

**Royal Military College of Australia Association Incorporated**  
**ABN 11 227 497 608**



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**OBJECTS AND  
CONSTITUTION  
11 OCTOBER 2011**

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**Brigadier  
Commandant**

## OBJECTS

1. The Royal Military College of Australia Association Incorporated ('the Association') is dedicated to furthering the ideals and promoting the welfare of the Royal Military College of Australia, and to supporting and serving its graduates.
2. The Association will be a not-for-profit organization.
3. The Association will be controlled and managed by a board of directors ('the Board') appointed by the Commandant, Royal Military College of Australia. The Board will achieve the Association's objects in accordance with the Association's constitution ('the Constitution').
4. The workings of the Board are described in the Constitution and By Laws.

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## CONSTITUTION

### Part 1 Preliminary

#### 1. Definitions

(1) In this Constitution:<sup>1</sup>

*director* means a member of the Board.

*financial year* means the year ending on 30 June.

*member* means a member, however described, of the Association unless the context dictates otherwise.

*Executive Officer* means the person holding office under this Constitution as Executive Officer of the Association.

*special resolution* means a resolution passed by a majority which comprises at least three-quarters ( $\frac{3}{4}$ ) of such members of the Association as, being entitled under this Constitution so to do, vote in person or by proxy at a general meeting of which at least 21 days' written notice specifying the intention to propose the resolution as a special resolution was given in accordance with this Constitution.

*the Act* means the *Associations Incorporation Act 1991*.

*the Association* means the Royal Military College of Australia Association Incorporated

*the Board* means the management committee.

*the College* means the Royal Military College of Australia.

*the Society* means the Duntroon Society.

*the Regulation* means the *Associations Incorporation Regulation 1991*.

(2) In this Constitution:

- (a) a reference to the "Constitution" has the same meaning as the "rules" referred to in the Act;
- (b) a reference to the "Objects" means the objects set out at the beginning of this Constitution; and

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<sup>1</sup> Note: A definition applies except so far as the contrary intention appears (see section 155 of the *Legislation Act 2001*).

- (c) a reference to a function includes a reference to a power, authority and duty; and a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

## **2. Application of *Legislation Act 2001***

The *Legislation Act 2001* applies to this Constitution in the same way as it would if they were an instrument made under the Act.

## **Part 2 Membership**

### **3. Membership categories and qualifications**

The Association will consist of the Office Bearers and Directors. Membership matters are contained in By Law 1.

## **Part 3 Board**

### **4. Powers of the Board**

The Board of the Association, subject to the Act, the Regulation, this Constitution, and to any exercise of the Chairperson's right of veto under rule 11(2):

- (1) controls and manages the day-to-day affairs of the Association;
- (2) may exercise all functions that may be exercised by the Association ;
- (3) has power to perform all acts and do all things that appear to the Board to be necessary or desirable for the proper management of the affairs of the Association;
- (4) may establish such committees with such delegated powers as the Association sees fit; and
- (5) has power to formulate By-Laws as necessary (see Part 4).

### **5. Constitution and membership**

- (1) Subject in the case of the first members of the Board to the Act, the Board consists of not less than six directors and a non-voting Executive Officer and comprises:
  - (a) the Chairperson, who will be the Commandant of the College from time to time;
  - (b) the Vice-Chairperson;
  - (c) Chairperson of the Duntroon Society Committee (By Law 3);
  - (d) Chairperson of the Heritage Committee (By Law 4);
  - (e) not less than two other directors: and
  - (f) the Executive Officer.
- (2) Except for the Chairperson, each member of the Board holds office, subject to this Constitution, until the conclusion of the annual general meeting following the date of the member's appointment, but is eligible for re-appointment.

### **6. Appointment of Board members**

- (1) Except for the Chairperson, members of the Board are appointed by the Chairperson.
- (2) The Chairperson must appoint directors at the annual general meeting or at other times to fill a casual vacancy.
- (3) A person is not eligible to simultaneously hold more than one position on the Board.

## **7. Executive Officer**

The responsibilities of the Executive Officer are contained in By Law 2.

## **8. Casual vacancies**

For the purposes of this Constitution, a casual vacancy in the office of a member of the Board happens if the member:

- (1) dies;
- (2) ceases to be a member of the Association;
- (3) resigns the office;
- (4) is removed from office under rule 9 (Removal of Board members);
- (5) suffers from mental or physical incapacity;
- (6) is disqualified from office under section 63(1) of the Act; or
- (7) is absent without the consent of the Board from all meetings of the Board held during a period of six months.

## **9. Removal of Board members**

- (1) Except for the Chairperson, the Association in general meeting may by resolution, subject to section 50 of the Act, recommend to the Chairperson the removal of any member from his or her position on the Board before the end of the member's term of office.
- (2) A member of the Board subject to a removal recommendation referred vide subrule 9(1) may make representation (of reasonable length) in writing to the Chairperson and request that the representations be notified to the members of the Association. The Chairperson may send a copy of the representation to each member of the Association or, if the representation is not sent, the member is entitled to require that the representation be read out at the meeting at which the recommendation is considered.
- (3) The Chairperson may remove any member from his or her position on the Board before the end of the member's term of office in accordance with a recommendation under subrule 9(1). The Chairperson may:
  - (a) disregard such a recommendation, or
  - (b) remove a member from his or her position on the Board before the end of the member's term of office on the Chairperson's own volition without such a recommendation.
- (4) If the Chairperson proposes to remove a member in accordance with subrule 9(3)(b), the Secretary or the Chairperson must send to the member a notice to show cause why the member should not be removed. The Chairperson must take into account any representations by the member in response to the show cause notice before deciding whether to remove the member.

## **10. Board meetings and quorum**

- (1) The Board must meet at least three times in each calendar year at the place and time that the Board or the Chairperson may determine.
- (2) Additional meetings of the Board may be convened by the Chairperson or by the Board.

- (3) Oral or written notice of a meeting of the Board must be given by the Executive Officer to each member of the Board at least 48 hours (or any other period that may be unanimously agreed on by the members of the Board) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under subrule 10(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business may be transacted at the meeting, except business that the Board members present at the meeting unanimously agree to treat as urgent business.
- (5) Any four members of the Board constitute a quorum for the transaction of the business of a meeting of the Board. For the avoidance of doubt, the Executive Officer (who is a non-voting member) counts towards a quorum.
- (6) No business may be transacted by the Board unless a quorum is present and, if within half an hour after the time appointed for the meeting a quorum is not present, the meeting stands adjourned to the same place and at the same hour of the same day in the following week, or as otherwise directed by the Chairperson.
- (7) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the meeting, the meeting is dissolved.
- (8) At meetings of the Board:
  - (a) the Chairperson or, in the absence of the Chairperson, the Vice Chairperson presides; or
  - (b) if the Chairperson and the Vice-Chairperson are absent, one of the remaining members of the Board may be chosen by the members present to preside.

## **11. Voting and decisions**

- (1) Subject to subrules 11(2) and 11(3), questions arising at a meeting of the Board or of any committee appointed by the Board are decided by a majority of the votes of members of the Board or committee present at the meeting.
- (2) The Chairperson may disallow a decision of the Board or a committee by delivering a written notice of disallowance to the Secretary. Upon receipt of the notice by the Secretary, the decision will be taken not to have been made. The Secretary must use his or her best endeavours to notify the Board members of the disallowance, and any committee members affected by the disallowance.
- (3) Except for the Executive Officer who will not be entitled to a vote, each Board member present at a meeting of the Board or, in the case of a meeting of a committee, each committee member, appointed by the Board (including the person presiding at the meeting), or Board member present at any committee meeting is entitled to one vote but, if the votes on any question are equal, the person presiding may exercise a second or casting vote.
- (4) Subject to there being a quorum under rule 10(5), the Board may act despite any vacancy on the Board.
- (5) Any act or thing done or suffered, or purporting to have been done or suffered, by the Board or by a committee appointed by the Board, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the Board or committee.

## **Part 4 By-Laws**

### **12. Board to Formulate By-laws**

The Board may formulate, issue, adopt, interpret and amend such By-laws for the proper advancement, management and administration of the Association and the advancement of the Objects as it thinks necessary or desirable. Such By-laws must be consistent with the Constitution and any policy directives of the Board.

### **13. By-laws Binding**

By-laws are binding on the Association.

## **Part 5 Annual general meetings**

### **14. Annual general meetings—holding of**

- (1) With the exception of the first annual general meeting of the Association, the Association must, at least once in each calendar year and within six months after the end of each financial year of the Association, call an annual general meeting of its members.
- (2) The Association must hold its first annual general meeting:
  - (a) within 18 months after its incorporation under the Act; and
  - (b) within six months after the end of the first financial year of the Association.
- (3) Subrules 14(1) and 14(2) have effect subject to the powers of the Registrar-General under section 120 of the Act, in relation to extensions of time.

### **15. Annual general meetings—calling of and business at**

- (1) The annual general meeting of the Association must, subject to the Act and to rule 14, be called on the date and at the place and time that the Board considers appropriate.
- (2) In addition to any other business that may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
  - (a) to confirm the minutes of the last annual general meeting;
  - (b) to receive reports on the activities of the Association during the last financial year;
  - (c) to recommend members of the Board for appointment, (except for the Chairperson); and
  - (d) to receive and consider the statement of accounts and the reports that are required to be submitted under section 73(1) of the Act.
- (3) An annual general meeting must be conducted in accordance with the provisions of this part.

## **Part 6 Accounts, audit and annual returns**

### **16. Accounting records**

The Association must:

- (1) keep accounting records that correctly record and explain the transactions (including any transactions as trustee) and the financial position of the Association; and

- (2) keep its accounting records in such a way that—
  - (a) true and fair accounts of the Association can be prepared from time to time; and
  - (b) a statement of the accounts of the Association can conveniently and properly be audited in accordance with the Act; and
- (3) retain its accounting records for at least seven years after the transactions to which they relate were completed.

**17. Annual statement of accounts**

- (1) Before the end of the period within which an annual general meeting of the Association is required to be held under the Act, the Board must prepare a statement of the Association's accounts.
- (2) The statement of accounts must not be misleading and must give a true and fair account of:
  - (a) the income and expenditure of the association during the most recently ended financial year of the Association;
  - (b) the assets and liabilities of the Association at the end of that financial year;
  - (c) any securities of any description affecting any property of the Association at the end of that financial year;
  - (d) for each trust of which the association was the trustee during a period in that financial year, being part or all of that financial year—
    - (i) the income and expenditure of the trust during that period;
    - (ii) the assets and liabilities of the trust at the end of that period; and
    - (iii) any securities of any description affecting any of the property of the trust during that period; and
  - (e) any matters prescribed by or under the Act.

**18. Presentation of statement to members**

- (1) At each annual general meeting of the Association the following documents must be presented for consideration:
  - (a) the audited statement of the Association's accounts for the most recently ended financial year of the Association;
  - (b) a copy of the auditor's report to the Association in relation to the Association's accounts for that financial year; and
  - (c) a report signed by two members of the Board stating—
    - (i) the name of each member of the Board during the most recently ended financial year of the Association and, if different, at the date of the report;
    - (ii) the principal activities of the Association during the most recently ended financial year and any significant change in the nature of those activities that occurred during that financial year; and
    - (iii) the net profit or loss of the Association for the most recently ended financial year.

## **19. Audit of accounts**

- (1) The Board must take reasonable steps to ensure that the audit of the Association's accounts is completed at least 14 days before the audited statement of the accounts is required to be presented at the annual general meeting of the Association.
- (2) The accounts of the Association must be audited by a person who—
  - (a) is not an officer of the Association; and
  - (b) has not prepared or assisted with the preparation of those accounts.
  - (c) who is a member of the Institute of Chartered Accountants in Australia, the National Institute of Accountants, or CPA Australia, or who is registered as an auditor under the *Corporations Act 2000*, being a person who is not—
    - (i) a partner, employer or employee of an officer of the Association; or
    - (ii) a partner or employee of an employee of an officer of the Association.

## **20. Auditor's powers and duties**

- (1) An auditor of the Association has a right of access at all reasonable times to the accounting records and other records of the Association and is entitled to require from any officer of the Association any information and explanations the auditor desires for the purpose of auditing the Association's accounts.
- (2) If an auditor, in the course of the performance of his or her duties as auditor of the Association, is satisfied that there has been a failure to comply with the Act or with this Constitution, the auditor must note the matter in the auditor's report to the Association in relation to the Association's accounts

## **Part 7 Miscellaneous**

### **21. Insurance**

The Association may effect and maintain insurance.

### **22. Funds—source**

- (1) The funds of the Association are to be derived from entrance fees and annual subscriptions, as determined by the Board, of Duntroon Society members; donations; bequests; interest from investments; sales of memorabilia and promotional items; and, subject to any resolution passed by the Association in general meeting and, subject to section 114 of the Act, any other sources that the Board determines.
- (2) All money received by the Association must be deposited as soon as practicable and without deduction to the credit of the Association's bank account.
- (3) The Association must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **23. Funds—Management**

- (1) Subject to any resolution passed by the Association in general meeting, the funds of the Association must be used for the objects of the Association in the way that the Board determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any two members of the Board or employees of the

Association, being members of the Board or employees authorised to do so by the Board.

- (3) The Association was registered with an Australian Business Number (ABN) on 7 October 2008. The ABN is 11 227 497 608.
- (4) The funds of the Association are only to be invested in authorised investments. Authorised investments are:
  - (a) securities of the Commonwealth or of a State or Territory of Australia;
  - (b) securities guaranteed by the Commonwealth or by a State or Territory of Australia;
  - (c) a deposit with a bank, including a deposit evidenced by a certificate of deposit; or
  - (d) a bill of exchange accepted or endorsed only by a bank.
- (5) For the purposes of the preceding clause, *bank* means:
  - (a) an institution that carries on the business of banking in Australia; or
  - (b) any other institution that carries on a business in Australia that consists of or includes taking money on deposit and the operations of which are subject to prudential supervision or regulation under a law of the Commonwealth, a State or a Territory of Australia.
- (6) Office bearers of the Association may approve expenditure of funds to a limit specified annually at Board Meetings without reference to the Board. The consent of the Public Officer to proceed will be required before funds are expended. Such expenditure is to be recorded and presented for Board reference at subsequent meetings by the Executive Officer.
- (7) In formulating a financial management plan, the Board will aim to provide real growth of a minimum of 3.5% per annum after applying annual indexation to prizes and funding the objects of the Association.

#### **24. Alteration of objects and Constitution**

- (1) The statement of objects of the Association (mentioned in section 29 of the Act) and this Constitution may, subject to the Act, be altered by a special resolution of the Association.
- (2) Any proposal to alter the objects or the Constitution must have due regard to the background information at Annex A to this Constitution.

#### **25. Common seal**

- (1) The common seal of the Association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by the authority of the Board and the attaching of the common seal must be attested by the signatures either of two members of the Board or of one member of the Board and the Secretary.

#### **26. Custody of books**

Subject to the Act, the Regulation and this Constitution, the Executive Officer must facilitate the safe keeping, custody and storage of all records, books, and other documents relating to the Association.

#### **27. Inspection of books**

The records, books and other documents of the Association must be open to inspection at a place in the ACT, free of charge, by a member of the Association at any reasonable hour.

## **28. Service of notices**

- (1) For the purpose of this Constitution, a notice may be served on or given to a person:
  - (a) by delivering it to the person personally;
  - (b) by sending it by pre-paid post to the address of the person;
  - (c) by sending it by facsimile transmission to an address specified by the person for giving or serving the notice; or
  - (d) by sending it by email on the internet to an email address specified by the person for giving or serving the notice (provided, except in the case of a notice of a meeting under rule 25, the person acknowledges the email).
- (2) For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:
  - (a) in the case of a notice given or served personally, on the date on which it is received by the addressee;
  - (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post;
  - (c) in the case of a notice sent by facsimile transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date; and
  - (d) in the case of a notice sent by email, on the date the person being served with the notice acknowledges the email by email or otherwise in writing except in the case of a notice of a meeting under rule 25.

## **29. Trusts**

- (1) The Association may arrange for or enter into trusts from time to time, which must be documented.
- (2) The Association may arrange for or enter into trusts as a trustee or a beneficiary where doing so would promote the Objects.

## **30. Winding up and surplus property**

- (1) The Association may be wound up voluntarily if the Association has, by special resolution, resolved that it be wound up.
- (2) On the dissolution or the completion of the winding up of the Association, any surplus property of the Association is, subject to any trust affecting the property or part of it, taken to:
  - (a) vest in another incorporated association, being an association that complies with subrule 30(3) and that has been nominated by special resolution of the Association; or
  - (b) subject to the Act, if no association is so nominated, the Commonwealth of Australia is nominated for the purpose of section 92(1)(b) of the Act.
- (3) An incorporated association will be taken to comply with subrule 30(2) if it:
  - (a) has objects substantially the same as the objects of the Association;
  - (b) is not carried on for the object of trading or securing pecuniary gain for its members; and

- (c) has a provision in its rules requiring any surplus property of the association to be passed, on the dissolution or winding-up of the association, to another association that:
  - (i) has objects substantially the same as the Association; and
  - (ii) is not carried on for the object of trading or securing pecuniary gain for its members.

## **BACKGROUND TO THE CONSTITUTION**

### **The Royal Military College of Australia**

1. The Royal Military College of Australia ('RMC-A') trains and educates the future leaders of the Australian Army. The professionalism of RMC graduates is respected nationally and internationally. RMC-A's special character is a product of history, custom and a commitment to excellence. The objects of the RMC-A Association, as set out in its statutory Statement of Objects, are to promote this special character.
2. A starting point for the history of RMC-A is 1823 when the first land grant in the area was given to a settler who named his property "Canberry" after hearing the local Aborigines using the word "Kamberra". This word, spoken by tribes on the Limestone Plains meant "a meeting place" either of rivers or of tribes joining together to feast.
3. In 1825 Robert Campbell established a sheep station in the area. Robert Campbell had been granted 4000 acres of land and 710 ewes as compensation from the colonial government for the loss of his ship 'Sydney'. This ship had been wrecked in a storm off the coast of India while chartered to the government.
4. Robert Campbell named this property 'Duntroon' after his family's ancestral castle 'Duntrune' on Loch Crinan in Argyll, Scotland. In 1846, Robert Campbell died and the Duntroon property passed to his youngest son, George. Under George Campbell, Duntroon House was greatly expanded. A two-storey addition to the rear of the original house was made and other improvements included the addition of a greenhouse, stables and houses for employees. A large conservatory with conical glass roof was completed in 1876 on the site of the original greenhouse.
5. In 1902 the first Commander of the Australian Military Forces, Major-General Sir Edward Hutton, recommended that a military college be established and Field Marshal Lord Kitchener was invited to visit Australia and advise the Government on the defence requirements of the Commonwealth. One of the recommendations of the 1910 Kitchener report was that a college should be established for the training of officers for the permanent military forces. The Government then instructed Colonel William Bridges to visit and report on the military colleges in England, Canada and the United States. In 1910, Colonel Bridges reported to the Government and was given the task of founding the new College.
6. The Duntroon estate continued to be inherited by members of the Campbell family until 7 November 1910 when the Commonwealth offered a two-year lease for the use of Duntroon House and 370 acres of land. This lease established the site and grounds for the Military College of Australia.
7. On 1 January 1911 the Federal Capital Territory was established. As the first Commandant of the Military College of Australia, Brigadier-General Bridges chose the former sheep station at Duntroon as the site for the College. By 1911, the essential buildings had been constructed, the staff appointed and the first intake of 32 Australians and 10 New Zealanders admitted. On 27 June 1911, the Governor-General, Lord Dudley, opened the college and announced that it would be called the Royal Military College of Australia (RMC-A). In 1913, the Duntroon Estate was purchased by the Commonwealth of Australia (on 12 March 1913 the future city was formally named Canberra).
8. The curriculum at RMC was designed as a four-year course, with half military and half academic subjects. Due to the outbreak of the First World War, the first intake was

pecially graduated for overseas service. The next three intakes were also shortened and the majority of cadets from the first four intakes served with either the Australian Imperial Force (AIF) or the New Zealand Expeditionary Force.

9. At the start of the First World War, Major-General Bridges was given command of the 1st AIF Division. He died at Gallipoli and his body was returned to Australia and buried on the slopes of Mount Pleasant, overlooking the College. In total, forty of the 117 Australian graduates died in the First World War.
10. The four-year course resumed after the Great War. RMC-A went through a difficult period during the 1920s, when there was general apathy towards the military during the post-war era and severe budgetary cuts. This resulted in small intakes and an even smaller number of graduates. By 1930, the depression had made its impact on RMC-A. In 1931, training was transferred to Victoria Barracks, Sydney due to the ageing temporary buildings at Duntroon, and its location in Canberra adding to the increased costs of the College. With the new location in Sydney, RMC-A became known as 'Duntroon Wing, Victoria Barracks'.
11. In 1937, RMC-A was returned to Duntroon in Canberra. During the ceremony the Defence Minister, Sir Archdale Parkhill stated that the grounds for the return of RMC-A to Canberra was due to the increase of cadet numbers required by the defence program. Prior to the return of RMC-A to Duntroon, a substantial amount of building work and site remodelling was required. Duntroon was to have the permanent buildings that had been planned since 1910. These buildings are still in use by RMC-A today.
12. On the outbreak of the Second World War in 1939, the four-year course was reduced to two years. Additional special entry classes were admitted for six, nine and twelve months. At the end of the war a three-year curriculum was introduced.
13. In 1947, a revised four-year course was developed which included alternative academic courses in Arts or Science. In the 1950s, RMC-A offered courses in Arts, Science and Engineering. These courses enabled graduates to be granted exemptions from parts of corresponding degree courses at some Australian universities. The military curriculum aimed to achieve a balance between the short-term requirements of a junior regimental officer and the broader foundation necessary for senior ranks within the Army.
14. In 1967 RMC-A entered into an agreement with the University of New South Wales under which the University set up a Faculty of Military Studies at Duntroon. The Faculty offered Bachelor degree courses in Arts, Science and Engineering. In order to graduate, cadets had to achieve passes in both military and academic studies as well as leadership. In 1986 the Australian Defence Force Academy (ADFA) was opened as a joint officer establishment and academic studies were transferred from RMC-A. Concurrently, the Officer Cadet School Portsea, that had already absorbed the Women's Royal Australian Army Corps Officer Cadet School, was closed.
15. In 1986 RMC-A assumed responsibility for all full-time Army officer training and an 18 month course was developed. ADFA Army graduates join this group for their final 12 months at RMC-A having had their first six months of military training delivered by RMC-A staff during academic breaks at ADFA. In 1995 RMC-A became responsible for the initial military training of all full-time, part-time and specialist service officers in the Australian Army.
16. In 2008 RMC-A consisted of Headquarters RMC-A, the Corps of Staff Cadets (CSC) and the Military Arts and Training Wing (MATWG). The Headquarters retained a Commandant at Brigadier rank, a Director of Military Art and the full range of staff functions. The Headquarters facilitates the selection of cadets through the centralised Army Officer Selection Board process. The CSC is Class based with the cadet instructional staff

organised into classes and five cadet companies with a Lieutenant Colonel Commanding Officer. MATWG is commanded by the Chief Instructor who is responsible for the Training Management Package and detailed curricula. The curriculum is designed around five key pillars – Command, Leadership, Management, Operations and Training.

17. Since 2009 RMC-A has commanded the Army Recruit Training Centre at Kapooka allowing all of Army's ab-initio training to be centralised.

### **Background to the Formation of the Association**

18. Over the years many disparate trusts, funds, committees and donors have been formed or contributed to the development of the College's heritage and character. To fully understand why the Association was formed, it is first necessary to describe the origins of the three most significant of these organisations, their evolution and financial capacity.
19. **Duntroun House Restoration Fund.** The Duntroun House Committee of the Association has its source in the Duntroun House Restoration Fund, established in 1976. A trust deed was prepared in 1979. The fund was created to restore Duntroun House internally and to purchase and maintain furniture and fittings. Duntroun House itself was subsequently placed on the National Heritage List and any significant funding for restoration is provided by the Commonwealth.
20. The Duntroun House Restoration Fund was used to maintain heritage articles within Duntroun House such as antique furniture and silver. The primary source of income for the fund was Officers Mess member contributions and charges levied against external users of the Officers Mess. The fund was initially managed by the Duntroun House Restoration Fund Committee and later by the Heritage Committee. The Fund was formally wound up on 1 September 2008 and \$44,056 transferred to the Association.
21. **RMC History Fund.** The Heritage Committee of the Association has its source in the RMC History Fund. In 1984 the 'RMC History Committee' was established to assist with the production of a history of RMC-A. A number of sub-committees and a trust fund were established over the next decade to expand the responsibilities of the original committee to include various activities such as historical collections and museum funding. The RMC History Committee established a trust deed in 1999 but it remains unclear as to whether this deed was ever legally ratified.
22. The RMC History Fund supported historical projects and the purchase of display cases and memorabilia. The Fund was formally wound up on 1 September 2008 with \$4,990 transferred to the Association on 1 August 2008 and a further \$45,485 transferred on 1 September 2008. A term deposit of \$86,295 (12 April 2009) was transferred at maturity.
23. **The Duntroun Society.** The Duntroun Society Committee originates from The Duntroun Society. The Society was formed on 27 June 1980 by the Commandant, Major General Alan Morrison. He had a long held view that there was a need for an organisation through which former cadets and past and present members of staff could keep in touch with one another and the College. He stated in the Society's first newsletter in 1980 that the idea of an association of RMC graduates was not new and had originally been discussed in 1920. He subsequently decided that The Duntroun Society should be formed and run from the College with recognition of the need for a structure in each State or Territory and in New Zealand. The membership included former cadets, past and present members of staff, widows and others with an interest in the College. General Morrison stated in 1980 that he did ... 'not want the Society to be, or be seen to be, simply an old boys club...' The Society charged member subscriptions in order to be self-supporting and to publish a biannual Newsletter. He concluded his 1980 introduction by indicating that the Society 'offers the means to continue the strong bond of association that was so much a part of our time at Duntroun'.

24. Since that time The Duntroon Society has produced very strong State and Territory based alumni and contributed much to the historical record at the College. With the closure of other officer producing institutions in 1986 and the addition of the Army Reserve courses to the College in 1985, the Society Charter has been progressively amended to cater for change. Its purpose evolved over the years but, was generally to encourage continuing interest in RMC-A, particularly among graduates, former cadets and former members of the staff of Army's officer training establishments. By 2007 the focus of the Society was the alumni and 'support to the College in such ways as the Commandant may consider appropriate'. At the time of incorporation The Duntroon Society had accumulated funds of approximately \$51 000. The Society paid for a Centenary gift in October 2008. The balance of the General fund of approximately \$700 was transferred to the Association after wind up on 30 October 2008. A term deposit due for maturity on 25 October 2008 of \$45 726.14 was transferred on 26 October 2008.
25. **Amalgamation of Funds and Incorporation.** In 1998 it was proposed to amalgamate the RMC History Fund and the Duntroon House Restoration Fund to be managed by one committee – The RMC Heritage Committee. After legal opinions were sought, the Commandant (in 2000) determined that they should remain separated because the funds served separate purposes and they were subject to independent trust deeds.
26. In late 2007, faced with a declining membership of only 435 subscription paying members in the Duntroon Society and a poor take up rate by the more recent generation of graduates, the Commandant, Brigadier Mark Bornholt; issued Terms of Reference to commence a review of the Society and its future. He indicated that the 2011 centenary of Duntroon was an opportunity to revitalise the Society and amalgamate the History and Restoration funds into an incorporated entity that would govern activities with an experienced and qualified Board of Management. The review was completed in 2008 and the Royal Military College of Australia Association Incorporated was created.
27. In relation to the new Association, the Commandant stated in the Duntroon Society's October 2008 Newsletter '[...] cognisant of the many other funds, trusts and organisations who were a part of the review, it has been a complex undertaking to design an arrangement which met the needs of various stakeholders yet preserved the history and aims of the legacy organisations. The review identified that many organisations were operating with legally flawed constitutions, deeds or memoranda and the earning potential of the various organisations was constrained by their separation. Of greatest concern was the fact that none of the organisations appealed to the current generations of graduates. I am confident that the new Association compromises where necessary and will be enduring. It is particularly pleasing that the timelines I set for the Review and implementation of the new arrangements have been met. My only regret is that Alby Morrison is not with us to see what the Society has developed into; I am however confident that he would approve[...]']
28. The new Royal Military College of Australia Association Incorporated was created on 7 July 2008. The first Board meeting of the Association was held on 15 October 2008 to make final amendments to the draft Constitution and to confirm the 'winding up' of various funds. The Duntroon Society was preserved in the structure of the Association as a separate Committee with all existing members of the Society recognised as Foundation members.

## **Vision**

29. The long-term vision of the Association is to create a self funding entity focussed on the cadets, staff, graduates and heritage of Duntroon. It is intended to have a professional Visitors Centre incorporating a museum and research facility offering guided tours and memorabilia sales. The Visitor' Centre and heritage aspects of the College will be managed in the future by the Association whose membership will include all staff and graduates of Army's officer training establishments.

## Sources of Revenue

30. As previously mentioned, the amalgamation of the Duntroon Society, History Fund and Restoration Fund resulted in the transfer of their extant funds at wind up. The review also considered other trusts and sources of prizes and awards and recommended that these be closed and their funds transferred to the Association and that they be managed in the future by the Association. Where these are related to prizes or awards, the purpose and funding base is recorded below to enable future management and retention of the fiscal base where appropriate.
31. To ensure that the value of prizes and awards remain relevant they should be indexed annually on the 30th day of June in line with the Consumer Price Index in order to retain and protect the intentions of the original donor(s). The value of individual prizes should be retained at 4% of the real value of the original investment recognising that the Association will generally invest all capital at 5% - 8% annually. Where necessary some funds have been given a 'notional' value to ensure the prize value is appropriate without seeking future supplementation from donors. Listed below are trusts, funds and accounts, their origin, purpose and investment plans.
32. **The Major General Sir James Harrison Memorial Lecture Trust ('the Harrison Trust')**. The Harrison Trust was established by the Officer Cadet School Portsea in 1982 to commemorate the first Commandant through the delivery of an annual leadership lecture by an eminent Australian. The Harrison Trust was established with funds from cadet donations later enhanced by funding from the Portsea Messes after their closure in 1985 and donations from the Harrison family.
33. The Harrison Trust had no property assets, these having been subsumed by the Duntroon Heritage and Mess committees. The Harrison Trust had approximately \$100 000 in cash under management in 2008 with annual revenue being generally the interest of 6-7% of this total. Expenditure was rare and usually only to support travel and incidental costs for the guest speaker's annual address. The Harrison Trust was managed by a committee which had traditionally been chaired by the senior serving Portsea graduate with other committee members or trustees being retired graduates and members of the Harrison family. The Trust was formally wound up on 19 September 2008 with \$6,244 transferred to the Association and two term deposits of \$70,302 (25 May 2009) and \$28,000 (11 March 2009) that were transferred at maturity.
34. After incorporation, the Association will coordinate and fund the annual Harrison Memorial Leadership Lecture by an eminent Australian to the Corps of Staff Cadets. The lecture is traditionally delivered in December each year. The Board will make a recommendation to Chief of Army who will formally invite the selected individual.
35. **The Lieutenant Eric Larson Memorial Travelling Scholarship**. The Lieutenant Eric Larson Memorial Travelling Scholarship was endowed by Ms Ruth Eura Larson to commemorate the memory of her late brother, Eric Olaf Larson. Eric entered the College in 1946 and graduated in 1948 as one of fourteen Infantry graduates. He served with 3rd Battalion, The Royal Australian Regiment in the British Commonwealth Occupation Force in Japan and was a rifle platoon commander in the Battalion when it deployed to Korea in September 1950 as a part of the United Nations Force. He was highly regarded by his men and known as an able and determined platoon commander. He was killed in action on 5 November 1950 while gallantly leading his platoon in an attack against Chinese forces blocking the Battalion's route through the Pakchon Valley.
36. The purpose of the Scholarship is to broaden the education of a young officer by overseas travel to visit sites of Australian battlefields and other places of historic military importance. The Scholarship is awarded annually to a member of either graduating class who has been a

determined and competent all-round performer and who is assessed as having strong potential to be a successful rifle or troop commander on warlike operations in a combat arm of the Australian Regular Army (ARA). The Scholarship is intended to cover the recipient's fares and other travel and living costs outside Australia. Prior to her death, Ruth provided for a cheque for \$10,000 annually in favour of the selected recipient. In her Will she bequeathed an amount of \$250,000 on trust to the College to fund the Scholarship in perpetuity. The principal amount was received in 2009 and has been invested in accordance with the guidance contained in this Constitution. The Scholarship should be retained at \$10,000 per annum (4% of the original investment) adjusted annually.

37. **The Officer Training Unit Scheyville Prize Fund.** The Officer Training Unit was established at Scheyville in April 1965 to train National Servicemen and Air Aviation Corps pilots. It commissioned 1883 officers before it was closed in 1973 on cessation of National Service. On closure, staff and graduates established a fund for a prize to be presented to graduating Regular Army officers to mark the contribution that OTU made to the Army. A Charter was written in 1978 and the fund was administered by the Training Command Trust Fund Committee until 1985 when the administration and accumulated funds of \$6,569 was transferred to the College when all officer training was centralised. By 13 April 2006 the fund had grown to \$19,122 and this amount was transferred to the Receiver of Public Money to be administered by the Department of Finance and Administration (DOFA) as a Special Account. The Fund had a value of \$22,049 at the time of incorporation and action was commenced to retrieve this money from DOFA.
38. The prize is awarded at each ARA graduation to the cadet who has shown the greatest improvement in leadership qualities during the course. The prize has typically been a book to the value of \$195. In accordance with the principles discussed regarding prizes, this should be increased to a prize of \$450 per graduation (4% of the value at incorporation) once the principal sum has been returned to the Association.
39. **The General Bridges Memorial Prize.** Major General Sir William Throsby Bridges, KCB, CMG, the first Commandant of the Royal Military College, died on 18 May 1915 from wounds he received on the Gallipoli peninsula whilst commanding the Australian First Division. This award was established in 1978 by the Bridges family through a donation of \$1,300. The prize was to recognise superior tactical planning by a cadet. In 1993 the family expressed disappointment that the original donation had not been invested adequately and the funds were returned to them on the agreement that they would provide the award annually. The Royal Military College Class of 1961 has also provided \$5,430 to the fund over a period of ten years. In 2006 Mrs Dorothy Judith Bridges bequeathed \$10,000 to the College for the maintenance of this prize. In April 2006 \$15,646 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$17,410 at the time of incorporation and action was commenced to retrieve this money from DOFA.
40. The award is presented at each ARA graduation to the cadet who has achieves first place in Tactics. The prize has typically been two books to the value of \$85. In accordance with the principles discussed regarding prizes, this should be increased to a prize of \$350 per graduation (4% of the value at incorporation) once the principal sum has been returned to the Association.
41. **The Oswald Watt Australian Army Aviation Prize.** This prize was originally established in 1920 when Colonel Oswald Watt (Australian Flying Corps) left 500 pounds in trust to the Royal Military College to purchase a pair of binoculars at every graduation for the cadet who wrote the best essay on aviation or aeronautics. In 1993 the conditions for the prize were amended to recognise the Australian Aviation Corps graduate who was highest placed

in the Queen's Medal list. The fund was insufficient to support the prize and in 2001 the Aviation Corps Association provided \$3,000 to supplement the fund. In April 2006 \$5,300 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$5,733 at the time of incorporation and action was commenced to retrieve this money from DOFA.

42. The prize is presented at each ARA graduation to the Australian Aviation Corps graduate who is highest placed in the Queen's Medal list. The prize has typically been a set of binoculars valued at \$165. The fund is insufficient to support the continued purchase of two sets of binoculars each year. In accordance with the principles discussed regarding prizes, the prize will be retained and the fund will be notionally valued at \$8,250 to allow for the retention of the cost of the prize (4% of the notional value at incorporation) once the principal sum has been returned to the Association.
43. **The NJ Thomson Award.** This prize is in memory of Norman Thomson who graduated from the Royal Military College in 1956. He also had two sons who were graduates. The prize is presented to the Second Class Cadet who is assessed to have the best leadership and physical fitness. The prize is a Sam Browne belt suitably engraved which costs approximately \$280. Since the course was adjusted to two graduations per year, the fund has been insufficient to support the prize and Mrs Thomson has supplemented the fund annually. In April 2006 \$6,000 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$8,395 at the time of incorporation and action was commenced to retrieve this money from DOFA.
44. The prize is presented at each ARA graduation to the Second Class cadet who is assessed as the most proficient at physical training and leadership. The prize has been retained as a Sam Browne valued at \$280. Due to the divergence between the value of the prize, the invested fund and the necessary notional value of \$14,000; Mrs Thomson will be advised that her ongoing supplementation will not be required and that the prize nomenclature will be retained but acknowledgement will be made that the prize is jointly provided by the Thomsons and the Duntroon Association. She will also be asked to consider bequeathing the balance to the College. In accordance with the principles discussed regarding prizes, this fund will be notionally valued at \$14,000 to allow for retention of the prize (4% of the notional value at incorporation) once the principal sum has been returned to the Association.
45. **The T.J. Stevens Cup.** This cup commemorates the service of Captain Tim Stevens, Royal Australian Infantry. Tim entered the College after service as a soldier in 1st Battalion, The Royal Australian Regiment. He was a champion athlete and sportsman and excelled at all aspects of training at Duntroon. After graduation in 1991 he served with 8th/9th Battalion and the Special Air Service Regiment. Tim Stevens died on 12 June 1996 in the Blackhawk Helicopter crash at High Range Training Area. A trust was established in 2006 with \$3,160 donated by friends in the Infantry corps and his classmates. In 2006 \$3,160 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$2,819 at the time of incorporation and action was commenced to retrieve this money from DOFA.
46. The Cup is presented at each ARA graduation to the cadet who formerly served as a soldier and who best exemplifies the military ethic. The cup is valued at \$80. In accordance with the principles discussed regarding prizes, this fund will be notionally valued at \$4,000 to allow for retention of the prize (4% of the value at incorporation) once the principal sum has been returned to the Association.
47. **The Major General J.S. Whitelaw Memorial Award.** Major General John Stewart Whitelaw, CB, CBE, retired from the Army in 1951 after more than 40 years distinguished service in particular with the Royal Australian Artillery. He continued his association with

the corps as the Colonel Commandant and Regimental Colonel after his retirement. The Whitelaw award was established in 1965 by his three sons. Originally designed as an Artillery prize, it was amended in 1992 to be an award for Third Class and the title of the Award was changed. The prize has traditionally been a book with an Artillery flavour provided by the family and a framed biography and photograph of Whitelaw which costs approximately \$165 to frame and mount. Since the course was adjusted to two graduations per year, the fund has been insufficient to support the prize. In 2000 the College requested that the family supplement the trust with \$2,000. The family provided \$600. In April 2006 \$1,937 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$1,735 at the time of incorporation action was commenced to retrieve this money from DOFA.

48. The prize is presented at each ARA graduation to the Third Class cadet who is assessed as the best performed member of his class. The fund being insufficient, the family has been advised of the prize being changed to a suitably endorsed book to the value of \$50 once current stocks are exhausted. In accordance with the principles discussed regarding prizes, this fund will be notionally valued at \$2500 to allow for the retention of a book prize of \$50 per graduation being 4% of the notional value at incorporation.
49. **Ronald Syme Trust Prize.** Ronald Syme was a well known philanthropist at Point Nepean, Victoria and for many years had a close relationship with the Officer Cadet School at Portsea. He first presented his prize at the Officer Cadet School in 1975, wishing to advance the cause of education and promote military skills. A trust was established in 1980 and control of the trust and \$1,359 was transferred to the College with the centralisation of officer training at Duntroon. The prize is a book to the value of \$55 presented to each graduating class to the cadet placed second in the Queen's Medal List. The trust is insufficient to fund two graduations per year. Ronald Syme died in 2002 and there has been no contact with his family since that time. In April 2006 \$1,805 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. The fund had a value of \$1,948 at the time of incorporation action was commenced to retrieve this money from DOFA for inclusion into the Association.
50. The fund being insufficient, the family has been advised of discontinuation of the prize transfer of the funds transferred to the Association in accordance with the Trust Deed.
51. **PNGDF Prize.** This prize recognises the important contribution that the Papua New Guinea Defence Force cadets make to life at the Royal Military College and the long and valued association between the Australian Defence Force and the Papua New Guinea Defence Force. The prize is a book to the value of \$35 awarded to the PNG Cadet gaining the highest marks in Military Law and unit administration. There is no formal trust deed. The account that provided the prize was originally created in 1992 through a donation by Brigadier Rod Curtis, the Commandant. In 2000 the PNG Defence Attaché agreed to provide \$500 per year until the fund was self sufficient. These funds were not provided until 2006. In April 2006 \$500 was transferred to the Receiver of Public Money to be administered by DOFA as a Special Account. A further \$500 was provided in April 2007. The fund had a value of \$1,071 at the time of incorporation and action was commenced to retrieve this money from DOFA.
52. The fund had become insufficient and pursuit of the PNG DA annually to seek supplementation was considered inappropriate. The prize remains as a book to the value of \$50 and in accordance with the principles discussed regarding prizes, the fund will be notionally valued at \$2000 to allow for retention of the prize (4% of the notional value at incorporation) once the principal sum has been returned to the Association.

## **Future Sources of Revenue**

53. As additional sources of revenue, funds, other trusts or bequests are identified post-incorporation of the Association; they will have their history and contribution to achieving the objects of the Association prominently acknowledged in amendments to this Annex, as appropriate. Other revenue will come from investments of capital in accordance with the Constitution and the sale of memorabilia and accoutrements through the CSC Committee.