



CONSTITUTION OF SRI LANKAN ENGINEERS IN SOUTH AUSTRALIA

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1 NAME OF THE ASSOCIATION

The association as hereunder constituted must be known as **SRI LANKAN ENGINEERS IN SOUTH AUSTRALIA INCORPORATED**, which is from now on referred to as “**SLESA**”.

2 GOVERNING BODY OF SLESA

The affairs of SLESA are managed by the body called “The Council”.

3 VISION

To provide a venue for Sri Lankan Engineers in South Australia to foster professionalism and camaraderie.

4 MISSION

Create a vibrant and conducive environment by, providing moral, mentoring and professional development supports, facilitating opportunities for networking and sharing success with social gatherings, for the Sri Lankan Engineering community in South Australia.

5 OBJECTIVES

- 5.1 Provide mentoring and moral support for the Sri Lankan engineering community in South Australia focusing mainly on engineering students and newly arrived engineers to the State
- 5.2 Organise professional development programs and work placement opportunities
- 5.3 Create opportunities and provide resources for Sri Lankan Engineers in South Australia to meet, network, socialise and share knowledge
- 5.4 Organise social and cultural wellbeing activities for wider Sri Lankan or Multi-cultural communities not limited to members and events for fund-raising to support the worthy charitable deeds in South Australia and Sri Lanka
- 5.5 Promote Sri Lankan engineering excellence among peers
- 5.6 Utilize this platform to provide engineering-based services and support to wider Sri Lankan or Multi-cultural communities not limited to members.

6 MEMBERSHIP

- 6.1 Membership of SLESA is divided into two categories, namely: Member and Student Member.
- 6.2 Member is a person who meets the Membership Selection Criteria at Section 7.1, 7.2 and 7.3 and The Council has certified and granted the membership in accordance with Section 10.
- 6.3 Student Member is a person who meets the Membership Selection Criteria at Section 7.1, 7.2 and 7.4, and The Council has certified and granted the membership in accordance with Section 10.

7 MEMBERSHIP SELECTION CRITERIA

7.1 RESIDENCY

Residing in South Australia

7.2 NATIONALITY

- 7.2.1 Born as a Sri Lankan; or
- 7.2.2 Has Sri Lankan parent(s); or
- 7.2.3 Has Sri Lankan grandparent(s)

7.3 EDUCATIONAL QUALIFICATION FOR MEMBER

7.3.1 Associate Member

- 7.3.1.1 A four-year full-time degree in Engineering recognized by the Institution of Engineers Sri Lanka (IESL) or an equivalent qualification acceptable to the council or
- 7.3.1.2 A four-year (or more) full-time degree in Engineering recognized by Engineers Australia under Professional Engineer category or an equivalent qualification acceptable to the council or
- 7.3.1.3 An Associate or a Superior membership from IESL or
- 7.3.1.4 A graduate or superior membership in Professional Engineer category from Engineers Australia or
- 7.3.1.5 A four-year (or more) full-time degree in Engineering from any international university which is equivalent to Professional Engineer category in Engineers Australia or Associate member category in IESL

7.3.2 Affiliate Member

- 7.3.2.1 A three-year full-time degree in Engineering recognized by the IESL under affiliate member category or an equivalent qualification acceptable to the Council.
- 7.3.2.2 A three-year full-time degree in Engineering recognized by Engineers Australia under Engineering Technologist category or an equivalent qualification acceptable to the council or
- 7.3.2.3 A three-year full-time degree in Engineering from any international university which is equivalent to Engineering Technologist category in Engineers Australia or Affiliate member category in IESL.

7.4 EDUCATIONAL QUALIFICATION FOR STUDENT MEMBER

- 7.4.1 An undergraduate of a four-year (or more) full-time BSc Engineering or BEng degree program, accredited by the Engineers Australia under Professional Engineer category, from a university.

8 APPLICATION FOR MEMBERSHIP

- 8.1 The applicant for Member or Student Member must submit a duly completed membership application form with the proof of eligibility to the Secretary of SLESA.

- 8.2 The grant of the membership must be in accordance with Section 10
- 8.3 Applications can be submitted at any time of the year.

9 APPLICATION FOR TRANSFER FROM STUDENT MEMBER TO MEMBER

- 9.1 The Student Member must submit the duly completed application form with the proof of eligibility to the Secretary of SLESA.
- 9.2 The transfer of the membership must be in accordance with Section 10
- 9.3 Transfer applications can be submitted at any time of the year.

10 PROCESSING OF THE MEMBERSHIP APPLICATIONS

- 10.1 A duly completed membership and membership transfer application forms received by the Secretary must be submitted to The Council
- 10.2 The Council must determine whether the applicant is eligible for the requested member category.
- 10.3 The Council shall, at any time, request to provide certified copies of the required documents (listed in the membership or transfer application form) from the applicant if needed.
- 10.4 A current member of The Council or a Justice of Peace can certify the documents provided at Clause 8.1, 9.1 and 10.3
- 10.5 Inability to provide the proof of eligibility for the applied category, within the processing time shall result in rejection of the application.
- 10.6 In the event that The Council decides the applicant is eligible for a SLESA membership, the President must sign the notification of membership.
- 10.7 The Council's decision is the final decision for granting or not granting the membership of SLESA.
- 10.8 The Secretary must notify the decision at Clause 10.7 to the applicant with the membership number.
- 10.9 The Secretary must update the member registry.

11 CONFIRMATION OF MEMBERSHIP

- 11.1 Every applicant duly granted the membership or transferring membership from Student Member to Member, must be informed in writing by the Secretary.
- 11.2 The applicant at Clause 11.1, must pay the relevant fees, if applicable, within two months after the date of the grant or transfer which otherwise must become void.
- 11.3 The Council shall in particular cases extend the two months period, at Clause 11.2, to make the relevant payment.
- 11.4 The applicable fees at Clause 11.2 must be in compliance with Section 21, 23 and 24.

12 CERTIFICATE OF MEMBERSHIP

- 12.1 Every applicant who has been granted the membership as a Member and has made the proper payment must be issued a membership certificate with the membership number in compliance with the member registry maintained by The Council.
- 12.2 The certificate, issued at Clause 12.1, must remain as a property of SLESA.
- 12.3 In the event of the holder of the certificate issued at Clause 12.1, ceasing to be a Member otherwise than by death or voluntary retirement, must return the certificate issued at Clause 12.1, to SLESA upon request.
- 12.4 In the event that the ceasing of membership by annulment in compliance with Section 13, resignation in compliance with Section 17 or expulsion in compliance with Section 14, The Council shall make the decision to request the certificate at Clause 12.3.

13 ANNULMENT OF MEMBERSHIP

- 13.1 The Council must declare that the membership of Member or Student Member to be annulled if the information provided by the applicant is proved to be untrue or misleading after taking the due action in compliance with Clause 13.2, 13.3 and 13.4.
- 13.2 The Council must first consider any statement or explanation in regard to the matter in Clause 13.1 and before proposing the annulment resolution at Clause 13.3.
- 13.3 The Member or the Student Member, concerned at Clause 13.1, must be notified of the intention to propose the annulment resolution.
- 13.4 The Council must decide and request the personal opinion of the Member or Student Member at Clause 13.1, verbally or in writing, and must make possible other investigation as The Council may consider necessary before proposing the annulment resolution at Clause 13.3.
- 13.5 After proposing and passing the resolution at Clause 13.3, The Council must remove the membership of the Member or Student Member concerned at Clause 13.1.
- 13.6 The Council must notify the Member or the Student Member the annulment notification in writing and request to return the Certificate of Membership to the Secretary.
- 13.7 The Secretary must update the member registry and keep record of the annulment list.

14 EXPULSION FROM SLESA

- 14.1 The Council must render the Member or the Student Member unfit to hold the membership of SLESA if the Member or the Student Member is convicted by a competent tribunal of felony, embezzlement, larceny, misdemeanour or other offence.
- 14.2 In the event of occurring Clause 14.1, The Council must have the right to remove the Member or the Student Member from membership and expel from SLESA.
- 14.3 The Member or the Student Member at Clause 14.1 must return the Certificate of Membership within 14 days of receiving the expulsion notice by the Secretary.
- 14.4 The Secretary must update the member registry and keep record of the expulsion list.

15 DISCIPLINARY ACTION

- 15.1 The Council must take disciplinary actions on any Member or Student Member who is in direct violation to Section 16 or to any By-Laws at Clause 15.2.
- 15.2 The Council must decide and publish By-Laws for disciplinary actions in compliance with the Constitution for Members or Student Members of SLESA from time to time.
- 15.3 The Council must initiate the enquiry and take disciplinary actions in compliance with Constitution and By-Laws, as at Clause 15.2, for any Member or Student Member provided that The Council is with a view to ascertaining whether in the interests of SLESA, there are grounds for disciplinary action,
- 15.4 **10** or more SLESA Members must submit signed proposal for disciplinary enquiry to be taken against a Member or Student Member on any ground whatever, and must deliver the same to the Secretary to lay before The Council for consideration and hence instigate the process at Clause 15.1.

16 PROFESSIONAL CONDUCT

- 16.1 All Members and Student Members are required to order their conduct so as to uphold the dignity, standing and reputation of SLESA.
- 16.2 For the purpose of ensuring the fulfilment of the requirements at Clause 16.1, The Council shall make, amend and rescind the By-Laws observed by Members or Student Members with regard to their conduct in any respect from time to time or when The Council deemed it is required.
- 16.3 The Council may publish directions or pronouncements as to specific conduct which is to be regarded as proper or improper as the case may be.

17 RESIGNATIONS

- 17.1 A Member or a Student Member may resign from membership of SLESA by giving written notice to the Secretary.
- 17.2 Any resigning Member or Student Member must be liable for any outstanding subscription which may be recovered as a debt to SLESA.
- 17.3 The Member or the Student Member must return the Certificate of Membership within 14 of receiving the acceptance of resignation by the Secretary.
- 17.4 The Secretary must update the member registry and keep record of the resignation list.

18 NOTIFICATION OF CHANGE OF PERSONAL DETAILS

- 18.1 The Council shall decide to request any alterations of personal details of any Member or Student Member as it may require.
- 18.2 It is the responsibility of the Member or the Student Member to duly inform the important changes in personal details, such as the primary form of communication, to the Secretary of SLESA promptly.

19 REINSTATEMENT OF FORMER MEMBERS

- 19.1 The Council may, if they find a valid reason to do so, reinstate under such conditions as they may see fit, any person who had been a Member or Student Member and whose membership had been terminated.
- 19.2 Those cases, at Clause 19.1, must be considered and reported to The Council by a Committee appointed by The Council for this purpose.

20 VOTING RIGHTS OF MEMBERS

- 20.1 Only Members of SLESA are entitled to vote.
- 20.2 Student Members do not have the voting right.

21 ANNUAL SUBSCRIPTIONS

- 21.1 The Council must decide the annual subscription, transfer and entrance fees payable by the Members from time to time.
- 21.2 The Council must publish the concession rates for the fees at Clause 21.1 from time to time.
- 21.3 The Council must decide the concession rates for families with more than one Member.

22 DATE FOR PAYMENT OF ANNUAL SUBSCRIPTION

- 22.1 All annual subscriptions are due on the first day of July in each year.

23 CONCESSION OF ANNUAL SUBSCRIPTION

- 23.1 Student Members are free from annual subscription
- 23.2 Any Member who is a Pension cardholder (including disability support & aged), Centrelink concession card holder or Veteran affairs cardholder must be eligible for concessions for annual subscription at the rate in compliance with Clause 21.2.
- 23.3 Any family with more than one Member must be eligible for concessions for annual subscription at the rate in compliance with Clause 21.3.
- 23.4 Only a half year annual subscription must be paid by the Members who transferred their membership from the Student Member to the Member for the first time after halfway through the financial year.
- 23.5 The Council shall decide on waving the fees or offering concession and the period for any Member, proved to be having financial hardships.

24 EXEMPTION FROM ANNUAL SUBSCRIPTION

- 24.1 The Council may at their discretion, exempt the annual subscription or the arrears of the annual subscription which are due from such a Member whose earning capacity has been adversely affected by ill-health.
- 24.2 The Council in their discretion consider that the advanced age and long period of membership of a Member justify their doing so, or under exceptional circumstances, The Council may exempt the Member from payment of annual subscription for a period to be determined by The Council.
- 24.3 The Council shall make the above decision at Clause 24.1 and 24.2 on case-by-case basis in compliance with the Constitution with the majority approval from the Member of The Council.

25 PAYMENT OF ANNUAL SUBSCRIPTION

- 25.1 Every Member must be liable for the payment of annual subscription.
- 25.2 A Member must cease the payment of annual subscription with the resignation, by informing the Secretary in writing.
- 25.3 The Member who tendered the resignation at Clause 25.2, is still liable for the annual subscription on pro-rata basis until the date of notice.

26 ARREARS OF ANNUAL SUBSCRIPTION

- 26.1 The Council shall decide to expel any Member who is, two years in arrears of annual subscription as of first day of July after taking due actions in compliance with Clause 26.2 and 26.3.
- 26.2 The Secretary must prepare the list of Members at Clause 26.1, and present to The Council.
- 26.3 The Council must request the Member at Clause 26.1, in writing by providing one month notice for the settlement of arrears.

27 THE COUNCIL

- 27.1 The Council must consist of Members of SLESA holding qualifications at Section 31 and to be elected according to Section 32.
- 27.2 Members of The Council must not be paid or received any remuneration or fees.
- 27.3 Any member of The Council must not be appointed to any salaried office of SLESA or any office of the SLESA paid by fees.
- 27.4 The term of The Council shall be one calendar year starting from 1st of September, however the maximum term of The Council can be extended to 14 months until 31st of October as required by The Council.

28 COMMENCEMENT OF THE NEW COUNCIL

The term of the incoming council must commence at the AGM.

29 AUTHORITY VESTED IN THE COUNCIL

- 29.1 The authority vested in The Council is as per relevant clauses in this Constitution and By-Law of SLESA.
- 29.2 The direction and management of the affairs of SLESA must be vested in The Council, subject to the provisions of the Constitution and By-Laws.
- 29.3 The Council shall prescribe By-Laws for SLESA, but such By-Laws must comply with Constitution of SLESA.

30 DECISION BY THE COUNCIL IS FINAL

- 30.1 The decision taken by The Council on all matters must be in compliance with the provisions of the Constitution and By-Laws.
- 30.2 The decisions, taken at Clause 30.1, must be the final and binding on all Members and Student Members of SLESA.
- 30.3 The decisions taken by The Council could be challenged or amended only in a council meeting.

31 COMPOSITION AND QUALIFICATION OF THE COUNCIL MEMBERS

- 31.1 The Council must consist of 11 members in total, five Executive Members and six Council Members.
- 31.2 The Executive Members are the President, Vice-President, Secretary, Assistant Secretary and Treasurer.
- 31.3 Minimum 7 of the 11 Council Members must satisfy the Educational Qualification at Clause 7.3.1.
- 31.4 The remaining 4 of the 11 Council Members must satisfy the Educational Qualification at Clause 7.3.1 or 7.3.2.
- 31.5 The President, the Vice-President and the Secretary must satisfy the Educational Qualification at Clause 7.3.1.
- 31.6 The immediate past President must be a member of The Council.
- 31.7 A member of The Council, except the immediate past President, must not hold the office for more than four years continuously.
- 31.8 The immediate past President can hold the office for a maximum of five years continuously, due to the requirement at Clause 31.6.

32 METHOD OF ELECTION OF THE COUNCIL MEMBERS

- 32.1 The Council must co-opt minimum of three and maximum of six of the 11 members for the incoming term.
- 32.2 In the event, there are more than six nominees for co-opt, The Council must be responsible for holding a secret ballot, based on preferential voting, for co-opting six members at Clause 32.1.
- 32.3 The remaining non-co-opted members of The Council must be nominated and elected as at Section 35, before the AGM.

- 32.4 The Council must be responsible for the proper conduct of nomination process as at Section 35.1, and the election of five Council Members.

33 ELECTION OF EXECUTIVE MEMBERS

33.1 THE PRESIDENT

- 33.1.1 The President must be a Member of SLESA and must have been a Member of the outgoing or any previous Council and not serving the fifth continuous year as a council member.
- 33.1.2 In the event that the outgoing President is a potential nominee for the incoming President, The Council, shall appoint a Chair for the rest of the proceedings until the incoming President is elected.
- 33.1.3 The outgoing President or the Chair of the meeting appointed at Clause 33.1.2, must call the nominations through the Council Members for the office of the incoming President.
- 33.1.4 In the event of more than one nomination, follow the process at Section 33.5 otherwise the election is unanimous.
- 33.1.5 The incoming President must take over the rest of proceedings after election process is completed.
- 33.1.6 In the event that the president is not appointed during the first council meeting of the new term, The Council is empowered to reach the best resolution as far as practicable to complete the current term.

33.2 THE VICE-PRESIDENT

- 33.2.1 The Vice-President must be a Member of SLESA and must be a Member of the Council.
- 33.2.2 The President must call the nominations through the Council Members for the office of the Vice-President.
- 33.2.3 In the event of more than one nomination, follow the process at Section 33.5 otherwise the selection is unanimous.

33.3 THE SECRETARY

- 33.3.1 The Secretary must be a Member of SLESA and must have been a Council Member of the outgoing or any previous Council.
- 33.3.2 The President must call the nominations through the Council Members for the office of the Secretary.
- 33.3.3 In the event of more than one nomination, follow the process at Section 33.5 otherwise the selection is unanimous.

33.4 THE TREASURER AND ASSISTANT SECRETARY

- 33.4.1 The Assistant Secretary and the Treasurer must be a Member of The Council.
- 33.4.2 The Council must decide the appointment process for the offices at Clause 33.4.1.

33.5 ELECTION AND VOTING PROCESS

- 33.5.1 In the event of more than one nomination for the President or the Vice-President or the Secretary at Section 33.1, 33.2 and 33.3 respectively, a secret ballot must be conducted based on preferential voting.
- 33.5.2 There are maximum of 11 votes for the secret ballot at Clause 33.5.1, with each Council Member having one vote.
- 33.5.3 The Council shall decide an electronic means to collect the votes of the absent Council Members.
- 33.5.4 In the event of collecting electronic vote at Clause 33.5.3, the votes must be collected electronically within a reasonable time, decided by The Council, during the same meeting.
- 33.5.5 In the event of Clause 33.5.1, the candidate with the majority preference must be selected.
- 33.5.6 In the event of equal preferences, the candidate must be selected by coin tossed.

34 RE-ELECTION OF THE EXECUTIVE COUNCIL MEMBERS

- 34.1 An Executive Member of The Council can serve in the same position maximum of two consecutive years.
- 34.2 The person at Clause 34.1, is eligible to contest any other executive position or a Council Member position after completing such consecutive two-year term.

35 ELECTION OF NON-CO-OPTED COUNCIL MEMBERS

35.1 NOMINATION

- 35.1.1 The nominations for non-co-opted Council Members must be called from the Members, not less than four weeks before the date of the AGM, electronically.
- 35.1.2 The nominations for candidates at Clause 35.1.1, must be received from the Members at least two weeks before the AGM.
- 35.1.3 A duly completed nomination form must be endorsed by two Members and submitted in writing with the written consent of the nominee.
- 35.1.4 A Member is entitled to submit two nominations.
- 35.1.5 Student Members are not entitled to submit nominations.
- 35.1.6 In the event of more than required non-co-opted nominations, received at Clause 35.1.2, The Council must elect the Members by preferential voting according to Section 35.2.
- 35.1.7 In the event of less than five nominations, received at Clause 35.1.2, The Council must decide the election process.
- 35.1.8 The Council must reject the nominations that are not in compliance with the Constitution or By-Law, Rejection of Nomination.

35.2 VOTING PROCEDURE

- 35.2.1 The voting paper, not less than 3 weeks before the date of the AGM, must be sent to all the members electronically.
- 35.2.2 The voting paper must be returned to the Secretary by the specified date and time.
- 35.2.3 All the voting papers received by the Secretary must be submitted to the Scrutineers, appointed according to Section 35.3, immediately after the specified closing time.
- 35.2.4 The Scrutineers must count the votes and report the result to the President and the AGM.
- 35.2.5 The Scrutineers shall reject any vote which is not in compliance to the prescribed guidelines on the voting paper.
- 35.2.6 The selection must be made based on the highest preference.
- 35.2.7 In the event of an equality of preferences, The Council Member must be elected by a coin tossed by Scrutineers.
- 35.2.8 The Scrutineer's decision is the final decision.

35.3 SCRUTINEERS

- 35.3.1 At the Council Meeting of SLESA preceding the AGM, The Council must choose three or more Council Members as Scrutineers for the purpose of the secret ballot at Clause 32.3.
- 35.3.2 The Scrutineers are responsible for the voting procedure from Clause 35.2.4 to 35.2.8.

35.4 RETAINING OF VOTING PAPERS

- 35.4.1 The votes, after examination by the Scrutineers must be placed in a packet which must be sealed and delivered to the Secretary.
- 35.4.2 The Secretary must retain the voting papers until the end of the term of The Council and must then cause them to be destroyed.

36 VACANCIES OF THE COUNCIL

36.1 VACANCIES OF EXECUTIVE MEMBERS

- 36.1.1 In the event of a vacancy occurring in the office of The President, the Vice-President must assume duties as The President until the Council declares the Vice-President as the President for the rest of The Council term.
- 36.1.2 In the event of a vacancy occurring in the office of the Vice-President or the Secretary, the Council must elect a suitable Council Member, in compliance with Clause 31.4, to fill such vacancy for the rest of The Council term.
- 36.1.3 In the event of a vacancy occurring in the office of the Assistant Secretary or Treasurer, the Council must elect a suitable Council Member to fill such vacancy for the rest of The Council term.

36.1.4 The Council shall decide the process of election for Clause 36.1.2 and 36.1.3.

36.2 VACANCIES OF THE COUNCIL MEMBERS

- 36.2.1 In the event of a vacancy occurring in the office of the Council Member, the candidate who receives the next highest number of votes in the Council Member election ballot, must be elected in compliance with Section 31.
- 36.2.2 In the event that the Council Member position cannot be filled at Clause 36.2.1, in compliance with Section 31, The Council must decide the election process from SLESA Members.
- 36.2.3 In the event of insufficient number of candidates in the Council Member election ballot, The Council must decide the process of election from SLESA Members.
- 36.2.4 A Council Member who is absent without apologies for three consecutive Council Meetings or more than half of the meetings during the term must be deemed to have vacated the office as the Council Member, subjected to the decision by The Council.

37 DISSOLUTION OF THE COUNCIL

- 37.1 The President must declare the dissolution of The Council at the AGM at the end of the term.
- 37.2 The President must remain in the office until the incoming council, and the incoming president is elected.
- 37.3 The outgoing Council must be responsible for conducting the AGM as directed by the President before the dissolution.

38 DUTIES OF EXECUTIVE MEMBERS

38.1 THE PRESIDENT

- 38.1.1 The President must be the Chair at all the meetings of SLESA at which the President is present and must regulate the proceedings.
- 38.1.2 The President is responsible, under the direction of The Council, to hold the secret ballot, the election of The Council and chair the AGM.
- 38.1.3 The President must be responsible of the election of the incoming president.
- 38.1.4 The President must hold the office until the appointment of the incoming President.
- 38.1.5 The President must be responsible of the smooth transitioning of all the affaires to the incoming Council.
- 38.1.6 The President must represent SLESA in the events organised by civic and professional associations, when necessary, under the direction of The Council.

38.2 THE VICE-PRESIDENT

- 38.2.1 The Vice-President must deputise the President in latter's absence
- 38.2.2 The Vice-President must assist the Secretary in discharging secretarial duties.

38.3 THE SECRETARY

- 38.3.1 The Secretary, under the direction of The Council, must conduct all the correspondence of SLESA,
- 38.3.2 The Secretary must attend all The Council Meetings of SLESA, and record minutes of the proceedings,
- 38.3.3 The Secretary must read the minutes of the proceeding meeting and such communications as may be required.
- 38.3.4 The Secretary is responsible of passing all the information to the President at the end of the term to facilitate the smooth transitioning to the incoming Secretary.
- 38.3.5 The Secretary must continue the secretarial duties until the election of incoming Secretary.
- 38.3.6 The Secretary shall assume duties as the Public Officer or delegate those duties to one of the council members with the approval of The Council.

38.4 THE ASSISTANT SECRETARY

- 38.4.1 The Assistant Secretary must assist the Secretary in discharging secretarial functions
- 38.4.2 The Assistant Secretary must deputise the Secretary in latter's absence.

38.5 THE TREASURER

- 38.5.1 The Treasurer must manage the income and expenditure of the SLESA as approved by The Council
- 38.5.2 The Treasurer must prepare the accounts and present all accounts to The Council for inspection and approval.
- 38.5.3 The Treasurer must coordinate the auditing process with the appointed auditors at Clause 42.4.
- 38.5.4 The Treasurer is responsible of passing all the information to the President at the end of the term to facilitate the smooth transitioning to the incoming Treasurer.

39 ABSENCE OF PRESIDENT

- 39.1 The Vice-President must preside over all the meetings and must regulate the proceedings in the absence of the President.
- 39.2 The Council must elect a Council Member to take the chair in the absence of both the President and the Vice-President.

40 SUB-COMMITTEES

40.1 PURPOSE OF THE SUB-COMMITTEE

- 40.1.1 To create distinct portfolios (areas of focus) within the larger team that shall instigate smaller groups with specific areas of focus, facilitate members' advocacy in an area of strength
- 40.1.2 To engage SLESA Members and Student Members in an area of passion to increase the efficiency of the activity/project.

40.2 ELECTION AND MANAGEMENT OF SUB-COMMITTEE

- 40.2.1 Sub-committees shall be elected for the current term, when needed by The Council
- 40.2.2 Each sub-committee must be led by a member of The Council.
- 40.2.3 The President and the Secretary are by default considered to be members of any sub-committee.
- 40.2.4 The Council shall, as far as it deems expedient, delegate any of its powers to sub-committee.
- 40.2.5 The President must declare the dissolution of all the Sub-committees elected for the current term at the AGM at the end of the term.
- 40.2.6 All the sub-committees are considered to be dissolved at the end of the current council term.
- 40.2.7 It is the responsibility of the sub-committee to facilitate the smooth transitioning of the pending work or the progress through the President to the incoming term before the dissolution as at Clause 40.2.5.
- 40.2.8 The process for the Clause 40.2.7, must be decided by the sub-committee in compliance with the Constitution and By-Laws, Transitioning of Pending Work of Sub-committees.

41 MEETINGS

The Meetings of SLESA are classified as follows;

- 41.1 The Annual General Meeting (AGM)
- 41.2 Special General Meeting (SGM)
- 41.3 The Council Meeting (TCM)
- 41.4 Sub-committee Meeting (SCM)

42 ANNUAL GENERAL MEETING (AGM)

- 42.0.1 The AGM of SLESA must be held within eight weeks from 1st of September in any calendar year.
- 42.0.2 The Council must decide the exact date, time and venue for AGM.
- 42.0.3 The Secretary must communicate the notice of AGM to all the Members and Student Members, electronically specifying the date, time and venue, at least 21 days prior to the holding thereof.
- 42.0.4 The Secretary must communicate, proposed constitutional amendments, By-Laws or any other business, with the proposed special resolutions to all the Members and Student Members electronically at least 21 days before the AGM.
- 42.0.5 The accidental omission to send the notice of AGM or the non-receipt of a notice of AGM by any Member or Student Member must not invalidate the proceedings at the AGM.

42.0.6 The adjourned AGM in accordance with Clause 42.2.2, with an insufficient quorum shall have no power to alter, amend or make additions to the existing Constitution and By-Laws or pass any special or ordinary resolution.

42.1 PURPOSE OF THE AGM

42.1.1 Deliberate the report of the Scrutineers and confirm The Council Members of The Council for the incoming term

42.1.2 Appointment of Auditor

42.1.3 Amend the Constitution and By-Laws of SLESA by moving resolutions for which the notice had been given in compliance with Clause 42.0.4.

42.1.4 Consider any other business for which the notice had been given in compliance with Clause 42.0.4.

42.2 QUORUM OF THE AGM

42.2.1 40% of the SLESA Members make the quorum for an AGM.

42.2.2 In the event of a quorum not being met, in accordance with Clause 42.2.1, within thirty-minutes of the fixed time for the commencement of the AGM, the AGM must be adjourned.

42.2.3 The Council must re-schedule the adjourned AGM as at Clause 42.2.2, to the same place and the same day and hour in the following week, or any other venue or date as The Council may direct but subject to a minimum notice of seven business days.

42.2.4 Whatever the number of SLESA Members present, must constitute the quorum for the re-scheduled AGM as a result of Clause 42.2.2.

42.3 VOTING AT THE AGM

42.3.1 The special resolutions must be decided in compliance with the Association Incorporation Act 1985, with the majority of three-quarters of the members.

42.3.2 The ordinary resolutions must be decided according to the majority of votes properly cast thereat.

42.3.3 The case of an equality of preferences at Clause 42.3.1, the decision must be taken by a coin toss.

42.4 APPOINTMENT OF AUDITORS

42.4.1 Honorary Auditor for the incoming term must be appointed by a resolution of the Members at AGM.

42.4.2 The Honorary Auditors, appointed at Clause 42.4.1, must hold the office for one term only and may be re-elected for the next term.

42.4.3 In the event that the Honorary Auditor is not appointed at Clause 42.4.1, the incoming council is powered with the responsibility and must complete the appointment process on or before the first council meeting.

43 SPECIAL GENERAL MEETING (SGM)

- 43.1.1 The Council shall at any time call a SGM for a specific purpose relating to the direction and management of the concerns of SLESA
- 43.1.2 The Council are at all times bound to do so on the requisition in writing by **60%** of the total Members.
- 43.1.3 Such requisition, at Clause 43.1.2, must state the matters to be brought before and the resolutions (if any) to be moved at the SGM.
- 43.1.4 The SGM requisitioned in accordance with Clause 43.1.2, must be convened within 60 days of the requisition reaching the Secretary.
- 43.1.5 The date, time and venue of SGM must be decided by The Council in compliance with Clause 43.1.4.
- 43.1.6 The notice of the SGM whether it is due to Clause 43.1.1 or 43.1.2, must be sent to all Members and Student Members at least 21 days prior to such SGM by the Secretary, and the notice must specify the general nature of the matters to be brought before and the resolutions (if any) to be moved, and the date, time, venue of SGM and voting paper if required in accordance with Clause 43.3.
- 43.1.7 No business must be transacted at SGM unless notice thereof has been given in accordance with Clause 43.1.6.
- 43.1.8 All SLESA Members must have the right to attend and vote.
- 43.1.9 All SLESA Student Members must have the right to attend.
- 43.1.10 The accidental omission to send notice of SGM or the non-receipt of a notice of SGM by any Member or Student Member must not invalidate the proceedings at the meeting.
- 43.1.11 Alternative resolutions are considered only when there is no clear majority for the provided resolutions at Clause 43.1.6.
- 43.1.12 In the event of considering alternative resolution as of Clause 43.1.11, the President shall move the alternative resolution back to The Council to instigate the process again and to schedule a new SGM.

43.2 QUORUM OF THE SGM

- 43.2.1 The 60% of the total Members must constitute the quorum, and each Member has one vote.
- 43.2.2 In the event of a quorum at Clause 43.2.1, not being met within thirty minutes of the time fixed for the commencement of the SGM, the SGM must stand adjourned.
- 43.2.3 The Council must reschedule the adjourned SGM at Clause 43.2.2, to the same place on the same day and the hour in the following week, or to any other venue or date as The Council may direct but subject to a minimum notice of seven days.
- 43.2.4 Whatever the number of Members present, must constitute the quorum for the re-scheduled SGM at Clause 43.2.3.
- 43.2.5 The adjourned meeting with insufficient quorum must have no power to alter, amend or make additions to the existing Constitution and By-Laws or pass any resolution.

43.3 VOTING PAPER FOR SGM

- 43.3.1 The Council shall decide that the votes of Members who are not present at any SGM must be taken into account by means of voting papers.
- 43.3.2 In the above case, at Clause 43.3.1, the notice of the SGM as of Clause 43.1.6, must be communicated electronically by the Secretary together with the voting paper to each Member, at least 21 days before the date of the SGM.
- 43.3.3 The Council must decide the format of the voting paper.
- 43.3.4 The Council may provide the provision in the voting paper to provide an alternative resolution.

43.4 NOTICE FOR RETURN OF VOTING PAPER

- 43.4.1 The Secretary must specify in the electronic communication, the closing date and time to receive the votes from Members.

43.5 RETURN OF VOTING PAPER

- 43.5.1 The Member must record the vote and return the voting paper to the Secretary electronically within the given time frame provided that the Member is unable to be present at the SGM.

43.6 VOTING AT SGM

- 43.6.1 The Secretary must hand over the voting papers to the President three days before the date of the SGM.
- 43.6.2 The vote given thereby must be duly counted at the meeting by or under the direction of the President.
- 43.6.3 A Member is entitled to withdraw the electronic vote in the case the Member has already voted electronically and decided to be present at the SGM.
- 43.6.4 In the event of Clause 43.6.3, the President must decide to cancel the electronic vote casted by the Member.
- 43.6.5 In the event of occurring Clause 43.6.3 and 43.6.4, the Member shall vote at the SGM
- 43.6.6 Under no circumstances any Member is entitled to vote more than once.
- 43.6.7 The decision of the President upon any question as to the right to vote or manner of voting or the recording of vote or counting of votes must be final.

44 THE COUNCIL MEETINGS (TCM)

- 44.0.1 TCMs of the SLESA must consist of the Council Members elected in compliance with Section 17.
- 44.0.2 The Council must begin their first TCM within the 14 days after the AGM.
- 44.0.3 The Council must appoint all the Executive Members in the first TCM at Clause 44.0.2.
- 44.0.4 The Council must hold TCM at least once in each month of the year and at such other times as The Council shall direct.

- 44.0.5 The Secretary must provide, electronically, all Council Members, at least seven days before the date of each TCM, in a written notice stating the date, time, venue and agenda for TCM.
- 44.0.6 TCMs must be chaired by the President.
- 44.0.7 TCMs are only for the discussion of matters related to the objectives of SLESA, in compliance with the Constitution and By-Laws, The Council may prescribe from time to time, and no other business of any kind must be transacted at TCM.
- 44.0.8 The quorum of the TCM must be determined according to Section 44.1

44.1 QUORUM FOR THE TCM

- 44.1.1 The seven Council Members must constitute the quorum for The Council Meeting.
- 44.1.2 The Council must meet as often as the business of SLESA shall require and shall act notwithstanding any vacancy of The Council.
- 44.1.3 In the event of multiple vacancies occurring in The Council, The Council must decide the quorum by reducing the quorum at Clause 44.1.1 proportionately until the new Council Members are elected according to Section 36.2.

45 SUB-COMMITTEE MEETINGS (SCM)

- 45.1 The SCMs must be chaired by a member of The Council.
- 45.2 Each sub-committee may appoint more than one member from The Council and a few Members or Student Members of SLESA to reach a particular objective set by The Council.
- 45.3 The Council Member who chairs the SCM must provide electronically a written notice of the SCM by stating the time and venue of the SCM and an agenda to be dealt with before the SCM to all the sub-committee members.
- 45.4 The sub-committee must decide the exact nature of the process to follow at Clause 45.3.
- 45.5 The President and the Secretary must be included in all the correspondences.
- 45.6 The President or the Secretary may attend the SCM.

46 FUNDS

The funds of SLESA must be derived from annual subscriptions, donations and such other sources as determined by The Council.

46.1 FINANCIAL YEAR

The financial year of SLESA must start on 1st of July and ends on the 30 days of June in following year.

46.2 FINANCIAL PROCEDURE

- 46.2.1 The Council must adopt regulations for governing procedures in connection with all financial matters for which the SLESA is held responsible under the Constitution.

- 46.2.2 The regulations adopted at Clause 46.2.1 must include the compilation of the record of membership, subscriptions and fees payable, accounts and the preparation of periodical returns and annual statements.
- 46.2.3 The Council must decide the inclusions and exclusions for Clause 46.2.2 from time to time in compliance with the Constitution.

46.3 VERIFICATION OF ACCOUNTS

- 46.3.1 The Honorary Auditors must have access, at all reasonable times to the accounts of the pecuniary transactions of SLESA.
- 46.3.2 The Honorary Auditors must verify and sign the annual statement of the accounts before it is submitted by The Council to the AGM.

46.4 ACCOUNTS

- 46.4.1 The Council must keep true accounts of all sums of income and expenditure by SLESA.
- 46.4.2 All the receipts and associated records of any transaction at Clause 46.4.1, must be maintained in compliance with Clause 46.2.

46.5 CARE OF FUNDS

- 46.5.1 All funds belonging to SLESA received by the Treasurer must be deposited in the account of SLESA.
- 46.5.2 The Treasurer must open and manage the bank account at a bank approved by The Council.
- 46.5.3 The payments of all accounts that are certified as correct by The Council must be made by a cheque or bank transfer.
- 46.5.4 Payments made by cheque at Clause 46.5.3, must be signed by two the following Executive Members
- The President or The Vice-President in President's absence
 - The Secretary or The Assistant Secretary in Secretary's absence
 - The Treasurer
- 46.5.5 The Council shall authorise the Treasurer to make payments on account of recurrent expenditure not exceeding 1000 dollars per month without the prior approval of The Council.
- 46.5.6 The expenditure more than 1000 dollars must be approved by The Council.

46.6 STAMENET OF FUNDS

- 46.6.1 A statement of the funds of SLESA, and of the receipts and payments during the past year, terminating on the 30th of June, must be made by the Treasurer under the direction of The Council.
- 46.6.2 The statement prepared at Clause 46.6.1 must be verified and signed by the Honorary Auditors.
- 46.6.3 The Treasurer must present the verified statement at Clause 46.6.2, to the AGM.

46.7 ANNUAL REPORT

- 46.7.1 The Council must draw up a yearly report on the state of SLESA.
- 46.7.2 The report at Clause 46.7.1, must be presented at the AGM by Treasurer.

47 THE SEAL

- 47.1 The Seal of SLESA must be affixed to the certificates, deeds and documents that require to be sealed, only in the presence of the President or the Secretary, or the any other Executive Council Member appointed for the purpose by The Council.
- 47.2 The President or the Secretary or such other Executive Member appointed for the purpose at Clause 47.1, must sign every certificate, deeds and documents to which the Seal of SLESA is affixed.

48 AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

- 48.1 The Council must initiate a proposal for an amendment to the Constitution or the By-Laws with 2/3 of the majority support from The Council Members.
- 48.2 The Members must request amendments in writing with the support of 25% of all the SLESA Members which then be subjected to the approval by The Council with 2/3 majority to initiate the amendment process as at Clause 48.1.
- 48.3 The amendment must not be carried out except by a 2/3 majority vote expressed by all Members.
- 48.4 The amendment must not come into force until the due process is completed by the Consumer and Business services of South Australia in accordance with the Associations Incorporation Act 1985.

49 MATTERS NOT PROVIDED FOR, IN THE CONSTITUTION

- 49.1 The Council shall decide to propose amendments, as of Section 48, for matters not provided for in the Constitution and By-Laws.
- 49.2 In the event that the matter at Clause 49.1, is not repugnant or trivial, The Council shall decide to propose and ratify the amendments at the AGM at the end of the term.

50 DISSOLUTION OF THE ORGANISATION

- 50.1 The Council must have a clear majority from the members of The Council to hold a SGM to request the consent of all the Member to dissolve SLESA.
- 50.2 SLESA may be wound up in the manner provided for in the Association Incorporation Act 1985 by passing the special resolution from all the Members at a SGM called at Clause 50.1.

50.3 UPON DISSOLUTION

- 50.3.1 The Council must discharge all debts and liabilities legally incurred.

- 50.3.2 The Council must donate all the remaining funds to a worthy charity in Sri Lanka or Sri Lankan charitable organisations in Australia.
- 50.3.3 The Council must submit the Certificate of Dissolution within seven days of the dissolution to the Consumer and business services of South Australia.

51 PROHIBITIONS

- 51.1 The funds of the SLESA must not be used to pay the fines of members who have been convicted in Court.
- 51.2 The SLESA must not engage in any Trade Union activity.
- 51.3 The SLESA must not indulge in any political activity or allow its funds and/or premises to be used for political purpose.

52 POWERS OF THE ASSOCIATION

- 52.1 The association shall have all the powers conferred by section 25 of Association Incorporation Act 1985 to further the objects of the association.

53 PROHIBITIONS AGAINST SECURING PROFITS FOR MEMBERS

- 53.1 The association shall abide by the prohibition against securing profits for members as stipulated in section 55 of Association Incorporation Act 1985.