

# PACIFIC HISTORY ASSOCIATION CONSTITUTION

## 1. NAME

- 1.1. The name of the Association shall be the PACIFIC HISTORY ASSOCIATION (hereinafter 'the Association').

## 2. OBJECTIVES

- 2.1. To promote the study, teaching and research of Pacific History and related subjects.
- 2.2. The methods used to promote these objectives may include: regular conferences (usually biennial); seminars or webinars; raising awareness of Pacific History; fostering contact, co-operation, and collaboration with associations with similar objectives; expression of opinion on issues of public policy which concern the study, teaching and research of Pacific History.

## 3. MEMBERSHIP

- 3.1. Ordinary membership of the Association shall be open to all persons supporting the objectives of the Association who pay the subscription appropriate to their circumstances as fixed by a General Meeting of the Association.
- 3.2. A General Meeting of the ordinary members of the Association may elect honorary life members who shall not pay a subscription but shall have all the other rights and obligations of ordinary members. Honorary life members shall be persons who have made an outstanding contribution to the Association or to the field of Pacific history. Names of proposed candidates must be submitted by email to the Secretary-Treasurer at least 7 days before the General Meeting with a brief rationale. The Secretary-Treasurer shall ensure that Association members are appraised of nominations for honorary life members 3 days prior to the General Meeting.
- 3.3. Corporate members may be admitted to the Association on such conditions as the Executive Committee shall in each case decide; corporate members shall

have the right to nominate one representative who shall have the rights and obligations of an ordinary member.

- 3.4. Institutions, companies, and other organisations may subscribe to the Association's publications and communications and take part in the Association's activities on such conditions as the Executive Committee shall from time to time determine.

#### **4. SUBSCRIPTIONS**

- 4.1. Subscriptions shall be fixed by the Executive Committee acting on the authority of a General Meeting.
- 4.2. Membership of the Association shall normally be a requirement for participation and attendance at conferences hosted by PHA.
- 4.3. Subscriptions shall normally run from conference-to-conference and shall normally be bundled with conference registration fees. Alternative methods of paying subscriptions shall be offered for those joining between conferences.

#### **5. EXECUTIVE COMMITTEE**

- 5.1. The business of the Association shall be conducted by an Executive Committee in accordance with this constitution and such guidelines as may be laid down by General Meetings and Extraordinary General Meetings of the Association.
- 5.2. The Executive Committee shall consist of the following officers who shall normally be elected by a General Meeting of the Association and shall hold office until the next General Meeting:

President  
Vice-President (normally the convenor of the previous conference)  
Secretary-Treasurer (role may be split at General Meeting's discretion)  
Media/Communications Officer  
Website Editor  
Conference Organiser  
Postgraduate Student Representative  
Three ordinary members

- 5.3. Where the Executive Committee is required to make collective decisions, the Committee, as a minimum, shall consist of:
- a. The President, Secretary-Treasurer, and four other elected members, or
  - b. The Vice-President (in the absence of the President), Secretary-Treasurer and four other elected members, or
  - c. The President, the Vice-President (in the absence of the Secretary-Treasurer) and four other elected members.
- 5.4. The Executive Committee may at any time co-opt up to three additional members of the Association to serve as members of the Executive Committee until the next General Meeting or for such shorter period as the Executive Committee may determine.
- 5.5. Each member of the Executive Committee shall, subject to these Rules, hold office until the conclusion of the General Meeting following the date of the member's election and is eligible for re-election.
- 5.6. In the event of a vacancy occurring on the Executive Committee such vacancy may be filled at the discretion of the Executive Committee until the conclusion of the next General Meeting following the date of the appointment.
- 5.7. At each conference of the Association, the Secretary-Treasurer shall provide members with a financial statement brought down to the latest practicable date before the conference, and this statement shall be published in the first newsletter to be issued after the conference.
- 5.8. If no conference of the Association is set down to be held in any calendar year, the Secretary-Treasurer shall prepare a statement of account as at 30 June of that year and this shall be published in the first newsletter to be issued there afterwards.
- 5.9. The Executive Committee shall arrange for an audit of the Association's books at least once every three years.

## **6. GENERAL MEETINGS**

- 6.1. A General Meeting of the Association shall be held at least once every three years at such time and place as may be determined by a General Meeting or by the Executive Committee acting under authority granted by a General Meeting.
- 6.2. At its own discretion or on the petition of one-third of the ordinary members the Executive Committee shall convene an Extraordinary General meeting at such time and place as may be decided upon by the Executive Committee.
- 6.3. The Quorum for a General Meeting and for an Extraordinary General meeting shall be 20 ordinary members (including honorary life members and nominees of corporate members) of whom at least four shall be members of the Executive Committee.
- 6.4. The purpose of the General Meeting shall be:
  - i. to make policy for the Association where appropriate;
  - ii. to elect the Executive Committee as specified in clause 5.2;
  - iii. to receive the President's report and the Secretary-Treasurer's report;
  - iv. to consider such general business as may be appropriate.
- 6.5. Notice of the General Meeting shall be given to all financial members by email not less than 30 days prior to the date of such meeting.

## **7. ELECTION PROCEDURES**

- 7.1. Nominations for vacant positions on the Executive Committee shall be in writing and signed by a nominator and a seconder who are members in good standing of the Association.
- 7.2. Nominations shall reach the Secretary-Treasurer by email not later than 7 days prior to the General Meeting, and the Secretary-Treasurer shall ensure that Association members are appraised of the candidates for Executive Committee membership no later than 3 days prior to the General Meeting.
- 7.3. If the General Meeting so decides, it may accept verbal nominations (from a nominator and seconder) from the floor of the Meeting at any time prior to the election.
- 7.4. The election shall be conducted by the Secretary or, if the Secretary is a candidate for election, by a member of the Association, nominated by the President, who is not a candidate.

- 7.5. If there is only one nomination for a position, the approval by show of hands of a majority of those present at the General Meeting will confirm election to that position.
- 7.6. Where there are two candidates for a position, election shall be by simple majority.
- 7.7. Voting will be by show of hands, by those members present at the General Meeting, unless the General Meeting decides a secret ballot is appropriate.

## **8. ADMINISTRATION OF PROPERTY AND FUNDS**

- 8.1. All monies received by or on behalf of the Association shall forthwith be paid into a bank account opened in the name of the Association. Monies shall not be drawn from this account except on the authorisation of the Secretary-Treasurer and one other member nominated by the Executive of the Association.
- 8.2. The Association shall have power to invest money in ways determined by the Executive.
- 8.3. The income and property of the Association, however derived, shall be applied by the Executive solely towards promotion of the Association's objectives.
- 8.4. As a not-for-profit organisation, the officers and members may not receive any distributions of profit or income from it. This does not prevent officers or members receiving reimbursement of actual and reasonable expenses incurred, or entering into any transactions with the organisation for goods and services supplied to or from them, which are at arms length, relative to what would occur between unrelated parties, provided no officer or member is allowed to influence any such decision made by the organisation in respect of payments or transactions between it and them, their direct family or any associated entity.

## **9. CONSTITUTIONAL AMENDMENTS**

- 9.1. This constitution may be amended by a majority of members present and voting by proxy at a General Meeting or at an Extraordinary General Meeting.
- 9.2. Proposed constitutional amendments shall be endorsed by at least ten members of the Association and forwarded to the Secretary of the Association at least

60 days before the General meeting or Extraordinary Meeting at which they are to be considered.

- 9.3. The Executive shall inform all members of such proposed constitutional amendments by email and shall allow members at least 30 days to record proxy votes by email to the Secretary.
- 9.4. 'Proxy votes must record a member's vote on a specific amendment and shall not grant discretionary voting rights to any other member; proxy votes must be received by the Secretary at least two days before the specified General Meeting or Extraordinary General Meeting.
- 9.5. In the event of a General Meeting or Extraordinary General meeting not attracting a quorum the Executive Committee may proceed to submit any constitutional amendment or any other matter to an email ballot of members allowing at least 30 days for reply. A simple majority of the valid votes cast on any issue shall prevail.
- 9.6. No addition to, deletion from or alteration of the constitution shall be made which would allow personal pecuniary profits to any individuals.

## **10. RESOLUTION OF GRIEVANCES AND INTERNAL DISPUTES**

- 10.1. Disputes between members (in their capacity as members) of the Association, and disputes between members and the Association, are to be referred by the President, Vice-President or Secretary-Treasurer to an independent third party, who is not a member of the Association and to whom both/all parties to the dispute agree, for a mediation of the dispute.
- 10.2. At least 7 days before a mediation session is to commence, the parties are to exchange statements of the issues that are in dispute between them and supply copies to the mediator.
- 10.3. The parties to the dispute will act in good faith in an attempt to resolve the dispute.

## **11. TERMINATION OF THE ASSOCIATION**

- 11.1. The Association may be dissolved by a resolution in accordance with the provisions for constitutional amendments as specified in paragraph 9 above; or
- 11.2. At its discretion the Executive Committee may refer such a resolution directly to the members without referring the matter to a General Meeting or an

Extraordinary General Meeting of the Association.

- 11.3. In the event of termination being endorsed by a majority of the members, the Executive Committee shall fix a date for the termination and shall be empowered to remain in office for sufficient time to wind up the financial affairs of the Association.
- 11.4. On winding up or dissolution of the Association any surplus funds or assets shall not be paid or distributed to any members or individuals but shall be: applied to a purpose in line with the objectives outlined in paragraph 2; or, given or transferred to another not-for-profit organisation with a similar purpose.

## 12. **IMPLEMENTATION**

- 12.1. This constitution shall come into effect as soon as it has been ratified by a majority of members present and voting at the Association's 1981 Conference.
- 12.2. Subsequent amendments shall be in accordance with the provisions of paragraph 9 above.

Adopted, May 1981

Amended, December 1983

Amended, 17 October 2023