

Kerry Street Community School Inc

Constitution

Name

- 1) The name of the Association is Kerry Street Community School Incorporated (or Inc) hereinafter called “the Association”.

Definitions

- 2) In this constitution:
 - a) “Administrative Staff” means all paid persons appointed by the Association to perform administrative duties.
 - b) “Community Representative” is the council member referred to in clause 11(d).
 - c) “Co-opted Council Members” means the persons referred to in clause 11(e).
 - d) “Coordinator” refers to the person referred to in clause 20.
 - e) “Council” means the Council as referred to in clause 9.
 - f) “Council Meeting” means a meeting of the council members.
 - g) “Council Member” means a member of the Council as referred to in clause 11.
 - h) “Financial Year” is from 1 January to 31 December.
 - i) “Meeting” means any Council, Regular Whole School, Special Whole School or Annual General Meeting.
 - j) “Member” means a member of the Association as determined in clauses 6 and 7.
 - k) “Parent” means a parent, step-parent or guardian of a student who has ongoing consistent involvement with the child and the school.
 - l) “The President” means the person who holds the office of President of the Council.
 - m) “Proxy”. A member unable to attend a meeting may be eligible to vote “by proxy” if they appoint in writing another member to vote on their behalf at a specific meeting.
 - n) “Regular Whole School Meeting” is a meeting open to all members of the Association as described in clause 24(a).
 - o) “The School” means Kerry Street Community School.
 - p) “School Community” means all members of the Association.
 - q) “The Secretary” means the person who holds the office of Secretary of the Council.
 - r) “Special Whole School Meeting” means a meeting, as described in clause 24(b), open to all members of the Association and convened for a specific purpose.

- s) "Staff" means all paid employees appointed by the Association.
- t) "Student" means a student enrolled at the school.
- u) "Teaching Staff" means all paid teachers and teachers' aides appointed by the Association.
- v) "The Treasurer" means the person who holds the office of Treasurer of the Council.
- w) "Voting Member" means an adult member of the Association.
- x) "Whole School Meeting" means a meeting open to all members of the Association and is inclusive of Regular Whole School and Special Whole School Meetings.

Objects

- 3) The objects of the Association will be:
 - a) to operate a school called Kerry Street Community School to be for the education of pre-primary and primary aged students and other aged students as the Council may approve.
 - b) to elect a Council whose object is to:
 - i) provide for the holistic education of students
 - ii) build, equip, furnish, resource, maintain, govern, manage and administer the school
 - c) to encourage the participation of the school community in all aspects of the school including but not limited to the overall education process, the development of school policy and aims and maintaining and improving the school buildings, equipment and environment.

Powers

- 4) The Association will operate in accordance with the Associations Incorporation Act 1987 and in particular will confer to the Council full power and authority to do all things necessary or convenient for carrying out the objects of the Association and in particular to:
 - a) appoint the Coordinator and make appointments to the teaching and administrative staff of the school and revoke the same
 - b) fix the wages or salaries of its employees and the remuneration of other persons rendering service to it
 - c) make, vary or repeal policies, procedures, agreements or standing orders for the governance, management and administration of the Association and the conduct of its members
 - d) determine the considerations on which persons will be admitted to the Association
 - e) acquire, lease, license, hire, hold, deal with, and dispose of any real or personal property
 - f) open and operate bank accounts
 - g) invest its money
 - h) borrow money upon such terms and conditions as the Association thinks fit
 - i) give such security for the discharge of liabilities incurred by the Association as the Association thinks fit
 - j) appoint agents to transact any business of the Association on its behalf

- k) enter into any other contract it considers necessary or desirable
- l) accept money as fees, gifts or grants
- m) act as trustee and accept and hold real and personal property upon trust.

Non-Profitmaking

- 5) The income and property of the Association will be vested in the Association and will be applied solely for the promotion of its objects and no part thereof will be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of pecuniary profit to the members PROVIDED THAT remuneration may be paid in good faith to members of the Association or other persons in return for services actually rendered to the Association.

Membership of the Association

- 6) All persons committed to furthering the object of the Association are eligible for membership.
 - a) Membership of the Association will be conferred as a right upon the following persons without the need for application:
 - i) students (are not voting members)
 - ii) parents
 - iii) staff
 - iv) community representative
 - v) co-opted council members.
 - b) Membership of the Association will be conferred upon other persons whose written application for membership is ratified by Council by a two thirds majority.
- 7) A member shall cease to be a member of the Association in the case of:
 - a) membership conferred according to clause 6(a), if the person no longer qualifies for membership
 - b) membership conferred according to clause 6(b), if the member has no contact with the school for a period of six (6) months
 - c) written resignation being received by Council
 - d) any member who willfully refuses or neglects to comply with the provisions of this constitution or whose conduct is considered likely to be detrimental to the interests of the Association is liable to expulsion by a resolution passed at a Council Meeting by a two thirds majority PROVIDED THAT at least one week before the meeting at which such resolution is passed that person has had notice thereof and of the alleged reasons for his or her expulsion AND that person has had at this meeting and before the passing of such resolution an opportunity of giving either personally or by any agent or in writing any explanation or defence he or she may think fit.
- 8) The Secretary shall on behalf of the Association keep and maintain in an up to date condition a register of members and their postal or residential addresses.

Council

- 9) The Association will be governed, managed and administered by a Council called the Kerry Street Community School Council or the Council.

Membership of the Council

- 10) The numerical strength of the Council shall be determined from time to time by it but there shall be not less than seven (7) members.
- 11) The members of the Council will consist of the following:
 - a) the Coordinator
 - b) four parent representatives who shall be elected by the school community at the Annual General Meeting
 - c) one teaching staff representative who shall be elected by the other permanent teaching staff at or prior to the Annual General Meeting
 - d) one member of the wider community who supports the objects of the Association who shall be elected by the school community at the Annual General Meeting
 - e) two further council members may from time to time be co-opted from within or outside the Association by a majority of the other members of the Council.
- 12) The normal term of office for all members of Council shall be one year. All council members are eligible for re-election at the Annual General Meeting.
- 13) Vacancies
 - a) Casual Vacancies will be filled:
 - i) by election at a Special Whole School Meeting in the case of parent representatives and the community representative
 - ii) by nomination by the permanent teaching staff in the case of the teaching staff representative
 - iii) by appointment at a Council Meeting in the case of the Coordinator or coopted council members.
 - b) Any member so appointed or elected shall hold office only until the next Annual General Meeting and shall then be eligible for re-election.
- 14) The office of a member of Council will become vacant if he or she:
 - a) is convicted of any offence punishable by imprisonment for at least one year
 - b) becomes bankrupt
 - c) resigns his or her office by notice in writing to the Council
 - d) is absent without apology from three (3) consecutive meetings of the Council
 - e) is directly or indirectly interested in any contract or proposed contract with the Association and fails to declare the nature of his or her interest
 - f) in the case of parent representatives, has enrolled their child at another school or registered for home-schooling
 - g) in the case of the Coordinator or teaching staff representative, is no longer employed by the Association
 - h) willfully refuses or neglects to comply with the provisions of this constitution or displays conduct likely to be detrimental to the interests of the Association or the Council then they are liable to expulsion from the Council by a resolution passed at a Council Meeting by the agreement of all other council members, PROVIDED THAT at least one week before the meeting at which such resolution is passed that person has had notice thereof and of the alleged reasons for his or her expulsion AND that person has had at this meeting and before the passing of such resolution an opportunity of giving either personally or by any agent or in writing any explanation or defence he or she may think fit.

Officers of the Council

- 15) The officers of the Council shall be President, Secretary and Treasurer as elected at the Annual General Meeting.
- a) All council members are eligible for election PROVIDED THAT the President is an elected parent representative of the Association.
 - b) The normal term of office is one year.
 - c) Any officer shall be eligible for re-election PROVIDED THAT the President is not re-elected for more than two full consecutive terms.
 - d) If a vacancy occurs in any office for any reason the Council may fill such a vacancy.
 - e) The Council may create such additional officers as it thinks fit and it may appoint any member of the Council to fill any such additional office.
 - f) An officer shall cease to be an officer of the Council if:
 - i) that person ceases to be a member of the Council as described in clause 14
 - ii) the Council determines to this effect PROVIDED THAT the officer concerned has been given adequate notice of the reason and a reasonable opportunity to reply.
- 16) The President shall:
- a) chair all meetings or for a particular meeting ensure the task is delegated to a suitable person
 - b) provide leadership to the Council in its policy making, strategic and financial planning, organizational priorities and governance concerns
 - c) act as a partner with the Coordinator in achieving the objects of the Association.
- 17) The Secretary shall:
- a) coordinate the correspondence of all meetings
 - b) keep full and correct minutes of the proceedings of all meetings or for a particular meeting delegate the task to a suitable person
 - c) keep and maintain in an up to date condition:
 - i) the clauses of the Association
 - ii) a register of the members of the Association and their postal or residential addresses
 - d) be responsible for the safe custody of all books, documents, records and registers of the Council other than those kept and maintained by the Treasurer.
- 18) The Treasurer shall:
- a) be responsible for the receipt of all moneys paid to or received by or on behalf of the Association and the issuing of receipts for those moneys in the name of the Association
 - b) be responsible for the paying of all moneys referred to in paragraph (a) into such account or accounts of the Association as the Council may from time to time direct
 - c) be responsible for the making of payments from the funds of the Association with the authority of the Council and in so doing ensure that all cheques are signed jointly by two persons authorized by the Council
 - d) keep such accounting records as correct and up to date records and explain the financial transactions and financial position of the Association

- e) keep its accounting records in such manner as will enable true and fair accounts of the Association to be prepared from time to time and to be conveniently and properly audited
- f) submit to the members at the Annual General Meeting of the Association accounts of the Association showing the financial position of the Association at the end of the immediately preceding financial year
- g) whenever directed to do so by the President, submit to the Council a report, balance sheet or financial statement in accordance with that direction
- h) be responsible for the safe custody of all documents and records of the Association of a financial nature
- i) provide all necessary financial records to the auditor as appointed at the Annual General Meeting.

Committees

19)

- a) The Council may from time to time appoint such persons as it thinks fit to be a committee to undertake and perform such functions as are determined by the Council. The Council may at any time dissolve any committee so appointed.
- b) The committee will appoint a convener from among its members who is responsible for:
 - i) coordinating the undertaking of the committee as directed by the Council
 - ii) liaising with the Council.

Coordinator

20)

- a) The Coordinator shall be responsible for overseeing the implementation of the objects of the Association as delegated by the Council. They shall act with authority from the Council to manage the organisational and educational affairs of the school.
- b) The Coordinator shall be appointed by the Council at such salary and upon such terms and conditions as shall be determined in writing by the Council.
- c) The Coordinator may be removed from office on the ground that the Coordinator has neglected to exercise adequate management or supervision of the affairs of the Association, subject to the provisions of clause 7(d).

Appointment and Dismissal of Staff

21) The Council shall be responsible for the appointment and dismissal of staff.

Proceedings of Council

22)

- a) A Council Meeting:
 - i) shall be held at least twice in each school term as determined by the Council
 - ii) may be convened at any time by the agreement of the President and the Coordinator giving not less than seven (7) days notice of the meeting

- iii) will be convened by the President within fourteen (14) days upon receipt of the written request of four (4) members of Council for the purpose specified in that request AND if the Council Meeting is not convened within the relevant 14 day period the members who made the request may themselves convene the meeting.
- b) The President or another suitable member chosen by the members shall preside at the meeting.
- c) Subject to these clauses the procedure and order of business to be followed at a Council Meeting shall be determined by the council members present.
- d) A quorum at a Council Meeting shall be five (5) council members.
- e) Each council member present at the meeting in person or by proxy will have a deliberative vote EXCEPT THAT a paid staff member will not have a vote in the instance of a resolution directly affecting their employment conditions.
- f) A question arising at a Council Meeting shall be decided by a simple majority. If there is an equality of votes, the question will be given further consideration.
- g) A council member having any direct or indirect pecuniary interest in a contract or proposed contract made by or in the contemplation of the Council shall, as soon as he or she becomes aware of his or her interest, disclose the nature and extent of his or her interest to the Council and shall not be eligible to vote in any decision of the Council with respect to that contract.

Proceedings of Annual General Meeting

23)

- a) The Council shall convene an Annual General Meeting in February or March each year giving not less than 14 days notice of the meeting and any resolutions to be proposed at the meeting.
- b) The President shall preside over the meeting.
- c) The new council members will take office after the completion of the elections according to clause (d)(iv).
- d) The order of business to be followed shall be:
 - i) consideration of the Treasurer's report and reports of the Council
 - ii) appointment of an auditor for the following financial year
 - iii) election of new council members
 - iv) election of office bearers from among the new council members
 - v) other business requiring consideration by the Association.
- e) A quorum at an Annual General Meeting shall be one third (1/3) or twelve (12), whichever is the lesser number, of the voting members of the Association.
- f) Each voting member present at the meeting in person or by proxy will have a deliberative vote.
- g) Elections shall be decided by a secret ballot.
- h) Other questions arising at an Annual General Meeting shall be decided by a three fourths (3/4) majority.

Proceedings of Whole School Meetings

24) Purpose and authority of meetings

- a) Regular Whole School Meetings are convened for the purpose of providing a forum for members of the Association to have input into decisions leading to the attainment of the objects of the Association EXCEPT THAT they will not usurp the authority and responsibility of the Council as defined in clause 10.
 - b) Special Whole School Meetings are convened for a specific purpose and the Council will not disregard a resolution passed at a Special Whole School Meeting in the case of:
 - i) dissolution of the Association
 - ii) ratification of new or amended constitution or philosophy of the Association
 - iii) significant change to the educational pedagogy or structure of the school
 - iv) relocation of the school
 - v) vote of no confidence in the Council or the Coordinator
 - vi) election of a parent or community representative to Council in the case of a vacancy.
- 25) Convening of meetings
- a) Regular Whole School Meetings shall be convened by the Council at least once each term.
 - b) Special Whole School Meetings may be convened for a specified purpose by the Council or jointly by the President and the Coordinator.
 - c) The Council shall, within 28 days, convene a Special Whole School Meeting on the receipt of a request in writing from not less than one fourth (1/4) or ten (10), whichever is the lesser number, voting members of the Association OR four (4) council members OR two thirds (2/3) of the staff for the purpose specified in that request.
 - d) If a Special Whole School Meeting is not convened within the relevant 28 day period the members who made the request may themselves convene the meeting.
- 26) The Secretary shall give to all members not less than 14 days notice of any Whole School Meeting and of any motions or resolutions to be proposed at that meeting.
- a) Resolutions to be proposed at a Special Whole School Meeting shall be lodged with the Secretary not less than fourteen (14) days before the meeting.
- 27) A quorum at a Whole School Meeting is one third (1/3) or twelve (12), whichever is the lesser number, voting members of the Association.
- a) If within 30 minutes of the time specified for a whole school meeting a quorum is not present, in person or by proxy, the meeting lapses and stands adjourned to the same time on the same day in the following week at the same venue EXCEPT if the purpose of the meeting may be fulfilled without the requirement of voting.
 - b) If within 30 minutes of the time specified for the resumption of the meeting a quorum is not present, the members present in person or by proxy may nevertheless proceed with the business of that meeting as if a quorum were present.
- 28) Voting
- a) Each voting member of the Association present at a meeting in person or by proxy is entitled to a deliberative vote.
 - b) At a Regular Whole School Meeting:

- i) a question requiring a decision shall be decided by a simple majority and if there is an equality of votes the question shall be considered further or put to Council
- ii) a question requiring consideration and recommendation to Council will not be voted upon and if there is no clear recommendation then more than one suggestion may be put to Council.
- c) At a Special Whole School Meeting a question shall be decided by a three fourths (3/4) majority.

Minutes of Meetings

29)

- a) The Secretary shall cause proper minutes of all proceedings of all meetings to be taken in, or promptly transferred to, a minute book kept for that purpose.
- b) The President shall ensure that such minutes taken are checked and signed as correct by the person who presided over the meeting to which those minutes relate or the next succeeding meeting, as the case requires.
- c) When minutes have been entered and signed as correct they shall, until the contrary is proved, be evidence that:
 - i) the meeting to which they relate was duly convened and held
 - ii) all proceedings recorded as having taken place at the meeting did in fact take place
 - iii) all decisions, appointments or elections purporting to have been made at the meeting have been validly made.

Audit

30) Unless the Council otherwise determines:

- a) At the Annual General Meeting the Association shall appoint an auditor to be the Association's auditor for the upcoming Financial Year.
- b) At the end of every Financial Year the accounts of the Association will be examined and the correctness of the accounts ascertained by the auditor who will audit and report on all the accounts and books of the Association before the following Annual General Meeting.
- c) All the accounts and books of the Association will be open to inspection by the auditor at all reasonable times.

Alteration of the Constitution

31)

- a) The constitution of the Association may be altered added to or repealed at any Special Whole School Meeting in accordance with clauses 24 to 28.
- b) Any amendment to the constitution of the Association will be subject to any ministerial approval required under the Associations Incorporation Act 1987.

Inspection of Records

32) A member may at any reasonable time inspect without charge the books, documents, records and securities of the Association, and the member may make a copy of or take

an extract from the books, documents, records and securities of the Association but shall not have the right to remove the same for that purpose.

Dissolution

33)

- a) A Special Whole School Meeting of the Association called for the purpose may resolve to wind up or dissolve the Association in accordance with clauses 24 to 28.
- b) If, on the winding up of the Association, any property or funds of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property or funds shall be distributed:
 - i) to another association of similar object incorporated under the Associations Incorporation Act 1987 or
 - ii) for charitable purposes.