

# Constitution



## ACT Parents Inc

*The P&C and parent voice on public education*

*Association No: A00351*

**Last Amended May 2025**

**ACT Parents is the representative body for Parent & Citizens associations in the ACT. ACT Parents represents parents and carers in ACT public schools.**

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We acknowledge the traditional custodians of the lands and waters where we live, work and learn, and pay our respects to elders past, present, and future.

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## 1. Name

The name of the association is ACT Parents Inc.

## 2. Interpretation

In this Constitution, except where expressly excluded by the context, all words importing the singular or plural number shall include plural or singular number respectively, and all words importing the masculine or feminine gender shall include the feminine or masculine gender respectively.

## 3. Definitions

In this Constitution, unless the contrary intention appears:

"the Act"	means the <i>Associations Incorporation Act 1991</i> ;
"ACT"	means the Australian Capital Territory;
"the Association"	means ACT Parents Inc;
"the Directorate"	means the ACT Education Directorate;
"office bearers"	means the President, Vice Presidents, Secretary, and Treasurer,
"P&C member body"	means any Parents' and Citizens' Association or body similarly connected to a government school which is a member of the Association in accordance with Clause 8 of this Constitution;
"P&C member representative"	means a person appointed by a P&C member body to represent their P&C at general meetings of ACT Parents;
"peak committees"	means those committees or other bodies which have on-going policy functions with respect to all aspects of the ACT Government school system, and which are recognised by the Association at its Annual General Meeting;
"policy"	means the considered formulation of the collective views of the Association on issues of significance to public schooling in the ACT as agreed at a biannual policy review;
"secretariat"	means the office of the Association as described in the By-laws;
"secretary"	means Secretary of the Association;

## **4. Objects and Purposes**

The objects and purposes of the Association are:

- (a) to foster an ACT public education system of the highest quality, recognising the human and educational rights of all children, as well as respecting the cultural values, religious beliefs and the democratic rights of parents and carers. All other Objects and Purposes are to be focused towards this goal.
- (b) to foster and support all bodies of parents and citizens in the ACT Government school system, in the pursuit of their objectives and purposes, to the extent to which those objectives and purposes are compatible with those of the Association;
- (c) to make representations on behalf of any P&C member body or individual member or on the Association's own behalf to any authority which may, for the time being, have responsibility in any matter affecting education in ACT Government schools;
- (d) to further the interests of public education in Australia and in particular in the ACT, to affiliate and/or co-operate with any other bodies and having similar aims;
- (e) to form a not-for-profit organisation to encourage close co-operation and the exchange of information and ideas on education between teachers, parents, carers, students and the community;
- (f) to represent the interests of public-school parents and carers broadly on issues related to the ACT public education system.

## **5. Functions**

Consistent with the objectives and purposes of the Constitution, the functions of Association are, monitoring and taking necessary action in relation to:

- (a) the education, safety and well-being of all students enrolled in Government schools in the ACT;
- (b) other matters affecting the operation or administration of Government schools in the ACT;
- (c) undertaking and/or sponsoring research on matters relating to education in the ACT and
- (d) initiating and/or co-operating with other organisations, in projects concerned with promoting community interest and activity relating to education in the ACT.

## **6. Powers**

The powers of the association are:

- (a) to set fees for membership with the Association;

- (b) to borrow and raise money, other than under (c), in such manner and on such terms as the Association may direct or approve by resolution passed by two-thirds of delegates present and entitled to vote at a General meeting of which due notice has been given; and
- (c) to secure the repayment 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, as passed at a General meeting by two thirds of delegates present and entitled to vote.
- (d) to approve an annual budget for each financial year;
- (e) to invest any moneys of the Association not immediately required for any of its objects or purposes;
- (f) to make gifts, subscriptions or donations to any fund, association or institution consistent with the objects and purposes of the Association; to publish materials for the promotion of the objects and purposes of the Association;
- (g) to engage and employ staff on a full time, part-time, or casual basis as approved by the Association; and
- (h) to do all other things necessary, incidental or conducive to the attainment of the above objects and purposes.

## **7. Membership**

- (a) Membership of ACT Parents shall consist of:
  - (i) P&C member bodies;
  - (ii) Individual members; and
  - (iii) Honorary life members.
- (b) Each category of membership shall have the roles within the organisation set out in this constitution.

## **8. P&C Member Bodies**

- (a) Any body of parents and citizens associated with a single Government school in the ACT and the objects and purposes of which are consistent with those of the Association shall be eligible to become members of the Association.
- (b) Any body wishing to become a member of the Association shall apply in writing to the Secretary and upon the Association being satisfied as to its eligibility such body shall be admitted as a P&C member body on payment of the membership fee.

- (c) Any P&C member body whose fees are more than twelve months in arrears shall not participate in the affairs of the Association.
- (d) Membership shall terminate, automatically:
  - (i) when fees are two years or more in arrears;
  - (ii) upon the dissolution or winding up of any member body; or
  - (iii) upon receipt of written notice of cessation
- (e) Any P&C member body whose membership has terminated under Clause 8(d)(i) shall not be eligible to rejoin the Association until an arrears of fees have been paid in full, unless, because of extenuating circumstances, the Association determines otherwise.
- (f) P&C member bodies shall be entitled to one representative to attend, speak and vote at meetings.
- (g) In the absence of any member representative from any meeting of the Association, any member of the P&C member body's executive committee may represent their organisation in the same manner as their nominated member representative.

#### ***Notification of P&C Member representatives and Office Bearers***

- (h) P&C member bodies shall notify the office of the names of their President, Secretary, Treasurer, P&C member representative, and any changes therein between elections, within 14 days of those elections or such other changes in office bearers.

### **9. Individual Membership**

- (a) Any parent or carer of an ACT public school student may apply for individual membership of the Association.
- (b) Any individual wishing to become a member of the Association shall apply in writing to the Secretary and upon the Association being satisfied as to their eligibility such individual shall be admitted as an individual member of the Association on payment of the membership fee.
- (c) Individual members will be entitled to:
  - (i) attend and speak at General meetings of the Association
  - (ii) vote on formal motions of the Association once they have been a member for 90 calendar days
  - (iii) nominate for any Association committees or working groups including the Executive Committee.

- (d) An individual member ceases to be a member of the Association:
  - (i) if the person dies; or
  - (ii) on ceasing to meet the membership eligibility requirements; or
  - (iii) by providing notice in writing to the Secretary.

## **10. Life Membership**

- (a) Persons who have made a very significant contribution to the role and work of the Association may be awarded life membership of the Association.
- (b) The entitlements of life membership are to:
  - (i) attend and speak at General meetings of the Association
  - (ii) vote on formal motions of the Association
  - (iii) nominate for any Association committees or working groups including the Executive Committee.
- (c) Criteria and procedures for the award of Life Membership of Council are to be determined by the Association at a General Meeting.
- (d) The Association may co-opt or appoint Life Members to represent the Association or to fill advisory or other positions relevant to the roles and purposes of the Association.
- (e) Awards of life-membership made prior to this clause coming into force take effect under this constitution from the date of commencement of this clause. Life-membership awarded by the ACT Council of Parents and Citizens Association is recognised by and carries over to ACT Parents Inc.

## **11. Membership Fees**

Membership fees shall be fixed by the Association from time to time and shall be payable within 30 days of invoice date.

## **12. Limited Liability of Members**

The liability of members is limited in accordance with the Associations Incorporation Act of the ACT: namely, individually members shall not be liable to contribute towards the payment of the

debts and liabilities of the Association, or the costs, charges and expenses of a winding up of the Association except in respect of membership fees outstanding.

### 13. Disclosure of members' interests

- (a) In accordance with sections 65 and 65A of the Act, a member must disclose a material personal interest in a matter under consideration by the association as soon as possible to:
  - (i) the committee; and
  - (ii) must be recorded in the minutes of a general meeting.
- (b) A member does not need to disclose a material personal interest that exists **only** because the member:
  - (i) is an employee of the association; or
  - (ii) is a member of a class of people for whose benefit the association is established; or
  - (iii) where the interest is one held in common with all, or a substantial proportion of, the members of the association.
- (c) Disclosure of material personal interest(s) to the committee and general meeting must detail:
  - (i) the nature and extent of the interest; and
  - (ii) the relation of interest to the activities of the association; and
  - (iii) identify any interest in a contract or proposed contract.
- (d) A member with a material personal interest in a matter under consideration of the Association must not:
  - (i) be present while the matter is being considered, or
  - (ii) vote on the matter.
- (e) Where a disclosure has been made in accordance with sub-clauses (a) to (d) above or is not required in accordance with clause 13 of these rules:
  - (i) a contract does not need to be avoided by the association; and
  - (ii) the member is not liable to account for profits derived from the contract.

### 14. Dispute Resolution Procedure

- (a) This procedure will be used to resolve a dispute arising between:
  - (i) a member and another member of the association; or



- (ii) a member and the association.
- (b) A member must not initiate a dispute resolution procedure in relation to a matter that is the subject of a disciplinary procedure (under clause 15) until the disciplinary procedure is complete.
- (c) Once a dispute resolution procedure is initiated, disciplinary action cannot begin until the dispute is resolved.
- (d) Parties must attempt to resolve a dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (b) If parties are unable to resolve the dispute between themselves within 28 days, all parties must within 10 days:
  - (i) notify the committee of the dispute; and
  - (ii) agree to or request the appointment of a mediator; and
  - (iii) attempt in good faith to resolve the dispute by mediation.
- (f) The mediator must be:
  - (i) a person chosen by agreement between the parties; or
  - (ii) where the parties cannot agree on a mediator:
    - a person appointed by the committee for disputes between a member and another member; or
    - a person appointed by the Association
- (g) The mediator appointed may be a member or former member of the association, but must not be a person who:
  - (i) has a personal interest in the dispute; or
  - (ii) is biased in favour of or against any party.
- (h) The mediation process must:
  - (i) give each party every opportunity to be heard; and
  - (ii) allow due consideration by all parties of any written statement submitted by any party; and
  - (iii) ensure that natural justice is provided to the parties throughout the mediation process.
- (i) The mediator must not determine the dispute.
- (j) If mediation does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **15. Managing non-compliance and prejudicial behaviour**

- (a) If the Executive Committee is of the opinion that an individual member, life member or a member organisation has, of itself or acting through its representative —

- (i) persistently refused or neglected to comply with a provision of this constitution or the By-Laws made under it; or
  - (ii) persistently and wilfully acted in a manner prejudicial to the interests of the Association;
- the Executive Committee may, by resolution —
- (iii) suspend a member's right to speak and vote at the Association's meetings; or
  - (iv) suspend the member from the rights and privileges of membership of the Association, as that the Executive Committee may decide, for a specified period.
- (b) A resolution of the committee under subsection (a) is of no effect unless the Executive 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 subsection (c), confirms the resolution in accordance with this section.
- (c) If the committee passes a resolution under subsection (a), the secretary must, as soon as practicable, serve a written notice on the individual member, life member or President of the member association—
- (i) setting out the resolution of the Executive Committee and the grounds on which it is based; and
  - (ii) stating that a representative of the member may address the committee at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice; and
  - (iii) stating the date, place and time of that meeting; and
  - (iv) informing the member that their representative may do either or both of the following:
    - (1). attend and speak at that meeting;
    - (2). submit to the Executive Committee at or before the date of that meeting written representations relating to the resolution.
- (d) Subject to the Act, section 50, at a meeting of the committee mentioned in subsection (b), the committee must:
- (i) give to the member organisation or individual or life member mentioned in subsection (a) an opportunity to make oral representations; and
  - (ii) give due consideration to any written representations submitted to the Executive Committee at or before the meeting; and
  - (iii) by resolution decide whether to confirm or to revoke the resolution of the committee made under subsection (a).

- (e) If the committee confirms a resolution under subsection (a), the Secretary of the Association must, within 7 days after that confirmation, by written notice inform the President of the member organisation of that confirmation and of the member's right of appeal.
- (f) A resolution confirmed by the committee under subsection (e) does not take effect—
  - (i) until the end of the period within which the member organisation is entitled to appeal against the resolution if the member does not exercise the right of appeal within that period; or
  - (ii) if within that period the member organisation exercises the right of appeal—unless and until the association confirms the resolution in accordance with Clause 15 (e).

## **16. Right of Appeal**

- (a) A member organisation or individual or life member may appeal to a General Meeting of the Association against a resolution of the committee that is confirmed under Clause 15, within 7 days after notice of the resolution is served on the President of the member organisation, by lodging with the secretary a notice to that effect.
- (b) On receipt of a notice under subsection (a), the Secretary must notify the Executive Committee, which must call a general meeting of the Association to be held within 21 days after the date when the secretary received the notice or as soon as possible after that date.
- (c) Subject to the Act, section 50, at a general meeting of the association called under subsection (b)—
  - (i) no business other than the question of the appeal may be transacted; and
  - (ii) the committee and the member organisation or delegate must be given the opportunity to make representations in relation to the appeal orally or in writing, or both; and
  - (iii) the members present must vote by secret ballot on the question of whether the resolution made under Clause 15(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 15(d), that resolution is confirmed.
- (e) If the meeting fails to pass the proposed resolution, the delegates or member organisation dealt with in that resolution continue to have full rights under this constitution.

## **17. Finances**

### ***Funding Sources***

- (a) The Association may receive funding from:
  - (i) Membership fees paid by members
  - (ii) Government departments in the form of a Grant-in-Aid
  - (iii) Other grant-based funding
  - (iv) Fees for services provided
  - (v) Donations

### ***Financial Management***

- (b)
  - (i) The financial year of the Association shall be from 1 July to 30 June next.
  - (ii) Subject to any resolution passed by the Association in General Meetings, the funds of the Association must be expended according to the annual budget and must be used for the objects and purposes of the Association.
  - (iii) Funds received shall be deposited into appropriate accounts as resolved by the Executive Committee.
  - (iv) All financial transactions must be authorised by any two members of the Executive Committee or employees authorised to do so by the Executive Committee.
  - (v) The Executive Committee may approve the use of a credit card to no more than three officers and/or employees of the Association. The Executive Committee is to determine and monitor the terms of use of any such cards.

## **18. Management - Executive Committee**

- (a) There shall be an Executive Committee of the Association.
- (b) The Executive Committee shall act upon and in accordance with decisions of and directives from General Meetings of the Association, including the biannual policy reviews, provided they are within the Objects and Powers of the Association.
- (c) The Executive Committee shall otherwise have responsibility and authority for the management of the affairs of the Association subject to the provisions of this Constitution.
- (d) The Executive Committee of the Association shall comprise the following:
  - (i) the President;

- (ii) two Vice-Presidents;
  - (iii) the Secretary;
  - (iv) the Treasurer;
  - (v) the Immediate Past President (subject to (e) below);
  - (vi) nine other P&C member representatives/parents/carers/citizen members;
  - (vii) the Executive Officer of the Association, as an ex-officio member with no voting rights.
- (e) The Immediate Past President mentioned in (d) above shall be the member last holding the office of President, and shall be a member of the Executive Committee, for a term of 12 months after ceasing to hold the office of President.
- (f) The members of the Executive Committee, with the exception of (d) (v) shall be elected from persons who at the time of their election are P&C member representatives, office bearers of P&C member bodies, individual members or life members, which are financial.
- (g) The members of the Executive Committee elected at the Annual General Meeting, shall take office or function as members of the Executive Committee as appropriate, from and including the day after their election or appointment. Subject to this Constitution, they shall continue to hold office or serve as members of the Executive Committee until other persons who are eligible to succeed them are elected or appointed, or they are no longer eligible to serve by resignation or for any other reason.
- (h) No person may occupy the position of President for more than three (3) consecutive years.
- (i) No person may occupy the position of Treasurer for more than three (3) consecutive years.
- (j) No person may occupy the position of Secretary for more than three (3) consecutive years.
- (k) The Executive Committee shall have the discretionary power to co-opt, in an advisory capacity and for a specific purpose only, any person(s) who may or may not be a member or member representative. That person may be co-opted for any period of time until the next election for the Executive Committee.
- (l) A member of the Executive Committee shall not be removed from office except at a Special General Meeting of the Association convened for that purpose.
- (m) A member of the Executive Committee, except for the Immediate Past President shall be deemed to have vacated their office if they are absent without leave or reasonable cause from four consecutive meetings including meetings of the Association and the Executive Committee.

- (n) In the event of any position on the Executive Committee becoming vacant, except that of Immediate Past President such vacancy shall be filled by election of which due notice has been given, at the next General Meeting of the Association. The person so elected shall hold office until the next ensuing Annual General Meeting, subject to this Constitution.
- (o) The Executive Committee shall meet 8 times per year, during school terms, as agreed by the Executive Committee.
- (p) The Executive Committee, following its election at the Annual General Meeting, shall review the authorised signatories to the Association's accounts and the procedure for the management of the Association's finances in accordance with the Australian Accounting Standards.
- (q) The Association may establish at a General or Executive Committee Meeting any sub-committee deemed necessary, to operate in the manner determined by that meeting.
- (r) In a situation where a decision of the Executive Committee is required before it is practicable to arrange a meeting an out of session motion should be circulated by email for endorsement by the majority of Executive Committee members.
- (s) The Executive Committee shall, at the Annual General Meeting, appoint one of its Officers who is resident in the ACT to be the Public Officer pursuant to the ACT Associations Incorporation Act subject to that Officer acknowledging in writing that they note and accept the duties and responsibilities of that office as set out in the Associations Incorporation Act. That Officer shall forthwith act in accordance with the requirements of that Act in relation to their appointment.

### ***The Secretary***

- (t) The Secretary, through the Association's employed staff shall ensure that:
  - (i) correspondence is dealt with including distributing correspondence or copies thereof to members of the Executive Committee or delegates as appropriate;
  - (ii) correspondence is prepared as required by the Association and the Executive Committee;
  - (iii) copies of all correspondence are kept for a period as determined by the Executive Committee;
  - (iv) notice is given in accordance with this Constitution, and any bylaws made under it, of any meetings of the Association or sponsored by the Association;
  - (v) in consultation with the President, the decisions of General or Executive Committee Meetings of the Association are implemented;
  - (vi) a register of P&C member bodies, their member representatives and office bearers, individual and life members is maintained;

- (vii) minutes are kept of all General and Executive Committee and other formal meetings held in the name of the Association;
- (viii) member representatives of each P&C member body, individual and life members receive copies of the Minutes of all General Meetings before the next General Meeting.

### **The Treasurer**

- (u) The Treasurer shall, through the Association's employed staff:
  - (i) ensure all moneys belonging to the Association are received and deposited into the Association's accounts;
  - (ii) ensure all payments properly authorised in accordance with this Constitution and the By-laws of the Association are made;
  - (iii) ensure such books and accounts are kept as the ACT Government and/or the Executive Committee directs;
  - (iv) ensure that the books and accounts of the Association are audited at the end of each financial year of the Association;
  - (v) in consultation with the President and employees, develop and recommend an annual budget to the Association
  - (vi) furnish to the Executive Committee for presentation to the Annual General Meeting of the Association:
    - 1. a report on the financial position of the Association at the end of the financial year of the Association immediately preceding the Annual General meeting;
    - 2. a profit or loss statement of the Association for the financial year;
    - 3. a statement of the assets and liabilities (balance sheet) of the Association at the end of that financial year;
  - (vii) in consultation with the President implement decisions of General Meetings or an Executive Committee meeting of the Association relating to the Association's finances; and
  - (viii) submit in writing to each regular meeting of the Association's Executive Committee an outline statement of the Association's financial situation, including the profit & loss statement and balance sheet.

### **19. Secretariat**

- (a) Unless otherwise determined by the Association or the Executive Committee, the President shall direct and control staff employed by the Association, and may do so only

in accordance with duties for which the employment was approved and as set down in the contract of employment.

- (b) Remuneration, hours of duty, and other conditions of employment shall be determined by the Executive Committee which shall have regard to the relevant Award.
- (c) The Executive Officer of the Association is approved by the Executive Committee to sign any contracts, submissions, letters or other relevant documents on behalf of the Association, which have been agreed by or considered by the Executive or are in pursuant of the Association's daily business and within the Association's approved budget and strategic plan.

## **20. Auditor**

- (a) A suitably qualified person not being a member or member representative of the Association, shall be appointed at the Annual General Meeting each year as the Auditor of the Association and that person shall carry out audits of the books and accounts of the Association as required by this Constitution.
- (b) Where there is a vacancy in the office of the Auditor or where the Auditor is for any reason unable to perform the Auditors' duties the Executive Committee shall appoint another person to act as Auditor.
- (c) The Auditor shall be paid such fees as are determined at an Executive Committee meeting of the Association.
- (d) The Auditor shall, after receipt of the report and statement referred to in Clause 18(u)(vi) above, audit the financial vouchers, records and other relevant documents of the Association, and certify whether or not, in the Auditor's opinion, the financial statements are properly drawn up and present a true and fair view of the Association's affairs and operations.

## **21. Policy**

- (a) Policy provides the framework within which ACT Parents representatives are to operate.
- (b) Policy may only be agreed at a biannual policy review.
- (c) Executive shall call a policy review twice each year to be held in conjunction with a General Meeting.
  - (i) At least 14 days notice of the time, date and place of the policy review shall be given in writing to all affiliated bodies.
- (d) The Association may agree upon interim policy at a General meeting provided that:
  - (i) at least 14 days notice of the motion to amend or propose new policy is given, in writing, to all affiliated bodies; and.



(ii) interim policy be subject to ratification, amendment or rejection at the next policy review.

- (e) A document detailing the Association's policy shall be made available to all affiliated bodies.

## **22. General Meetings**

### ***Annual General Meetings***

- (a) Annual General Meetings
- (i) The Annual General Meeting of the Association shall be held in term 4, but no later than the end of November at such place and time as the Executive Committee determines.
  - (ii) The President shall present to each Annual General Meeting of the Association a written report outlining the activities and achievements of the Association during the year since the previous Annual General Meeting, and any other pertinent matters.
  - (iii) The Treasurer shall present to each Annual General Meeting of the Association in writing:
    - 1. The Treasurer's Report and Statements referred to in Clause 18(u)(vi) above; and
    - 2. the Auditor's certificate and report on the audit of the books, accounts, the above statements and the finances of the Council for the financial year preceding the Annual General meeting.
  - (iv) The agenda of the Annual General Meeting shall be:
    - Acknowledgement of Country
    - Apologies
    - Minutes of previous Annual General Meeting
    - Matters arising there from
    - President's report (to be in writing)
    - Treasurer's report (to be in writing)
    - Election of office bearers and other Executive Committee members and representatives to external bodies.
    - Appointment of an Auditor and if appropriate fixing of audit fees
    - Urgent general business
    - Other items of which due notice has been given.

### ***Special General Meetings***

- (b) Special General meetings
- (i) The Executive Committee shall call a Special General Meeting when not less than five financial affiliated bodies request such a meeting in a written notice, specifying the purpose(s), given to the Secretary.

- (ii) A Special General Meeting shall be held on a date not later than 21 days after the date on which the notice in (i) above was given to the Secretary.
- (iii) The Executive Committee shall notify all P&C member bodies, individual and life members of the date, place, time and purpose(s) fixed for the Special General Meeting.

### ***Other General Meetings***

- (c) Other General Meetings
  - (i) The Secretary shall convene a General Meeting of the Association at least once every school term.
  - (ii) Subject to clause 22(c) (i) the Executive Committee may convene a meeting of the Association when it considers it necessary and should aim to hold 2 additional meetings beyond those required under (i) above.

### ***Notice of Meetings***

- (d) Notice of Meetings
  - (i) The Secretary shall give to each P&C member body, individual and life member not less than 14 days notice of the time, date and place fixed for the holding of the Annual or any other general meetings, except Special or reconvened General Meetings.
  - (ii) The Secretary shall give at least 21 days notice of the time, date, place and business to be transacted at a Special General Meeting.
  - (iii) At least 14 days notice shall be given of a motion on notice at any General Meeting, except Special General Meetings. Motions can be moved from the floor in the course of any meeting, except those convened to hear an appeal against a disciplinary action.

### ***Conduct of Meetings***

- (e) Conduct of Meetings
  - (i) The President, or in his/her absence, one of the Vice-Presidents shall chair all General and Executive Committee meetings unless the meeting decides that an alternative Chairperson shall assume that responsibility.
  - (ii) If at the expiry of half an hour after the time fixed for holding any General or Executive Committee meeting, a quorum is not present, the meeting shall stand adjourned to a date to be fixed by the Executive Committee, being not later than 21 days from the date set for the adjourned meeting. The Secretary shall then notify each affiliated body in the case of General Meetings, or each Executive member in the case of Executive Meetings, of the time, place and date of the adjourned meeting.

- (iii) If at a reconvened adjourned General or Executive Committee meeting, a quorum is not present within half an hour of the time for the holding of the meeting, the P&C member representatives, individual and life members present shall constitute a quorum.
- (iv) All general meetings shall be conducted in accordance with the Bylaws of the Association.

## 23. Quorum

- (a) At any General Meeting, and subject to Clause 22(e) (iii) above, 1 delegate from each of at least 12 different member bodies shall constitute a quorum.
- (b) At any meeting of the Executive Committee five (5) members shall constitute a quorum provided two are office bearers, one of which is the President or a Vice President.
- (c) Any P&C member representative, individual or life member attending a General, Policy or Executive meeting via tele or video conferencing shall be deemed to be present for that meeting and count towards the quorum.

## 24. Voting at Meetings

- (a) Each P&C member representative, individual member and life member at a General Meeting, and each member of the Executive Committee at Executive Meetings is entitled to only one vote on each motion put to the meeting.
- (b) The Chairperson presiding at any meeting has a deliberative vote and does not have a casting vote.
- (c) Individual members may only vote once they have been a member of the Association for at least 90 days.
- (d) In order for a vote to pass at a General Meeting the following two conditions need to be met:
  - (i) the support of over 50 per cent of all members entitled to vote (P&C member representatives, individual members and life members), and
  - (ii) the support of over 50 per cent of P&C member representatives.
- (e) In order for a special resolution to pass the following two conditions need to be met:
  - (i) the support of over 75 per cent of all members entitled to vote (P&C member representatives, individual members and life members), and
  - (ii) the support of over 50 per cent of P&C member representatives.
- (f) Voting shall be by those present and able to vote by a show of hands or by voice for those on teleconferencing, but if one third of delegates present so request, voting on any motion shall be conducted by secret ballot except for those on tele or video conferencing.

- (g) No proxy votes will be allowed.

## **25. Elections**

- (a) The Executive Committee shall be elected from persons who are member representatives, P&C member body officer bearers, individual members and life members, which are financial at the time of the elections.
- (b) Nominations for the Executive Committee shall be called for 14 days before the date of the election.
- (c) Nominations shall be in writing signed by a nominator and a seconder, both of whom must be either a P&C member representative, a P&C member body officer bearer, an individual member or life member, financial at the date of nomination, accepted in writing by the nominee, and be in the hands of the Secretary by the close of nominations. At the Annual General Meeting this will be half an hour after commencement of the meeting.
- (d) Where only sufficient, nominees are nominated to fill the respective vacancies those nominees shall be declared by the Chairperson or Returning Officer to be elected.
- (e) Where insufficient nominations are received to fill all vacancies, nominations shall be called for at the meeting to fill the remaining vacancies. If nominations are still not forthcoming the Executive Committee may invite a person to fill any remaining vacancy or continue to call for nominations and elect a candidate when available.
- (f) If more than one nomination is received for a particular office or vacancy the members attending the meeting shall elect the required number of nominees by secret ballot.
- (g) Voting shall be by an optional preferential system to be decided by the Executive Committee.
- (h) During elections the chair shall be occupied by a person who is not a candidate in the election and is not affiliated with a school which has a candidate in the election.

## **26. Election of Representatives to Peak Committee(s)**

- (a) Only persons who are members of a P&C member body which is financial, individual members or life members shall be eligible for election as a representative to a peak committee.
- (b) Election of representatives to peak bodies will be conducted in the same manner as for Council's Executive Committee members in clause 25.
- (c) Where only sufficient persons are nominated to fill the respective vacancies those nominees shall be declared by the Chairperson to be elected.

- (d) If insufficient nominations are received the Executive Committee may appoint a representative or representatives until the next Annual General Meeting of the Council.
- (e) Where a representative appointed to a peak committee is aware that he/she will be unable to attend three consecutive meetings of the committee and where arrangements for a peak committee permit, the Association may call for nominations from amongst its members to act as its representative on the peak committee during any absence of the representative, the decision on the selection of a candidate shall be determined by a secret ballot at a General Meeting of which due notice has been given.
- (f) In case of casual vacancies Executive Committee is empowered to make interim appointments whilst the process outlined in this Clause proceeds.

## **27. Election of Representatives to Other Bodies**

Representatives to committees and bodies other than peak committees shall be nominated and selected at a General Meeting in the same manner as applies in respect of election to the Executive Committee.

## **28. By-Laws**

- (a) By-laws provide a convenient but durable form in which procedures and other matters relating to the operations of the Association may be set out.
- (b) The Executive Committee of the Association at a meeting properly convened and constituted may make By-laws and amendments thereto, not inconsistent with this Constitution, prescribing matters which by this Constitution are required or permitted to be required or which may be necessary or expedient for the conduct and management of the affairs of the Association. Such By-laws and amendments shall be notified to affiliated bodies as soon as practicable after being made and shall not become effective until 28 days after the date of posting of the new By-laws or amendments.

## **29. Postal Address**

For the purposes of this Constitution and for the carrying on of the business of the Association, the postal address of the Association shall for the time being, be as determined by the Executive Committee and notified in the By-laws.

## **30. Administrative Office Address**

The Executive Committee shall determine and notify in the By-laws the address to be regarded as the Administrative Office of the Association, whenever that may be necessary.

### **31. Notifications**

All requirements of notification by the Association to its members shall be deemed to have been complied with if the notification is forwarded by email to the President or Secretary of a member body or to the email address notified by an individual or life member.

### **32. Relationship with P&C member bodies**

Nothing contained in this Constitution shall in any way prejudice or give the Association or its Executive Committee any power whatever to interfere with the right of any P&C member body to determine the conduct of its own affairs.

### **33. Custody of Books**

The records, books and other documents of the Association shall remain in the custody of the Association's office.

### **34. Inspection of Books**

- (a) If a member of the Association wishes to inspect the records, books and other documents of the association, they shall apply in writing to the Secretary
- (b) The Secretary shall facilitate the inspection of the books at the Association's office.
- (c) Members of the Association cannot inspect records pertaining to confidential information provided to the Association by the ACT or Commonwealth governments, their agencies, or public services.
- (d) Inspection of the Association's records shall be free of charge.

### **35. Public Statements**

Public Statements on behalf of the Association shall be made only by the President or their delegated nominee, provided that they, or their nominee has the previous agreement of at least two other members of the Executive Committee one of whom shall be a Vice President or the Secretary.

### **36. Dissolution of the Association**

- (a) The Association shall not be dissolved except on the vote of members at a Special General Meeting called for that purpose.
- (b) The assets of the Association on winding up, will only be transferred to another not-for-profit organisation.

### **37. Amendment of this Constitution**

- (a) At least 21 days notice in writing must be given of any meeting at which proposals to amend this Constitution will be considered. The notification must include the full text of the proposed amendment and a statement of the reasons for and the background of the proposed changes.
- (b) This Constitution may be amended by special resolution at any General Meeting of the Association.
- (c) An amendment to the objects and purposes of the Association shall not be effective until approved by the Registrar-General.