CONSTITUTION

PULTENEY GRAMMAR SCHOOL
FRIENDS OF PULTENEY

1 NAME

The name of the Association shall be the Friends of Pulteney Grammar School hereinafter called “the F of P”.

2 DEFINITIONS

2.1 In these Rules, unless the contrary intention appears –

Act means the Associations Incorporation Act 1985;
Committee means the committee of management of the F of P;
Financial year means the year ending on 30 June;
General meeting means a general meeting of members convened in accordance with these rules;
Member means a member of the F of P;
Ordinary member of the committee means a member of the committee who is not an officer of the F of P;
Regulations mean regulations under the Act;
Relevant documents has the same meaning as in the Act;
School means Pulteney Grammar School Inc.

2.2 In these Rules, a reference to the Secretary of an Association is a reference -

2.2.1 if a person holds office under these Rules as Secretary of the Association – to that person; and

2.2.2 in any other case, to the public officer of the Association.

3 OBJECTIVES OF THE F of P

The aims and objectives of the F of P are:
3.1 To assist the Governing Body and Staff to promote the general welfare of Pulteney Grammar School.

3.2 To foster an interest in the School and its community by supporting the School’s physical and emotional development.

3.3 To do all such other things as shall be incidental to or in aid of the foregoing aims and objectives.

4 LIMITATIONS

4.1 The F of P shall have no control over nor shall it interfere in the conduct or policy of the School.

4.2 The F of P shall not affiliate with any political body.

5 MEMBERSHIP

5.1 Membership of the F of P shall be limited to persons who have paid the annual subscription fee.

5.2 An application for membership shall be made in writing and signed by the applicant. Payment of the annual subscription fee included in a School fee statement shall be deemed to be a signed application for membership in writing. It shall not be necessary for an application to be proposed and seconded.

5.3 Upon the acceptance of the application by the committee the applicant shall be a Member of the F of P.

5.4 The subscription fee for membership shall be such sum (if any), as the members shall determine from time to time in general meeting.

5.5 The Committee shall maintain a register of current members of the F of P.

5.6 A Member may resign from membership of the F of P by giving written notice thereof to the Secretary or public officer of the F of P.
6 MANAGEMENT COMMITTEE

6.1 The F of P shall be managed and controlled by a Management Committee comprised of a President, Secretary, Treasurer and four other members of the F of P.

6.2 The President shall act as Chair for meetings of the Management Committee.

6.3 The Committee shall appoint a Public Officer as required by the Act or in default thereof the Secretary shall be the Public Officer.

6.4 Any financial member of the F of P shall be eligible for election to the Management Committee.

6.5 All members of the Management Committee shall be elected at the Annual General Meeting and shall hold office until the next Annual General Meeting. A retiring member of the Committee shall be eligible for re-election if they have not served a term longer than three consecutive years but for exceptional circumstances when the term may extend for a further two year period.

6.6 Casual vacancies (including vacancies not filled at the Annual General Meeting) shall be filled by the Management Committee, who shall have the power to co-opt others including but not limited to Class and/or House Representatives. Such Committee member shall hold office until the next Annual General Meeting of the F of P and shall be eligible for election to the Management Committee without nomination.

6.7 The Committee may appoint a sub-committee as an Executive Committee comprised of the office bearers. The Executive Committee shall have such powers as the Management Committee shall from time to time determine and shall at all times in all things be responsible to the Management Committee.

7 MEETINGS OF THE MANAGEMENT COMMITTEE

7.1 The Management Committee shall meet at such times and at such places as determined either by the Committee or the President thereof provided that the Committee shall meet at least once in each academic term of each school year.
7.2 A quorum for each Management Committee meeting shall be four members, at least one shall be an office holder of the Management Committee.

7.3 Business arising at any meeting of the Committee shall be decided by a majority of votes of those persons present, and in the event of an equality of votes, the chairperson of the meeting shall have a casting vote in addition to a deliberative vote.

7.4 A member of the Committee must disclose any direct or indirect pecuniary interest in a contract or proposed contract and shall not vote with respect to that contract.

7.5 The Committee shall maintain proper Minutes of all meetings of the Committee.

8 **POWERS OF THE MANAGEMENT COMMITTEE**

The F of P shall have the powers conferred by Section 25 of the Act.

The management of the affairs of the F of P shall be vested in the Management Committee. In addition to any powers and authorities conferred by this Constitution, the Committee may exercise all such powers and do all such things as are within the objects of the F of P, and are not by the Act or by this Constitution required to be done by the F of P in general meeting.

The Committee shall give effect to and abide by any direction at the Annual or General Meeting to carry out and give effect to the objects of the F of P and the provisions of this Constitution.

The Committee shall without limiting the generality of the foregoing have powers with respect to:

8.1 The establishment of the Executive Committee and the delegation of powers to the Executive Committee.

8.2 The establishment of sub-committees of the Management Committee and delegation of powers to that sub-committee.

8.3 The establishment of such other committees of the F of P as the Management Committee may determine and which committees may include ordinary members of the F of P.

8.4 Co-opt members onto the Management Committee and fill casual vacancies on the Management Committee or any sub-committee.
8.5 Nomination of two Members of the F of P to the Governing Body of Pulteney Grammar School Inc for a period of four years. A member may be renominated to the Governing Body of Pulteney Grammar School Inc, provided that such nomination would not result in the Member serving more than 12 consecutive years on the Governing Body.

8.6 Determine annual or other subscriptions payable by members of the F of P from time to time and the manner and time of payment.

8.7 The management and control of the funds and other property of the F of P.

8.8 The definition of the duties of officers of the Committee.

9 ANNUAL GENERAL MEETING

9.1 The Annual General Meeting of the F of P shall be held each year within five months of the end of the financial year.

9.2 All Members shall be given at least 10 days notice of the Annual General Meeting. The Notice shall include the name of all persons nominated for election as an Office Bearer or as member of the Committee and details of any other matter (including directions to the Committee) to be brought before the meeting and notice in writing of which has been given to the Committee at least 14 days prior to the meeting.

9.3 A quorum for each Annual General Meeting shall be twenty financial Members or 10% of financial Members, whatever is the lesser amount.

9.4 The business of the Annual General Meeting shall include:

9.4.1 The Annual Report of the Management Committee;
9.4.2 Presentation of financial statement of the affairs of the F of P;
9.4.3 Election of President, Secretary, Treasurer and four other members of the Management Committee of the F of P;
9.4.4 Setting of Membership Fees;
9.4.5 Consideration of any other matter (including directions to the Management Committee) brought before the meeting in writing 14 days prior to the meeting.
10 ELECTION OF OFFICE BEARERS

The President, Secretary, Treasurer and four other members of the Committee shall be elected at the Annual General Meeting.

At each Annual General Meeting of the F of P all of the members of the Management Committee shall be subject to retirement from office and re-election. Any member of the Committee subject to retirement shall provided such person is otherwise eligible for re-election to any office or position on the Management Committee subject to Clause 6 (e).

Office Bearers of the F of P shall be elected by ballot. To be eligible for election to office a candidate for the position of officer bearer must lodge with the Secretary prior to an Annual General Meeting a nomination in writing signed by such candidate and seconded by a member of the F of P stating in such written nomination the position for which such candidate is nominating.

The Management Committee shall have power at any meeting thereof to fill any casual vacancy that may from time to time occur on the Management Committee.

No person who is not a member of the F of P shall be entitled to nominate for or to hold office on the Committee nor to vote at any meeting of the F of P.

11 EXTRAORDINARY GENERAL MEETINGS

The Management Committee or ten or more members of the F & P by notice in writing setting out the nature of the business required to be dealt with may require the Secretary to convene an Extraordinary General Meeting of the F of P provided that not less than 10 clear days notice of any such Extraordinary General Meeting shall be given to the members of the F of P.

12 FINANCIAL

12.1 The income and capital of the F of P shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members except as bona fide remuneration for services rendered or expenses incurred on behalf of the F of P.
12.2 The financial year of the F of P shall be a 12 month period commencing on 1 July and ending on 30 June of each year.

12.3 The F of P shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the F of P in accordance with the Act.

12.4 The accounts, together with the Treasurer’s report on the accounts shall be laid before the members at the Annual General Meeting.

12.5 The Management Committee shall lodge the Annual Return with the Office of Consumer and Business Affairs within six months after the end of each financial year.

13 AMENDMENTS TO THE CONSTITUTION

This Constitution and any one or more of the provisions thereof may be repealed or amended by a resolution passed at any Annual or Extraordinary General Meeting of the F of P which meeting not less than ten clear days notice shall have been given to the members of the F of P. Such notice of meeting shall contain full particulars of the proposed repeal or amendment and no resolution purporting to effect such repeal or amendment shall be passed unless it is carried by a least two-thirds in number of the members of the F of P present and voting thereon at such Annual or Extraordinary General Meeting.

14 DISSOLUTION

14.1 The F of P may be wound up in the manner provided for in the Act.

14.2 If after the F of P is wound up there remain “surplus assets” as defined by the Act, the whole of such surplus assets shall be distributed, paid or transferred to the School or in default thereof to Anglicare SA.

Constitution approved at the Annual General Meeting held on 8 May, 2008.