

# **THE CONSTITUTION**

## **of the Polish Ex-Servicemen's Association Branch Australia Incorporated**

**No A00025**



The present Constitution was adopted at the IX<sup>th</sup> Convention of the Polish Ex-Servicemen's Association in Australia.

Corrected and approved at the XVI<sup>th</sup> convention of Delegates of SPK Sub-Branches in Australia held in Adelaide from the 1<sup>st</sup> to the 4<sup>th</sup> of January 1981.

This English translation of the Constitution was accepted as authoritative and binding by the XVII<sup>th</sup> Convention of the Polish Ex-Servicemen's Association in Australia held in Adelaide from the 14<sup>th</sup> to 17<sup>th</sup> January 1993.

Revised according to requirements of the Association's Incorporation Act 1991 and approved at the XXII<sup>th</sup> Convention of Delegates of SPK Sub-Branches in Australia held in Adelaide from the 14<sup>th</sup> to the 17<sup>th</sup> January 1993.

Debated, modernised and approved by the XXXIII<sup>th</sup> Convention of the Polish Ex-Servicemen's Association in Australia held in Canberra on the 27<sup>th</sup> and 28<sup>th</sup> of November 2004.

This Amendment of the Constitution is in execution of a resolution passed by the XXXIV<sup>th</sup> Convention of SPK on the 19<sup>th</sup> of November 2005 to amalgamate the Polish Ex-Servicemen's Association – Branch Australia Incorporated with the Foundation of the Polish Ex-Servicemen's Association in Australia Branch Limited. Date of amalgamation is 15 November 2007.

## ***PREAMBLE***

***To the constitution of the Polish Ex-Servicemen's Association in Australia Incorporated in the ACT which consists of two Divisions; one the actual Association and the other The Foundation of SPK. There is only one National Executive of the Association that presides over both Divisions of the Association.***

***The National Executive of SPK from amongst its members appoints one of each Vice Presidents and two other members to form the committee of management of the Association and the other vice president and two other members to form the committee of management of the Foundation of SPK.***

***Both committees of management are under the control of the National Executive of the SPK and manage the day to day affairs of their divisions on behalf of the National Executive of the SPK.***

***The objectives of both divisions of SPK are identical and are outlined in the constitution see Chapter 1 Art II Par 3.***

***The new organisation shall be called the Polish Ex-Serviceman's Association Branch Australia Incorporated.***

***It shall have one Constitution and National Executive with overall control and it will continue to be incorporated as an Association in the ACT No A00025.***

## **THE CONSTITUTION**

of the Polish Ex-Servicemen's Association  
Branch Australia Incorporated  
No A00025

### **CHAPTER I**

#### **GENERAL RULES**

##### **Art. I The Name, Area, Location.**

- Par.1 The Association is named in Polish: "Stowarzyszenie Polskich Kombatantów w Australii" and in English "Polish Ex-Servicemen's Association - Branch Australia Incorporated" later referred to as "The Association" or "SPK in Australia".
- Par.2 The geographical area of its activities is Australia.
- Par.3 The seat of the National Executive of the Association shall coincide geographically with the seat of one of its Sub-Branches and shall be determined by every "Annual General Meeting of the Sub-Branches Delegates" – later referred to as "the Branch Convention".
- Par.4 Should in the course of time one of the two Branches of the Association decide to cease operating, then the National Executive may, after all current business of the Branch is concluded and all debts paid, move at the Annual Convention a Motion to dissolve the Branch.  
A dissolution Motion requires half (½) the eligible voters to be present at the Meeting and three-quarters (¾) of those present to vote for the Motion.  
The National Executive will then turn all assets of the dissolving Branch that are not needed, into cash and pay that cash into the intangible capital of the Foundation of SPK.  
The National Executive will then continue to operate normally with the remaining Branch.

##### **Art. II General Principles.**

- Par.1 SPK in Australia, as an independent organisation, links with other SPK National Branches to form the World Federation of Polish Ex-Servicemen's Association.
- Par.2 This Constitution is the only Constitution of the Polish Ex-Servicemen's Association in Australia Incorporated and is binding for both the National Executive of SPK and the Sub-Branches of the Association and supercedes all previous Constitutions of the Association and/or its Sub-Branches.  
Detailed elaboration of clauses contained in this Constitution may be carried out in separate regulations, each time approved and adopted by the Branch Convention.
- Par.3. The Association pursues the objects of the Polish Ex-Servicemen's Association specified below:-

##### **Objects:**

- a/ to support the welfare and social needs of the membership of the Polish Ex-Servicemen's Association
- b/ to maintain the memory of the role of Polish Ex-Servicemen in the struggle for freedom of the individual and the independence of Poland

- c/ to inform the Australian community of the Polish point of view on current events by means of the printed and spoken word
- d/ to counter tendentious and false propaganda by commissioning and disseminating genuine information regarding the actual political, social, economic and ecological situation in Poland
- e/ to support and publish books and other papers depicting the true history of Poland, the history of Polish political migration, especially to Australia, and the contribution of the Polish Nation and the members of its Armed Forces in the fight against totalitarian regimes
- f/ to support, encourage and assist persons or organisations who are engaged in promoting aspects of Polish culture in Australia
- g/ to solicit and accept donations, bequests, legacies and all forms of gifts of property, real or personal, to assist the Foundation to further its objectives
- h/ to invest in any forms of investments in which a trustee is authorised to invest trust funds by the Trustee Act of the state of New South Wales in its application to the Australian Capital Territory
- i/ to provide scholarships, prizes and subsidies to persons or organisations who are engaged in carrying out any of the objectives set out above, with preference being given to persons of Polish origin
- j/ to do such other lawful things as would further any of the objectives of the Polish Ex-Servicemen's Association.

Par.4 The income, capital and property of the Association shall be applied solely towards the promotion of the objects of the Association, and no portion of thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise, howsoever by way of profit, to members or relatives of members of the Association, provided that nothing herein shall prevent the payment in good faith of moderate remuneration to any officer or servant of the Association for any service actually rendered to the Association or reasonable and proper rental for premises let by any member of the Association.

### **Art. III The Structure of SPK Authorities:**

Par.1 The Authorities of SPK in Australia are:-

- a/ The Branch Convention
- b/ The Branch Executive
- c/ Committee of Management of SPK Branch
- d/ Committee of Management of Foundation of SPK Branch
- c/ The Sub-Branch Authorities.

Par.2 The Authorities of the SPK in Australia are bodies of members elected in accordance with the rules of the Constitution.

An ordinary member of the SPK of at least one (1) year's standing is eligible for election to the Sub-Branch Authorities and/or as a Sub-Branch Delegate to the Branch Convention.

The Branch Australia Authorities are elected from ordinary members of SPK of at least two (2) years standing. This rule does not apply to the newly formed Sub-Branched of SPK.

Subordinate Authorities of the SPK in Australia are responsible to their "rank and file" members and to the higher authorities. They are subject to the control of higher authorities and are duty bound to submit reports to the higher authorities.

- Par.3 The members of the authorities cannot become paid employees in the businesses and enterprises of the SPK, which are under control of the authorities of which they are members.

## **CHAPTER II**

### **Membership of “SPK in Australia”**

#### **Art. IV Classes of members and eligibility**

- Par.1 Members of both branches of the SPK in Australia comprise ordinary members, associate members, associates of SPK and honorary members.
- Par.2 The ordinary membership is open to:
- a/ every member or former member of the Polish Armed Forces
  - b/ any citizen of the Republic of Poland who fought for the Independence of Poland
  - c/ any Pole who actively participated in the efforts of the Policy community directed towards the restoration of the Independence of Poland
  - d/ any former member of the Australian Armed Forces, who are of Polish Origin
  - e/ any Polish person not less than 18 years old who knows, supports and undertakes the work for the objectives stipulated in the Constitution of the SPK in Australia and signs the Members Declaration
  - f/ any person who has contributed outstanding and meritorious services to the SPK or the Polish Community at large.
- Par.3 The associate membership is open to anyone who undertakes to work towards the realisation of any objectives of the SPK in Australia, but who does not satisfy the conditions stipulated in Paragraph 2.
- Par.4 Associates of SPK are the members of clubs and businesses, controlled by the Association or by its Sub-Branches, who are admitted in accordance with specific Regulations of those clubs and businesses. Associates of SPK do not enjoy active or passive rights of a member of the SPK in Australia.
- Par 5 Honorary membership of SPK in Australia may be conferred on any person by the SPK Branch Convention on the motion put forward by the SPK Branch Convention or by the Executive of the Branch Australia or by the Annual General Meeting of the Sub-Branch of SPK or by the Executive of the Foundation of SPK Branch.

#### **Art. V Rights and Duties of Members**

- Par.1 The rights enjoyed by ordinary members are:
- a/ active and passive rights for the election of Authorities of the SPK in Australia
  - b/ rights to participate in any facilities or benefits provided to members by SPK in Australia
  - c/ intrinsic rights to membership of clubs and other businesses controlled by the SPK in Australia.

- Par.2 The Duties of ordinary members are:
- a/ to conduct oneself in a manner becoming of a member and consistent with the principles of Christian ethics and the dignity of a Polish Ex-Serviceman
  - b/ to observe the rules of the Constitution and the resolutions and regulations derived from it, as well as the directives of the authorities of the SPK in Australia brought forth within the compass of their rights
  - c/ to take an active part in the affairs of SPK in Australia and to do nothing that could harm the Association in Australia
  - d/ to observe and foster the solidarity of the organisation and the principles of comradeship in relations among members
  - e/ to remit membership fee regularly and on time.
- Par.3 The associate members, associates of SPK and honorary members enjoy the rights of ordinary members with the exception of active and passive electoral rights for the election of the authorities of the SPK in Australia.
- Par.4 Members of SPK in Australia do not receive remuneration for the work done in favour of the SPK, the exception being those employed on a contract basis receiving moderate standard remunerations.
- Members of the SPK may be reimbursed for expenses incurred in the course of carrying out their assigned tasks upon the production of relevant receipts
- Par.5 The liability of the member of SPK to contribute towards the payment of the debts and liabilities of the Association in the event of the same being wound up, and of costs, charges and expenses of winding up is limited to the amount, if any, unpaid by the member in respect of his or her membership fee.

#### **Art. VI Suspension of Membership Rights**

- Par.1 Suspension of a member's rights takes place:
- a/ by the declaration of the Executive of the relevant Sub-Branch or following the recommendation of the Higher Authority, or if appropriate by the decision of the Higher Authority, on the grounds of infringing upon any of the member's duties stipulated in Article V, Par.2 (a) to (e), or for conduct prejudicial to the SPK in Australia
  - b/ where an elected member of a Branch/Sub-Branch Committee fails without leave of absence to attend more than three (3) consecutive duly constituted meetings of the Committee
  - c/ where any member becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health.
- Par.2 However, suspension of a member's rights, as described in Para 1 a/ above, must be confirmed by the Branch Executive and ratified by the Annual Branch Convention.
- Par.3 The duration of suspension of membership rights may not exceed a period of twelve (12) months.

#### **Art. VII Cessation of Membership Rights**

- Par.1 The Executive of the relevant Sub-Branch may delete a member from the Membership List of their Sub-Branch; at the member's own request or after a prior reminder for unjustifiable arrears with his or her membership fee exceeding a period of one (1) year. In the latter case, the member concerned has the rights of appeal

against such an action to the General Meeting of the Sub-Branch and to the Branch Executive.

Par.2 Exclusion of a member from the SPK takes place in consequence of a serious breach by the member of any of the duties listed in Art.V Par.2 a/ to e/ or for activities detrimental to the SPK.

Par.3

a/ Members of Branch Australia or Sub-Branch Committee of the SPK may be, by resolution of that Committee or higher authority, removed from that position before the expiration of his or her period of office, if in the opinion of the Committee that person has been guilty of conduct unbecoming a member of the SPK or detrimental to the reputation of the SPK, and by ordinary resolution appoint another person in his or her stead

b/ The deletion of a member, should the circumstances come to light making his or her admission to the SPK originally invalid and the exclusion of a member, are the responsibilities of and are pronounced by the Executive of the relevant Sub-Branch. Such a decision must be, however, ratified by the next General Meeting or the Extraordinary General Meeting of the Sub-Branch concerned. In the event of a dishonourable offence being committed by a member, his or her exclusion must be decided at once by the Executive of the relevant Sub-Branch or by the Branch Executive. This decision must be submitted for ratification to the next Branch Convention or to an Extraordinary Branch Convention.

Par.4 With regard to any matter referred to in Art. VII Par. 1 to 4, resulting in cessation of membership, an appeal against the verdict of the Sub-Branch Executive may be lodged by the member concerned, first to the General Meeting of the Sub-Branch, further to the Branch Executive and last to the Branch Convention or an Extraordinary Branch Convention.

The verdict of the Branch Convention is final since that body is the highest Authority of the SPK in Australia.

An appeal initiated no later than six (6) weeks after the sentence, should be based on the following grounds:

a/ omission by the lower Authority of circumstances essential for the assessment of the guilt or penal measures

b/ procedural improprieties committed by the lower Authority

c/ the disciplinary measure itself.

Par 5 The valid verdict of a member's exclusion from the SPK must be publicised throughout the SPK in Australia, either through the medium of the official journal of the Association or by means of a circular from the Branch Executive to Sub-Branches.

### **CHAPTER III**

#### **THE ORGANISATION OF THE AUTHORITIES OF SPK IN AUSTRALIA**

##### **Art. VIII The Authorities of the Association in Australia**

Par.1 The Branch Authorities are:

a/ The Branch Convention

b/ The Branch Executive

- c/ Committee of Management of SPK Branch
- d/ Committee of Management of Foundation of SPK Branch
- e/ The Sub-Branch Authorities.

**Art. IX The Branch Convention is the Supreme Authority of the Association**

- Par.1 Entitled to take part in the Branch Convention are Delegates of the Sub-Bran­ches of the SPK in Australia, elected by General Meetings of Sub-Bran­ches, whose Executive have fulfilled their statutory obligations, with a proviso of two (2) Delegates for every complete or incomplete number of fifty (50) members of a Sub-Branch. These Delegates have intrinsic voting rights.  
Entitled also to participate in the Branch Convention, but without voting rights, (provided that they are not Delegates with voting rights per se) are:
- a/ members of the Authorities of the Association specified in Article VIII Par.1 b/, c/ and d/ of this Constitution
  - b/ delegates for Special Duties nominated by the Branch Executive
  - c/ invited by the Branch Executive - guests, advisers and experts.
- Par.2 The required “quorum” for the validity of the Branch Convention convoked at the first nominated time is at least one-half (1/2) of the total number of Delegates entitled to take part in the Branch Convention.  
The Branch Convention convoked at the second nominated time is deemed valid regardless of the number present.
- Par.3 Resolutions of the Branch Convention are passed by the ordinary majority of votes, except for the resolutions concerning changes in the Constitution or liquidation of the Association.  
Decisions in those matters require the majority of three-quarters (¾) of the votes, in the presence of at least one-half (1/2) of the total number of Delegates entitled to vote.
- Par.4 The Branch Convention, after its official opening by the President of the Association in Australia, elects its own Council composed of a Chairman, two (2) Assessors and two (2) Secretaries.
- Par.5 The Branch Conventions are:-
- a/ Ordinary
  - b/ Extraordinary.
- Par.6 The Ordinary Branch Convention takes place once a year. It is convoked by the Branch Executive within the period of five (5) months following the end of the Financial Year of the Association as required by the Act (Associations Incorporated Act 1991).  
It is convened by the Branch Executive by sending a notice to all Sub-Bran­ches at least two (2) months before the opening date of the Convention.  
At least a fortnight before that date the Branch Executive should send to all Sub-Bran­ches a written report of the previous year’s activities, the proposed Agenda for the Convention and all the proposals and motions prepared for the Convention by the Branch Executive, by the Delegates of the Branch Executive (within their sphere of activity) and by Sub-Branch Delegates to the Convention.
- Par.7 The Extraordinary Branch Convention is convoked by the Branch Executive:
- a/ on its own initiative
  - b/ at the request of the Branch Audit Commission



- c/ at the request of one of the two Committees of Management of either of the two Branches on the Association
- d/ at the request of any one (1) Sub-Branch of SPK
- e/ at the written demand of at least one-fifth (1/5) of the total number of members of the Association.

The demand to convoke the Extraordinary Branch Convention should include its proposed Agenda.

Par.8 The competency of the Branch Convention comprises:

- a/ examining and accepting the reports and proposals of the Branch Executive and of the Branch Audit Commission and conferring the absolute clearance to the Branch Executive
- b/ passing the programme of activities and the budget
- c/ electing and revoking the authorities named in Art. VIII Items b/, c/ and d/ of this Constitution at the end of their term of office
- d/ consolidation of the motions put forth by Delegates at the Convention or those lodged by the Sub-Branches at least a fortnight prior to the opening date of the Convention
- e/ passing the changes in the Constitution, liquidation of the Association and dissolution of a Sub-Branch
- f/ considering the appeals lodged by the Sub-Branch Authorities against the decisions and directives of the Branch Authorities
- g/ appointing an official Auditor as required by the Act (*Associations Incorporation Act 1991*).

Par.9 The texts of the resolutions passed by every Branch Convention should be sent by the Branch Executive to all Sub-Branches within a period not exceeding six (6) weeks after the closing date of the Branch Convention.

**Art. X The Executive of the Association or the Branch Executive**

Par.1 The Branch Executive consists of:-

- a/ the President
- b/ two (2) Vice-Presidents
- c/ National Secretary
- d/ Two (2) Deputy Secretaries
- e/ National Treasurer
- f/ Two (2) Deputy Treasurers
- g/ Public Officer

all elected by the Branch Convention.

The election of the President and National Secretary is carried out in separate secret ballots.

The election of other members of the Executive is carried out by voting by the Delegates taking part in the Convention.

The President is elected by the Branch Convention for a Term of two (2) years with a maximum of three (3) consecutive Terms in Office.

The Public Officer of the Association is either elected by the Convention or nominated by the Executive from amongst its own number.

The President and Members of the Branch Executive must not be concurrently Members of the Executive of the local Sub-Branch of SPK.

The Branch Convention elects the Members of the Branch Executive from amongst the Ordinary Members of the Association for a term of two (2) years.

- Par.2 In the case of the resignation of a Member of the Branch Executive, a new Member is co-opted into the vacant place by the Branch Executive, however, no more than three (3) Members may be co-opted during the term of office of the Branch Executive. In case of resignation or death of the President or National Secretary, their duties are taken automatically by their Deputies, who carry out these duties for no longer than six (6) months without the necessity to convoke an Extraordinary Branch Convention. The prolongation or the shortening of the nominal term of office, by a late or an early convocation of the Ordinary Branch Convention, must not exceed a six (6) months period.
- Par.3 The decisions of the Branch Executive are passed by a majority of votes, with the required “quorum” consisting of at least six (6) members of the Executive and including the President or one (1) of the Vice-Presidents.
- Par.4 The competency of the Branch Executive involves:
- a/ directing all affairs and activities of the Association
  - b/ managing and safeguarding the assets of the Association
  - c/ representing the Association
  - d/ electing the Delegates to the General Meeting of the Polish Community Council of Australia Inc.
  - e/ confirming, suspending or dissolving the Sub-Branches
  - f/ guiding the activities of the Sub-Branches and extending the support in the realisation of their projects and initiatives
  - g/ carrying into execution the resolution and directives of the Branch Convention and of the Branch Executive of the SPK in Australia, within the limits relating to the competency and the territorial extent of the Branch activities
  - h/ suspending the function of the entire Executive or a particular Member of the Executive of any Sub-Branch for disobeying regulations and directives of the Branch Executive or for deliberately violating the rules of the Constitution. The suspension may not exceed the period of six (6) months
  - i/ nominating or appointing regional Delegates in localities not covered by the activities of the Sub-Branches, or Delegates for Special Duties, after consulting with the Executive of the nearest Sub-Branch
  - j/ designating, if necessary, a Delegate or Delegates of the Branch Executive (in reference to item /h of this Paragraph) who should convoke without delay the General Meeting of the Sub-Branch concerned
  - k/ appointing, when needed, advisory agencies even from beyond the SPK in Australia
  - l/ engaging paid employees into the office of the Executive
  - m/ approving the Regulations of business enterprises controlled by Sub-Branches and concurring in the individual registration of Sub-Branches
  - n/ confirming the decisions of the Sub-Branches General Meeting concerning the affiliation of the Sub-Branches to the State or Territory Federation of Polish Organisations.
- Par.5 The funds of the SPK Branch Australia are derived from member’s fees, donations and interest from bank accounts. The Branch Executive shall keep proper accounts and records of all sums of money received and expended by the Branch in any financial year ending 30th of June. All cheques, drafts, bill of exchange and other negotiable instruments shall be signed by the Treasurer and countersigned by another member of the Branch Executive.

- Par.6 The Branch Executive shall provide for the safe custody of the Common Seal of the Association. It shall not be affixed to an instrument except by authority of a resolution of the Branch Executive.  
Every instrument to which the Common Seal is affixed shall be signed by the National Secretary of the SPK and counter-signed by another member of the Branch Executive.
- Par.7 Except as otherwise decided by the Branch Executive, the National Secretary of the SPK Branch Australia shall keep in his or her custody any books, letters, documents and securities of the Association. All such articles shall be made available for inspection by the Delegates of the SPK Sub-Branches during the Branch Convention.

#### **Art. XI The Audit Commission of the Association or the Branch Audit Commission**

- Par.1 The Branch Audit Commission consists of three (3) members elected by the Branch Convention for the term of two (2) years, which is the term in office of the Branch Executive.
- Par.2 The Branch Audit Commission carries out the audit of the whole of the affairs of the Association, with regards to the proper nature and appropriateness of the business conducted.  
The audit may be carried at any time, but should be done at least twice during the term of office.  
The Branch Audit Commission submits its report to the Branch Convention, together with a motion in the matter of the absolute clearance for the Executive.  
The findings of each audit are passed on by the Audit Commission to the Branch Executive for information.
- Par.3 The Branch Audit Commission is also empowered to audit the affairs of any Sub-Branch, either on its own initiative or on the advice of the Branch Executive. Such audit shall be undertaken jointly with the Audit Commission of the Sub-Branch concerned.
- Par.4 The Branch Audit Commission elects from amongst its members a Chairman and Deputy and they direct the activities of the Commission. The Audit Commission may establish for each task a suitable working party consisting of not less than two (2) members.
- Par.5 In special cases the Branch Audit Commission may supplement its strength by one (1) member drawn from the Audit Commission of the local Sub-Branch in order to carry out its statutory audit.

### **CHAPTER IV**

#### **SUB-BRANCHES**

##### **Art. XII General Principles**

- Par.1 A Sub-Branch constitutes a basic organisational link in the structure of the Association. Newly formed Sub-Branches should have not less than 10 members.  
The establishment of a new Sub-Branch requires approval of the Branch Executive.  
The territorial extent of Sub-Branch activities is determined by the Branch Executive on the advice submitted by the Sub-Branch concerned.  
The resolution of the liquidation of the Sub-Branch requires ratification of the Branch Executive.

Par.2 The task of a Sub-Branch is carrying into effect the constitutional objects of the SPK within the Sub-Branch area of endeavour.

### **Art. XIII The Authorities of the Sub-Branch**

Par.1 A General Meeting of the Sub-Branch is its supreme authority. All Ordinary Members of the Sub-Branch are entitled to take part in the Sub-Branch meetings, while members of higher Authorities may participate in advisory capacity only.

Par.2 For the validity of the General Meetings of the Sub-Branch the following is indispensable:

a/ notification at least one (1) week before the date of the meeting of all members of the Sub-Branch by the Sub-Branch Executive or by persons authorised by the Constitution to call the meetings and such a notice must always include the proposed agenda of the meeting

b/ the quorum consists of at least one-quarter ( $\frac{1}{4}$ ) of the actual membership (financial) of the Sub-Branch. If the meeting, called for the first specified time, due to the lack of quorum, is declared invalid, the meeting called for the second specified time, is valid regardless of the number of members present.

Par.3 The General Meetings of the Sub-Branch can be Ordinary or Extraordinary.

Par.4 An Ordinary General Meeting is called by the Executive of the Sub-Branch once a year in the period from the 15<sup>th</sup> July to the end of August.

Par.5 An Extraordinary General Meeting is called by the Executive of the Sub-Branch either on its own initiative or at the request of:

a/ one-fifth ( $\frac{1}{5}$ ) of the membership of the Sub-Branch

b/ the Audit Commission of the Sub-Branch

c/ higher Authorities of SPK.

In these cases, the Executive of the Sub-Branch is bound to call the meeting to take place within a fortnight from the day of lodging the request. Otherwise, the right to call the Extraordinary General Meeting passes onto the body requesting it.

Par.6 Apart from the General Meeting, at least once every quarter, there should be an information meeting called for, or a newsletter sent out to, members of the Sub-Branch.

The information meetings are chaired by the President or by a member of the Executive of the Sub-Branch appointed by him.

Well working Sub-Branchees of SPK in Australia have information / social meetings once every three (3) months.

Par.7 The competency of the Ordinary General Meeting of the Sub-Branch comprises above all:

a/ consideration and acceptance of the yearly reports of the Sub-Branch Executive as well as the reports and motions of the Audit Commission of the Sub-Branch

b/ passing the absolute clearance (Absolutorium) of the retiring Executive

c/ passing the programme of activities of the Sub-Branch and its budget for the next year and also the amount of the members' yearly fees

d/ election of the Authorities of the Sub-Branch and of the Delegates to the Branch Convention

- e/ in the event of the inability of an Annual General Meeting to elect a new President or an Executive, the Annual General Meeting shall direct that the existing authorities shall continue in office for a period of up to three (3) months at which date an Extraordinary General Meeting will be called to elect a new President and Executive
- f/ the Committees of SPK Sub-Branches are obliged to obtain approval of the National Executive for loans with interest or without for investments made of sums in excess of \$10,000
- g/ election of the Colour Bearers and special Sub-Committees of the Sub-Branch
- h/ passing of other motions or postulates.

- Par.8 The Extraordinary General Meeting should deal exclusively with the matters for which it is called.
- Par.9 Resolutions are passed by the ordinary majority of votes except for the resolution for the liquidation of the Sub-Branch, which must be passed by the majority of three-quarters (3/4) of votes with the quorum of at least one-half (1/2) of the total (financial) membership of the Sub-Branch and also in the presence of a Delegate of the Branch Executive.
- Par.10 The Chairman of an Ordinary or Extraordinary General Meeting of the Sub-Branch must send to the Branch Executive the proper Minutes of the meeting not later than six (6) weeks after the closing of the meeting.

#### **Art. XIV The Executive of the Sub-Branch**

- Par.1 The Sub-Branch Executive consists of at least the President, Secretary and Treasurer. In Sub-Branches with a bigger membership, the size of the Executive body may be enlarged to suit the particular needs of the Sub-Branch, but if possible should number at least five (5) members.
- Par.2 The election of the members of the Executive is carried out by the Ordinary General Meeting of the Sub-Branch for a term of one (1) year with the proviso that the President of the Sub-Branch shall be elected in a separate secret ballot. Remaining members of the Executive may be elected “en bloc” and then their respective functions are established at the first meeting of the Executive. However, if the General Meeting of the Sub-Branch decides otherwise, an election for each function may be carried out separately.
- Par.3 Within a fortnight from its establishment, the newly elected Sub-Branch Executive must forward a notification providing the names and functions of its members, as well as the up to date postal address to the Branch Executive.
- Par.4 The Sub-Branch Executive has the right to co-opt additional members, but their number shall not exceed one-third (1/3) of the members elected by the General Meeting.  
The Executive should inform the members of the Sub-Branch about any co-opted member at the nearest meeting of the Sub-Branch.
- Par.5 The meeting of the Sub-Branch Executive is called for by the President or a member of the Executive authorised by him or her within one (1) week of the election. If he or she neglects to do so, the rights to call the first meeting of the Executive passes onto members proposing it.
- Par.6 In the meeting of the Sub-Branch Executive, the members of the higher Authorities are also entitled to take part, as well as the members of the Audit Commission of the Sub-Branch, but in advisory capacity only without the voting rights.

- Par.7 The meetings of the Sub-Branch Executive may be chaired by the President or the Vice-President. The decisions of the Sub-Branch Executive are passed by the ordinary majority of votes in the presence of at least half of the number of Executive members. In the case of equal votes, the Chairman's vote prevails.
- Par.8 The responsibilities of the Sub-Branch Executive includes:
- a/ carrying into effect the objects of the SPK stipulated in the relevant Article of the Constitution, Chapter 1, Art.II Par.3 a/ to j/
  - b/ calling the meetings of the Sub-Branch
  - c/ directing the activities of the Sub-Branch
  - d/ preparing the programme of work and the preliminary budget
  - e/ submitting the Reports of its activity
  - f/ representing the Sub-Branch in the local community and before the higher Authority of the Association
  - g/ effecting the admission of new members on the recommendation of the Verification Committee of the Sub-Branch
  - h/ effecting deletion or suspension of members in accordance with relevant clauses of this Constitution
  - i/ exemption from paying annual fees those members who are in difficult financial situations.

#### **Art. XV The Delegates of the Sub-Branch to the Convention of the SPK – Branch Australia**

- Par.1 The Delegates to the Branch Australia Convention are deemed to be spokesmen of the whole of the members of the Sub-Branch.  
The election of the Delegates is carried out by the General Meeting of the Sub-Branch. The term of a Delegate is the same as the term of the Executive of a Sub-Branch. The Delegates, as soon as practicable after the closing of the Branch Convention, report to the Sub-Branches either at the information meeting or in writing at the Extraordinary General Meetings of Sub-Branches.

#### **Art. XVI The Audit Commission of the Sub-Branch**

- Par.1 The Audit Commission of the Sub-Branch consists of a Chairman and two (2) members, elected by the General Meeting of the Sub-Branch for a term of one (1) year.  
Concurrently, the General Meeting of the Sub-Branch shall elect one (1) Deputy Chairman of the Audit Commission.  
The Chairman of the Audit Commission is elected separately in an open vote, or at the request of even one (1) member by a secret ballot.  
The Audit Commission can carry out an audit on its own initiative, on the instructions of the higher Authorities or at the request of the Executive of the Sub-Branch.  
The Audit Commission can carry out an audit of the whole of the affairs of the Sub-Branch Executive - on the same principles as does the Audit Commission of the Association. The Audit Commission will report its findings to the Executive of the Sub-Branch, to the General Meeting of the Sub-Branch, or to the higher Authorities of the Association.

#### **Art. XVII Registration of the Sub-Branches**

- Par.1 When necessary and in particular when managing business enterprises, the Sub-Branches are allowed to register the business enterprise as a Society, Incorporated Association or a Company.

### **Art. XVIII Register and Movement of Members**

- Par.1 The Sub-Branch Executive maintains the accurate Register of Members and must submit it for inspection to higher Authorities on their request. Prior to the Annual General Meeting of the Sub-Branch, the Executive is obliged to forward to the Branch Executive, together with the Yearly Report of the Sub-Branch Activities, a full Membership List of the Sub-Branch.
- Par.2 A member of the Sub-Branch has the right to be transferred to another Sub-Branch without changing his or her place of abode.
- Par.3 When transferring to another Sub-Branch, the member must first settle with his or her original Sub-Branch all his or her financial obligations and ask the Executive to forward his or her dossier (Members Declaration and the record of paid membership fees) to the Sub-Branch to which the member gained admission.
- Par.4 Before admitting a member to another Sub-Branch, the Executive of the Sub-Branch must communicate with the Executive of the members original Sub-Branch in order to secure his or her dossier and an assessment of his or her activities there to date.

### **Art. XIX Members Declaration**

- Par.1 The text of the members declaration is worked out by the Branch Executive and subsequent revisions are submitted by them for acceptance by the Branch Convention.
- Par.2 Completed and signed Members Declaration is kept in the Secretariat of the Sub-Branch.
- Par.3 The members' records should include at least the following data:
- a/ documents confirming membership of the Polish Armed Forces or of Poles serving in the Allied Armed Forces during World War 2
  - b/ admitted to the membership of the Sub-Branch on the basis .....
  - c/ date and place of birth
  - d/ served in ..... military unit .....
  - e/ final military rank .....
  - f/ military and civil decorations .....
  - g/ "SPK" Awards such as Honorary Badges, SPK, Cross, Faithful Service Badge.

## **CHAPTER V**

### **ASSETS OF THE ASSOCIATION**

#### **Art. XX**

- Par.1 The assets of the Branch Executive and of the Sub-Branches are the component parts of the whole of the Association assets.
- Par.2 The assets of the Association in the hands of the Branch Australia Executive are at their disposal within the confines of the budget passed by the Branch Convention. The assets of the Sub-Branches are divided into permanent assets – such as real estate or ownership of business enterprises, and impermanent assets – such as the contents of club premises, offices etc. Permanent assets are owned by the Association as a whole

and are under the control of the Branch Executive. Impermanent assets are owned by the Association but are administered by the Sub-Branch Executive.

- Par.3 The Branch Executive is not responsible for any financial obligations undertaken by the Executives of the Sub-Branches, unless by a majority of votes, whether at the meeting of the Branch Executive or in exceptional and important cases, by the Branch Convention.
- Par.4 The Association and any of its Sub-Branches may be dissolved. In the case of dissolution of the Association, it shall be approved by a resolution carried by a Branch Convention of the Association in the same manner as a resolution to amend this Constitution and subject to the formalities required for amendment of this Constitution and in accordance with the requirements of Par.3 of Art. IX hereof.
- Par.5 The assets of the Association controlled by SPK Branch Australia, except for those associated with the Associations current operating costs, shall be lodged in the "Foundation of SPK" infrangible capital invested in investments authorized by the Trustee ACT of the State of NSW in its application to the Australian Capital Territory by the Trustee ACT 1957 as amended.  
Assets of the Association invested in the infrangible Capital of the Foundation produce interest and it is that interest earned annually which may be used in accordance with the rule and objectives set out in Art II Par. 3 Objectives of this Constitution.  
The Capital itself is infrangible and interest earned not used in pursuance of the Objectives set out in Art II Par. 3 Objectives, is to be returned to the Capital of the Foundation of SPK.  
To protect the Capital of the Foundation of SPK from erosion by inflation the committee of Management of the Foundation Division of SPK shall return annually from the interest earned by that Capital the sum equivalent to the effect of inflation upon that Capital during that year. This is to take precedence over the fulfilment of the Objectives of the Constitution.  
The disbursement of interest earned by the Capital of the Foundation of SPK will be administered by the Committee of Management of the Foundation of SPK in accordance with the rules and objectives set out in this Constitution as amended from time to time by the Branch Australia Convention. The National Executive of SPK Branch Australia may, if need be, apply for a grant under Art II Par. 3 (g) for frugal administrative expenses. The Committee of Management of the Foundation of SPK decisions are final and may only be challenged and altered by the Branch Convention of the Association.
- Par.6 The Committee of Management of the Foundation Division of SPK consists of the three (3) members of the National Executive of the Polish Ex-Servicemen's Association Branch Australia namely the Vice President in charge of the Foundation Division of the Association, a Deputy Secretary and a Deputy Treasurer of the National Executive of SPK.
- Par.7 Upon the resolution to dissolve the Association or a Sub-Branch being carried, any property of the Association controlled by the Sub-Branch, after payment of all debts and liabilities, shall be transferred to the Branch Executive and through it be invested in the Foundation of Polish Ex-Servicemen's Association in Australia and be administered in accordance with the rules and objectives set out in the Constitution of the Association.
- Par.8 A Special Branch Convention called to consider and vote on a motion for dissolution of the Association shall first elect members of a Committee of Management of the Foundation of the Polish Ex-Servicemen's Association in Australia before proceeding to deal with a motion to dissolve the Association.



Members of the Committee of Management of the Foundation of the Polish Ex-Servicemen's Association in Australia so elected, will administer the Foundation in accordance with the rules and objectives set out in this Constitution. They will serve in office until such time as they resign or reach the age of 75 years. In the event of resignation or retirement of any member of the Committee of Management the National Executive of the Polish Ex-Servicemen's Association shall co-opt a replacement member for the Foundation of SPK.

- Par.9 If upon the winding up or dissolution of the Foundation there remains, after satisfaction of all its debts and liabilities, and any property whatsoever, the same shall not be paid to or distributed among the members of the Foundation, but shall be given or transferred to some other Polish institution or institutions having objectives similar to the objectives of the Foundation and whose memorandum of association or constitution shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on the foundation. Such institution or institutions to be determined by the members of the Foundation (by a 2/3rds majority) at or before dissolution.
- Par.10 In the case of penal suspension of the Sub-Branch Executive, on the written request of the Branch Executive all assets of the Sub-Branch should be immediately taken over and secured by the Audit Commission of the Sub-Branch, or - in the case of their refusal - by the Audit Commission of the Association which will subsequently transfer the so secured assets, either to the newly elected Sub-Branch Executive (at the Extraordinary General Meeting of the Sub-Branch, in accordance with Chapter III. Art.X. Par.4 of this Constitution) or after the lapse of the suspension period, to the former Sub-Branch Executive following a written authorisation of the Branch Executive.
- Par11 It must be remembered that all investments of SPK in Australian monies must have a good "Business Plan" and sound economic foundation showing that there is very little risk and a very good chance of success. An opinion and advice should be obtained from the "SPK" Auditors.

#### **Art. XXI**

- Par.1 During the period between the Branch Conventions, in the event of any controversy arising, the Branch Executive shall have the right of final judgment in the matter of final interpretation of this Constitution.

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The above Constitution has been amended in accordance with a Resolution passed by the XXXIII Convention of the Polish Ex-Servicemen's Association Branch Australia on the 27<sup>th</sup> November 2004 to amalgamate the Polish Ex-Servicemen's Association Branch Australia Incorporated with the Foundation of Polish Ex-Servicemen's Association in Australia Limited. The Amendment was approved by the XXXV Convention of the Polish Ex-Servicemen's Association held in Canberra on the 25th day of November 2006.

Stefan Gajewski  
National Secretary

Andrzej Kleeberg  
OAM, VM, JP  
National President