Nowra Anglican College
Parents’ and Friends’ Association

Constitution

 Adopted 2000 (as amended 2015)

1. NAME

The name of the organisation is ‘Nowra Anglican College Parents’ and Friends’ Association’ (referred to hereafter as ‘the Association’)

2. ESTABLISHMENT

The Association is established by authority of the Sydney Anglican Schools Corporation, a body incorporated under the Anglican Church (Bodies Corporate) Act 1983, and which is the controlling body for Nowra Anglican College.

 a) In all matters relevant to the Association, the Association is responsible to the Sydney Anglican Schools Corporation (‘the Corporation’) through the College Executive Principal and Shoalhaven Region Anglican Schools Council (‘the College Council’).

 b) The College Council has been established by the Sydney Anglican Schools Corporation for the purpose of being an informed and responsible body for all matters pertaining to, emanating from, or affecting the College.

 c) The College Executive Principal has been appointed by the Corporation and the College Council and, is responsible to the College Council and the Corporation for all matters relating to the management and conduct of the College.

3. OBJECTS

The objects of the Association shall be to act as the representative body of parents within Nowra Anglican College, including the Bomaderry Community Preschool (‘the College’) in reference to point a) to f) listed below:

 a) to maintain and foster the goodwill and interest of Parents and Friends of the College and their positive engagement with the College and its staff
b) to support and assist the College financially, materially and practically provided that all activities of the Association shall have the approval of the College Executive Principal, and if he or she deems necessary, the College Council.

c) to encourage and conduct amongst and through the Association, activities contributing to the well-being of the College

d) to conduct and encourage amongst and through parents and friends of students of the College, with the approval of the College Executive Principal and the College Council, such activities as may contribute to or benefit the objects of the College

e) to maintain and develop the interest and goodwill of parents, friends, students and staff of the College towards the attainment of the objects of the College of biblical Christian beliefs, ethics and lifestyle;

f) to do all such other lawful things as may appear to be incidental or conducive to the attainment of the above objects or any of them, subject to the agreement of the College Executive Principal and the College Council.

4. MEMBERSHIP

a) Any parent or guardian of a pupil (whether present or past), and other person approved by the Executive of the Association shall be eligible for membership upon payment of the annual subscription then payable. The College Executive Principal and the Chairman of the College Council shall be ex officio members of the Association.

b) The annual subscription shall be $2.00 and shall be payable by all members in advance.

c) No person shall be entitled to vote at any meeting of the Association unless the annual subscription has been paid prior thereto.

d) The Executive may invite persons as honorary members of the Association upon such terms as may be deemed proper. Honorary members shall not be required to pay any subscription.

5. ELECTION OF OFFICE BEARERS

a) The office bearers of the Association shall be elected at each Annual General Meeting and shall hold office until the next Annual General Meeting.

b) Nominations of candidates for election as office-bearers of the Association:

i) may be submitted in writing, signed by a member of the Association nominating the candidate and accompanied by the written consent of the candidate and should be delivered to the secretary by leaving it at the principal place of administration of the Association at least 7 days
before the date fixed for the holding of the Annual General Meeting at which the election is to be held or

ii) may be received at the Annual General Meeting.

c) No member shall hold office unless they are present at the Annual General Meeting and consent to stand for office or, being absent, have signed a written consent to stand for office, to be tabled at the meeting by their nominator.

d) If only one nomination is received for any position on the committee, the candidate nominated for that position will be taken to be elected.

e) In the event of a number of candidates for any office exceeds the number to be elected, a ballot shall be conducted.

f) If no nominations are received for any position on the committee any vacant position will be taken to be a casual vacancy.

g) The office of President, Vice President, Secretary and Treasurer may only be held by the same person for a period of two (2) consecutive years.

6. EXECUTIVE

a) The controlling and administrative body of the Association shall be the Executive which shall comprise the following office bearers: President, Vice President, Secretary, Treasurer and the convenors of any sub-committees who shall be elected annually at the Annual General Meeting of the Association, together with the Executive Principal and Chairman of the College Council or a nominee ex officio.

b) The Executive shall have power to appoint a member to fill any casual vacancy on the Executive until the next Annual General Meeting. Any member so appointed shall retire at the next Annual General Meeting but shall be eligible for election as a member of the Executive at such meeting.

c) The Executive shall meet as necessary to attend matters from the Annual General Meeting or other general meetings of the Associations and to consider matters to be brought up at the Annual General Meeting and other general meetings.

d) Any three members of the Executive constitute a quorum for the transaction of the business of a meeting of the Committee. Minutes shall be taken of all proceedings and resolutions of the Executive and shall be open to inspection by any member of the Association on application in writing to the Secretary.

7. DUTIES OF OFFICE BEARERS

The functions of the Executive shall include the following:
a) the President shall preside at all meetings of the Association and in his/her absence the Vice President or failing the Vice President, a Chairman elected by the meeting shall preside;

b) the Secretary shall record minutes of all meetings, attend to the correspondence of the Association and generally act according to the directions of the Executive with regard to the keeping of records, convening of meetings, notices to members and the like;

c) the Treasurer shall receive all monies payable to the Association and shall keep or cause to be kept all usual and proper books of account and shall present to the Annual General Meeting a revenue and expenditure account and a balance sheet for the preceding financial year and arrange for the same to be audited, and certified by the auditors appointed at the previous Annual General Meeting;

d) the Convenors shall chair their respective sub-committees and shall be responsible for the oversight and conduct of the respective sub-Committee's designated area of responsibility and shall provide regular progress reporting to each general meeting of the Association;

8. CASUAL VACANCIES

a) For the purposes of these rules, in addition to the circumstance set out in Rule 5 (f), also a casual vacancy in the Executive occurs if the member:

i) dies

ii) ceases to be a member of the Association

iii) resigns office by notice in writing to the secretary, or

iv) is absent without the consent of the remaining executive from all meeting held during a 6 month period

b) In the event of a casual vacancy occurring in the Executive, not less than one month’s notice of the vacancy will be posted in the school newsletter for the purposes of seeking nominations for the election of that position.

c) If only one nomination is received from the casual vacancy, the candidate nominated for that position will be taken to be elected.

d) In the event of there being more than one candidate nominating for the casual vacancy, a ballot will take place at the next general meeting of the Association.

e) In the event of there being no nominee for the casual vacancy the Association may appoint a member to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the conclusion of the next Annual General Meeting following the date of the appointment.
9. SUB COMMITTEES

a) The Executive from time to time may form sub-committees as deemed necessary or expedient and may defer to them responsibilities and duties as the Executive determines. Such sub-committees will be responsible to the Executive and shall report their proceedings to the Executive regularly and at least once each school term. They shall conduct their business in accordance with the directions of the Executive.

b) The Executive shall have the power to dissolve any of its sub-committees at any time. In the event of such dissolution all the records and property under the control of the sub-committee shall become the property of the Association.

c) The membership of any sub-committee shall be appointed by the Executive.

10. FINANCES

The Association shall operate a bank account in which all funds received are to be deposited promptly. Withdrawals against those accounts must be signed by at least two Executive member signatories. All expenses must be minor and paid from the account and not from cash received. Payments for significant expenses should be made through the College and any donations made should be in favour of the College.

11. DISBURSEMENT OF FUNDS

Funds raised by the Association may only be disbursed for the benefit of the College for purposes which have been agreed by the College Executive Principal. Expenditure incurred in raising funds and running expenses, providing they are reasonable, do not require prior approval.

12. LODGEMENT OF AUDITED FINANCIAL STATEMENTS WITH THE COLLEGE COUNCIL

Accounts for the Association shall be closed on the 31 December each year

The Association shall lodge with the College Council after presentation before the Annual General meeting, a copy of the audited financial statements for the previous year of the Association.

13. BORROWING POWERS

If at any time the Association in a general meeting shall pass a resolution authorising the Executive to borrow money, the Executive shall thereupon be empowered to borrow for the purpose of the Association, such amount of money either at one time or from time to time at such a rate of interest and in such forma and manner and upon such security as shall be specified in such resolution and thereupon the Executive shall enter into such agreements in relation thereto as the Executive may deem proper for giving security for such loans and interest. All members of the Association, whether voting on such a resolution or not, and all persons becoming members of the Association after the passing of such resolution shall be deemed to
have assented to the same as if they had voted in favour of such resolution. All of the items, phrases and references in this rule are subject on each and every occasion to the specific approval of the College Council. The Association shall not indicate to any lender that the College Council, the Corporation or the Anglican Church Diocese of Sydney, undertake to guarantee the repayment of any loan unless that body has provided a specific written undertaking to do so.

14. MEETINGS

a) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.

b) Five members present in person constitute a quorum for the transaction of the business of a general meeting.

c) If within half an hour after the appointed time for commencement of a general meeting a quorum is not present the meeting:
   i) if convened on the requisition of members, is to be dissolved, and
   ii) in any other case, is to stand adjourned to the same day in the following week at the same time (unless another place time and place is specified at the time of adjournment)

d) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 3) is to constitute a quorum.

15. ANNUAL GENERAL MEETING

The Annual General meeting of the Association shall be held in the month of February in each year upon a date and at a time to be fixed by the Executive for the following purposes:

a) To receive from the Executive a report, balance sheet and statement of accounts for the preceding financial year and to appoint auditors for the ensuing year.

b) To elect the officers and other members of the Executive for the ensuing year;

c) To resolve any motion which may duly be submitted to the meeting

At the Annual General Meeting the Office Bearers and other members of the committees shall retire and shall be eligible for re-election subject to the limitations set out in Clause 5(g).

Twenty one (21) days at least before the Annual General Meeting or any Extraordinary General Meeting, a notice of such meeting and of the business to be transacted thereat shall be sent to every member.
Every member of the Association shall from time to time communicate to the Secretary his/her address and all notices posted to such address shall be considered as having duly been given on the day following the date of posting.

16. EXTRAORDINARY MEETINGS

a) The Executive may at time call an Extraordinary General Meeting for any special purpose within the responsibilities of the Association and they shall do so forthwith upon the requisition in writing of ten members stating the purposes for which the meeting is required.

b) A requisition of members for an extraordinary meeting:

i) must state the purpose or purposes of the meeting, and
ii) must be signed by the members making the requisition, and
iii) must be lodged with the secretary at the principal place of administration of the Association

c) If the Executive fails to convene a special general meeting within 1 month of the lodging of the requisition, any one or more of the members who made the requisition may convene an extraordinary meeting to be held not more than three months after that date.

17. VOTING AND DECISIONS

a) On any question arising at a meeting of the Association, whether it is a general or a committee meeting, a member has only one vote.

b) Questions arising at a meeting of the Association are to be determined by a majority of the votes of member present at the meeting by a show of hands.

c) In the event of an equality of votes on any question, the person presiding may exercise a casting vote

d) No member is entitled to cast a vote by proxy

e) Any member present who a material or financial interest in a decision of the Association must declare that interest at the meeting prior to a determination.

f) Members who have a material or financial interest in a decision are ineligible to vote on that decision.

18. MEMBERS LIABILITY

No member shall have any liability to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association.
19. RULES AND CHANGES TO THE CONSTITUTION

a) The rules specified in the Constitution may be repealed or amended by the College Council.

b) Amendments can be made by a request in writing from two members, and will be made by way of a notice to members to be decided at the Annual General Meeting or a special general meeting called for the purpose of considering such amendment.

c) In the event of such an Annual General Meeting or special general meeting a quorum for the purposes of altering this Constitution shall comprise fifteen (15) members, notwithstanding Rule 16.

d) Recommendation for a repeal or amendment of the Constitution must be forwarded by the Association to the College Council following special resolution at any Annual or Extraordinary General Meeting providing that no recommendation shall be deemed to have been passed unless it has been carried by a majority of at least two thirds of the members present and voting there on.

20. CUSTODY OF BOOKS

a) With the exception of the financial books and records, all other records, books and other documents must be kept in the custody of the Secretary or at the principal place of administration of the Association.

b) On the request of any member in writing, the Secretary shall hand or post a true copy of the constitution to that member.

21. INSPECTION OF BOOKS

a) Subject to privacy legislation, the records, books and other documents of the Association must be open to inspection, free of charge, by a member of the Association at any reasonable hour.

b) The financial books and records will presented for Auditing on an annual basis.

22. NON PROFIT CLAUSE

The income and property of the Association whencesoever derived shall be applied solely towards the promotion of the objective of the Association and no portion thereof shall be paid or transferred direction or indirectly by way of dividend, bonus or otherwise, howsoever by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration to any servant of the Association or to any member of the Association in return for the any services actually rendered to the Association or reasonable and proper rent for premises let by any member of the Association.
23. DISCLOSURE CLAUSE

a) The Association shall not be voluntarily dissolved except at a General Meeting of the Association specially convened for the purpose and by a Resolution carried by a majority of 80% the votes recorded in respect of the same.

b) The College Council shall have the power to dissolve the Association after consultation with both the Association and Corporation.

c) If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Association but shall be given or transferred to the Nowra Anglican College. In the event that the Nowra Anglican College has ceased to exist before or concurrently with the winding up or dissolution of the Association the remaining property shall be given or transferred to the Sydney Anglican Schools Corporation.

We the undersigned hereby certify that the foregoing is a true and correct copy of the Constitution and the Rules of the Nowra Anglican College Parents’ and Friends’ Association adopted by resolution at the Meeting held at Nowra Anglican College on 16 February, 2015.

Signed:

P+F President

Signed:

16th February 2015

Leroy Sampson
Executive Principal