

**Camberwell Girls' Grammar School
Parents and Friends Association**

INAUGURAL CONSTITUTION

**Reviewed and accepted by members of the Parents Association and Parents
Auxiliary as at 1 November 2015.**

John Downes. 1 November 2015

TABLE OF CONTENTS

Para		Page
1.	NAME	2
2.	DEFINITIONS	2
3.	OBJECTIVES	3
4.	ASSOCIATION MEMBERSHIP	4
5.	EXECUTIVE MEMBERSHIP	4
6.	MEETINGS	7
7.	ALTERATION OF CONSTITUTION	9
8.	DISPUTES AND MEDIATION	9
9.	FUNDS	10
10.	NO AGENCY OF THE SCHOOL	11
11.	DISSOLUTION	11
	CERTIFICATION	12
	SCHEDULE A	13

NAME

The name of the Association shall be Camberwell Girls' Grammar School Parents and Friends Association (PFA).

2. DEFINITIONS

In this Constitution unless the context otherwise requires:-

- a. **"Parent/carer"** means the natural parents, legal custodians or people who are 'in loco parentis' i.e. someone who is legally acting in place of a parent on behalf of a minor who is currently or has been previously enrolled at the school.
- b. **"Ordinary Member"** is a Parent/Carer of a child enrolled or previously at the School.
- c. **"The Executive"** means those "Ordinary Members" elected or appointed to fill the key positions of President, Vice President, Secretary or Treasurer. Other Executive positions may be created as deemed necessary by the Association from time to time.
- d. **"Ordinary Member of the Committee"** means those members to the PFA who have been appropriately nominated and accepted according to the rules of the Committee laid out in this constitution who are not members of The Executive.
- e. **"Sub-Committees"** means those "Ordinary Members" elected or appointed to particular committees (e.g. Friends of Sport) to fulfil specific roles and/or tasks that are agreed as required.
- f. **"Friends"** are School teachers, staff, and other Members of the School community interested in pursuing the objectives of the PFA by their regular attendance at meetings. The names of "Friends" are to be agreed at an AGM or a regular meeting of the PFA.
- g. **"Act"** means the Associations Incorporations Act 1981 or subsequent revisions or replacements.
- h. **"Regulations"** means regulations under the Act.
- i. **"Meet"** means to convene a group either in person or by any form of digital communication for the purposes of discussing and or deciding on a matter.
- j. **"Public Officer"** has the meaning in the Act. The Secretary is the Public Officer of the Association.
- k. **"Financial Year"** means the year ending December 31.
- l. **"School"** means Camberwell Girls' Grammar School.

3. OBJECTIVES

- 3.1 The Objective of the PFA is to support the School to achieve its Vision, Mission and Values. It is to be renowned as an Association which proactively engages and provides parents and friends opportunities to contribute to the School in ways that enhance the development and educational opportunities for students.

We hope that it will come to be regarded as an Association which:

- a) is a role model of community spirit for students
- b) offers a caring ethos
- c) engages and maximizes interactions for students, current and past parents, general community and stakeholders of Camberwell Girls Grammar.

- 3.2 The Purpose of the Association shall be to create opportunities for the School community to support and contribute to the School's Mission of providing the highest quality education from Pre-Prep to Year 12 in a caring environment. This will be achieved by:

- a) Friends Raising
 - **Offering** opportunities to both past and present parents and the community to contribute positively in a safe and trusting environment regardless of religious beliefs, race, nationality or background
 - **Valuing** and maintaining the important contributions made by parents, community and volunteers
 - **Communicating** openly and honestly with opportunities for input with the School, parents, community and other stakeholders.
- b) Funds Raising
 - **Raising and Donating Funds** to be used to benefit the students in extracurricular and capital expenditure at the discretion of the PFA.
- c) Delivery of the objectives and activities under good governance:
 - **Pursuing** innovation, practicality and excellence in each initiative we undertake
 - **Respecting** the individual rights, beliefs, independence and personal choices of stakeholders
 - **Maintaining** our rich heritage in promoting the ideals of service to the School and community
 - **Providing** a healthy and safe operational environment free from discrimination, harassment and bullying
 - **Conducting** business in a responsible, honest, fair and ethical manner
 - **Complying** with all relevant laws and regulations of our Constitution.

3.3 The Association shall not:

- a. affiliate with any political body or party.
- b. affiliate with any association whose objectives are inconsistent with the objectives stated in clause 3.1.

4. ASSOCIATION MEMBERSHIP

4.1 The membership of the Association shall consist of:

- a. The parent/s and or carer/s (current or past) of each child enrolled at the School who shall be called Ordinary Members.
- b. The Principal, Business Manager of the School or their nominees who shall be called Ex-Officio Members.
- c. The Friends of the School.

4.2 Register of Members:

- a. In the case of those qualifying for Ordinary Membership as parents and/or carers (current or past) of children currently on the School roll, the School roll shall be considered as the register of Members.
- b. In the case of those qualifying for Ordinary Membership as past teachers, the School human resources records shall be considered as the register of Members.
- c. The Executive shall cause a register to be kept in which shall be entered the names and a contact address of all persons admitted to membership of the Association in addition to parents and past teachers as a Friend. The minutes of a meeting may be used as the register. Membership of a Friend shall be reviewed each year.

5. EXECUTIVE MEMBERSHIP

5.1 Membership of Executive shall consist of:

- a. President, Vice-President, Secretary, Treasurer.
- b. A School Council member if agreed by the Association from time to time.
- c. Representatives made up of Ordinary Members as agreed by the Association from time to time.
- d. All members of the Executive shall have been elected according to the rules in this Constitution and their nomination for membership shall have been proposed using Schedule A which completed form shall be maintained by the Secretary.

5.2 Election of the Executive

- a. At the Annual General Meeting of the Association, all the elected Members of the Executive shall retire from office, but shall be eligible for re-election or re-appointment subject to the terms of this Constitution.
- b. The Executive shall be elected from the Association membership by the Ordinary Members present at the Annual General Meeting, or by proxy.
- c. In the event of more than one completed nomination (Schedule A) form for any of the positions of President, Vice-president, Treasurer or Secretary being received, a secret ballot of members shall be conducted at the Annual General Meeting or if a position becomes vacant before the Annual General Meeting, then at the next General Meeting or at a Special Meeting convened for the purpose of electing that position.
- d. Term of office of the elected Executive Members shall be one year with the right to serve a maximum of 3 consecutive full terms in the one position.
- e. Having served the maximum term in one position the member may stand for election for another position on the Executive.
- f. If an Executive member has served their maximum term and no nomination is forthcoming for that position, the Ordinary Members may re-appoint the incumbent to that position.

5.3 Termination of Membership of Executive

- a. Any member of the Executive may resign at any time from membership of the Executive by giving notice in writing to the Secretary. Such resignation shall take effect at the time when such notice is received by the Secretary unless some later date is specified in the notice when it shall take effect on that later date;
- b. Any member of the Executive may be removed from office at a specially convened meeting of the Association for that purpose if the member:-
 - i. Fails to comply with any of the provisions of this Constitution; or
 - ii. Conducts him/her self in a manner considered to be injurious and prejudicial to the character or interests of the School.
- c. The member concerned shall be given a full and fair opportunity of presenting his/her case, and if the Association resolves to terminate his/her membership it shall advise the member in writing within seven days accordingly.
- d. At any such specially convened meeting the member shall be given the opportunity to fully present a case. The question of removal shall be determined by the majority vote of the Members present at that meeting.
- e. Notice of any such specially convened meeting, such notice setting out the resolution and the grounds on which it is based, must be provided to the member concerned not earlier than 7 and not later than 14 days before the specially convened meeting.

- f. In the case of resignation or removal of the Treasurer, the books and accounts shall be audited before handover to the newly appointed Treasurer.

5.4 Vacancies on Executive

- a. The Executive shall have power to appoint a member, who may or may not already be a member of the Executive, to fill any casual vacancy caused by the resignation or removal of an office bearer, on the Executive until the next Annual General Meeting.
- b. Upon receipt by the Executive of a completed nomination form (Schedule A) accepting such an appointment, the appointment shall be ratified at the next scheduled General Meeting of the Association.

5.5 Functions of the Executive

Except as otherwise provided by this Constitution and subject to resolutions of the Members of the Association carried at any Annual or General Meeting the Executive shall:

- a. Manage the administration of the affairs, including the property and funds of the Association. Three or more members of the Executive are to become signatories of the Association banking account(s) which will require two members to authorise payments from that accounts(s).
- b. Interpret and apply the Constitution with regard to any matter concerning the activities of the Association
- c. Formulate bylaws for adoption, repeal or amendment by the General Meeting of the Association, designed to promote the good governance and management of the Association.

5.6 Sub-Committees

- a. The Executive shall have the authority to appoint Sub-Committees to undertake such tasks as it may from time to time determine. All Sub-Committees acting in accordance with the constitutional objectives shall be deemed to be a part of the Parents and Friends Association and must report back to the Association.
- b. Each Sub-Committee shall choose from its Membership a chairperson, secretary and, if needed, a treasurer.
- c. Sub-Committees shall operate under a charter provided by The Executive for that Sub-Committee and The Secretary of The Association shall keep a record of each charter.

5.7 Meetings of the Executive

- a. The Executive may meet separately from the General meeting as required during its term of office to exercise its functions. Decisions taken at meetings of the Executive shall be tabled at the next General Meeting for reporting purposes.
- b. A special meeting of the Executive shall be convened by the President or in his/her absence, the Secretary, upon the request of a simple majority of Members of the Executive. Such request shall clearly state the reason why such special meeting is being convened and the nature of the business to be transacted thereat.
- c. At every Executive Meeting a simple majority of the Members of the Executive shall constitute a quorum.
- d. The Executive may meet together, subject to the constitution, and regulate its proceedings as it thinks fit, provided that questions arising at any meeting of the Executive shall be decided by consensus or a majority of votes and in the case of an equality of votes on any question at any meeting of the Executive the motion lapses so that the status quo is maintained.

6. MEETINGS

6.1 Meetings of the Association shall be either:

- a. Annual General Meeting. This shall be held within 5 months of the closing of the Association's accounts.
- b. General Meeting. The Association shall meet at least six times per year exclusive of the Annual General Meeting.
- c. Special General Meeting. This shall be called and held for a specific purpose. No other matters may be discussed at a Special General Meeting.

6.2 Agenda of Annual General Meeting

The business to be transacted at every Annual General Meeting shall include:

- a. Acceptance of the minutes of the previous Annual General Meeting.
- b. Business arising from the minutes.
- c. The receiving of the President's Report that shall include reports from subcommittees.
- d. The receiving of the Principal's Report.
- e. The receiving of the Treasurer's Report that shall include the Audited Financial Reports of the books and accounts of the Association for the preceding financial year including all Sub-Committees.
- f. The election of Members of the Executive.
- g. The appointment of an auditor.
- h. The determination of the amount of any voluntary donation to the Association to be requested from members in the following year.

- i. The consideration of a nominee from the members to act as representative on the School Council, if a vacancy exists.
- j. The appointment/dissolution of Sub-Committees.

The meeting shall be chaired by the outgoing President until the election in Rule 6.2.f and thereafter by the President elected at the meeting.

6.3 Quorum

At the Annual General Meeting or Special Meeting, eight Members shall constitute a quorum and at a General Meeting five Members shall constitute a quorum.

6.4 Calling of Meetings

- a. The President or in his/her absence the Secretary shall convene all Annual and General Meetings of the organization by giving not less than seven days' notice of such meetings. The Executive shall determine the manner by which such notice is given.
- b. The President or in his/her absence the Secretary shall convene Special Meetings of the Association by giving not less than seven days' notice of such meetings when:
 - i. Directed to do so by the Executive or,
 - ii. Upon being given a request in writing signed by not less than two of the Members of the Executive or not less than eight Ordinary Members and clearly stating the purpose for which the Meeting has been requested.

6.5 Conduct of Meetings

Unless otherwise provided by this Constitution, at every Executive Meeting, Annual General Meeting, General Meeting and Special meeting:

- a. The President shall be Chairperson or in his/her absence, the Vice President and in the absence of both, a Chairperson shall be elected by resolution of a majority of the Members present at the meeting.
- b. The Chairperson shall conduct all meetings in accordance with agreed and accepted rules for the conduct of meetings.
- c. Every question, resolution or decision shall be decided by consensus but should a deadlock occur a vote of all Members of the Association present will be taken and a majority decision shall apply.
- d. Should a vote be required every member present shall be entitled to one vote. Where a vote is tied, the motion lapses so that the status quo is maintained.
- e. Voting shall be by show of hands or a division of Members, unless a simple majority of Members present move that a secret ballot be conducted. The Chairperson shall appoint two Members to conduct the secret ballot in such manner as he/she shall determine. The result of

the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded.

- f. The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every meeting of the Executive, the Annual General Meeting, the General Meeting and any Special Meetings, to be entered into a file to be maintained for archival purposes. Such file is to be made available for inspection at reasonable times during school business hours by any member of the Association who applies to the Secretary for that inspection.

7. ALTERATION OF CONSTITUTION

- 7.1 This Constitution may be amended at a Special Meeting of the Association called for that purpose. This may occur at an Annual General Meeting.
- 7.2 Notice of any proposed amendment shall be given in writing to the Secretary. The notice should be signed by three members who support the proposal. Immediately following receipt of such Notice, the secretary shall notify the terms thereof to the Ordinary Members, with the date, time and place of the Special Meeting called for that purpose. The meeting shall take place within one calendar month of the notice of the meeting called for that purpose.
- 7.3 Any change to these rules requires a majority of at least three quarters of the members who attend an appropriately convened Special Meeting.

8 DISPUTES AND MEDIATION

- 8.1 The grievance procedure set out in this rule applies to disputes under these Rules between a member and another member or a member and the Association.
- 8.2 The parties to the dispute must meet and discuss the matter in dispute and if possible resolve the dispute within 14 days after the dispute comes to the attention of all parties.
- 8.3 If the parties are unable to resolve the dispute within 14 days after the dispute comes to the attention of all parties then a meeting in the presence of a mediator who is a member of the School Council who is not the appointee to the School Council from the Association must be held within 28 days of the dispute coming to the attention of all parties.
- 8.4 In the event of a successful resolution from Rule 8.2 or Rule 8.3 a summary of the resolution will be lodged with the Secretary of the Association.
- 8.5 If the mediation does not resolve the dispute the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

9. FUNDS

- 9.1 Funds for the Association may be derived from the School community or any government authority by way of donations, bequests, grants or by any fund-raising activity as the Committee determines from time to time.
- 9.2 The income and any property of the Association shall be applied in promotion of its objectives.
- 9.3 The financial year of the Association shall be from 1st January to 31st December.
- 9.4 The funds of the Association shall be banked in the name of Camberwell Girls' Grammar School Parents and Friends Association at a bank or financial institution as the Annual General Meeting or a General Meeting may from time to time direct.
- 9.5 Proper books and accounts shall be kept and maintained showing correctly the financial affairs of the Association, and the particulars usually shown in books of like nature. Such books are to be open for inspection at all reasonable times by any member who applies to the Secretary for that inspection. The treasurer should present an updated report to each General Meeting.
- 9.6 All moneys shall be banked as soon as practicable after receipt of them.
- 9.7 All accounts shall be paid from PFA funds as authorised by any two members of the Executive. A record of the payment shall be made immediately the transaction is completed.
- 9.8 The Association shall maintain a positive cash balance at all times and shall not borrow to fund its activities.
- 9.9 The Association shall, where possible, prepare an annual budget and manage all funds in accordance with an annual budget.
- 9.10 As soon as practicable after the end of each Financial Year, the Treasurer shall cause to be prepared a statement of receipts and payments, income and expenditure, and a balance sheet for the financial year just ended. All such statements shall be examined by the auditor, who shall present his/her report to the Secretary prior to the holding of the next Annual General Meeting following the financial year in respect of which such audit was made.
- 9.11 The Treasurer of the Association or of a Sub-Committee will deliver to their successor in office all records and accounts of the Association or Sub-Committee, as soon as the successor has been appointed.
- 9.12 If a Treasurer of the Association or of a Sub-Committee resigns during the term of office, the Association will arrange for an audit of the records and accounts of the Association or Sub-Committee to be carried out before handing these to the new Treasurer.

10. NO AGENCY OF THE SCHOOL

- 10.1 The PFA will not present itself as agent of the School and has no Authority to bind the School.
- 10.2 The School will not present itself as agent of the PFA and has no Authority to bind the PFA.
- 10.3 Any decisions in relation to contractual matters binding the PFA are to be reached by consensus with the Executive and entered into by the proper authority with the explicit consent of:
 - a) a simple majority of the Executive where the transaction value is less than 50% of the annual school fee of a year 12 student, or,
 - b) a unanimous agreement of the Executive where the transaction value is greater than 50% of the annual school fee of a year 12 student.

11. DISSOLUTION

- 11.1 The Association may not be dissolved unless:
 - a) All reasonable steps have been taken to circulate a notice of the proposed dissolution generally throughout the school community and
 - b) A meeting to discuss the notice of dissolution is held not less than 14 days after the circulation of that notice and
 - c) A majority of those present at that meeting agree to the dissolution.
- 11.2 Notwithstanding Rule 11.1 the Association shall be dissolved if the Membership is less than three persons.

In such event, the property, remaining funds and other assets of the Association remaining after the payment of all expenses and other liabilities shall be handed over to The School Council and a formal notice be delivered to the School Council explaining the dissolution of the Association.

CERTIFICATION

We certify that this is a true and correct copy of the Constitution of The Parents and Friends Association of Camberwell Girls' Grammar School

Sally Downes
(PRESIDENT)

Ade Black
(SECRETARY)

DATE: 1 November 2015

10. NO AGENCY OF THE SCHOOL

- 10.1 The PFA will not present itself as agent of the School and has no Authority to bind the School.
- 10.2 The School will not present itself as agent of the PFA and has no Authority to bind the PFA.
- 10.3 Any decisions in relation to contractual matters binding the PFA are to be reached by consensus with the Executive and entered into by the proper authority with the explicit consent of:
 - a) a simple majority of the Executive where the transaction value is less than 50% of the annual school fee of a year 12 student, or,
 - b) a unanimous agreement of the Executive where the transaction value is greater than 50% of the annual school fee of a year 12 student.

11. DISSOLUTION

- 11.1 The Association may not be dissolved unless:
 - a) All reasonable steps have been taken to circulate a notice of the proposed dissolution generally throughout the school community and
 - b) A meeting to discuss the notice of dissolution is held not less than 14 days after the circulation of that notice and
 - c) A majority of those present at that meeting agree to the dissolution.
- 11.2 Notwithstanding Rule 11.1 the Association shall be dissolved if the Membership is less than three persons.

In such event, the property, remaining funds and other assets of the Association remaining after the payment of all expenses and other liabilities shall be handed over to The School Council and a formal notice be delivered to the School Council explaining the dissolution of the Association.

CERTIFICATION

We certify that this is a true and correct copy of the Constitution of The Parents and Friends Association of Camberwell Girls' Grammar School

Julie Downes

(PRESIDENT)

John Black

(SECRETARY)

DATE: 1 November 2015

Schedule A:

Nomination for Camberwell Girls' Grammar School Parents and Friends Association

We wish to nominate: [name] for election at a
meeting of the Committee on [date] to the position of

President	
Vice-president	
Treasurer	
Secretary	
Committee Member	

Proposer	Seconder
Name [Block letters]:	Name [Block letters]:
Signature:	Signature:
Date:	Date:

Consent of Nominee

I consent to the above nomination

Nominee
Name [Block letters]:
Signature:
Date:

Return this form when completed to the Secretary of the Association at 2 Torrington Street, Canterbury 3126.