National Executive at which a member of the National Executive is appointed to fill a vacancy in the National Executive, no notice shall be necessary to the newly elected or appointed members or member of the National Executive in order to legally constitute the meeting, provided that a quorum of the National Executive is present.
  3. The accidental omission to give notice of any meeting of the National Executive to, and the non-receipt of any notice by, any person shall not invalidate any resolution passed or any proceeding taken at such meeting.
19. Any meeting of the National Executive may be adjourned from time to time by the chairman of the meeting, with the consent of the meeting, to a fixed time and place. Notice of any adjourned meeting of the National Executive is not required to be given if the time and place of the adjourned meeting is announced at the original meeting. Any adjourned meeting shall be duly constituted if held in accordance with the terms of the adjournment and a quorum is present thereat. The members of the National Executive who formed a quorum at the original meeting are not required to form the quorum at the adjourned meeting. If there is no quorum present at the adjourned meeting, the original meeting shall be deemed to have terminated forthwith after its adjournment. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.
20. The National Executive may appoint a day or days in any month or months for regular meetings of the National Executive at a place or hour to be named by the National Executive and a copy of any

resolution of the National Executive fixing the place and time of regular meetings of the National Executive shall be sent to each member of the National Executive forthwith after being passed, but no other notice shall be required for any such regular meetings.

21. A majority of the members of the National Executive shall form a quorum for the transaction of business and notwithstanding any vacancy in the National Executive, a quorum of members may exercise all the powers of the National Executive.
22. Questions arising at any meeting of the National Executive shall be decided by a majority of votes. In case of an equality of votes the chairman of the meeting in addition to his original vote shall have a second or casting vote.

#### **REMUNERATION OF MEMBERS OF NATIONAL EXECUTIVE**

23. The members of the National Executive shall serve without remuneration except as otherwise provided by resolution passed at a Triennial General Meeting in accordance with paragraph 44 (g), provided that such a member may be paid reasonable expenses incurred by him in the performance of his duties.

#### **SUBMISSION OF CONTRACTS OR TRANSACTIONS TO MEMBERS FOR APPROVAL**

24. The National Executive in its discretion may submit any contract, act or transaction or contract with the Association for approval or ratification at any annual meeting of the Association or at any general meeting of the Association called for the purpose of considering the same and any such contract, act or transaction that shall be approved or ratified or confirmed by a resolution passed by a majority of the votes cast at any such meeting (unless any different or additional requirement is imposed by the Association's letters patent or supplementary letters patent or any other By-law) shall be as valid and as binding upon the Association and upon all the members as though it had been approved, ratified or confirmed by every member of the Association.

#### **FOR THE PROTECTION OF MEMBERS OF THE NATIONAL EXECUTIVE**

25. No member of the National Executive or officer for the time being of the Association shall be liable for the acts, receipts, neglects or defaults of any other member of the National Executive or officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Association through the insufficiency or deficiency of title to any property acquired by the Association or for or on behalf of the Association or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the Association shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or corporation including any person, firm or corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any moneys, securities or other assets belonging to the Association or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his respective office or trust or in relation thereto unless the same shall happen by or through his own wilful neglect or default. The members of the National Executive for the time being of the Association shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of the Association, except such as shall have been submitted to and authorized or approved by the National Executive. If any member of the National Executive or officer of the Association shall be employed by or shall perform services for the Association otherwise than as a member of the National Executive or officer or shall be a member of a firm or a shareholder, director or officer of a company which is employed by or performs services for the Association, the fact of his being a member of the National Executive or officer of the Association shall not disentitle such member or officer or such firm or company, as the case may be, from receiving proper remuneration for such services.

#### **INDEMNITIES TO MEMBERS OF THE NATIONAL EXECUTIVE**

26. Every member of the National Executive or officer of the Association or other person who has undertaken or is about to undertake any liability on behalf of the Association or any corporation or

company controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Association, from and against,

- (a) all costs, charges and expenses whatsoever which such member of the National Executive, officer or other person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him, in or about the execution of the duties of his office or in respect of any such liability; and
- (b) all other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his own wilful neglect or default.

## **OFFICERS**

- 27. 1. The President, Vice-President (s) and Educational Council Director shall be elected at each Triennial General Meeting of the Association and the National Executive may annually or more often as may be required appoint a Secretary and a Treasurer.
  - 2. Notwithstanding the foregoing, each incumbent officer shall continue in office until the earlier of:
    - i). his resignation,
    - ii). the election or appointment of his successor,
    - iii). his ceasing to be a member in good standing of the Association or to be a member of the National Executive,
    - iv). the next Triennial General Meeting, in the case of the President, the Vice-President (s), and the National Educational Council Director, and
    - v). the meeting following the Triennial General Meeting at which the National Executive appoints the other officers of the Association, in the case of the other officers.
  - 3. All of the foregoing officers of the Association shall be members of the National Executive. Two or more of the aforesaid offices may be held by the same person. In case and whenever the same person holds the offices of Secretary and Treasurer he may but need not be known as the Secretary-Treasurer. The National Executive may from time to time appoint such other officers and agents as it shall deem necessary who shall have such authority and shall perform such duties as may from time to time be prescribed by the National Executive.
- 28. A. All officers other than the President, Vice-President (s) and the National Educational Council Director shall be subject to removal by resolution of the National Executive at any time, with cause. The President, any Vice-President and the National Educational Council Director may be removed from office by a resolution passed at a general meeting of the Association.
  - B. The remuneration of all officers appointed by the National Executive who are not members of the National Executive shall be determined from time to time by resolution of the National Executive. The fact that any officer or employee is a member of the Association or of the National Executive shall not disqualify him from receiving such remuneration as an officer or employee as may be determined. An officer who is a member of the National Executive shall not be remunerated, other than by way of expenses incurred by him in the performance of his duties, except in accordance with a resolution passed pursuant to paragraph 44 (g).
- 29. All officers shall sign such contracts, documents or instruments in writing as require their respective signatures and shall respectively have and perform all powers and duties incident to their respective offices and such other powers and duties respectively as may from time to time be

assigned to them by the National Executive.

30. In cases of the absence or inability to act of any officer of the Association or for any other reason that the National Executive may deem sufficient, the National Executive may delegate all or any of the powers of any such officer to any other officer or to any member of the National Executive for the time being.
31. The President shall be the Public Officer of the Association.
32. The Vice-President or, if more than one, the Vice-Presidents, in order of seniority, shall be vested with all the powers and shall perform all the duties of the President in the absence or inability to act of the President.
33. (1) The Secretary shall give or cause to be given notices for all meetings of the National Executive and of members of the Association when directed to do so and shall have care and custody of the minute books and corporate seal of the Association, the books of the Association and of the following documents and registers.
  - i). a copy of the letters patent, all by-laws of the Association and any supplementary letters patent issued to the Association and a copy of the memorandum of agreement of the Association, if any;
  - ii). the names, addresses and callings of all persons who are or have been members of the National Executive of the Association, with the several dates at which each became or ceased to be such member of the National Executive;
- (2) The book or books of the Association shall be kept at the head office of the Association .
34. Subject to the provisions of any resolution of the National Executive, the Treasurer shall have the care and custody of all the funds and securities of the Association and shall deposit the same in the name of the Association in such bank or banks or with such depository or depositories as the National Executive may direct. He shall keep or cause to be kept the requisite books of account and accounting records. He may be required to give such bond for the faithful performance of his duties as the National Executive in its discretion may require but no member of the National Executive shall be liable for failure to require any bond or for the insufficiency of any bond or for any loss by reason of the failure of the Association to receive any indemnity thereby provided.
35. The National Educational Council Director shall be responsible for the educational curriculum within the Association ensuring its accordance with the objectives of the Association.
36. The National Executive may from time to time appoint an Executive Director and may delegate to him full power to manage and direct the business and affairs of the Association (except such matters and duties as by law must be transacted or performed by the National Executive and/or by the members) and to employ and discharge agents and employees of the Association or may delegate to him any less authority. An Executive Director shall conform to all lawful orders given to him by the National Executive and shall at all reasonable times give any of its members all information they may require regarding the affairs of the Association.
37. If the office of any officer of the Association shall be or become vacant by reason of death, resignation, disqualification or otherwise, the National Executive by resolution may appoint a person to fill such vacancy unless, in the case of the President, Vice-President or the National Educational Council Director, such vacancy has been filled by resolution of the members passed at a general meeting of the Association.

## **COMMITTEES OF THE ASSOCIATION**

38. 1. The National Audit Committee shall consist of:
  - (a). a chairman,

- (b). two members, and
  - (c). one substitute.
2. The National Audit Committee shall have the power to:
- (a). inspect all the activities and finances of the National Executive and its committees at least once each year; and
  - (b). report to any general meeting of the Association the results of the inspection and propose either rejection or acceptance of the work of the National Executive; and
  - (c). in case of special need, convene a general meeting of the Association.
3. The National Audit Committee shall act in accordance with any regulations governing its activities that may have to be adopted by resolution passed at a general meeting of the Association.
4. Members of the National Audit Committee may be removed, before the expiration of their term of office, by resolution passed by at least two-thirds of the votes cast at a general meeting of the Association of which notice specifying the intention to pass such resolution has been given, and such meeting may, by a majority of the votes cast at the meeting, elect any person in his stead for the remainder of his term as a member of the National Audit Committee.
39. 1. The National Grievances Committee shall consist of:
- (a). a chairman,
  - (b). two members, and
  - (c). one substitute.
2. The National Grievances Committee shall have the power to:
- (a). settle disputes between the National Executive and branches;
  - (b). settle disputes between branches;
  - (c). hear appeals from the decisions of General Meetings of branches.
3. The National Grievances Committee shall act in accordance with any regulations governing its activities that may have to be adopted by resolution passed at a general meeting of the Association. Members of the National Grievances Committee may be removed, before the expiration of their term of office, by resolution passed by at least two-thirds of the votes cast at a general meeting of the Association of which notice specifying the intention to pass such resolution has been given, and such meeting may, by a majority of the votes cast at the meeting, elect any person in his stead for the remainder of his term as a member of the National Grievances Committee.
40. Each of the National Audit Committee and the National Grievances Committee may, subject to any applicable regulations adopted by resolution passed at a general meeting of the Association, meet for the transaction of business, adjourn and otherwise regulate its meetings (as it sees fit). The members of each such committee shall serve without remuneration except that such a member may be paid reasonable expenses incurred by him in the performance of his duties as a committee member.

## **ASSOCIATION MEETINGS**

41. The annual general meeting of the Association shall be held on such day in each year and at such time and at such place within Australia as the National Executive may by

resolution determine.

An annual meeting shall be held at some date not later than eighteen months after the creation of the UYAA and subsequently once at least in every calendar year and not more than fifteen months after the holding of the last preceding annual meeting.

42. Other general meetings of the Association may be convened by the Secretary upon the direction of the President or a Vice-President or any two members of the National Executive. The National Executive shall call a special general meeting on the written requisition of voting representatives, representing not less than fifty percent of the voting rights exercisable at the meeting, or on the direction of the National Audit Committee given in accordance with paragraph 38.
43. The Association shall hold a special general meeting (herein called a “Triennial General Meeting”) every three years on such day and at such time and at such place within Australia as the National Executive may by resolution determine, which meeting shall incorporate the business of the annual meeting for that year. The time between Triennial General Meetings shall not be more than forty months.
44. The business of the Triennial General Meeting shall consist of the annual meeting business for that year and the following additional items of business:
  - (a). the election of the Chairman and Secretary of the meeting;
  - (b). consideration of the report of the National Executive;
  - (c). the election of members of the National Executive;
  - (d). the election of the President, the Vice-President (s) and the National Educational Council Director of the Association;
  - (e). consideration of the reports of the National Audit Committee and National Grievances Committee;
  - (f). the election of members of the National Audit Committee and the National Grievances Committee;
  - (g). the remuneration of any of the members of the National Executive, not exceeding four in number, other than by way of payment for expenses incurred in the performance of their respective duties;
  - (h). the election of honorary members;
  - (i). the adoption of a budget;
  - (j). consideration of any rules and regulations prescribed by the National Executive with a view to deciding whether to confirm them in accordance with paragraph 65; and
  - (k). the transaction of such other business as may properly be brought before the meeting.

45. The business of an annual general meeting other than the Triennial General Meeting shall consist of the annual meeting business for that year and the following additional items of business:
- (a). the election of the Chairman and Secretary of the meeting;
  - (b). consideration of the report of the National Executive;
  - (c). consideration of the reports of the National Audit Committee and the National Grievances Committee;
  - (d). consideration of any rules and regulations prescribed by the National Executive with a view to deciding whether to confirm them in accordance with paragraph 65; and
  - (e). the transaction of such other business as may properly be brought before the meeting.

46. In accordance with any applicable branch rules, each accredited branch of the Association shall elect by majority vote at a duly called General Meeting of its members, a voting representative or representatives, to attend and/or vote at general meetings of the Association, on the basis of one representative for every twenty persons (and for one fraction thereof in excess of an even multiple of twenty) who are members of the branch (and of the Association) in good standing. Only such members in good standing shall be entitled:

- i). to vote in the election or removal of voting representatives;
- ii). to serve as a voting representative of the branch;
- iii). to attend general meetings of the Association; or
- iv). to serve on any standing committee of the Association.

Voting representatives shall be elected in advance of each General Meeting and shall hold office until they become disqualified, are removed, their term of office expires or their successors are elected. An accredited branch may remove or replace any of its voting representatives at any time during their term of office by a majority vote at a duly called meeting of its members.

The number of voting representatives of each branch is determined on the basis of an updated membership list submitted to the National Executive not less than five days before a general meeting and in case of a Triennial General Meeting not less than thirty days before the date of the meeting.

The following members of the Association shall also have the status of voting representatives at any general meeting of the Association:

- i). members of the National Executive, National Audit Committee and National Grievances Committee, and
- ii). the presidents of each accredited branch of the Association.

At least forty-eight hours prior to the commencement of each general meeting of the Association, each branch shall submit in writing to the Secretary of the Association the names and addresses of each of its voting representatives of such meeting.



47. Written notice of every general meeting of the Association shall be given not less than twenty-one days, and in the case of Triennial General Meetings, not less than ninety days, before the date of the meeting, to each member of the Association (other than an honorary member) through the accredited branch to which the member belongs. Notice of any general meeting where special business (including, without limitation, amendments to letters patent, By-laws and dissolution of the Association) will be transacted shall contain sufficient information to permit a reasoned judgement to be formed on the decision or decisions to be taken in respect of the special business. Notice of each general meeting shall contain a remainder that any voting representative for the meeting has the right to vote by proxy. Each accredited branch shall take reasonable steps to ensure that the notice of every general meeting is brought to the attention of the members of the branch not less than fifteen days before the date of the meeting by sending a copy of such notice to all the members in good standing of the branch or by including the text of the notice in a newsletter or other communication sent to all members in good standing of the branch at least fifteen days before the date of the meeting to which the notice relates. Written notice of any general meeting of the Association shall also be given directly to each member of the National Executive, the National Audit Committee and the National Grievances Committee within the time prescribed for giving notice through the accredited branches and similar notice may, but need not, be given to honorary members.
48. Only voting representatives shall be entitled to vote, in person or by proxy, at general meetings of the Association. Each such representative shall have one vote. Every member of the Association shall be entitled to attend general meetings of the Association.
49. A member and any other person entitled to notice of a general meeting may in any manner waive notice of the meeting and attendance of any such person at a general meeting shall constitute a waiver of notice of the meeting except where such person attends a meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called.
50. The accidental omission to give notice of any general meeting or any irregularity in the notice of any general meeting or the non-receipt of any notice by any member or members entitled to notice or by the auditor of the Association shall not invalidate any resolution passed or any proceedings taken at the general meeting.
51.
  1. Unless otherwise provided by the By-laws, questions arising at any general meeting shall be decided by a majority of votes. Every question submitted to any general meeting shall be decided in the first instance by a show of hands of the voting representatives and in the case of an equality of votes the chairman of the meeting shall both on a show of hands and at a poll have a second or casting vote in addition to the vote or votes to which he may be otherwise entitled.
  2. At any general meeting unless a poll is demanded a declaration by the chairman of the meeting that a resolution has been carried or carried unanimously or by a particular majority or lost or not carried by a particular majority shall be conclusive evidence of the fact.
  3. The persons who are present and entitled to vote at a general meeting shall choose a chairman and a secretary of the meeting from among their number.
  4. A poll may be demanded either before or after any vote by show of hands by any person entitled to vote at the meeting. If at any meeting a poll is demanded on the election of a chairman or secretary or on the question of adjournment it shall be taken forthwith without adjournment. If at any meeting a poll is demanded on any other question or as to the election of members of the National Executive, the vote shall be taken by ballot in such manner and either at once, later in the meeting or after adjournment as the chairman of the meeting directs. The result of a poll shall be deemed to be the resolution of the meeting at which the poll was demanded. A demand for a poll may be withdrawn.
52.
  1. Votes at general meetings may be given either personally or by proxy. At every

meeting at which he is entitled to vote, subject to the provisions, if any, of the letters patent or supplementary letters patent of the Association, every voting representative present in person shall have one vote and every person appointed by proxy shall have one vote for each voting representative who is represented by such proxy.

2. An instrument appointing a proxy shall be in writing under the hand of the appointor and ceases to be valid after the expiration of one year from the date thereof.
3. A person appointed by proxy shall be a member of the Association and in the case of a proxy appointed to vote at a Triennial General Meeting shall be a voting representative for that meeting. A proxy holder for a Triennial General Meeting shall not be entitled to vote on behalf of more than two voting representatives, in addition to exercising his own vote.
4. A proxy holder for a general meeting other than a Triennial General Meeting shall not be entitled to vote on behalf of more than all of the voting representatives of the branch to which he belongs.
5. A proxy may be in the following form:

The undersigned hereby appoints ..... of ..... or failing him, ..... of ..... as the proxy of the undersigned to attend and act at the ..... meeting of the Ukrainian Youth Association of Australia to be held on the ..... day of ....., 20 ....., and at any adjournment or adjournments thereof in the same manner, to the same extent and with the same power as if the undersigned were present at the said meeting or such adjournment or adjournments thereof.

Dated the ..... day of ..... 20 .....

\_\_\_\_\_  
signature of voting representative

6. The National Executive may from time to time make regulations regarding the lodging of proxies at some place or places other than the place at which a meeting or adjourned meeting is to be held and for particulars of such proxies to be cabled or telegraphed or sent by telex or facsimile or in writing before the meeting or adjourned meeting to the Association or any agent of the Association for the purpose of receiving such particulars and providing that proxies so lodged may be voted upon as though the proxies themselves were produced at the meeting or adjourned meeting and votes given in accordance with such regulations shall be valid and shall be counted. The chairman of any meeting may, subject to any regulations made as aforesaid, in his discretion accept telegraphic or cable or telex or facsimile or written communication as to the authority of any person claiming to vote on behalf of and to represent a voting representative notwithstanding that no proxy conferring such authority has been lodged with the Association, and any votes given in accordance with such telegraphic or cable or telex or facsimile or written communication accepted by the chairman of the meeting shall be valid and shall be counted.
53. The chairman of any general meeting may with the consent of the meeting adjourn the same from time to time to a fixed time and place and, subject as hereinafter provided no notice of such adjournment need be given to the members. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same. In the event that a general meeting is adjourned, as a result of one or more adjournments, for a

period of ten days or more, ten days notice of the adjourned meeting shall be given to the voting representative entitled to vote at the meeting.

54.
  1. A quorum at any general meeting (unless a greater number of members and/or proxies are required to be present by the Association's letters patent or by any supplementary letters patent or the By-laws) shall be persons present being not less than ten in number and being or representing by proxy not less than twenty voting representatives, provided that the quorum required to consider a by-law or resolution requiring the Association to be wound up or to authorize the Association to make application for acceptance of a surrender of the charter of the Association shall be persons present being not less than ten in number and being or representing by proxy not less than one-half of all voting representatives.
  2. No business shall be transacted at any meeting unless the requisite quorum be present at the time of the transaction of such business. If a quorum is not present at the time appointed for a meeting or within such reasonable time thereafter as the voting representatives present may determine, the persons present and entitled to vote may adjourn the meeting to a fixed time and place but may not transact any other business and the provisions of paragraph 47 with regard to notice shall apply to such adjournment.

## **VOTING SHARES AND SECURITIES**

55. All of the shares or other securities carrying voting rights of any company or corporation held from time to time by the Association may be voted at any and all meetings of shareholders, bondholders, debenture holders or holders of other securities (as the case may be) of such company or corporation and in such manner and by such person or persons as the National Executive of the Association shall from time to time determine. The proper signing officers of the Association may also from time to time execute and deliver for and on behalf of the Association proxies and/or arrange for the issuance of voting certificates and/or other evidence of the right to vote in such names as they may determine without the necessity of a resolution or other action by the National Executive.

## **NOTICES**

56. Except as otherwise provided in paragraph 47, any notice or other document required by the letters patent, supplementary letters patent (if any) or the By-laws to be sent to any member of the Association, member of the National Executive, member of the National Audit Committee or member of the National Grievances Committee or to the auditor shall be delivered personally or sent by prepaid mail or by facsimile, or by telegram or cable or telex or by electronic mail (email) to any such member at his latest address as shown in the records of the Association (or if no address be given therein then to the last address of such member known to the Secretary) and to the auditor at his business address; provided always that notice may be waived or the time for the notice may be waived or abridged at any time with the consent in writing of the person entitled thereto.
57. The signature of any member of the National Executive or officer of the Association to any notice or document to be given by the Association may be written, stamped, typewritten or printed or partly written, stamped, typewritten or printed.
58. Where a given number of days' notice or notice extending over a period is required to be given under the by-laws, letters patent or supplementary letters patent of the Association the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.
59. With respect to every notice or other document sent by post it shall be sufficient to prove that the envelope or wrapper containing the notice or other document was properly addressed as provided in paragraph 56 of this Constitution and put into a post office or into a letter box. A certificate of an officer of the Association in office at the time of the

making of the certificate as to facts in relation to the sending or delivery of any notice or other document to any member, member of the National Executive, the National Audit Committee, or the National Grievances Committee, officer or auditor or publication of any notice or other document shall be conclusive evidence thereof and shall be binding on every member, member of the National Executive, the National Audit Committee, and the National Grievances Committee, officer or auditor of the Association as the case may be.

## **FUNDS**

- 60.**
- 1.** The funds of the UYAA shall be derived from:
    - (a). Membership fees;
    - (b). Donations and fund raising activities from members, those sympathetic to the objects of the UYAA, and the Ukrainian community;
    - (c). takings from functions organised by the UYAA;
    - (d). takings from the sale of publications printed by the UYAA;
    - (e). takings from any business activities of the UYAA;
    - (f). bequeaths from the last wills and testaments of members and supporters of the UYAA.
  - 2.** The purpose and procedures of the use of the finances, as well as of any business activities of the UYAA, shall be determined by the Triennial General Meeting or a Special General Meeting of the UYAA.

## **CHEQUES, DRAFTS, NOTES ETC.**

- 61.** All cheques, drafts or orders for the payment of money and all notes and acceptances and bills of exchange shall be signed by such officer or officers or person or persons, whether or not officers of the Association and in such manner as the National Executive may from time to time designate by resolution.

## **CUSTODY OF SECURITIES**

- 62.** All shares and securities owned by the Association shall be lodged (in the name of the Association) with a chartered bank or a trust company or in a safety deposit box or, if so authorized by resolution of the National Executive, with such other depositaries or in such other manner as may be determined from time to time by the National Executive.

## **EXECUTION OF INSTRUMENTS**

- 63.**           **1.**       Contracts, documents or instruments in writing requiring the signature of the Association may be signed by
- (a).     any one of the President or a Vice-President together with any one of the Secretary or the Treasurer;
  - (b).     any two members of the National Executive; or
  - (c).     any one of the aforementioned officers together with any one member of the National Executive;

and all contracts, documents and instruments in writing so signed shall be binding upon the Association without any further authorization or formality. The National Executive shall have power from time to time by resolution to appoint any officer or officers or any person or persons on behalf of the Association either to sign contracts, documents and instruments in writing generally or to sign specific contracts, documents or instruments in writing.

- 2.**       The seal of the Association may when required be affixed to contracts, documents and instruments in writing signed as aforesaid or by any officer or officers, person or persons, appointed as aforesaid by resolution of the National Executive.
- 3.**       The term “contract, documents or instruments in writing” as used in this constitution shall include deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property real or personal, immovable or movable, agreements, releases, receipts and discharges for the payment of money or other obligations, conveyances, transfers and assignments of shares, share warrants, stocks, bonds, debentures or other securities and all paper writings.

## **BY-LAWS, RULES AND REGULATIONS**

- 64.**       The National Executive may from time to time enact By-laws relating in any way to the Association or the conduct of its affairs, including, but not limited to, By-laws providing for applications for supplementary letters patent, and may from time to time by By-law amend, repeal or re-enact the By-laws but no By-law shall be effective until sanctioned by at least two-thirds of the votes cast at a general meeting duly called for the purpose of considering same and until the approval of the appropriate government authority or regulator in respect thereof has been obtained., should such an approval be required for the particular By-law(s)
- 65.**       The National Executive may prescribe such rules and regulations not inconsistent with the By-laws of the Association relating to the management and operation of the Association as it deems expedient, provided that such rules and regulations shall have force and effect only until the next general meeting when they shall be confirmed by a two-thirds vote and failing such confirmation at such general meeting shall at and from that time cease to have force and effect.

## **FINANCIAL YEAR**

- 66.**       The financial year of the Association shall terminate on the 30th day of June in each year or on such other date as the directors may from time to time by resolution determine.

## **DISSOLUTION**

- 67.** Upon the dissolution of the Association, the charitable organization to which the property of the Association shall be distributed or disposed, in accordance with the letters patent and supplementary letters patent of the Association, shall be determined by resolution passed at a general meeting of the Association.
- 68.** Any by-law or resolution requiring the Association to be wound up or to authorize the Association to make application for acceptance of a surrender of the charter of the Association shall require the approval of at least two-thirds of the votes cast at a general meeting of the Association at which the special quorum specified in paragraph 54 is present.

## **ALTERATIONS TO THE CONSTITUTION**

- 69.**
- a.** Any amendments to this constitution shall be by way of special resolution requiring 75% majority to approve such an amendment;
  - b.** Any proposal to amend this constitution shall be provided to all Branches, Groups, and members eligible to attend the Triennial General Meeting or a Special General Meeting of the UYAA, not later than 90 days prior to the date of the Triennial General Meeting or the Special General Meeting as the case may be.

Dear Slavko,

Here is the draft clause for IPP....

Simply, this clause is to allow the IPP opportunity on request and acceptance to attend in an advisory capacity but gives the IPP nothing more. Anything else in the constitution which permits the IPP to stand in a position has not been changed.

Regards,

MICHAEL PARASYN

27.

(4) On the request of the Immediate Past President and upon approval by the majority of the National Executive the Immediate Past President may attend and participate in meetings of the National Executive ruling body in an honorary advisory capacity only and will not have any rights whatsoever.

## **Amendments that may be required where oseredky are registered...**

This may apply where an oseredok is registered pursuant to (Federal) Corporations Law or under the (State based) Incorporations Act(s)....

- Oseredky may need to amend the name of the institution to include words such as “City: Branch – eg. Ukrainian Youth Association of Australia (Melbourne Branch) Inc.; or Ukrainian Youth Association of Australia (Sydney) Ltd.;
- Oseredky may need to amend constitution to include a clause which allows them to follow by-laws, or amendments to membership as put forward by the National body from time to time;
- Oseredky may need to include a clause regarding the distinction of Honorary members – as catered for in oseredky constitutions and provided for at a National level (as well as an international level)... Alternately, the clause may be such that any Honoray members so bestowed by the National body will only be exempt from federal fees, but will (unless they are also Hon Mbrs of the oseredky) be subject to membership fees at their own oseredky...
- Oseredky may need to insert a clause that they will be subject to National (and international UYA) by-laws (pravylnyky)....
- Oseredky will be required to recognize the process of the National Grievances Committee and that grievances from an oseredok GM can be referred onwards to the National Body...
- Cl.46 – Oseredky need to amend to include this consideration at its GM;
- The oseredok needs to constitutionally recognize and acknowledge the National Body as one of authority...
- Oseredky will need to insert a clause that they will pay additional fees (membership fees) to the National Body as set from time to time;