

TOOWOOMBA CHRISTIAN PARENT CONTROLLED  
DAY SCHOOL ASSOCIATION INCORPORATED  
*10<sup>th</sup> November 1992*



Glenvale  
Christian School

**CONSTITUTION  
&  
BY-LAWS**

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# **CONSTITUTION OF THE TOOWOOMBA CHRISTIAN PARENT CONTROLLED DAY SCHOOL ASSOCIATION Inc.**

## **PREAMBLE**

The Association, confessing that Jesus Christ is given all authority in heaven and on earth, and that all people are called, whilst recognising this authority and making themselves subject to it, to live according to God's rules for life, directs its activity concerning education to the fulfilment of this calling. We do hereby make and adopt the following Constitution.

## **1 NAME**

This organisation shall be known as the Toowoomba Christian Parent-Controlled Day School Association Inc, hereinafter called "the Association". The Association trades as Glenvale Christian School.

## **2 OBJECTS**

### **2.1 ESTABLISHMENT**

The school (or schools) is established by the Association to aid parents to equip their children for effective, God-glorifying lives as Christians in the world by:

- Leading students into the service of God and of others as a thankful response to the work of God in Christ;
- Nurturing in students a Biblical understanding of the world and of life;
- Establishing an educational environment that is Christ-centred and characterised by faith; hope, love, joy, peace and service;
- Helping students to discover and develop their own God-given abilities, and to recognise and respect those of others;
- Showing students that knowing their strengths and limitations is part of achieving a realistic self image;
- Promoting a striving for excellence in their lives.

### **2.2 ORGANISATION**

The purpose of the Association is to conduct Christian schooling as defined in the Educational Creed.

### **2.3 PUBLICATION**

To publish or to contribute to the publication of any periodical journal or magazine and to print and circulate books, papers, pamphlets and information in the interest of the Association generally and to provide and circulate any annual or other report of the Association and its proceedings and work.

### **2.4 ATTAINMENT**

To do all things as are incidental or conducive to the attainment of the objects of the Association in accordance with the Word of God, and to accomplish the aforesaid objects in harmony with the Basis and Educational Creed as follows:

### **3 BASIS**

- 3.1 The Basis of the Association is the infallible Word of God as found in the Old and New Testaments as they are interpreted by the confessions brought about by the Protestant Reformation of the 16<sup>th</sup> century.
- 3.2 2 Timothy 3:16,17 tells us that all Scripture is God breathed and is useful for teaching, rebuking, correcting and training in righteousness, so that the man or woman of God may be thoroughly equipped for every good work.
- 3.3 We believe that this is the only rule for all faith and conduct and for education of our children at home and at school.

### **4 EDUCATIONAL CREED**

The Association maintains the following Educational Creed:

#### **4.1 GOD'S REVELATION**

Believing that the Lord God, by graciously giving the Scriptures, has revealed to His people certain basic principles intensely relevant to education, the Association is governed by the following guiding principles:

#### **4.2 LIFE**

Since all of life is religion, God summons us to serve Him everywhere and requires from us that we educate our children in the teachings of the Lord.

#### **4.3 BIBLE**

The Word of God written is the power of God, by the Holy Spirit, unto salvation, the truth that enlightens our understanding and the only infallible authority for all our activity, in the education of our children. In revealing that the world in its origin, gracious preservation and ultimate restoration is the handiwork of God and that the glorification of His Name is the purpose of creation, the Scriptures provide us with the true key to the knowledge of God, ourselves and the world.

#### **4.4 GOD AND CREATION**

Since God has created all things by His Word and Spirit we cannot understand the world rightly but in its relations to the Triune God.

#### **4.5 HUMANITY**

Humanity was created in the image of God to enjoy the true communion with the Creator and was instructed to exercise dominion over the world in strict and loving obedience to God, to interpret all reality in accordance with His design and law and to reflect in one's person and works the excellence of one's Maker.

#### **4.6 SIN**

Humanity by disobeying God's law and forsaking His office, estranged themselves from God and their neighbour, and brought God's curse upon creation. As a result humanity became blind to the true meaning of life and misuses and represses the knowledge of God which confronts them in creation and Scripture.

#### **4.7 CHRIST**

The Christ of the Scriptures, the Word of God incarnate, by the Holy Spirit, redeems our life in its entirety, restores our fellowship with God and our neighbour and renews our mind to rightly know God, ourselves and the world in which we live.

#### 4.8 THE HOLY SPIRIT

The Holy Spirit is the Author of the Old and New Testaments (2 Peter 1 :21). He is the Third Person of the Holy Trinity. (2 Cor 13:14). It is under His conviction and assurance that we come into a saving knowledge of Christ. Therefore as the results of Christian education depends on the gracious operation of the Holy Spirit, both parents and teachers are to perform their tasks with constant prayer so that through His indwelling they may bring children up in the discipline and instruction of the Lord resulting in the children knowing the Lord Jesus Christ as their personal Saviour and Lord of their lives.

#### 4.9 THE KINGDOM OF GOD

The Kingdom of God makes education and science possible and meaningful. Since we subject every thought to the obedience of Christ, we therefore reject every attempt to withdraw any aspect of life from the divine commandment to love the Lord with all our heart and mind.

#### 4.10 CHRISTIAN EDUCATION

The purpose of Christian education is to direct the child to commit their heart and mind to the truth, to attain understanding of the world in which they live, Godly wisdom and righteousness and to perform competent and responsible service to the Lord.

#### 4.11 PARENTS

God has given parents the responsibility to nurture and educate their children. Christian Parent controlled schools should be established in order to enable parents to fulfil their educational responsibility. The authority of the teacher over the student is therefore a delegated authority ('in loco parentis').

#### 4.12 THE CHRISTIAN SCHOOL

The school established and controlled by an association of Christian believers in accordance with legitimate standards and provisions, possesses the freedom to function in the field of education in complete and voluntary submission to the Kingship of Christ.

### 5 POWERS

The powers of the Association shall be:

#### 5.1 INCOME

To accept donations, subscriptions, legacies, conveyances and endowments, either of money or of property of what kind or nature soever and either absolutely or conditionally, or in trust, and to apply the same or the income thereof for any of the objects of the Association or for any special object connected therewith but subject always to the direction and conditions (if any) of the respective donors, subscribers, contributors.

#### 5.2 APPEALS

To take such lawful steps by personal or written appeal, public meetings or otherwise as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Association in the shape of donations of property, livestock or cash, annual subscriptions or otherwise.

#### 5.3 SHARES

To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate.

#### 5.4 PENSIONS

To establish and support or aid in the establishment and support of associations, institutions, funds, trusts and conveniences calculated to benefit employees or past employees of the Association, or the dependants or connections of any such persons; and to

grant pensions and allowances; and to make payments towards insurance; and to subscribe or guarantee money for charitable or benevolent objects, or for any public, general, or useful objects.

#### 5.5 ACQUISITION

To take on lease or in exchange, hire, or otherwise acquire any real and personal property of any kind whatsoever and any rights or privileges which the Association may think necessary or convenient for the furtherance of its objects.

#### 5.6 INVESTMENT

To invest and deal with the money of the Association not immediately required in such manner deemed appropriate by the Board.

#### 5.7 LENDING

In furtherance of its objects to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate; to secure or undertake in any way the repayment of moneys lent or advanced to or the liabilities incurred by any person or body corporate, and otherwise to assist any person or body corporate.

#### 5.8 BORROWING

To borrow or raise money either alone or jointly with any other person or legal entity in such manner deemed appropriate by the Board. All securities, including overdraft or advanced accounts, debentures, secured and unsecured notes, loans, charges, and liens can also be redeemed or repaid.

#### 5.9 REMUNERATION

To remunerate any person or body corporate for services rendered, or to be rendered and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the Association, or in or about the organisation or promotion of the Association or in the furtherance of its objects.

#### 5.10 PROMISSORY NOTES

To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, and other negotiable or transferable instruments.

#### 5.11 MORTGAGES

To take or hold mortgages, liens and charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, or any part of the Association's property or whatsoever kind sold by the Association, or any money due to the Association from purchasers and others.

#### 5.12 TRUSTS

To undertake and execute any trusts for the purpose of directly or indirectly carrying out the objects of the Association as set forth in this Constitution.

#### 5.13 BY-LAWS

To make and/or adopt rules and/or by-laws for the management, control and regulation of the Association and of the members and employees thereof.

#### 5.14 EXPENSES

To pay all the costs, charges and expenses of the promotion and incorporation and establishment of the Association.

## 6 MEMBERSHIP

### 6.1 APPLICATION FOR MEMBERSHIP

Application for membership shall be made to the Board on the Association's application form.

### 6.2 CLASSES OF MEMBERS

The members of the Association shall consist of full members, life members, honorary members and associate members.

### 6.3 MEMBERSHIP REQUIREMENTS

6.3.1 To become and remain a member of the Association a person is to:

- a) be a communicant member of a Protestant Church and/or be regularly attending that church;
- b) be in unconditional and full agreement with the Basis and Educational Creed of the Association and signify this in writing;
- c) keep their Association membership fee paid in advance, if a fee is applicable.

6.3.2 It is also required that a letter of recommendation from the Pastor or Elder of the applicant's church be supplied to the Board at the time of application.

### 6.4 MEMBERSHIP PRIVILEGES

6.4.1 The number of full members and of life members shall be unlimited. Subject to this Constitution, any person who is at least 18 years of age and is in full agreement with the Basis and the Educational Creed of the Association shall be eligible to become a member of the Association upon payment of their annual subscription for the current financial year.

6.4.2 Membership includes the privilege of voting at the General Meetings of the Association as well as participating in activities on behalf of the schools, entered into by the Association.

### 6.5 LIFE MEMBERS

6.5.1 The Association may at any annual or general meeting, adopt the fee which is recommended by the Board, to be paid by any member desiring to compound their annual subscription to become a life member of the Association.

6.5.2 Any full member upon payment of the fee as determined by paragraph (6.5.1) above shall be entitled to become a life member, having all the privileges appertaining to a full member of the Association without payment of the annual subscription. With the exception of the above a life member shall be subject to all the provisions of this Constitution.

### 6.6 HONORARY MEMBERS

The Board shall have the power to grant honorary membership of the Association to any person if, in the opinion of the Board, such membership would be to the advantage of the Association. Such honorary membership shall carry with it all the rights and duties of membership as defined in this Constitution, with the exception of the payment of a membership fee. Such membership shall be reviewed annually and at no time shall the number of honorary members exceed 10% (excluding all paid staff of the Association) of the total membership of the Association.

### 6.7 ASSOCIATE MEMBERS

6.7.1 A person not able to agree fully with the Basis and Educational Creed of the Association may be accepted as an Associate member.

6.7.2 Associate members shall have the same rights and duties as a full member but cannot be elected to or vote on elections to the Board of the Association. They may

not vote on amendments to this Constitution, or serve on any 'Education Committee'.

## 6.8 ANNUAL SUBSCRIPTIONS

- 6.8.1 The annual subscription due from paid Association members for each financial year shall be a sum of money as the members at any Annual or General Meeting may determine.
- 6.8.2 The annual subscription shall be payable in advance on the first month of every financial year after which no resignation, termination or forfeiture of membership shall exempt them from payment of the current year's subscription.
- 6.8.3 Payment or tender of the annual subscription shall be made to the secretary or their delegate, through the school office.
- 6.8.4 A financial member at any material time is a member who is not then indebted to the Association in respect of any annual subscription or levy or other payment whatsoever.
- 6.8.5 Only members who are financial members at the time shall be entitled, subject to the lawful procedure of the meeting, to speak or vote upon any motion at any Annual or General Meeting of the Association.
- 6.8.6 A member who is in arrears with their annual subscription for three calendar months shall be deemed to have forfeited their membership. As a result of an appeal to the Board because of an adverse decision, the member concerned may be reinstated upon payment of the amount due at the discretion of the Board.

## 6.9 ADMISSION AND REJECTION OF MEMBERS

- 6.9.1 All applicants for membership shall be endorsed by two Board members. The application for membership shall be in such form and shall contain such particulars as the Board may from time to time reasonably prescribe. The application form shall be sent to the secretary, as directed on the form, together with the applicant's annual subscription for the current financial year.
- 6.9.2 Admission to membership shall be by election of the Board, or upon appeal, by the members. At the Board Meeting next following the payment or tender to the secretary of the annual subscription for the current financial year as provided by this Constitution, the Board shall consider the application of each applicant and shall elect or reject them as a member. Any applicant who received two-thirds majority of the votes of the members of the Board present at the meeting at which their application is being considered, shall be declared elected by the president as a member.
- 6.9.3 Upon the election or rejection of an application for membership, the secretary shall give the applicant prompt notice in writing of such election or rejection. In no case shall the Board be required to give any reason for the rejection of an applicant.

## 6.10 APPEAL AGAINST REJECTION OF MEMBERSHIP

- 6.10.1 A person whose application for membership has been rejected may, within one month after receiving written notification of such rejection, appeal against the decision of the Board to a General Meeting of the members of the Association held for the purpose of determining that appeal.
- 6.10.2 Notice in writing of their intention to appeal shall be given to the secretary. The Board shall convene such a General Meeting so that the General Meeting is held within three months of the date of receipt by the secretary of a notice of appeal, at a time suitable to the majority of members to attend thereat.
- 6.10.3 At such meeting the appellant shall be given the opportunity to present their case fully, either orally or in writing or partly by one of these means and partly by the

other and the Board or those members thereof who rejected the application shall subsequently have the opportunity of presenting their case in writing through the chairperson. The appeal shall be determined by a majority vote of the financial members present at that meeting.

- 6.10.4 Where a person, whose application is rejected, does not within the time prescribed by this Constitution, appeal against the decision of the Board, or so appeals but their appeal is unsuccessful, the secretary shall refund to that person the amount of the annual subscription paid.

#### 6.11 RESIGNATION OF MEMBERSHIP

A member may resign from the Association at any time by giving notice in writing to the secretary. Such resignation shall only take effect at the time when such notice is received by the secretary unless a later date is specified in the notice, when it shall take effect on that later date.

#### 6.12 TERMINATION OF MEMBERSHIP

- 6.12.1 The Board shall consider whether a member's membership shall be terminated if the person:

- is convicted in a Court of law; or
- fails to comply with any of the provisions of this Constitution rules; or
- conducts themselves in an un-Christian manner or in a manner considered to be prejudicial to the character or interest of the Association; or
- find themselves to be no longer in agreement with the Basis and/or the Educational Creed (section 3 & 4), upon which they must inform the Board.

- 6.12.2 The member concerned shall be given a full and fair opportunity of presenting their case and if the Board resolves to terminate their membership, they shall instruct the secretary to advise the member accordingly. The member may, within one month after receiving such written notification, appeal to a General Meeting of members.

- 6.12.3 Notice in writing of their intention to appeal shall be given to the secretary.

- 6.12.4 The Board shall convene a General Meeting so that such meeting is held within three months of the date of receipt by the secretary of a notice of intention to appeal, at a time suitable to the majority of members to attend thereat.

- 6.12.5 At such meeting, the appellant shall be given the opportunity to present their case fully, either orally or in writing, or partly by either of these means. The Board or those members thereof who intend to terminate their membership shall subsequently also have the opportunity of presenting their case in writing through the chairperson.

- 6.12.6 The appeal shall be determined by a majority vote of the financial members present at the meeting.

- 6.12.7 Where any person, whose membership the Board intends to terminate does not appeal against the decision within the time provided by this Constitution, or so appeals but the appeal is unsuccessful, the membership of that person shall be deemed to be terminated.

#### 6.13 REGISTER OF MEMBERS

- 6.13.1 The Board shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to membership of the Association and the dates of their admission.

- 6.13.2 Particulars shall also be entered of resignations, terminations and reinstatements of members and any further particulars as the Board or the members of any Annual or General Meeting may require from time to time.

- 6.13.3 The register of members shall be open for inspection at all reasonable times by any financial member who previously applied to the secretary for such inspection.

## **7 MANAGEMENT**

### **7.1 COMPOSITION OF THE MANAGEMENT COMMITTEE**

The general control and management of the administration of the Association shall be by a management committee called "the Board", consisting of a president (also known as "chair person"), treasurer, secretary and others. The total must be between 6 and 12 members. At least 40% of the Board members shall be parents, past-parents or grandparents of children attending the school at commencement of appointment. All Board members must be members of the Association. No registered teacher or Principal employed at the school shall be eligible for election to the Board.

### **7.2 RETIREMENT AND RE-ELECTION**

At the Annual General Meeting or a General Meeting of the Association, all members of the Board for the time being whose term of office has expired shall retire from office, but shall be eligible for re-election. The term of office shall be two years. Any full financial member of the Association may nominate any other member to serve on the Board. The nomination must be lodged with the secretary at least 14 days before an Association Meeting at which the election is to take place. A list of the candidates' names shall be sent to all Association members at least 7 days before the Meeting. All those nominated must be provided with an outline of Board member duties.

### **7.3 RESIGNATION**

Any member of the Board may resign at any time from membership of the Board by notice in writing to the secretary. Such resignation shall only take effect from the time when such notice is received by the secretary unless a later date is specified in the notice. A Board member may be removed from office at a General Meeting of the Association convened for that purpose. At such General Meeting, the members of the Board shall be given the opportunity of presenting their case either orally or in writing or partly by either of these means or by advocate. The question of removal shall be determined by a majority vote of financial members present at such General Meeting.

### **7.4 VACANCIES ON THE BOARD**

The Board shall have power to appoint a financial member to fill any casual vacancy on the Board until the next Annual or General Meeting. Every member so appointed shall retire at the next Association Meeting, but shall be eligible for election as a member of the Board at such meeting.

### **7.5 FUNCTIONS OF THE BOARD**

- 7.5.1 Except as otherwise provided by this Constitution and subject to resolutions of the Association members carried at any Annual or General Meeting, the following conditions shall apply:
- 7.5.2 The Board shall have the general control and management of the administration of the affairs, property and funds of the Association.
- 7.5.3 The Board shall have authority to interpret the meaning of this Constitution and any matter relating to the Association on which the rules are silent.
- 7.5.4 In conjunction with the school Principal, the Board shall determine school policies in harmony with this Constitution and in accordance with the Association's decisions.

- 7.5.5 The Board shall appoint sub-committees as deemed necessary for the performance of its duties (eg. finance sub-committee, education sub-committee, etc.).
- 7.5.6 The Board shall devise ways and means of obtaining the necessary funds for operating the school, or schools, and determine how these funds shall be distributed.
- 7.5.7 The Board shall recommend a budget for the ensuing year to the Association, and make suggestions to the Association as to the manner in which the school is to be maintained financially, indicating the various sources of income and how moneys are to be collected from these sources.
- 7.5.8 The Board, in conjunction with the school Principal, shall consider all matters relative to the educational programme and policies of the school, and shall be responsible for the preparation and revision as required, investigate qualifications of candidates for teaching positions and keep itself informed in regard to scholastic quality and Christian character of the teaching instruction given, the course of study, discipline, equipment, etc.
- 7.5.9 The Principal and teachers shall be appointed by the Board after careful consideration of their spiritual, academic and physical qualifications. They shall be appointed for such terms and with such salary and other conditions (except as contained in this article) as the Board may determine.
- 7.5.10 All paid staff of the Association shall be fully committed to the saving grace of our Lord Jesus Christ and be of exemplary character. They must unconditionally agree with the Basis and the Educational Creed (Sections 3 & 4) of this Constitution).
- 7.5.11 All teaching staff shall have and maintain Association membership recognising that they are not eligible to serve as a Board member.
- 7.5.12 The Board has the authority to dismiss a teacher who proves to be unfit for work at the school because such teacher's instruction or personal life conflict with the basis and/or purpose of the Association.
- 7.5.13 Board members may visit the school as appropriate to assure the faithful carrying out of the school's educational programme and policies.
- 7.5.14 The school Principal or delegate shall report to the Board all phases of the proper care, maintenance and adequacy of the physical equipment of the school or school and make recommendations to the Association concerning these matters.
- 7.5.15 The Board shall recommend a programme of action to the Association by means of which the cause of Christian education may be advanced and strengthened and make the necessary arrangements for carrying out such a programme.
- 7.5.16 The Board shall propagate the cause of Christian education in the community as deemed appropriate.

## 7.6 FUNCTIONS OF THE BOARD MEMBERS

- 7.6.1 The Board may change the member's positions at any time with a majority vote of the Board.
- 7.6.2 **President:** the duty of the president shall be to enforce the provisions of this Constitution.
- 7.6.3 **Secretary:** the secretary's functions include, but are not limited to:
  - call meetings of the Association, including the preparation of agendas in consultation with the president; and
  - keep minutes of all Board and Association Meetings; and
  - keep copies of all correspondence and other documents relating to the Association; and

- maintain a register of Association members.

A change of secretary must be notified to the government within 14 days after the election.

- 7.6.4 **Treasurer:** the treasurer shall be entrusted with the Association's funds and ensures the appropriate disbursements are made with the authority of the Board.

The treasurer must ensure that a Comprehensive Income Statement and Balance Sheet is provided for public perusal for each financial year. The treasurer must present a budget for each ensuing year at a General Meeting of the Association.

- 7.6.5 A Board member shall be present at all sub-committee meetings as deemed appropriate by the Board.

- 7.6.6 After the Board positions have been filled, a Board member will advise Association members, in writing, the names of the Board members and the positions they hold on the Board.

## 7.7 BOARD MEETINGS

- 7.7.1 The Board will meet at least once every 2 months to exercise its functions.

- 7.7.2 A special meeting of the Board shall be convened by the secretary on the requisition of not less than 3 Board members. The requisition must clearly state the reasons and the nature of the business to be transacted at the special meeting.

- 7.7.3 A simple majority of the number of Board members shall constitute of quorum.

- 7.7.4 Motions shall be resolved by a majority of votes. In the case of equality of votes at a Board meeting, the issue at hand shall be deemed to be decided in the negative.

- 7.7.5 Not less than 3 days' notice shall be given to the Board members of any special meeting of the Board.

## 7.8 ASSOCIATION MEETINGS

- 7.8.1 The Association must hold an Annual General Meeting before 30 June of each year and shall be the principal business session of the year. The Board shall decide on the time and place of this meeting.

Subject to this Constitution, every Annual General Meeting shall conduct the following business:

- receive and adopt the Board's report;
- receive a comparative budget report of the previous year;
- elect Board members;
- appoint an auditor for the next financial year as recommended by the Board;
- receive the Auditor's report which will include the Comprehensive Income Statement, Balance Sheet and any mortgages, charges and securities affecting the association's property;
- receive activity and progress reports of the school or schools if time permits.

- 7.8.2 Subject to this Constitution, a General Meeting must be held at least once per year. The Board shall decide on the time and place of these meetings at which the following business is to be transacted:

- receive activity and progress reports of the school or schools as appropriate.
  - receive and adopt a budget proposal for the next financial year.
  - discuss other matters of interest with the Association members.
  - elect board members.
- 7.8.3 At all Annual General Meetings and General Meetings, the numbers required to constitute a quorum shall be double the number of Board members plus one. Elections must be held by ballot. A majority of the votes shall determine the outcome.
- 7.8.4 If after 30 minutes from the advertised time of the meeting, a quorum is not reached, the meeting will be adjourned until 1 week from the original meeting date. If on the second date, a quorum is not reached, the attendance of 8 Association members shall constitute of quorum for that meeting.
- 7.8.5 The secretary shall convene Association meetings when:
- so directed by the Board; or
  - upon receiving a written requisition by not less than 3 Board members or not less than one-fourth of all registered members of the Association, which clearly states the purpose for a General Meeting; or
  - upon receiving written notice of appeal against a decision of the Board to reject an application for membership or of intention to terminate the membership of any person.
- 7.8.6 The secretary shall convene all Annual and General Meetings of the Association by providing not less than 14 days' notice of such meeting in writing to all financial Association members.
- 7.8.7 Unless specified otherwise by this Constitution, every Annual and General Meeting shall proceed with the following:
- the president shall be the Chair, and if absent, a Chair shall be elected by resolution of a majority of the financial members present at the meeting.
  - the Chair shall maintain order and conduct the meeting in a proper and orderly manner.
  - every question, matter, or resolution shall be decided by a majority of votes of the financial members present.
  - in the case of equality of votes, the issue at hand shall be deemed to be decided in the negative.
  - voting shall be by show of hands unless half or more of the financial members present demand a ballot, in which event, there shall be a secret ballot. The Chair shall appoint 2 members to conduct the secret ballot, determine the manner of the ballot, and declare the result of the ballot.
  - the secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Board meeting, Annual General Meeting and General Meeting which must be made available for inspection by any financial member.
  - the minutes of every Board and Association meeting shall be signed by the Chair and the secretary once the Board has agreed with its accuracy. All Association Meeting minutes shall be forwarded to all financial members of the Association within 1 calendar month after such meeting.

## **8 FUNDS**

### **8.1 INCOME**

8.1.1 The income and property of the Association must be used solely in promoting the Association's objects and exercising the association's powers. The funds necessary for the operation of the school or schools shall be obtained from sources as decided by the Board. Tuition charges and fees shall be decided by the Board.

8.1.2 Funds of the Association must be banked in the name of the Association.

8.1.3 All amounts must be deposited in the financial institution account as soon as practicable after receipt.

### **8.2 EXPENDITURE**

8.2.1 Payments by the Association of \$50 or more must be made by cheque or electronic fund transfer. Such payments must be authorised by a member of the Board, or a delegate of the Board.

8.2.2 No honorarium shall be granted to any person from the Association's funds. No property or funds of the Association shall be distributed to its members.

### **8.3 PETTY CASH**

8.3.1 The Board shall determine the amount of petty cash which must be kept on the imprest system and be maintained from a secure location at the school.

8.3.2 The Board may nominate a person to manage the petty cash.

### **8.4 RECORDS**

8.4.1 The Association must keep sufficient financial records to record and explain their transactions and financial position, and to allow true and fair financial statements to be prepared and audited. These records must be retained for 7 years after the transactions covered by the records are completed.

8.4.2 The accounts and records of each school shall be separate from each other and be made available for inspection by authorised officials.

### **8.5 ANNUAL STATEMENTS**

8.5.1 On behalf of the Board, the treasurer must, as soon as practicable after the end date of each financial year, ensure financial statements for its last reportable financial year is prepared. All statements and documents shall be examined by the designated auditor who shall present the official Financial Statements for the Association and the appropriate government departments.

8.5.2 The end date of the Association's financial year is 31 December of each year.

## **9 MISCELLANEOUS MATTERS**

### **9.1 BY-LAWS**

The Board may make, amend or repeal by-laws not inconsistent with this Constitution, for the internal management of the Association. A by-law may be set aside by a vote of members at a General Meeting of the Association.

### **9.2 DISSOLUTION**

9.2.1 The Association shall be dissolved:

- a) if the membership is less than 7 persons; and
- b) if a resolution to that effect is carried by a 75% majority vote of the financial members present at a General Meeting convened for that purpose.

- 9.2.2 If the Association is wound-up under Part 10 of the Associations Incorporation Act and it has surplus assets according to Section 92 (3) of the Act, the following rules apply:
- a) The surplus assets must not be distributed among the members of the Association.
  - b) The surplus assets must be given to another entity having objects, and an Educational or Bible-based Creed similar to those of the Association. This entity must also have rules which prohibit the distribution of the entity's income and assets to its members.

### 9.3 INDEMNITY CLAUSE

Every member of the Board shall be indemnified out of the assets of the Association against any liability incurred by them in the bona fide execution of their duties or arising out of the execution of the duties. Board members are also protected in the execution of the duties of their office which is incurred by them in defending any proceedings, whether civil or criminal, in which judgement is given in their favour in which they are acquitted or in connection with any application in which relief is granted to them by the Court in respect of any negligence, fault, breach of duty or breach of trust.

### 9.4 COMMON SEAL

A Common Seal must be held by the Board who shall provide for the safe custody of the seal, which shall only be used by the authority of the members of the Board and every instrument to which the seal is affixed shall be signed by a member of the Board and shall be counter-signed by the president, secretary or by some other person appointed by the members of the Board for that purpose. The Association's Common Seal must be made in accordance with the government legislation requirements.

### 9.5 DOCUMENTS

The board shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

### 9.6 ALTERATION OF CONSTITUTION

Subject to the Act, this Constitution may be amended, repealed, or added to by a special resolution carried at a General Meeting. This amendment, repeal or addition is valid only if it is registered by the chief executive.

### 9.7 LIMITED LIABILITY OF MEMBERS

*(This article was deleted as it is covered by Part 10 of the Act mentioned in 9.3 - no liability applies after the discharge to the public trustee).*

### 9.8 RIGHT TO APPOINT PROXY

- 9.8.1 Any full members of the Association are entitled to appoint another person as proxy to attend, act, speak and vote on their behalf. The Proxy shall be afforded the same authority as the member appointing them.
- 9.8.2 The appointment must be made in writing, by the appointer, and presented to the Secretary of the Association, either via the office or any other means deemed appropriate, at least 48 hours prior to the meeting.
- 9.8.3 No person may hold more than one authority as a Proxy at any time.
- 9.8.4 Any person chosen to act as a Proxy must hold full Association membership themselves.

## BY-LAWS

1. These by-laws shall be applicable to all general meetings and Board meetings and, as appropriate, to meetings of sub-committees, and shall be construed subject to the Rules.
2. Meetings shall, subject to the presence of a quorum, start at the time set out on the notice and shall, subject to the discretion of the meeting, continue until all business on the agenda is dealt with.
3. If no quorum is present within 30 minutes of the starting time set out on the notice, the meeting shall lapse and shall be adjourned in accordance with the Constitution (see 7.8.4). All business on the agenda of the lapsed meeting shall be included on the agenda of the next meeting and shall take precedence over new business.
4. Any member desiring to speak shall indicate and when called upon by the Chair shall address the Chair. If two or more members indicate simultaneously, the Chair shall call upon the member who first caught the eye of the Chair.
5. When the Chair indicates, a member speaking shall cease to speak.
6. No member other than the proposer of a motion or an amendment shall speak to it until it has been seconded. A motion or amendment lapsing for want of a seconder shall not be recorded in the minutes.
7. A motion of amendment before the Chair shall not be withdrawn except by its mover and seconder and by leave of the meeting. No motion shall be withdrawn while an amendment is under discussion or after any amendment has been adopted.
8. If required to do so by the Chair, the proposer of any motion or amendment shall submit it in writing.
9. A motion or amendment before the Chair may be re-worded by the mover and seconder, subject to leave of the meeting.
10. Except in committee, no member shall speak more than once to any question, except that the mover of a motion (but not of an amendment) shall have a right of reply, which reply shall close the debate. An amendment shall constitute a separate question from the original motion and from any other amendment.
11. A member moving a motion or amendment shall be deemed to have spoken to it. A member seconding a motion or amendment without speaking to it may reserve the right to speak to it subsequently.
12. When an amendment is before the Chair, discussion shall be confined to that amendment. No further amendment shall be proposed until that amendment before the Chair has been finalised.
13. The Chair shall, as far as practicable, call on speakers for and against a motion or amendment alternately, subject to the right of the seconder to speak immediately after the mover. If two consecutive speakers have argued for or against a motion or an amendment, and there is no member wishing to argue the opposite view or, in the case of a motion, to move an amendment, the motion or the amendment shall (subject, in the case of a motion, to the mover's right of reply) be put without further debate.
14. Any member may raise a point of order, which shall take precedence over all other business, and which shall be open to discussion. The point must be raised at the time the alleged irregularity occurred. An explanation or contradiction shall not constitute a point of order.
15. Any member disagreeing with the Chair's ruling on a point of order may move dissent. The Chair shall then vacate the Chair and such motion shall be put forthwith without debate.
16. Motions shall be resolved by a majority of votes. In the case of equality of votes at a Board meeting, the issue at hand shall be deemed to be decided in the negative.

17. A member who has not already participated in the debate may at any time, whether another speaker has the floor or not, move, "That the question be now put.", which motion, if accepted by the Chair, shall be put without amendment or debate. The Chair shall have absolute discretion to accept or refuse the motion. The Chair may also personally put the question if the Chair feels that adequate discussion has taken place. In either case the mover of a motion shall retain the right of reply. If an amendment is before the Chair, the closure motion shall be deferred to close the debate on the amendment only.
18. A member may at any time move, "That the speaker be no longer heard" or, "That the speaker be heard for a further limited period only." Such motions shall be put without amendment or debate. No other motion, except the closure motion or a motion dealing with the speaker's time, shall be moved while a speaker has the floor.
19. During the discussion of a motion (but not of an amendment), a member who has not already participated in the debate on the motion may move, "That the question be not now put." This motion shall be open to debate, and shall be debated together with the original motion. If carried, the original motion shall not be dealt with further. If lost, the original motion shall be put forthwith, subject to the mover's right of reply. The motion may be foreshadowed while an amendment is before the Chair, but in no case shall it be put until all amendments have been finalised.
20. A member may move, "That the debate (or meeting) be now adjourned." Discussion shall be in order, but only amendments as to time and/or place shall be permitted. The motion shall take precedence over other business before the Chair, except points of order and personal explanations.
21. Any or all of the preceding by-laws may be suspended by a majority of those present. A motion to this effect shall be open to debate.
22. Notwithstanding anything hereinbefore contained, any decision made by a validly-constituted meeting shall not be void by reason only of a departure from these by-laws which was not detected until after the decision had been made.
23. Any matters not dealt with in the preceding by-laws shall be governed by the standing orders or the customary procedures at meetings.