



KINROSS WOLAROI
— SCHOOL —

Parents & Friends Association Constitution

'Connecting Our Community'

Adopted on 11 May 2022



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1. Name

The name of the organisation is Kinross Wolaroi School Parents and Friends Association.

2. Interpretation

2.1 Definitions

Some terms used in this constitution have particular meanings. They are set out below.

“**Association**” means the unincorporated organisation established by this constitution.

“**Business Manager**” means the Business Manager of the School as appointed by Council.

“**Council**” means the Council of the School as appointed by the members of the incorporated company known as Kinross Wolaroi School.

“**Elected Officer**” means, at any time, those persons holding office as an elected officer of the Executive appointed under Article 6.1 (Elected Officers of the Executive).

“**Member**” means each person recorded as a member of the Association in the Register.

“**Executive**” means, at any time, those persons holding positions as officers of the Association in accordance with Article 6 (Appointment of Officers).

“**Membership Account**” means the separate account into which membership fees are deposited under article 11.2 (Receipts and payments).

“**President**” means the person appointed as president of the Association under article 6.1 (Elected Officers of the Executive).

“**Principal**” means the Principal of the School as appointed by the Council.

“**Register**” means the register of members maintained under article 4.6 (Register).

“**School**” means Kinross Wolaroi School.

“**Secretary**” means the person appointed as secretary of the Association under article 6.1 (Elected Officers of the Executive).

“**Vice-President**” means each person appointed as Vice-President of the Association under article 6.1 (Elected Officers of the Executive).



2.2 Other rules of interpretation

Headings are for convenience and do not affect interpretation. The singular includes the plural and vice versa.

A reference to:

- a) a document (including this constitution) includes any variation or replacement of it;
- b) the word “law” includes common law, principles of equity and legislation (including regulations);
- c) any legislation includes regulations under it and any consolidations, amendments, re-enactments or replacements of any of them;
- d) word “regulations” includes instruments of a legislative character under legislation (such as regulations, rules, by-laws, ordinances and proclamations);
- e) the word “person” or “entity” includes an individual, a firm, a body corporate, an unincorporated association, an authority or a trust;
- f) the words “including”, “for example” or “such as” when introducing an example, do not limit the meaning of the words to which the example relates to that example or examples of a similar kind.

3. Objects

3.1 Principal object

The primary object of the Association is to support and enhance the relationship between the School and key stakeholders such as families and the wider School community for the benefit of the students' overall development and learning. This includes acknowledging the valuable role parents and carers play in the education of their children and young people, and reflecting the School's five core values of Courage, Respect, Inclusiveness, Resilience and Commitment in all Association interactions. The Association's Mission Statement is: *'Connecting our community'*.

3.2 Other objects

In furtherance of article 3.1 (Principal object), the objects of the Association include:

- a) Engaging with all associated with the School to build an inclusive, friendly and welcoming community;
- b) Focusing on the integration of the students and families of the boarding and day communities;
- c) Offering opportunities for parents and carers to gain insights into different areas of School life and current developments in education;
- d) Providing a parental perspective to assist the School in decision-making;
- e) Raising funds to assist with providing selected resources and opportunities for enriching the learning environment of the School and students, parent information webinars or workshops, and specific components of a larger capital project.



4. Membership

4.1 Eligibility

A person is eligible to be a member of the Association if they are:

- a) a parent or carer of a current student at the School;
- b) or a former student of the School;
- c) or a friend of the School.

4.2 Acceptance

A person eligible for membership under article 4.1(Eligibility) becomes a Member on acceptance of their subscription fee by the Association and entry of their name on the Register and they will remain on the Register during the period that they remain a paid up member of the Association.

4.3 Membership

Subject to article 4.5 (Ceasing to be a Member), all Members must pay the annual subscription to remain a Member of the Association.

4.4 Subscription fees

The amount and terms of payment of subscription fees are determined by the Association at each annual general meeting.

4.5 Ceasing to be a Member

A person ceases to be a Member if they:

- a) die; or
- b) resign their membership by written notice to the Secretary; or
- c) are expelled from the Association by a vote of at least two thirds of Members present at a general meeting where at least 14 days' notice of the motion to expel has been given to Members; or
- d) do not pay the annual subscription fee by 1 March in each year.

4.6 Register

A register of the names of all Members is to be maintained by the School.



5. Meetings of the Association

5.1 Convening meetings

Subject to Articles 5.2 (Annual meetings) and 5.3 (Members may convene meetings), meetings of the Association are convened by the Secretary at such time and places as the President determines.

5.2 Annual meetings

A meeting of Members must be held at least annually.

5.3 Members may convene meetings

A meeting of Members must be convened as soon as practicable after a written request to convene a meeting signed by not less than 5% of Members is provided to the Secretary.

5.4 Notice of meeting

At least 7 days' prior notice of all meetings must be given to:

- a) each Member of the Association;
- b) the Principal; and
- c) the Business Manager.

For the purpose of this article "notice" includes a notice published by the Secretary in the electronic fortnightly newsletter of the School or such other manner as determined by the Executive.

5.5 Quorum

A quorum for meetings of the Association is not less than six (6) Members.

5.6 President absent

If the President is not present within 15 minutes after the appointed meeting time:

- a) the Vice-President, if present, is to be chairperson of the meeting; or
- b) if the Vice-President is also not present, those Members present (if constituting a quorum) may elect one of their number to be the chairperson of the meeting.



5.7 Voting

At meetings of the Association each Member is entitled to one vote in the manner determined by the Executive.

5.8 Annual general meeting

An annual general meeting of Members must be held no later than 30 April in each year.

5.9 Documents to be presented at annual general meeting

At the annual general meeting:

- a) a report by the President relating to the activities of the Association during the preceding year; and
- b) a budget for the current financial year; and
- c) an audited statement of accounts for the preceding financial year,

must be presented. The documents under paragraph (c) must be made available to members seven days prior to the annual general meeting. The documents presented under paragraph (c) must be passed by vote of at least two-thirds of the Members present at the annual general meeting. Copies of the approved documents are to be provided to the Council after the annual general meeting.

5.10 Validity of acts of Association

All acts done at a meeting of the Association are, even if it is afterwards discovered that:

- a) a Member of Association did not receive notice of the meeting; or
- b) there was a defect in the appointment, or continuance in office of, a person as a Member; or
- c) a person acting as a Member was not entitled to vote,

as valid as if the relevant person had received notice, been duly appointed or had duly continued in office and was qualified and entitled to vote (as the case may be).

6. Appointment of Officers

6.1 Elected Officers of the Executive

At its annual general meeting the Association must elect from among its Members:

- a) a President;
- b) at least one Vice-President;
- c) a Secretary;



- d) a Treasurer; and
- e) such other officers, as it considers necessary for the general management of the Association.

6.2 Permanent officers of the Executive

In addition to the elected officers appointed in accordance with Article 6.1, the following persons are appointed as permanent officers of the Executive:

- a) the Principal (or their nominee); and
- b) the Business Manager (or their nominee).

6.3 Maximum term of office for President, Secretary and Treasurer

A President, Secretary and Treasurer may hold office for a maximum of two consecutive years. However, if at the expiry of that period no other person is nominated to be elected to those roles, then the current office bearers may continue to hold office until a replacement is nominated and elected.

6.4 Ceasing to be an Officer

A person ceases to be an Elected Officer of the Executive:

- a) if they resign office by notice in writing to the President or Secretary; or
- b) if they are absent from 3 consecutive Executive meetings without leave; or
- c) if they become of unsound mind or become a person whose person or estate is liable to be dealt with in any way under a law relating to mental health or is bankrupt; or
- d) at the Annual General Meeting following their election unless elected for a further term; or
- e) if they cease to be a Member of the Association in accordance with Article 4.5.

6.5 Removal of an Elected Officer by Association

The Association may by resolution remove any Elected Officer of the Executive from office before the end of their term of office and may by resolution appoint another person to hold office until the next annual general meeting.

6.6 Vacancies

Any casual vacancy occurring in any office held by an Elected Officer of the Executive may be filled by the Executive appointing a Member to fill the vacancy. The person appointed holds office until the conclusion of the next annual general meeting of the Association.

7. Role of Executive

The Executive is responsible for the general management of the Association in accordance with the terms of this constitution.



8. Meetings of Executive

8.1 Convening Meetings

Meetings of the Executive are convened by the Secretary at such time and places as the President determines.

8.2 Frequency of meetings

The Executive must meet no less than once each 6 months.

8.3 Notice of meeting

At least 7 days' prior written notice of all meetings of the Executive must be given to each officer of the Executive.

8.4 Quorum

A quorum for meetings of the Executive is not less than 3 persons.

8.5 President absent

If the President is not present within 15 minutes after the appointed meeting time:

- a) the Vice-President, if present, is to be chairperson of the meeting; or
- b) if the Vice-President is also not present, those officers present (if constituting a quorum) may elect one of their number to be the chairperson of the meeting.

8.6 Voting

At meetings of the Executive each officer of the Executive is entitled to one vote and to vote in a manner determined by the Executive. Persons in attendance (including Members who are not officers of the Executive) are not entitled to vote.

9. Auditor

9.1 Appointment

The Auditor of the School will be the Auditor of the Association.

10. Financial Year

The financial year ends on 31 December in each year.



11. Funds and accounts

11.1 Use of funds

Funds are to be used solely for achieving the objectives of the Association as established by this constitution and should exclude any of the School's day to day operational expenditure. If there is any doubt as to whether this will be achieved the President must obtain the advice of the Council and act consistently with that advice.

11.2 Receipts and payments

All membership fees must be deposited into the school's account. All other funds may be invested as determined by the Executive and approved by the Council.

All payments will be made by the school on behalf of the Association and must be approved by the President (or other Elected Officers of the Executive).

11.3 Maintaining and auditing accounts

The school must keep books of accounts and must be audited annually. However, more frequent audits must be done if the Council requires.

12. Committees

The Executive may appoint any subcommittee it considers necessary and may delegate to a subcommittee such of its power as it considers appropriate (other than any power to regulate the operation of a subcommittee).

13. Dissolution

13.1 Process

The Association may be dissolved:

- a) by a vote of at least two thirds of Members present at a general meeting where at least 14 days' notice of the motion to dissolve the Association has been given to Members; or
- b) at the direction of the Council.

13.2 Transfer of funds

Upon dissolution of the Association any funds or property standing to the credit of the Association will be transferred to the School.



14. Liability

The liability of a Member to contribute towards the payment of the debts and liabilities of the Association of the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the Member.

15. Amendment of this Constitution

15.1 General meeting approval

Subject to Article 15.2 (Council Approval) an amendment to this constitution may be made at any annual general meeting or general meeting provided at least 14 days' notice of the proposed amendment has been given to Members. An amendment must be passed by vote of at least two-thirds of the Members present.

15.2 Council approval

Any amendment to this constitution will not take effect unless the Council has approved the amendment.

16. Review

16.1 Periodic Review

This Constitution must be reviewed every 5 years or earlier if considered necessary by the Council.

Next review: May 2027

16.2 Process

The review process is to be carried out by the Executive and is to include consultation with:

- a) Members;
- b) the Principal; and
- c) the Council.