



# Constitution

**Society for Health  
Administration  
Programs in  
Education  
Incorporated**

**ABN 74 793 022 315**

## CONTENTS

- 1 NAME
- 1 OBJECTS
- 1 MEMBERSHIP
- 2 EXECUTIVE COMMITTEE
- 2 MANAGEMENT COMMITTEE
- 3 GENERAL MEETINGS
- 3 VOTING
- 4 CHAIRPERSON
- 4 SECRETARY
- 5 TREASURER - PROGRAM  
MEMBERSHIP SECRETARY
- 5 AMENDMENT OF CONSTITUTION  
AND RULES
- 5 FINANCES AND PROPERTY



The Certificate of Incorporation for the Society for Health Administration Programs in Education is with the Office of Consumer and Business Affairs, South Australia.

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# SHAPE CONSTITUTION

## NAME

The name of the Association shall be Society for Health Administration Programs in Education (SHAPE) and hereinafter called "the Association".

## OBJECTS

The objects of the Association shall be:

- (a) to promote excellence in health services management education and research in the Region of Australia, New Zealand, Asia and the Pacific;
- (b) to liaise with similar organisations in other regions; and
- (c) to do all such other things as may be incidental to the attainment of such objects.

## MEMBERSHIP

- (a) Membership shall be comprised of academic programs providing studies in health services management in the Region which are accepted by the Association, which have agreed to accept the objects and which have paid the prescribed membership fees if any. Each institution shall nominate its representative.
- (b) (i) Membership may be suspended by not less than two-thirds majority vote at an Executive Committee or General Meeting.
  - (ii) Any suspended member may on not less than two weeks' written notice require the suspension to be reconsidered at one subsequent General Meeting.
  - (iii) The Association shall not be required to accept the renewal of membership of a suspended member when renewal next falls due.
- (c) Membership shall cease on:
  - (i) resignation in writing delivered to the Secretary of the Association;
  - (ii) failure to renew membership within six months of expiry.
- (d) Individual membership shall be available to individuals with appropriate qualifications and experience and who are committed to the objects of SHAPE and who are not on the faculty of a SHAPE member program.
- (e) Life membership shall be awarded to an individual who has made an outstanding contribution to SHAPE over a sustained period of time. Life membership shall be awarded by a meeting of the Annual General Meeting.

# SHAPE CONSTITUTION

## EXECUTIVE COMMITTEE

- (a) There shall be an Executive Committee consisting of not less than six representatives of member programs elected at the Annual General Meeting.
- (b) The Office Bearers of the Association shall be the Chairperson, Secretary and Treasurer-Program Membership Secretary who shall be elected from the Executive Committee at the Annual General Meeting.
- (c) The Executive Committee shall meet not less than twice in each financial year.
- (d) The quorum shall number four Executive Committee members.
- (e) The Chairperson or two other members of the Executive Committee shall have power to call a meeting of the Executive Committee.

Notice of meetings shall be given at the previous Executive Committee meeting or by 14 days written notice distributed to all executive members or in an emergency by such other notice as shall be ratified by the Executive Committee.

- (f) An Office Bearer or member of the Executive Committee shall cease to hold such office upon:
  - (i) resignation in writing;
  - (ii) suspension of the program from membership of the Association;
  - (iii) absence for three successive executive meetings without explanation acceptable to the Executive Committee.
- (g) Vacancies unfilled or arising in the Office Bearers may be filled by the Executive Committee by postal vote for the unexpired remainder of the term.
- (h) The Executive Committee may appoint sub-committees for specific purposes which shall meet as they see fit or as directed by the Executive Committee and who shall report to the Executive Committee.

## MANAGEMENT COMMITTEE

- (a) Management shall be vested in a Management Committee which shall consist of four persons comprising:
  - (i) the Chairperson of the Association;
  - (ii) the Secretary;
  - (iii) the Treasurer-Program Membership Secretary
  - (iv) a further nominated Executive Committee member.
- (b) Decisions of the Management Committee shall be made at meetings of which not less than seven days' written notice shall have been given or by telephone link-up of which not less than one day's notice shall have been given.
- (c) A quorum for decision-making shall be two members providing that where a member is temporarily unavailable, a replacement member shall be nominated by the Chairperson.
- (d) The Management Committee shall meet in person or by telephone link-up at least once in each quarter and shall receive from the Secretary and Treasurer-Program Membership Secretary a quarterly report either verbally or written.

## GENERAL MEETINGS

- (a) A General Meeting, which shall include the Annual General Meeting and any Special General Meetings, shall be held not less than once in each calendar year to further the objects of the Association.
- (b) Written notice of not more than 28 days and no less than seven days of all General Meetings shall be distributed to all members.
- (c) Member programs shall each be entitled to one vote at any General Meeting at which they are present.
- (d) Individual members shall not have voting rights unless they hold a position on the SHAPE Executive.
- (e) A quorum at a General Meeting shall be five member programs or two-thirds of the member programs whichever is less.
- (f) A Special General Meeting shall be called by the Secretary within 28 days of receipt of a directive of the Executive or a written request of 3 members specifying the business to be conducted at the meeting.
- (g) The Annual General Meeting should be held at least once in each calendar year and not more than four months after the close of the financial year which shall be 30 June unless altered at an Annual General Meeting.

- (h) The business of the Annual General Meeting shall be:
  - (i) to receive the Chairperson's report for the previous year;
  - (ii) to receive the Secretary's report;
  - (iii) to receive the Treasurer-Program Membership Secretary's report and the audited financial statements for the previous financial year, together with the financial budget for the current financial year;
  - (iv) to elect or re-elect member programs of the Executive Committee who must consent in person or in writing;
  - (v) to conduct any other business placed on the agenda before the commencement of the meeting;
  - (vi) to appoint an Auditor for the ensuing year.

## VOTING

- (i) any contested election at an Annual General Meeting or otherwise shall be by secret ballot;
- (ii) the meeting may by show of hands require any other vote to be by secret ballot.

# SHAPE CONSTITUTION

## CHAIRPERSON

- (a) The Chairperson shall keep the Common Seal which shall be affixed only by resolution of the Executive Committee or of a General Meeting and in the presence of two Executive Committee members including at least one Office Bearer.
- (b) The Chairperson at any meeting shall have a casting as well as a deliberative vote.
- (c) The Chairperson shall chair Management Committee, Executive Committee and General Meetings except that in the absence of the Chairperson or at the request of the Chairperson or of a majority of the meeting another member may be elected as meetings chairperson.
- (d) The Chairperson together with the Secretary and the Treasurer-Program Membership Secretary shall prepare the agenda for the Executive Committee and for General Meetings.
- (e) The Chairperson shall encourage full balanced participation in meetings by all members and shall decide on matters of order.
- (f) The Chairperson shall act as Spokesperson unless an alternative Spokesperson has been appointed by the Executive Committee or a General Meeting. The Spokesperson shall make statements in accordance with previously agreed policy, or in an emergency following consultation with at least two members of the Executive Committee.

## SECRETARY

- (a) The Secretary shall call meetings in accordance with the provisions of this Constitution.
- (b) The Secretary shall cause records to be kept on the business of the Association including the Constitution and policies, records of members, a register of minutes and meetings and of notices, a file of correspondence, and records of submissions or reports made by or on behalf of the Association.
- (c) In the absence of the Secretary another member shall be elected as Minutes Secretary.

#### **TREASURER - PROGRAM MEMBERSHIP SECRETARY**

- (a) The Treasurer-Program Membership Secretary shall cause monies received to be paid into an account authorised by the Executive Committee in the name of the Association. Payments shall be as petty cash or by cheque signed by the Treasurer-Program Membership Secretary or in the absence of the Treasurer-Program Membership Secretary by the Chairperson or Secretary. Major expenditure, as defined by the Executive Committee, from time to time, shall require authorisation by the Management Committee in advance.
- (b) The Treasurer-Program Membership Secretary shall cause records to be kept of all receipts and payments and other financial transactions, which records shall be available for inspection by any member.
- (c) The Treasurer-Program Membership Secretary shall cause to be prepared financial budgets and statements and shall submit a report on the finances to each Executive Committee Meeting.
- (d) The Treasurer-Program Membership Secretary shall be entitled to delegate functions to the employees of the Association and shall in such case receive quarterly financial statements from such employees.
- (e) The Treasurer-Program Membership Secretary shall present audited accounts to the Annual General Meeting.

#### **AMENDMENT OF CONSTITUTION AND RULES**

This Constitution may be repealed, altered, or amended by resolution of two-thirds of members present and voting at a General Meeting of which not less than seven days' written notice of the proposed repeal, alteration or amendment has been distributed to all members.

#### **FINANCES AND PROPERTY**

- (a) Persons who by authority accept or incur any pecuniary liability on behalf of the Association shall be held indemnified against any personal loss in respect of such liability.
- (b) The income property and funds of the Association shall be used and applied solely towards the promotion of the objects and shall not be paid or transferred to the members or relatives of members provided that:
  - (i) nothing herein contained shall prevent any payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objects of the Association and without undue preference.
  - (ii) an employee of the Association shall notwithstanding that employment be entitled to be a member or Office Bearer of the Executive Committee or of any sub-committee.
- (c) On dissolution all property whether real or personal remaining after payment of all debts and legal liabilities shall be transferred to such other body formed for promoting similar objects or for charitable objects as shall be approved by the Association provided that:
  - (i) such other body may also prohibit the distribution of income and property to the members to the extent stated herein;
  - (ii) if the Association shall have been approved pursuant to Section 78 (1) of the Income Tax Assessment Act then such other body shall also be so approved; and
  - (iii) the Association shall not be dissolved except by approval of not less than two-thirds members present and voting at a meeting called for that purpose of which not less than one calendar month's written notice including notice of the proposed dissolution has been given to all members.