

Radford College

Parents' and Friends' Association Incorporated

CONSTITUTION

Adopted at the Special General Meeting
conducted on 25 August 2022

**THE CONSTITUTION OF RADFORD COLLEGE
PARENTS' AND FRIENDS' ASSOCIATION INCORPORATED**

1. NAME

The name of the Association is Radford College Parents' and Friends' Association Incorporated.

2. INTERPRETATION

In this Constitution:

- (a) references to clause numbers refer to clauses in this Constitution;
- (b) unless the contrary intention appears, expressions referred to in writing are to be construed as including references to lithography, photography and other modes of representing or reproducing words in a visible form;
- (c) words or expressions are to be interpreted in accordance with the provisions of the *Legislation Act 2001* (ACT); and
- (d) except to the extent that such interpretation is excluded by or repugnant to the context, words importing the singular number or plural number include the plural number and the singular number respectively.

3. DEFINITIONS

In this Constitution:

- (a) "Act" means the *Associations Incorporation Act 1991* (ACT);
- (b) "Annual General Meeting" means a meeting of the Association as described in clause 19;
- (c) "Association" means Radford College Parents' and Friends Association;
- (d) "Auditor" means the auditor appointed pursuant to clause 27;
- (e) "College" means Radford College Limited;
- (f) "Committee" means any committee of the Association, including the Management Committee;
- (g) "Constitution" means this constitution, as amended from time to time;
- (h) "Honorary Member" means a Member as defined in clause 8(a);
- (i) "Management Committee" means the management committee of the Association as established under clause 13;
- (j) "Member" means a member of the Association;
- (k) "Ordinary Member" means a Member as defined in clause 8(a);
- (l) "Public Officer" means the public officer for the Association, appointed pursuant to clause 14;
- (m) "Registered" means to record in the register of children, or similar document

maintained by the College, the name of a child whose parent or guardian wishes the child to attend the College and in respect of whom the appropriate registration fee has been received and accepted by the College;

- (n) “Secretary” means the secretary of the Association referred to in clause 13 whose responsibilities are described in clause 15;
- (o) “Special General Meeting” means a meeting of the Association as described in clause 20;
- (p) “Special Resolution” means the agreement of at least 3/4 of the Members present and entitled to vote at a meeting;
- (q) “Standing Orders” mean the standing orders appended to this Constitution;
- (r) “Sub-Committee” means an ad hoc or standing sub-committee established by the Management Committee pursuant to clause 16(d) ; and
- (s) “Trading Committee” means a committee established by the Management Committee pursuant to clause 16(c) to carry on specified trading on behalf of the Association, in accordance with this Constitution and by-laws made by the Management Committee to provide services for the College, subject to the limitations provided in the Act.

4. OBJECTS AND PURPOSES OF THE ASSOCIATION

The objects and purposes of the Association are to promote the interests, policies and purposes of the College by:

- (a) serving as the formal channel of communication and consultation between those responsible for the governance and management of the College and parents and guardians of pupils of the College or registered to attend the College;
- (b) fostering co-operation among teaching staff, parents or guardians, and pupils of the College, the body governing the College, the Radford Collegians Association and other citizens with compatible interests;
- (c) assisting in the provision of books, teaching aids, and other facilities for education, recreation, sport and welfare at the College;
- (d) promoting liaison, consultation and co-operation with bodies having similar objectives so as to advance the knowledge, understanding and improvement of education within and outside the College;
- (e) fostering an interest in, knowledge and understanding of, and participation in the development of educational philosophy, principles, and practice by parents of pupils associated with the College; and
- (f) doing such other things consistent with the provisions of this Constitution as may be considered necessary or desirable for the promotion of the interest and purposes of the College.

5. POWERS OF THE ASSOCIATION

The Association has the power to do the following in pursuit of the objects of the Association:

- (a) to raise money and/or borrow money to limits, and on such terms as may be

approved or directed by the resolution of an Annual General Meeting or a Special General Meeting, and to secure repayment of money borrowed, or payment of a debt or liability of the Association by giving mortgages, charges or securities upon or over all or any of the real or personal property of the Association;

- (b) to apply funds raised to the purposes and objects of the College as determined from time to time in consultation with the Principal of the College;
- (c) subject to the *Trustee Act 1925* (ACT) to invest moneys of the Association not immediately required for any of its objects or purposes, in such manner as the Management Committee may, from time to time, determine so as to promote the income of the Association;
- (d) to make gifts, subscriptions, or donations to any of the funds, authorities, or institutions covered by an item in any of the tables in Subdivision 30-B of the *Income Tax Assessment Act 1997* (Cth) with objects similar to those of the Association;
- (e) to print, publish and disseminate such newspapers, periodicals, books, leaflets or other similar documents as the Management Committee or Members by resolution at an Annual General or Special General Meeting may determine;
- (f) to undertake projects, either alone or in co-operation with other organisations in the execution of projects, concerned with promoting the objects and purposes of the College; and
- (g) to do such other things consistent with this Constitution as may be considered by an Annual General or Special General Meeting, or the Management Committee, to be desirable in pursuit of the objects and purposes of the Association.

6. TEACHING AND OTHER STAFF OF THE COLLEGE

The Association must in no way exercise any authority over any of the staff of the College.

7. AFFILIATION

The Association may, by resolution of an Annual General Meeting or Special General Meeting, affiliate with any other organisations pursuing similar objects and purposes.

8. MEMBERSHIP

- (a) The membership of the Association is made up of:
 - I. Ordinary Members made up of:
 - (1) parents and guardians of pupils attending, or children Registered to attend, the College and who have paid the fee referred to in clause 9; and
 - (2) friends resident in the Diocese of Canberra and Goulburn who satisfy the Management Committee that they have, and continue to have, a *bona fide* interest in furthering the objects of the Association and have paid the fee referred to in clause 9; and

II. Honorary Members comprising:

- (1) the Principal and teaching staff of the College, other than those who are parents or guardians of pupils attending the College or children Registered to attend the College: and
- (2) the P&F Administrator employed by the College.

Such Honorary Members do not have power to vote at the Annual General Meeting or Special General Meeting, stand for office or nominate others for office do not form part of the quorum at Association meetings and are not required to pay a membership fee.

- (b) Any eligible person seeking to become an Ordinary Member must make application to the Secretary in a manner prescribed by the Management Committee.

9. MEMBERSHIP FEE

- (a) The annual membership fee of the Association is the amount determined by resolution of the Management Committee. The fee is to be on a per family basis.
- (b) Such fee is payable in respect of each calendar year. It must be paid annually to entitle the parents (or guardians) individually to exercise the rights and obligations of membership of this Association.

10. MEMBERS' LIABILITY

The liability of a Member to contribute towards the payments of the debts and the liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the Member in respect of membership as required by clause 9.

11. DISCIPLINING OF MEMBERS

- (a) Where the Management Committee is of the opinion that a Member:
 - (I) has persistently refused or neglected to comply with a provision of the Constitution; or
 - (II) has persistently and wilfully acted in a manner prejudicial to the interests of the Association,the Management Committee may, by resolution:
 - (III) expel the Member from the Association; or
 - (IV) suspend the Member from such rights and privileges of membership of the Association as the Management Committee may determine for a specified period.
- (b) A resolution of the Management Committee under clause 11(a) is of no effect unless the Management Committee at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under clause 11(c) confirms the resolution in accordance with this clause.
- (c) Where the Management Committee passes a resolution under clause 11(a) the

Secretary must as soon as practical cause a notice in writing to be served on the Member:

- (I) setting out the resolution of the Management Committee and the grounds on which it is based;
 - (II) stating that the Member may address the Management Committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;
 - (III) stating the date, place and time of that meeting; and
 - (IV) informing the Member that the Member may do either or both of the following:
 - (i) attend and speak at that meeting;
 - (ii) submit to the Management Committee at or prior to the date of that meeting written representations relating to the resolution.
- (d) Subject to section 50 of the Act, at a meeting of the Management Committee mentioned in clause 11(b), the Management Committee must:
- (I) give to the Member mentioned in clause 11(a) an opportunity to make oral representations;
 - (II) give due consideration to any written representations submitted to the Management Committee by that Member at or prior to the meeting; and
 - (III) by resolution determine whether to confirm or to revoke the resolution of the Management Committee made under clause 11(a).
- (e) Where the Management Committee confirms a resolution under clause 11(d) the Secretary must within 7 days after that confirmation, by notice in writing, inform the Member of that confirmation and of the Member's right of appeal under clause 12.
- (f) A resolution confirmed by the Management Committee under clause 11(d) does not take effect:
- (I) until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
 - (II) where within that period the Member exercises the right of appeal, unless and until the Association confirms the resolution in accordance with clause 11(d).

12. RIGHT OF APPEAL OF DISCIPLINED MEMBER

- (a) A Member may appeal to the Association in a general meeting against a resolution of the Management Committee which is confirmed under clause 11(d), within 7 days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- (b) Upon receipt of a notice under clause 12(a) the Secretary must notify the Management Committee which must convene a Special General Meeting of the Association to be held within 28 days after the date on which the Secretary received the notice or as soon as possible after that date.
- (c) Subject to section 50 of the Act, at a Special General Meeting of the

Association convened under clause 12(b):

- (I) no business other than the question of the appeal may be transacted;
 - (II) the Management Committee and the Member must be given the opportunity to make representations in relation to the appeal orally or in writing or both; and
 - (III) the Members present are to vote by secret ballot on the question of whether the resolution made under clause 11(d) should be confirmed or revoked.
- (d) If the meeting passes a Special Resolution in favour of the confirmation of the resolution made under clause 11(d) that resolution is confirmed.

13. MANAGEMENT COMMITTEE

- (a) There is to be a Management Committee of the Association to manage its affairs as provided in clause 16 below. Only Members of the Association can be on the Management Committee. The Committee consists of:

Elected Office Bearers:

- i) President
- ii) Vice-President
- iii) Secretary
- iv) Treasurer
- v) Assistant Treasurer
- vi) Publicity Officer

Elected Ordinary Members:

- vii) at least 6 other Ordinary Members

Ex-officio Members:

- viii) The Principal of the College
- ix) The P&F Administrator employed by the College
- x) The Immediate Past President, for a period of 12 months, and
- xi) Any parent members of the Association who are voting members of the Board of Directors of the College.

- (b) Except as provided for elsewhere in this Constitution ex-officio members of the Management Committee have the same rights and responsibilities as elected members of the Management Committee.
- (c) Any or all elected members of the Management Committee may be removed from the Management Committee during their term of office by Special Resolution carried at an Annual General or a Special General Meeting, provided that notice of the motion to that effect has been given in the notice calling the meeting.
- (d) A member of the Management Committee loses membership of that committee if:
- (I) the member ceases to be a Member of the Association; or
 - (II) for more than 3 consecutive meetings of the Management Committee the member is absent without the agreement of that Committee or, if that is not practicable beforehand, of the President.

(e) No public or official statement may be made on behalf of the Association except by the President, or by the authority of the President, or by the authority of the Management Committee.

(f) Trading Committee Representatives

Each Trading Committee may send one representative to attend the meetings of the Management Committee, held in accordance with clause 22 below, but not to extraordinary meetings held in accordance with clause 23(a)(V) below. Such representatives may contribute to discussion but do not have the right to vote on any issues raised at Management Committee meetings.

(g) Co-opted Advisers

The Management Committee may co-opt such other advisers, with their agreement, to assist the Committee with specific activities or projects. Such co-opted advisers are invited to attend the meetings of the Management Committee held in accordance with clause 22 below, but not to extraordinary meetings held in accordance with clause 23(a)(V) below. Such co-opted adviser may contribute to discussion but do not have the right to vote on any issues raised at Management Committee meetings.

14. PUBLIC OFFICER

The Secretary is, ex-officio, the Public Officer for the purposes of the Act except that if the Secretary does not reside in the Australian Capital Territory the Management Committee must nominate another Member who is eligible to be the Public Officer in accordance with the Act.

15. SECRETARY

(a) The Secretary must keep minutes of:

- (I) all elections and appointments of office bearers and ordinary Management Committee Members;
- (II) the names of Members of the Management Committee present at a Management Committee meeting;
- (III) all proceedings at Management Committee meetings and general meetings;
- (IV) the numbers of Members of the Association present at all meetings of the Association and all committees and Sub-Committees; and
- (V) all decisions and relevant supporting information, reports etc, associated with all Annual General, Special General and Management Committee meetings.

(b) The Secretary must keep a file which contains the following documents:

- (I) this Constitution;
- (II) a copy of the Association's certificate of incorporation;
- (III) a copy of each year's audited financial statement; and
- (IV) a copy of any documents related to the College's insurance that are

relevant to the Association.

- (c) The Secretary must control all records and other documents relating to the Association.
- (d) The Secretary is to keep in safe custody the common seal of the Association.
- (e) The common seal is not to be affixed to any instrument except by the authority of the Management Committee and the affixing of the common seal is to be attested by any 2 Members of the Management Committee.

16. POWERS OF THE MANAGEMENT COMMITTEE

- (a) The Management Committee has the responsibility of managing the affairs of the Association and in doing so it may exercise any or all of the powers conferred on the Association, except in respect of those matters which it is specified in this Constitution may be decided upon only by Members at an Annual General or Special General Meeting, and is to do all such acts and things as are directed or authorised to be done by this Constitution or are necessary in pursuit of the objects of the Association.
- (b) The Management Committee must act promptly upon directions from, and decisions of, Annual General or Special General Meetings of the Association which are in accordance with this Constitution.
- (c) The Management Committee may establish Trading Committees to conduct trading activities on behalf of the Association, subject to the limitations imposed by the Act. The operations of such Trading Committees are subject to by-laws made from time to time by the Management Committee, as provided for in clause 16(f).
- (d) The Management Committee may form Sub-Committees to advise it or to carry out specific functions and may, either by resolution or by the making of by-laws, specify the terms of reference and powers of any Sub-Committee so formed.
- (e) The President, or the President's nominee, is, ex-officio, a member of all Committees and Sub-Committees.
- (f) The Management Committee may make by-laws, consistent with this Constitution, governing any part of the Association's activities or functions, including setting down the duties and responsibilities of the office bearers and related matters, and the Constitution, and establishing terms of reference and operation of all Sub-Committees.
- (g) The Management Committee has the power to fill by nomination of a Member any casual vacancy on the Management Committee which may arise from time to time during the term of its office.

17. ELECTION OF OFFICE BEARERS AND MEMBERS OF THE MANAGEMENT COMMITTEE

- (a) Office bearers and Ordinary Members of the Management Committee are to be elected at each Annual General Meeting referred to in clause 19.
- (b) At least 75% of those people elected to positions under clause 13(a)(i)-

- (vi) must be parents or guardians of pupils either attending or Registered for attendance at the College.
- (c) Those Members elected to the Management Committee will serve from and including the day after the election to and including the day that their successors have been elected, or until ceasing to hold office for some other reason.
- (d) Elected Members of the Management Committee are eligible for re-election at the next Annual General Meeting, subject to clause 17(f).
- (e) Not used.
- (f) Unless expressly authorised by Special Resolution at an Annual General Meeting or Special General Meeting, no Member may hold any one office specified in clauses 13(a)(i)-(iv), during any part of the year following that person's completion of 3 consecutive years in that office and may not be re-elected to that office for a period of 2 years. For the purpose of this clause:
- (I) "year" means the period between consecutive Annual General Meetings; and
- (II) where a Member assumes an office other than at an Annual General Meeting, the period of service from the date of such assumption until the next Annual General Meeting is to be disregarded.
- (g) The notice calling the Annual General Meeting must call for nominations for the Management Committee and must state that the closing date for nominations is the date of the day before the Annual General Meeting. It must also state where such nominations are to be lodged and the time by which they must be so lodged.
- (h) Subject to clause 17(i) below, nominations for the election to the Management Committee must be made in writing, on the prescribed form, by a Member and signed by that Member. The nomination must be seconded by another Member of the Association and must be signed by the seconder. The nominee must also sign the nomination, signifying acceptance of nomination. Such nominations are to be lodged with the Secretary by the closing date and time specified pursuant to clause 17(g).
- (i) Should insufficient nominations be received to fill all vacancies on the Management Committee nominations for the remaining vacancies are to be called by the Chair from the floor of the meeting.
- (j) In the event of there being a greater number of candidates than that required to fill any position, election to that position is to be by ballot. The Chair must nominate a returning officer or officers from other Members present who are not candidates for the positions subject to ballot, and who themselves have not nominated or seconded a nominee. In the event of an equality of votes, the successful candidate is to be chosen by lot.
- (k) If after calling for nominations under clause 17(i) there are insufficient candidates to fill any position specified in clause 13 such vacant positions are to be deemed a casual vacancy and are to be filled under the conditions specified in clause 16(g).
- (l) Voting under clause 17(j) is subject to clause 23(e).

18. NOT USED

19. ANNUAL GENERAL MEETING

- (a) The Annual General Meeting must be held not later than the last day of April in each year.
- (b) The business of the meeting is:
 - (I) confirmation of the minutes of the previous Annual General Meeting;
 - (II) presentation by the President of an annual report on the affairs of the Association and the Association's activities for the last 12 months;
 - (III) presentation by the Treasurer of the audited financial statements as referred to in clauses 24 and 28;
 - (IV) election of the Management Committee for the ensuing year as provided for in clause 17;
 - (V) appointment of an auditor pursuant to clause 27; and
 - (VI) any general business of which notification has been given in the notice calling the meeting.

20. SPECIAL GENERAL MEETING

- (a) A Special General Meeting may be called at any time by the Management Committee or by requisition, provided in writing to the Secretary, from any one parent or guardian Member on behalf of at least 15 different families with children who are attending or who are Registered to attend the College.
- (b) When called by requisition such meeting must be held within 28 clear days of the requisition having been received by the Secretary.
- (c) Only business for which the meeting has been requisitioned, or called under a decision of the Management Committee, of which notice has been given in the notice of the meeting may be dealt with by the meeting.

21. OTHER GENERAL MEETINGS OF MEMBERS

A meeting of Members of the Association may be called at any time by the Management Committee during the College year, excluding the Annual General Meeting or any Special General Meeting. These meetings must be spaced so as to keep Members informed of the activities of the Association and give Members the opportunity to raise issues of general concern or interest to the Members and to foster an interest in the pursuit of the educational objectives and purposes of the Association. Such meetings do not have power to make decisions or give directions to the Management Committee and the provisions of clause 23(d) relating to quorums do not apply to such meetings.

22. MANAGEMENT COMMITTEE MEETINGS

The Management Committee must meet with sufficient frequency to give all its members a reasonable opportunity to participate in the making of decisions on the affairs of the Association, and in any case not less than six times per calendar year.

23. NOTIFICATION AND CONDUCT OF MEETINGS

(a) NOTICE

The following are the requirements for notice of Annual General Meetings, Special General Meetings and Committee meetings:

- (I) at least 21 clear days' notice to Members of an Annual General Meeting or Special General Meeting and 7 clear days' notice to Committee members of any Committee meeting must be given;
- (II) notice of Annual General Meetings and Special General Meetings must be given by the person for the time being carrying out the duties of Secretary;
- (III) notice of Committee meetings must be given direct, in writing or in person, to the respective member of that Committee either at the preceding meeting or subsequently;
- (IV) all meetings of the Association or Management Committee are to be called by the Secretary, on the authority of the President. In addition, Management Committee meetings may be called on the written request of 7 members of the Management Committee;
- (V) any elected member of the Management Committee may call an extraordinary meeting of the Management Committee. Such extraordinary meetings are to have a quorum of no less than 6 elected members; and
- (VI) the accidental failure of any member to receive a notice of any meeting does not invalidate that meeting.

(b) FORM OF NOTICE FOR GENERAL MEETINGS

Notice of an Annual General Meeting or Special General Meeting is taken to have been given to all Members if any one or more of the following is done:

- (I) a notice is published on the Association's website;
- (II) a notice is inserted in 2 or more Radford Bulletins or equivalent, in which case notice is taken to have been given on the date of the publication of the second such Radford Bulletin or equivalent;
- (III) an email is sent to each email address used by the College for communicating with the families of children attending the school and to each email address held by the Association for communicating with Ordinary Members.

(c) CHAIRING OF THE ASSOCIATION MEETINGS

The President takes the chair of all Annual General Meetings, Special General Meetings and Management Committee meetings. In the President's absence the Vice-President is to assume the role. In the absence of the President and the Vice-President, the meeting must elect a Chair.

(d) QUORUM

The quorum for meetings is:

- (I) for any Annual General Meeting or Special General Meeting, 15 Ordinary Members; and
- (II) for any Management Committee meeting, 6 elected members of that Committee.

(e) VOTING

- (I) At any meeting each Member present, and not precluded by this Constitution from voting, has one vote on each matter subjected to a vote, except that the Chair does not have a deliberative vote unless the motion under consideration is one for the amendment of this Constitution, but the Chair may exercise a casting vote on any other motion.
- (II) On the request of 5 Members, voting at an Annual General Meeting or a Special General Meeting must be by secret ballot.
- (III) Voting at elections is to be counted by simple majority.
- (IV) The outcome of resolutions is to be determined by simple majority other than those to:
 - (1) remove a member from the Management Committee (see clause 13(c));
 - (2) amend this Constitution (see clause 32);
 - (3) effect dissolution of this Association (see clause 31); or
 - (4) give effect to any other motion that is required to be passed by Special Resolution in the Act.

(f) RULES OF DEBATE

Discussions at any meeting are subject to the usual rules of debate.

(g) ADJOURNMENT

The Chair of a meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting to a specified time and place, but no business may be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

24. FINANCE AND BANKING

- (a) The funds of the Association are to be derived from annual membership fees, donations, fund raising activities and, subject to any resolution passed by the Association in an Annual General Meeting or Special General Meeting, and subject to section 114 of the Act, such other sources as the Management Committee determines.
- (b) Subject to any resolution passed by the Association in an Annual General Meeting or Special General Meeting, the funds of the Association must be used in pursuance of the objects of the Association in such manner as the Management Committee determines.
- (c) The financial year of the Association is the period from 1 January to 31 December.
- (d) The Management Committee must open with such bank or approved institution as that Committee selects, banking accounts in the name of the Association into which all moneys received must be paid by the Treasurer of the Association as soon as practicable after receipt thereof.
- (e) The Treasurer of the Association must, on behalf of the Association, keep a record of all moneys received or disbursed by the Association, issue receipts as requested for moneys received and obtain supporting documentation for all

moneys paid from the Association funds.

- (f) Except as provided for in clause 24(g), no money shall be drawn from the account(s) referred to in clause 24(d) unless authorised by the Management Committee, or by an Annual General Meeting or a Special General Meeting. At such meetings, general authorisations of expenditure for specified functions, activities, or purposes can be given in accordance with this Constitution, however such payments must be approved by the next meeting.
- (g) The Management Committee may delegate its authority in clause 24(f) to any other office bearer or member of the Association or Sub-Committee or Trading Committee specifying the limits within which that delegated authority may be exercised.
- (h) Except with the authority of the Management Committee, no payment may be made from the funds of the Association otherwise than by transfers authorised by:
 - (I) the President and the Treasurer; or
 - (II) The President and the Assistant Treasurer; or
 - (III) The Treasurer and the Assistant Treasurer; or
 - (IV) The President or Treasurer or Assistant Treasurer, and the P&F Administrator employed by the College,but the Management Committee may advance the Treasurer a sum adequate to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the Committee may impose.
- (i) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by the Treasurer or, in the Treasurer's absence, by such other members of the Management Committee as that Committee may nominate for that purpose, and must be countersigned by either the President, the Vice-President or the Secretary.
- (j) Trading Committees must at the end of each school term, and may at any other time, remit to the Treasurer funds in excess of amounts considered necessary by them for normal operating requirements. Funds so remitted form part of the ordinary funds of the Association. Any proposals for capital expenditure by a Trading Committee must be referred to the Management Committee.
- (k) The Treasurer must prepare at the end of each financial year for presentation to the Members at the Annual General Meeting:
 - (I) a statement of cash actually received and paid during the year irrespective of when earned or incurred (a Statement of Receipts and Payments);
 - (II) a statement of income earned and expenditure incurred during the year (a Statement of Income and Expenditure);
 - (III) a balance sheet setting out the assets and liabilities of the Association as at the end of the year (a Statement of Affairs); and
 - (IV) must arrange for each Trading Committee to do likewise.
- (l) The Management Committee may set down in the by-laws any books of account or financial records it wishes to specify must be kept by the Treasurer.

25. INSURANCE

- (a) The Treasurer of the Association will effect and maintain the following insurances:
 - (I) Voluntary workers insurance;
 - (II) Public liability insurance; and
 - (III) any other insurance determined necessary by the Management Committee.
- (b) The Management Committee will determine:
 - (I) the amounts insured;
 - (II) the choice of insurer/s, including whether coverage is provided through a policy held by the College or through a policy held by the Association; and
 - (III) all other terms and conditions of insurance policies held by the Association.

26. INCOME AND PROPERTY OF THE ASSOCIATION

- (a) No income or property of the Association, however derived, may be paid or transferred, directly or indirectly, by dividend, bonus, or otherwise to any Member.
- (b) The Association must not:
 - (I) Employ or appoint a Member for payment of any remuneration by way of salary, fees or allowances, or
 - (II) Pay to any Member any remuneration or other benefit in money or moneys worth, other than the repayment of out-of-pocket expenses.
- (c) Nothing in the foregoing provisions of this clause prevents the payment to a Member of:
 - (I) Remuneration in return for service actually rendered in good faith to the Association by Member or for goods supplied to the Association by the Member in the ordinary course of business;
 - (II) Interest at a rate not exceeding the lowest level of the latest issue of Australian Savings Bonds on moneys loaned to the Association by the Member; or
 - (III) A reasonable and proper sum by way of rent for premises let to the Association by the Member.

27. APPOINTMENT OF AUDITOR

- (a) At the Annual General Meeting or a Special General Meeting, the Members present and eligible to vote must appoint a suitably qualified person, who is not a Member nor the Public Officer of the Association, as the Auditor for the Association.
- (b) The Auditor holds office until a successor is appointed or the Auditor's services are terminated under clause 27(c).
- (c) The services of the Auditor may be terminated only by resolution of the Annual

General Meeting or a Special General Meeting, after due notice of motion has been given to Members to that effect, or by the appointment of a successor at the next Annual General Meeting.

- (d) Should the services of an Auditor be terminated by a resolution of an Annual General Meeting or a Special General Meeting, that meeting must appoint a successor.
- (e) Should an Auditor's services cease to be available as a result of resignation or some other such reason, a successor must be appointed at the next Annual General Meeting or Special General Meeting or by the Management Committee if another Annual General Meeting or Special General Meeting is not required under this Constitution before the Association's books are required to be audited.

28. AUDIT OF ASSOCIATION'S ACCOUNTS

- (a) At the end of each financial year as specified in clause 24(c) the financial affairs, accounts and financial statements of the Association must be audited, and reported upon, by the Auditor in accordance with the Act and with the practices, rules and conventions applying in the auditing profession.
- (b) The Public Officer must cause to be delivered to the Auditor a list of all accounts, books and records of the Association.
- (c) The Auditor:
 - (I) has the right of access to the accounts, books, records, vouchers, and documents of the Association;
 - (II) may require from the officers or employees of the Association such information and explanations as may be necessary to undertake the duties of Auditor; and
 - (III) may, in relation to the accounts of the Association, question any member of the Management Committee or any employee of the Association.
- (d) Under this clause, the accounts, books, and records of the Association include all accounts, books, and records of all Trading Committees as well as the Association's own accounts, books and records.
- (e) As required by the Act, the audited accounts to be presented at the Annual General Meeting should be in the hands of the Management Committee at least 14 days before the date of the Annual General Meeting.

29. ADDRESS OF THE ASSOCIATION

The official address of the Association is Radford College, College Street Bruce, A.C.T. 2617.

30. ADDRESS FOR NOTIFICATION OF MEMBERS

A notice is deemed to have been forwarded to a Member if addressed and posted to the address last received, or emailed to the email address last received, in writing by the College from that Member.

31. DISSOLUTION OF THE ASSOCIATION

Subject to the Act, the Association may be dissolved in terms of a Special Resolution carried at a Special General Meeting called for that purpose. Such resolution must provide for the disposal of funds and other assets of the Association, with the proviso that the disposal of such funds and other assets will, where possible, be to the College, to another body associated with the College or, if this is not possible, to some other similar association pursuant to section 92 of the Act.

32. AMENDMENTS TO THIS CONSTITUTION

Amendments to this Constitution must be carried by Special Resolution.

33. DISTRIBUTION OF THIS CONSTITUTION

A copy of this Constitution and amendments thereto must be provided to members of all Committees and Sub-Committees of the Association and be available upon request to all Members.

34. AVAILABILITY OF DOCUMENTS

The records, books and other documents of the Association are to be made available for inspection on request at the College during school hours.

RADFORD COLLEGE P. & F. ASSOCIATION

STANDING ORDERS

APPENDIX TO CONSTITUTION

1. These Standing Orders are applicable to all Annual General Meetings, Special General Meetings and Management Committee meetings and are to be construed subject to the Constitution.
2. Meetings must, subject to the presence of a quorum, start at the time set out on the notice and must at all times continue until all business on the agenda is disposed of or for 2 hours after which time the meeting may be extended at the discretion of the meeting.
3. If no quorum is present within 30 minutes of the starting time set out on the notice, the meeting will lapse, and, subject to any resolution previously passed, the Chair must fix the time of the next meeting. All business on the agenda of the lapsed meeting must be included on the agenda of the next meeting and will take precedence over new business.
4. Any Member wishing to speak at an Annual General Meeting or Special General Meeting must rise and when called upon by the Chair must address the Chair. If 2 or more Members rise simultaneously, the Chair must call upon the Member who was first seen.
5. Except in Committee, no Member other than the proposer of a motion or an amendment may speak to it until it has been seconded. A motion or amendment lapsing for want of a seconder must not be recorded in the minutes of the meeting.
6. A motion or amendment before the Chair must not be withdrawn except by its mover and by leave of the meeting. No motion may be withdrawn while any amendment is under discussion or after any amendment has been adopted.
7. If required to do so by the Chair, the proposer of any motion or amendment must submit it in writing.
8. A motion or amendment before the Chair may be reworded by the mover subject to leave of the meeting.
9. Except in Committee, no Member may speak more than once to any question, except that the mover of a motion (but not of an amendment) has a right of reply, which reply closes the debate. An amendment is to constitute a separate question from the original motion and from any other amendment.
10. A Member moving a motion or amendment is 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.
11. When an amendment is before the Chair, discussion must be confined to that amendment. No further amendment may be proposed until the amendment before the Chair is disposed of. If an amendment is adopted, the original motion amended becomes and is treated as the motion. An amendment must be relevant to the question and not a negation of the original motion.
12. The Chair must, as far as practicable, call on speakers for and against a motion or amendment alternatively, subject to the right of the seconder to speak immediately after the mover. If 2 consecutive speakers have both 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 must (subject, in the case of a motion, to the mover's right of reply) be put without further debate.
13. Any Member may raise a point of order, which will take precedence over all other business, and which will be open to discussion. The point must be raised at the time the alleged

- irregularity occurred. An explanation or contradiction must not constitute a point of order.
14. Any Member disagreeing with the Chair's ruling on a point of order may move dissent. The Chair must then vacate the Chair and such motion must be put forthwith without debate.
 15. On an equality of voting, the Chair must declare the question resolved so as to maintain the status quo.
 16. 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, must be put without amendment or debate. The Chair has absolute discretion to accept or refuse the motion. The Chair may also choose to put the question where it is considered that adequate discussion has taken place. In either case the mover of a motion retains the right of reply. If an amendment is before the Chair, the closure motion is deemed to close the debate on the amendment only.
 17. 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 must be put without amendment or debate. No other motion, except the closure motion or a motion dealing with the speaker's time, may be moved while a speaker has the floor.
 18. 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 is open to debate and must be debated together with the original motion. If carried, the original motion must not be dealt with further. If lost, the original motion must 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 may it be put till all amendments have been disposed of.
 19. A Member may move, "That the debate (or meeting) be now adjourned". Discussion will be in order but only amendments as to time and/or place will be permitted. The motion must take precedence over other business before the Chair except points of order.
 20. Standing Orders 1 to 19 or any of them may be suspended by a majority of those present. A motion to this effect will be open to debate.
 21. No Member may reflect on the vote of a meeting except on a motion for the rescission of any resolution previously adopted. No Member may reflect on a section of the Constitution or a Standing Order, except on a motion (of which due notice was given) to amend or repeal such section or Standing Order.
 22. No person may speak on any matter for more than 5 minutes without the agreement of the meeting.
 23. (a) A resolution passed at any meeting may be rescinded:
 - (I) at the same meeting only if 3/4 of the Members present and voting, vote in favour of such rescission; or
 - (II) at a subsequent meeting if notice of intended rescission is given in writing, in sufficient time for it to be included in the notice convening the subsequent meeting.
 24. The Chair may defer discussions, or voting, on any matter for the purpose of obtaining expert advice.
 25. The Chair must not make statements from the chair on matters before the Chair but may vacate the Chair to make statements during which time a temporary Chair is to be appointed, unless by consent of the meeting, following a motion duly moved and seconded and passed by a majority of Members present.

26. Notwithstanding anything in these Standing Orders, any decision made by a validly constituted meeting is not void by reason only of a departure from these Standing Orders which was not detected until after the decision had been made.
27. Alterations to the Standing Orders may only be made by a general meeting after due notice has been given.
28. Any matters not dealt with in the above Standing Orders are to be governed by the customary procedure at meetings.

NOTES ON THE CONSTITUTION

1. Because, from time to time, some members of a committee may have had little experience in the administration of voluntary bodies, and each generally serves for only a relatively short time, we have spelled out, in some detail, the procedures that need to operate if efficient management is to be enjoyed. This should facilitate continuity of operations from Committee to Committee.
2. We believe the Constitution should reflect to outside persons and organisations a desire to be seen as a responsible and competent body, alert to the need for, and principles of, sound administration.
3. Our view is that a Constitution must be certain in its intent and expression and our drafting of it is so intended.
4. In drafting the original Constitution note was taken of the substance covered in the CCEGGSP&F Association's Constitution, the model Constitution issued by the P&C Council of the ACT, various other constitutions of incorporated bodies and the *Associations Incorporated Act 1991* (ACT).
5. The Constitution was reviewed and updated in 2009, 2016, 2019 and again in 2022.
6. The 2009 and 2022 reviews considered the issue of insurance. While the Constitution makes provision for ensuring that there is appropriate insurance in place for volunteers, it is considered that it is also important that people who need to know are informed about any conditions on the insurance. Therefore, the Management Committee needs to ensure that such people (eg the organisers of the fete) are provided with information about the conditions on the insurance.
7. The provision about appointment of the Radford Board nominee was updated in 2009 but then removed in 2022 following a governance review of the Radford Board.
8. Some provisions are directed at fostering vitality by facilitating a breadth of participation in the affairs of the Association eg: a limitation on the terms of service on the Management Committee and upon the Board.
9. There must be a regular communication between the Management Committee and Parents and between the Management Committee and the College.
10. While membership by Friends has been provided for, we have aimed to ensure control by parents/guardians and preservation of their interests.
11. Our approach is based on the philosophy that the principal agents in the education of children are the parents; that such education will be best fostered and developed if it is seen as a process of partnership between parents and the College.