



**AUSTRALIAN ROSTRUM**

**ROSTRUM WESTERN AUSTRALIA INC.**

# **The Constitution**

**Amended 2002**

**President: Spkr Marion Buchanan –Taylor**

**Secretary: Spkr Patti Lock**

# **ROSTRUM WESTERN AUSTRALIA INCORPORATED**

## **CONSTITUTION**

### **1. NAME**

The name of the Association shall be “ROSTRUM WESTERN AUSTRALIA INCORPORATED” (Hereinafter called “Rostrum”)

### **2. DEFINITIONS**

In this Constitution unless repugnant to the sense or context:

“AUSTRALIAN ROSTRUM COUNCIL” (otherwise where necessary abbreviated as A.R.C.) shall also mean the national coordinating body, formed or created for the purpose of coordinating the activities of the various Rostrum Groups within the various States and Territories of the Commonwealth of Australia.

“CLUB” means a Rostrum club constituted in accordance with this Constitution and with the approval of Rostrum Dais.

“DAIS” means the controlling body of Rostrum.

“DAIS PRESIDENT” shall mean the Dais President elected in accordance with this Constitution.

“DAIS SECRETARY” shall mean the Dais Secretary elected in accordance with this Constitution.

“DAIS TREASURER” shall mean the Dais Treasurer elected in accordance with this Constitution.

“DAIS MEMBER” shall mean a Dais member elected or nominated by a Rostrum club in accordance with this Constitution.

“FREEMAN” shall mean a person who has been accorded the recognition and title of “Freeman” by the Australian Rostrum Council.

“MEMBER” means a member of a Rostrum club inducted as a member in accordance with the procedure provided for in this Constitution.

### **3. OBJECTS**

The objects of Rostrum are:

- (a) Rostrum is for those who desire to improve themselves in the practice of effective speaking, and who hold that freedom of speech, loyalty to truth, clarity of thought and a love of the English language are of the utmost value to the community.
- (b) Rostrum aims to enrich the fellowship of its members; it holds to an educational ideal.
- (c) Rostrum is non-political and non-sectarian and shall not under any circumstances become affiliated or associated with any political or religious organisation, body or sect. Nothing in the foregoing shall prevent the expression of political or religious beliefs by any member of Rostrum provided that the fellowship of Rostrum is not thereby endangered in any way.
- (d) The objects and ideals of Rostrum are expressed in the Rostrum Promise, which must be made by every candidate as a condition of entry to membership. The promise is as follows:  
*“I promise to submit myself to the discipline of this Rostrum club and to endeavour to advance its ideals and enrich its fellowship. I will defend freedom of speech in the community and will try at all times to think truly and to speak clearly. I promise not to be silent when I ought to speak.”*

### **4. POWERS**

Dais shall have the following powers:

- (a) To establish Rostrum clubs in any place within the state of Western Australia.
- (b) To provide, maintain, manage and carry on principal and branch offices, clubs, social centres and places of meeting, including those for recreation or instruction within the State, as may be required and to furnish equip and provide supplies for them.

- (c) To purchase, take or lease, or in exchange hire or otherwise acquire, any real or personal estate, which may be deemed necessary or convenient for any of the purposes of Rostrum.
- (d) To construct maintain and alter any houses building or works necessary or convenient for the purpose of Rostrum.
- (e) To invest any monies of Rostrum not immediately required for any of its objects in such manner as may from time to time be determined.
- (f) To enter into any arrangement for joint working or co-operation or affiliation with any Association or Society or body of persons, whether incorporated or not, carrying on work or having objects similar to the works and objects of Rostrum and to assist and support, by pecuniary contributions or otherwise, the operations of any such Association or Society or Body and to take over, upon any terms, all or any of the property undertakings and liabilities of any such Association or Society or body.
- (g) To produce and publish and to distribute gratuitously or otherwise such books newspapers pamphlets periodicals and other literature as may seem calculated to promote the objects of Rostrum.
- (h) To receive and accept donations subscriptions and endowments of money or of any form of property.
- (i) To borrow money, with or without security, for the purpose of carrying out and exercising any of the objects or powers of Rostrum and also to lend money to such persons, companies or bodies on such terms as may seem expedient and to guarantee the performance of contracts by any person, company or body (including the payment or repayment to any bank or other lender on demand or otherwise of any monies, loans, advances or banking accommodation and interest and charges) and to mortgage charge or otherwise encumber the whole or part of the assets of Rostrum in support of any such guarantee.
- (j) To improve manage, develop, sell, exchange, lease, mortgage or otherwise deal with or turn to account (but subject to any such consent or approval as may be law be required) all or any of the property of Rostrum.
- (k) To engage and dismiss paid officers and servants of Rostrum and fix their remuneration and terms of employment.
- (l) To grant and pay such pensions, salaries, gratuities or any person in recognition of services rendered to Rostrum.
- (m) To appoint trustee or trustees personal or corporate to receive and hold for Rostrum any property on behalf of Rostrum and to allow any such property to remain outstanding in such trustee or trustees.
- (n) To do all such acts and things as are, or may be incidental or conducive, to the attainment or furtherance of any of the objects or the exercise of any of the powers of Rostrum.
- (o) To affiliate with the Australian Rostrum Council upon such terms and conditions as may be agreed to by Dais.
- (p) To conduct seminars and other training courses on matters related to the objects of Rostrum to members of Rostrum, other organisations, and to the public, and to set scales of charges to be paid by any persons attending such seminars and training courses.
- (q) Rostrum is formed to carry out the objects above mentioned and not for the purpose of trading or securing pecuniary profits to the members from the transactions thereof.

## **5. THE ROSTRUM CLUB**

- (a) Any group having objectives and activities consistent with membership of Rostrum may apply to Dais for affiliation as a provisional club of Rostrum. When Dais deems it appropriate, such club may be advanced in status as a registered Rostrum club. From the date of its elevation as a Rostrum club such club shall come under the authority and control of Dais and its members be entitled to the privileges and liable to the responsibilities and dues appropriate to being a member of Rostrum.
- (b) The number of members of any club shall not exceed thirty five except that in special circumstances Dais may approve the application of any club to exceed this number for a specified period.
- (c) A club shall cease to exist on a date formally advised to the Dais by the club Secretary (but such action shall not relieve the club of its financial and/or other obligations to the Dais up to the time of such a determination by the club) or by the process of disaffiliation as set out in Clause 8(c).

## **6. MEMBERSHIP**

- (a) Membership of Rostrum shall be by membership of a Rostrum club.

- (b) Membership of a club is open to persons of 18 or more years of age except that a club may by formal resolution (for which notice has been given at two consecutive meetings) elect to restrict its membership to men only. A club may with the approval of Dais Executive admit to membership a candidate of lesser age than eighteen years.
- (c) Candidates for membership of a club shall not be admitted until they have signified their acceptance of the ideals of Rostrum by publicly making the Rostrum Promise in 3(d).
- (d) Expulsion of a Member.
  - (i) If a member shall refuse or neglect to comply with provisions of this Constitution or any regulations promulgated from time to time by Dais, or if any member shall in the opinion of Dais of its own account or on consideration of a confidential written submission supported by at least seventy-five percent of the members of that member's club, be guilty of any conduct deemed by it to be unbecoming of a member or prejudicial to the interests of Rostrum, Dais, or that member's club, such member may be expelled by resolution of Dais.
  - (ii) Such resolutions shall be recorded in the minutes of the Dais meeting, but not the grounds, facts, or opinions on which it is based.
  - (iii) If a resolution of Dais to expel a member is proposed, the member concerned must be notified either orally or in writing simply of the intention to propose such a resolution at least ten days before the meeting at which it shall be considered. The member shall be requested to be present at the meeting and shall be informed that at such meeting (and before such resolution is put to vote) a reasonable opportunity will be offered to give orally or in writing any explanation thought fit.
  - (iv) Notice of a resolution to expel a member shall be given to all members of Dais in terms consistent with the provisions regarding Dais meetings as set out in Clause 9(c) of this Constitution.
  - (v) When a resolution to expel a member is being considered, Dais may invite evidence from any person whether or not such person is a member of a Rostrum club.
- (e) Termination of Membership. Membership of a club shall be terminated:
  - (i) Upon the resignation of the member.  
No such resignation shall relieve any member of the payment of any subscription or other dues which remain a liability at the date of resignation.
  - (ii) Upon disqualification as provided in Clause 6(d).
  - (iii) Upon the failure, without just cause or excuse, to pay within the time allowed any subscription or other money due by the member.

## **7. DAIS – MEMBERSHIP**

- (a) A club having 15 or more financial members shall be entitled to two Dais representatives and a club having less than 15 financial members shall be entitled to one Dais representative. Financial members shall include members who hold dual membership with other Rostrum clubs and life members of Dais active in the club.
- (b) Dais representatives shall be elected for two calendar years. Clubs entitled to two Dais representatives shall arrange elections so that representative's terms expire in alternate years.
- (c) Any club whose meeting is defined by Dais from time to time as a country club, may appoint any member of a Rostrum club to be its continuing representative on Dais in terms of the preceding Clause 7(a).
- (d) A Dais representative who is unable to attend a Dais meeting may nominate a member of any Rostrum club to represent their club.
- (e) No person shall represent more than one club on Dais at any one time.
- (f) Any Freeman of Australian Rostrum shall be entitled to attend meetings of Dais and to enjoy the same rights and privileges as a member of Dais, but shall not be entitled to vote or hold office except as a duly appointed Dais representative or proxy.
- (g) Life Membership of Dais may be granted to a member or former member of a club for rendering outstanding service to Australian Rostrum, under the following conditions:
  - (i) Any member with the endorsement of at least one other member may submit to the Dais Secretary a written recommendation to confer Life Membership of Dais, upon receipt of which the Dais Secretary shall give notice to all members of Dais in accordance with Clause 9 (c) that

a ballot shall be taken at the next meeting of Dais. The recommendation must be approved by at least seventy-five percent of Dais members present and voting upon it.

- (ii) The Dais President or an appointed deputy shall confer Life Membership on the person to be so honoured.
- (iii) A Life Member of Dais shall be entitled to attend any meeting of Dais and to enjoy the rights and privileges of a member of Dais, but not be entitled to vote or hold office except as a duly appointed member of Dais or a proxy.
- (iv) Dais may confer on a Life Member such other privileges as it considers appropriate consistent with the Constitution of Australian Rostrum and Rostrum Western Australia.

## **8. DAIS – FUNCTIONS**

- (a) As the controlling body of Rostrum in Western Australia Dais is responsible for upholding the objects of Rostrum, ensuring adherence to the Australian Rostrum Constitution, maintaining unity, fellowship and discipline among the clubs, and coordinating the activities of Rostrum in the Western Australian zone.
- (b) No club may come into existence without the authority and approval of Dais. Dais alone shall have authority to determine which clubs are affiliated within Rostrum.
- (c) Dais, having given specific notice to its members of its intention to do so within the terms of the requirements of Clause 9 (c) may, by a decision carried by seventy-five percent of its members present and voting, cancel the affiliation of any club under its control, and must record in the minutes of the meeting when such a decision is made, the reasons for so doing. All money or property of any description held by or on behalf of any club so disaffiliated shall become, at the time of disaffiliation, the property of Rostrum.
- (d) Dais shall call upon any club under its control to remedy any breach of this Constitution or the Australian Rostrum Constitution which in the opinion of Dais has been committed by such club.
- (e) Dais shall maintain such records as are necessary for the proper and efficient functioning of Rostrum. Such records shall include minutes of all Dais meetings, correspondence of Dais, accounting and financial records and a register of all Clubs and a list of their members and their Dais representatives. Records, books and securities of Rostrum maintained by Dais shall be held by the elected Officers of Dais or by a service retained by the elected Officers of Dais. Such records may be inspected but not removed by members of Rostrum provided that reasonable notice is given.
- (f) Dais may create such groups or committees as it considers necessary to undertake specific functions appropriate the aims and objects of Rostrum.
- (g) Dais may require a club that has six or less members to amalgamate with another club so as to preserve that club's capacity to hold meetings with a quorum.
- (h) Dais may from time to time promulgate regulations to further the good order of Rostrum in Western Australia.

## **9. DAIS – MEETINGS**

- (a) Dais shall hold an ordinary meeting each quarter. Other meetings may be held from time to time at the call of the President.
- (b) If five or more members of Dais shall sign a requisition (or one or more copies of a requisition to the same effect) for a special meeting of specified business, the President shall call such a meeting of Dais to be held within one month of the date of the requisition being received by the President. Should the President fail to call and give notice of such a meeting within seven days of receiving such requisition, the signatories of the requisition may themselves call the meeting.
- (c) Members of Dais shall be given not less than ten days notice of its meeting, such notice shall include an agenda of business to be transacted at that meeting.
- (d) No meeting of Dais shall proceed to business without a quorum of thirty percent of the membership of Dais. If a quorum is not present within twenty minutes of the advertised starting time the meeting shall stand adjourned to a date and time determined by those present. Notice of such meeting shall be given in accordance with the provision of Clause 9(c). At any such adjourned meeting if a quorum is not present within twenty minutes of the advertised starting time, the members present shall be deemed a quorum and may proceed to business. Notwithstanding these provisions, if at a special

meeting called pursuant to Clause 9(b) a quorum is not present within twenty minutes of the advertised starting time that meeting shall lapse.

- (e) All matters before Dais shall be decided by majority vote of those representatives present, excepting as provided in Clauses 8(c), 10(d) and 12(c). A ballot shall be taken if demanded by two or more members. The Chairman shall not have a casting vote, and in the case of an equality of votes, shall resolve the question so as to maintain the status quo.

#### **10. DAIS – OFFICERS OF DAIS**

- (a) At its last meeting in each year, Dais shall elect for the next year a President, one or more Vice Presidents, a Secretary and a Treasurer. It may also elect such other officers as it thinks fit. The President and Vice President(s) must be members of Dais. All other officers must be members of a club, but not necessarily of Dais. All elected officers shall assume office for the calendar year commencing the first day of the following January.
- (b) Dais shall appoint at its last meeting each year an auditor who shall not be a member of Dais Executive who shall hold office for the next financial year.
- (c) Dais, having given specific notice of its intention to do so within the terms of the requirements of Clause 9(c) may, by a decision carried by seventy-five percent of its members present and voting, revoke the appointment of any of its Officers. Such decision, but not the reasons for it, must be both recorded in the minutes of that meeting and also in writing conveyed within seven days to the Officer in question.
- (d) Dais may fill any casual vacancy occurring at any time among its Officers, such Officer to hold office until the following December 31<sup>st</sup>. Should a vacancy occur in the office of Secretary or Treasurer of Dais the President may appoint a member of Dais to fill the vacancy until the next meeting of Dais.
- (e) Any Officer of Dais who is not the representative of a club shall, while holding office, assume all rights and privileges, excluding voting rights, as pertain to members of Dais.
- (f) Should the Dais President or any Vice President cease to be a member of Dais they shall continue to hold office, subject to this Constitution, until the expiration of their current terms of office as President or Vice President.
- (g) If the Dais President is unable or unwilling to discharge the responsibilities of that office, the Dais Executive shall appoint one of its members to act until such time as the President resumes his responsibilities or a new President is appointed by Dais.
- (h) Any club, whose Dais representative is elected as an Officer of Dais may, during the member's term of office, appoint a further representative to Dais, such representative to have all rights and privileges as a member of Dais other than entitlement to vote or to appointment as an Officer of Dais.
- (i) The President shall report to the last meeting of Dais in each year on the activities of Rostrum during the preceding twelve months.

#### **11. DAIS – DAIS EXECUTIVE**

- (a) All Officers of Dais shall constitute the Dais Executive. The Dais President shall be Chairman of the Executive. Either the Dais President or a deputed Executive member shall be ex officio a member of any sub-committee appointed by Dais.
- (b) A quorum for a meeting of the Officers of Dais shall be the greater of 4 or 30% of the Officers of Dais either personally present or present via a communications link.
- (c) Subject to Clauses 10(e) and 10(h) the Executive shall fill any casual vacancy arising among its members and may co-opt to itself such other members of Rostrum as it may think fit. All such appointments shall be submitted to the next succeeding meeting of Dais to be ratified or revoked.
- (d) The Executive shall attend to all matters referred to it by Dais as well as to all matters arising in between Dais meetings which may not be left conveniently to be dealt with by Dais.
- (e) The Executive shall have such powers as are delegated or referred to it by Dais for the time being and may delegate any of its powers to any of its members or other members of Rostrum it considers capable of carrying out the function delegated.
- (f) The Executive shall report its activities regularly to each ordinary meeting of Dais.
- (g) The Executive shall keep minutes of its meetings.

## **12. DAIS – FINANCES**

- (a) Dais shall not commit itself to expenditure beyond the limits of funds available to it.
- (b) Subject to the provision of Clause 4(e), the funds of Dais shall be paid into a Bank account in the name of Rostrum Western Australia Incorporated and shall be operated upon by such Officers of Dais (being not less than two) as it may appoint for that purpose. Cheques or other negotiable instruments may be endorsed by any one of the persons so appointed.
- (c) Dais shall from time to time determine entrance fees and subscription fees to be paid by members of clubs under its control.
- (d) Dais shall submit to the Secretary of Australian Rostrum Council the annual levy on members of Rostrum W.A. as required by the Australian Rostrum Constitution Clause 6(n).

## **13. THE ROSTRUM CLUB – OFFICERS AND COMMITTEE**

- (a) Each club shall provide for the nomination and election of office bearers; in April of each year, such office bearers to hold office for a term of six months from July 1st to December 31st of that year; and also in October of each year, such office bearers to hold office for a term of six months from January 1st to June 30th of the succeeding year.
- (b) The Officers shall include a President, Secretary, Treasurer and at least one, but not more than three, Committee members.
- (c) The club may also elect other Officers to carry out general or specific tasks.
- (d) No President, Secretary or Treasurer of a club may hold such office for more than two consecutive terms.
- (e) All contested elections shall be by ballot, on a majority vote of members present and voting.
- (f) The Committee is responsible for the promotion of the objects and ideals of Rostrum especially among its own members, the government of the club within the terms of this Constitution, the arrangement of a program for its term of office, the provision of information for the Rostrum Syllabus, the calling and management of regular and other meetings of the club, and the management of its finances.
- (g) At the October election of office-bearers there shall be elected an Auditor who shall hold appointment for twelve months from January 1st of the succeeding year. The Auditor shall not be an officer of the club.
- (h) The Committee may fill any casual vacancy among its officers, such appointment to be ratified by a majority of club members. Any person so appointed shall hold office for the unexpired portion of the term of the officer whose retirement caused the vacancy but would not be subject to the conditions of Clause 13(d) in consideration of that portion of a term.

## **14. THE ROSTRUM CLUB – DUTIES OF OFFICERS**

- (a) The PRESIDENT shall be official head of the club. All formal matters relating to membership of the club shall be conducted by the President or President's deputy, either of whom shall be Chairman of all Committee meetings of the club.
- (b) The SECRETARY shall maintain such records as are necessary for the proper and efficient functioning of the club.
- (c) The TREASURER shall collect subscriptions and other monies due from members, pay accounts and dues as directed by the club and keep such books and records of receipts and payments as the club or Dais may direct.
- (d) The DAIS REPRESENTATIVE(s) shall attend all Dais meetings and if unable to do so the procedure set out in Clause 7(d) of the Constitution shall be followed. The Dais Representative shall make such representations to Dais as the club or Committee may from time to time require and shall report to the club as soon as practicable on all matters properly of concern to the club that arise at Dais meetings. The opinion of the club should be ascertained on any matter, of which notice has been given, for a forthcoming meeting of Dais. Except for matters relating to amendment of the Australian Rostrum Constitution, or other specified questions, where the club has formally declared its decision, the Dais Representative is free to vote at Dais meetings according to the debate and personal initiative, while duly considering the responsibility Dais Representatives have to their club.

## **15. THE ROSTRUM CLUB – QUORUM**

Unless otherwise approved by Dais, or in urgent circumstances by the Dais Executive, no business other than practice in effective speaking shall be transacted at any meeting of the club unless a quorum of members is present at the time when the meeting proceeds to business. A quorum shall be seven members personally present.

## **16. AMENDMENT TO CONSTITUTION**

No amendment shall be made to this Constitution except upon a referendum of all members of Rostrum conducted in accordance with the following procedures:

- (a) (i) A member of a Rostrum club who wishes to move an amendment to this Constitution shall give notice of intention to do so to the club Secretary. The notice shall specify by date the meeting at which it is intended to proceed with the motion and shall be read by the Secretary at two consecutive meetings of the club before that date.
- (ii) At the meeting so specified the member who has given notice, failing whom any member who wishes to do so, shall move that the club request Dais to consider putting the proposed amendment to referendum.
- (iii) If the motion be carried, the club Secretary shall send a copy of the proposal to the Dais Secretary, who shall consistent with the requirements of Clause 9(c) include it as an item on the agenda for the next Dais meeting, together with any explanatory materials relating to the proposal if so provided by the proponents.
- (b) The Executive of Dais may on its own initiative or on the recommendation of Dais or any body reporting to Dais, propose an amendment to the Constitution and shall then direct the Dais Secretary to include it as an item on the agenda for the next Dais meeting, together with any explanatory material related to the proposal if so provided.
- (c) Consistent with Clause 14 (d) the Dais representative(s) upon receipt of a copy of a proposal under Clauses 16(a) or 16(b) shall present it to a meeting of their club to allow the members of that club the opportunity to comment upon the proposal.
- (d) When Dais is to consider a motion that a proposed amendment be submitted to a referendum, if the proposed amendment has been submitted by a club, a Dais Representative of the club shall have the prior right to propose the motion. Dais may deal with the proposed amendment in any way it sees fit including amending, redrafting, referring it to a Committee, deferring for further consideration.
- (e) If a motion to proceed with a referendum be carried by Dais the Dais Secretary shall within fourteen days, send a copy of the proposed amendment together with a statement of reasons for the amendment to every club affiliated to Rostrum and also a proposed timetable for its adoption.
- (f) Upon receipt of a proposal under clause 16(e) the club Secretary shall, at each of the next two meetings of the club give notice that at the meeting of the club next following that at which the second notice was given, the proposal will be presented, debated, but not amended, and then voted upon by the members of the club. For the purposes of this sub-clause, authorised written proxy votes and registered absentee votes tendered by members of the club in good standing will be included in the votes recorded for the club, together with votes cast by ballot by members present at that meeting, but no member of the club may cast more than one vote at the club.
- (g) The club Secretary shall within seven days of the ballot convey in writing to the Dais Secretary the detailed numerical result of such ballot.
- (h) Upon receipt of ballot results from all clubs within the prescribed time the Dais Secretary shall collate the numbers of all votes received and if the votes recorded in favour of the proposed alteration amount to at least seventy-five percent of the total valid votes cast, the proposed amendment shall be declared carried.
- (i) The amendment, if carried, shall come into effect on a date determined by Dais; the date selected must be such as to enable the secretary to give proper notice to clubs.
- (j) The Dais Secretary shall notify all clubs of the result of the referendum, giving details of votes cast both for and against by each club. If the amendment be carried, he shall also notify the clubs in adequate time of the date on which it is to become effective.

## **17. DISSEMINATION**

- (a) The Dais Executive shall make suitable arrangements for the issue of copies of the Constitution and the issue of any subsequent amendments to ensure that all current supplies of copies of the Constitution and those held by members may be kept up to date.
- (b) A copy of this Constitution shall be lodged with the Secretary of the Australian Rostrum Council and the Dais Secretary shall forward to the ARC Secretary a printed copy of any amendments made to it from time to time.

#### **18. EXISTING CLUB BY-LAWS**

If on the date when this Constitution takes effect any existing practice, by-law or resolution of a club is inconsistent with this Constitution then such practice, by-law or resolution shall prevail in that club until disallowed by Dais or revoked by that club subject to that club having within ninety days of this Constitution taking effect giving written notice to the Dais Secretary of such practice, by-law or resolution otherwise this Constitution shall prevail.

#### **19. COMMON SEAL**

- (a) For the purpose of incorporation of the Association there shall be three seal holders who shall be appointed by Dais and who shall hold office until resignation, removal from office by resolution of Dais, or death.
- (b) There shall be a seal of the Association which shall be kept in the custody of the Dais Secretary and which shall never be used except by the authority of Dais and in the presence of two seal holders, who shall sign every instrument to which the seal is affixed and every instrument shall be countersigned by the Dais Secretary or some other person appointed in that behalf by the Dais Executive.

#### **20. NON PROFIT**

The income and property of Rostrum shall be applied solely towards the promotion of the objects of Rostrum. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of Rostrum, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of Rostrum or to any person other than a member, in return for services rendered to Rostrum.

#### **21. DISSOLUTION AND DISPOSAL OF SURPLUS ASSETS**

Rostrum may be dissolved or wound up by a resolution at any general meeting or at a special general meeting for such purpose. If upon the dissolution or winding up of the association there remains after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to, transferred or distributed amongst the members of Rostrum. It shall be given to some other association, institution or body having objects similar wholly or in part to the object of Rostrum provided that the association, institution or body shall prohibit the distribution of its income and property among its members, or it shall be paid to or transferred to some charitable object, which association, institution, body or object shall be determined by the members of the association at or before the time of dissolution or winding up. In default of any such resolution such payment, transfer or distribution shall be determined by a Judge of the District Court.