

Constitution of

Ipswich Girls'
Grammar School including
Ipswich Junior Grammar
School
Parents and Friends'
Association Inc

IA17357

**CONSTITUTION OF THE IPSWICH GIRLS' GRAMMAR SCHOOL
INCLUDING IPSWICH JUNIOR GRAMMAR SCHOOL
PARENTS AND FRIENDS' ASSOCIATION INC.**

NAME

1. Name

(1) The name of the incorporated association shall be:-

**Ipswich Girls' Grammar School Parents and Friends' Association including
Ipswich Junior Grammar School Inc.**

(in these rules called "the Association")

OBJECTS

2. Objects

The objects for which the Association are established are:-

- (1) To advance the interests of Ipswich Girls' Grammar School including Ipswich Junior Grammar School (in these rules call "the School") and the welfare of the students of the school and to represent the interest of the parents and friends;
- (2) By means of Auxiliaries to conduct services and activities deemed suitable;
- (3) To assist in any of the School functions and in any efforts for the betterment of the school, and the provision of amenities as the Association may deem fit;
- (4) To use any profits of the Auxiliaries not otherwise used or allocated by the Auxiliary, and to use any other income for the above purposes or any other purpose which the management committee may decide;
- (5) Abide by and support the philosophy and goals of the Board of Trustees of Ipswich Girls' Grammar School including Ipswich Junior Grammar School;
- (6) To establish and maintain close liaison with the Principal & CEO and Board of Trustees on all matters affecting the school.

POWERS

3. Powers

The powers of the Association are:

- (1) To subscribe to, become a member of and cooperate with any other association, club or organisation, whether incorporated or not, whose objects are altogether or in part similar to those of the Association, but the Association shall not subscribe to or support with its funds any club, association or organisation which does not prohibit the distribution of its income and property among its members to an

extent at least as great as that imposed on the Association under or by virtue of part 10 of the Act;

- (2) In furtherance of the objects of the Association to buy, sell and deal in all kinds of articles, commodities, services and provisions, both liquid and solid, for the members of the Association or persons frequenting the Association's premises;
- (3) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of, or capable of being conveniently used in connection with, any of the objects of the Association, but in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- (4) To enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association;
- (5) To obtain from any such government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- (6) To appoint, employ, remove or suspend such managers, clerks, secretaries, employees, and other persons as may be necessary or convenient for the purpose of the Association;
- (7) To remunerate any person or body corporate for services rendered, to be rendered, and whether by way of brokerage or otherwise in placing or assisting to place or guaranteeing the placing of any unsecured notes, debentures or other securities of the incorporated association, or in or about the incorporated association or promotion of the incorporated association or in the furtherance of its objects;
- (8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management carrying out, alteration or control thereof;
- (9) To invest and deal in authorised trustee investments with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- (10) To take or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate carrying a government guarantee;
- (11) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate;
- (12) To guarantee and give guarantees of indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- (13) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and

further advances borrowed or to be borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debenture stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or any part of the incorporated association's property or assets present or future and to purchase, redeem or pay off any such securities;

- (14) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- (15) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- (16) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- (17) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the exception in paragraph (3) in this section;
- (18) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- (19) To print and publish any newspapers, periodicals, books, digital information or leaflets that the Association may think desirable for the promotion of its objects;
- (20) In furtherance of the objects of the Association to amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of rule 31 (11);
- (21) In furtherance of the objects of the Association to purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (22) In furtherance of the objects of the Association to transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated associations with which the Association is authorised to amalgamate;
- (23) To transact any lawful business in aid of the Commonwealth of Australia in the prosecution of any war in which the Commonwealth of Australia is engaged;
- (24) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association;

CLASSES OF MEMBERSHIP

4. Classes of Membership

- (1) Membership of the Association shall be open to all parents, guardians and other persons actively interested in the welfare of the school. There shall be two classes of membership of the Association, namely:
 - (a) Parents; and
 - (b) Friends.
- (2) There shall be no limit to the number of members of either class.

MEMBERSHIP

5. Membership

- (1) Every person who is a parent or guardian of a currently enrolled student at the school shall automatically be eligible for “Parents” membership of the Association.
- (2) Any person eligible for Parents membership, to officially be recognised as a Parents member with voting rights, must fill in a Membership Form and provide their contact details to the Secretary.
- (3) Parents membership will be current from the date of receipt of the Membership Form and shall remain until the last day of fourth term that the student leaves the school, or immediately upon the student leaving the school.
- (4) Any eligible Parents member may elect to not become a Parents member, by giving such advice in writing to the Secretary.
- (5) Any person who supports the objectives of the Association may apply for Friends membership by completing a Membership Form, and:
 - (a) must be proposed by 1 member of the association (the proposer) and seconded by another member (the seconder), and.
 - (b) Upon a majority vote in favour, the applicant will be admitted as a Friends member.
- (6) All applications for Friends membership shall be dealt with at the next committee meeting of the Association, and shall be decided by a majority of votes.
- (7) Friends membership shall remain current until notification of resignation of membership is received by the Secretary in writing, or if membership is removed by a majority vote of members.
- (8) The Principal, Members of the Board of Trustees, and School staff are all automatically eligible for Friends membership, and may become Friends members upon completion and lodgement of a Membership Form with the Secretary.
- (9) The secretary of the association must, as soon as practicable after the management committee decides to accept or reject an application, give the applicant a written notice of the decision.
- (10) Only Parents members are entitled to vote at any meeting of the Association, and the Annual General Meeting.

MEMBERSHIP FEES

6. Membership Fees

- (1) There will be no membership fee applicable.

WHEN MEMBERSHIP ENDS

7. When Membership Ends

- (1) A member may resign from the association by giving a written notice of resignation to the secretary.
- (2) The resignation takes effect on-
 - (a) the day and at the time the notice is received by the secretary; or
 - (b) if a later day is stated in the notice - the later day.
- (3) The management committee may terminate a member's membership if the member -
 - (a) is convicted of an indictable offence; or
 - (b) does not comply with any of the provisions of these rules; or
 - (c) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the association.
- (4) Before the management committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
- (5) If, after considering all representations made by the member, the management committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

8. Appeal Against Rejection or Termination of Membership

- (1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the person's intention to appeal against the decision.
- (2) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
- (3) If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal.
- (4) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.

- (5) Also, the management committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership should be terminated.
- (6) An appeal must be decided by a vote of the members present at the meeting.

REGISTER OF MEMBERS

9. Register of Members

- (1) The management committee must keep a register of members.
- (2) The register of members must include the following particulars for each member-
 - (a) the full name and residential address of the member;
 - (b) the date of admission as a member;
 - (c) the date of death or resignation of the member;
 - (d) details about the termination or reinstatement of membership;
 - (e) any other particulars the management committee or the members at a general meeting decide.
- (3) The register must be open to Parents members or election scrutineers, for inspection at all reasonable times.
- (4) However, before the member may inspect the register, the member must apply to the secretary to inspect it, giving the reason for inspection and seven days' notice in writing.
- (5) Only names of members will be made available, to respect the privacy of members' contact details.
- (6) Members are responsible for notifying the Secretary in writing, of any changes to their contact details.

SECRETARY

10. Secretary

- (1) If the association has not elected an interim officer as secretary for the association before its incorporation, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after incorporation.
- (2) If a vacancy occurs in the office of secretary, the members of the management committee must ensure a secretary is appointed or elected for the association within 1 month after the vacancy occurs.
- (3) The secretary must be an individual residing in Queensland, or in another State but not more than 65 km from the Queensland border, who is -
 - (a) a member of the association elected by the association as secretary; or
 - (b) any of the following persons appointed by the management committee-
 - (i) a member of the association's management committee;
 - (ii) a member of the association;
 - (iii) another person.

- (4) The management committee may appoint and remove the association's secretary at any time.

MEMBERSHIP AND ELECTION OF MANAGEMENT COMMITTEE

11. Membership and Election of Management Committee

- (1) The management committee of the Association consists of a president, senior vice-president, junior vice-president, secretary, treasurer, and any other members the Association members elect or appoint at a general meeting.
- (2) A member of the management committee, other than the secretary, must be a member of the association.
- (3) At each annual general meeting of the association, the members of the management committee must retire from office, but are eligible, on nomination, for re-election.
- (4) The President may not hold office for more than 3 consecutive years.
- (5) Employees of the Association are not eligible for nomination to any position of the Association's Executive management committee, excluding subcommittee positions.
- (6) A member of the management committee may only be elected as follows-
 - (a) any 2 members of the association may nominate another member (the **candidate**) to serve as a member of the management committee;
 - (b) the nomination must be-
 - (i) in writing; and
 - (ii) signed by the candidate and the members who nominated him or her; and
 - (iii) given to the secretary at least 7 days before the annual general meeting at which the election is to be held;
- (7) each member present at the annual general meeting may vote for any number of candidates, but not more than once per vacant position;
- (8) if, at the start of the meeting, there are no candidates nominated, nominations may be taken from the floor of the meeting.
- (9) A list of the candidates' names in alphabetical order, with the names of the members who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the association for at least 5 days immediately preceding the annual general meeting.
- (10) If required by the management committee, balloting lists must be prepared containing the names of the candidates in alphabetical order.

RESIGNATION OR REMOVAL FROM OFFICE OF MEMBER OF MANAGEMENT COMMITTEE

12. Resignation or Removal from Office of Member of Management Committee

- (1) Any member of the management committee may resign from membership of the management committee at any time by giving notice in writing to the Secretary but such resignation shall take effect at the time such notice is received by the Secretary unless a later date is specified in the notice when it shall take effect on that later date, or such member may be removed from office at a general meeting of the Association where such resolution was passed at the previous general meeting and the member received written advice from the Secretary, within seven days of such meeting, that such action will be determined at the subsequent general meeting, at which meeting the member shall be given the opportunity to fully present the member's case.
- (2) The question of removal shall be determined by a vote (secret ballot) of the members present, and shall be considered in the affirmative upon the attainment of 66% or greater number of votes supporting the member's removal at such a general meeting. The member in question has the right to appoint a scrutineer to oversee such ballot.
- (3) There is no right of appeal against a member's removal from office under this section.

VACANCIES ON MANAGEMENT COMMITTEE

13. Vacancies on Management Committee

- (1) If a casual vacancy happens on the management committee, the continuing members of the committee may appoint another member of the association to fill the vacancy until the next annual general meeting.
- (2) The continuing members of the management committee may act despite a casual vacancy on the management committee.
- (3) However, if the number of committee members is less than the number fixed under these rules as a quorum of the management committee,¹ the continuing members may act only to-
 - (a) increase the number of management committee members to the number required for a quorum; or
 - (b) call a general meeting of the association.

¹ For the number of members to form a quorum, see section 15(Meetings of management committee)

FUNCTIONS OF THE MANAGEMENT COMMITTEE

14. Functions of the Management Committee

- (1) Except as otherwise provided by these rules and subject to resolutions of the members of the Association carried any general meeting the management committee:
 - (a) Shall have. the general control and management of the administration of the affairs, property and funds of the Association; and
 - (b) Shall have the authority to interpret the meaning of these rules and any matter relating to the Association on which these rules are silent.
- (2) The management committee may exercise all the powers of the Association:
 - (a) To borrow or raise or secure the payment in such manner as the members of the Association may think fit and secure the same or the payment or performance of any debt, liability, contract, guarantee or other engagement incurred or to be entered into by the Association in any way and in particular by the issue of debentures, perpetual or otherwise, charged upon all or any of the Association's property, both present and future, and to purchase, redeem or pay off any such securities;
 - (b) To borrow amounts from members and to pay interest on the amounts borrowed and to mortgage or charge its property or any part thereof and to issue debentures and other securities, whether outright or as security for any debt, liability or obligation of the Association, and to provide and pay off any such securities;
 - (c) To invest in such manner as the members of the Association may from time to time determine.
- (3) For subsection (20 (b) the rate of interest must not be more than the rate for the time being charged for overdrawn accounts for money lent (whatever the term of the loan) by :
 - (a) The financial institution for the Association; or
 - (b) If there is more than one financial institution for the Association – the financial institution nominated by the Association.

MEETINGS OF MANAGEMENT COMMITTEE

15. Meetings of Management Committee

- (1) Subject to subsections (2) to (16), the management committee may meet and conduct its proceedings as it considers appropriate.
- (2) The management committee must meet at least once every 3 months to exercise its functions.
- (3) The committee must decide how a meeting is to be called.
- (4) Notice of a meeting is to be given in the way decided by the committee.
- (5) If the secretary receives a written request signed by at least 33% of the management committee members, the secretary must call a special meeting of the committee.

- (6) A request for a special meeting must state-
 - (a) why the special meeting is being called; and
 - (b) the business to be conducted at the meeting.
- (7) At a management committee meeting, 3 committee members form a quorum.
- (8) A question arising at a committee meeting is to be decided by a majority vote of committee members present at the meeting and, if the votes are equal, the question is decided in the negative.
- (9) A management committee member must not vote on a question about a contract or proposed contract with the association if the member has an interest in the contract or proposed contract, and if the member does vote the member's vote must not be counted.
- (10) The secretary must give each management committee member at least 7 days notice of a special meeting of the committee.
- (11) A notice of a special meeting must state-
 - (a) the day, time and place of the meeting; and
 - (b) the business to be conducted at the meeting.
- (12) The president or, if there is no president or if the president is not present within 10 minutes after the time fixed for a management committee meeting, the vice-president is to preside as chairperson at the meeting.
- (13) If the president and the vice-president are absent from a management committee meeting, the members may choose 1 of their number to preside as chairperson at the meeting.
- (14) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called on the request of committee members, the meeting lapses.
- (15) If a quorum is not present within 30 minutes after the time fixed for a management committee meeting called other than on the request of committee members, the meeting is to be adjourned to-
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the committee.
- (16) If, at the adjourned meeting mentioned in subsection (15), a quorum is not present within 30 minutes after the time fixed for the meeting, the meeting lapses.

DELEGATION OF MANAGEMENT COMMITTEE POWERS

16. Delegation of Management Committee Powers

- (1) The management committee may delegate the whole or part of its powers to a subcommittee consisting of the association members considered appropriate by the committee.
- (2) A subcommittee may only exercise delegated powers in the way the management committee decides.
- (3) A standing subcommittee:
 - (a) does not have a separate legal existence, and;

- (b) has delegation to operate under its own management committee elected at the subcommittee's annual general meeting, consisting of a President, Vice-President, Secretary and Treasurer, all of whom are Parents Members of the Association, and;;
 - (c) meets the aim of its individual charter that is consistent with Association's objectives, and;
 - (d) operates within the Association's Constitution and Support Group Operational Guidelines, and;
 - (e) exercises delegated power in the way the management committee decides, and;
 - (f) is subject to the direction of the Association at all times, and;
 - (g) shall present a report to each general meeting of the Association, including the minutes and financial report from meetings that have taken place since the previous general meeting of the Association, and;
 - (h) the funds held by the subcommittee are legally P&F funds, but are generally to be used at the discretion of the subcommittee for the purpose of supporting its aims.
- (4) An ad hoc subcommittee may elect a chairperson of its meetings.
 - (5) If a chairperson is not elected, or if the chairperson is not present within 10 minutes after the time fixed for a meeting, the members present may choose 1 of their number to be chairperson of the meeting.
 - (6) A subcommittee may meet and adjourn as it considers appropriate.
 - (7) A question arising at a subcommittee meeting is to be decided by a majority vote of the members present at the meeting and, if the votes are equal, the question is decided in the negative.

ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS

17. Acts Not Affected by Defects or Disqualifications

- (1) An act performed by the management committee, a subcommittee or a person acting as a member of the management committee is taken to have been validly performed.
- (2) Subsection (1) applies even if the act was performed when-
 - (a) there was a defect in the appointment of a member of the management committee, subcommittee or person acting as a member of the management committee; or
 - (b) a management committee member, subcommittee member or person acting as a member of the management committee was disqualified from being a member.

RESOLUTIONS OF MANAGEMENT COMMITTEE WITHOUT MEETING

18. Resolutions of Management Committee without Meeting

- (1) A resolution in writing signed by all the members of the management committee for the time being entitled to receive notice of a meeting of the management committee shall be as valid and effectual as if it had been passed at a meeting of the management committee duly convened and held.
- (2) Any such resolution may consist of several documents in like form, each signed by one or more members of the management committee.

DUTIES OF MEMBERS OF MANAGEMENT COMMITTEE

19. Duties of Members of Management Committee

- (1) The duties of the members of the management committee shall be as follows:
 - (a) President – The President shall preside at all meetings of the Association and the management committee at which the President is present. The President shall attend to the carrying out of the decisions of the Association and the management committee and see that the Rules of the Association are observed by all members.
 - (b) Vice-Presidents – The Vice-Presidents will assist the President and see that all matters requiring attention are properly attended to.
 - (c) Secretary – The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every management committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any member who previously applies to the Secretary for such inspection. For the purposes of ensuring accuracy of the recording of such minutes, the minutes of every management committee meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding management committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairperson of that meeting or the Chairperson of the next succeeding general meeting. Provided that the minutes of any annual general meeting shall be signed by the Chairperson of that meeting or the succeeding general meeting or Annual General Meeting.
 - (d) Treasurer – The Treasurer shall keep a record of the receipts and expenditures of the Association and the financial records of the Association. The Treasurer shall report thereon at each meeting of the Association. He/she shall also submit at the Annual General Meeting a statement of the accounts for the previous year, duly audited by the appointed auditor.
 - (e) President, Chairperson or Convenor of the various subcommittees – shall preside at the meeting of the subcommittee, report to each general meeting of the Association and/or to the management committee meeting, when so instructed, and to coordinate the work of the subcommittee with each other and the Association.

ANNUAL GENERAL MEETINGS

20. Annual General Meetings

- (1) Annual General Meetings must be held:
 - (a) At least once each year; and
 - (b) Within three months after the end of the association's previous financial year.
- (2) Members wishing to vote at the Annual General Meeting to elect committee members, must be present.

BUSINESS TO BE TRANSACTED AT ANNUAL GENERAL MEETING

21. Business to be Transacted at Annual General Meeting

- (1) The business to be transacted at every Annual General Meeting shall be:
 - (a) The receiving of the management committee's report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
 - (b) The receiving of the auditor's report upon the books and accounts for the preceding financial year;
 - (c) The presenting of audited statements to the meeting for adoption;
 - (d) The election of members of the management committee;
 - (e) The appointment of an auditor.

SPECIAL GENERAL MEETING

22. Special General Meeting

- (1) The secretary may only call a special general meeting by giving each member notice of the meeting within 14 days after-
 - (a) being directed to call the meeting by the management committee; or
 - (b) being given a written request signed by-
 - (i) at least 33% of the members of the association presently on the management committee; or
 - (ii) (at least the number of Parents members of the association equal to double the number of members of the association presently on the management committee plus 1; or
 - (c) being given a written notice of an intention to appeal against the decision of the management committee-
 - (i) to reject an application for membership; or
 - (ii) to terminate a person's membership.
- (2) A request mentioned in subsection (1) (b) must state-

- (a) why the special general meeting is being called; and
- (b) the business to be conducted at the meeting.

QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING

23. Quorum for, and Adjournment of, General Meeting

- (1) At any general meeting the number of members required to constitute a quorum shall be seven.
- (2) A general meeting of all members shall be held on the second Wednesday of each month during school terms, commencing at 7.00pm, or at such times as the management committee shall determine.
- (3) No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business.
- (4) For the purposes of this rule:- “members” must be present.
- (5) If a quorum is not present within 30 minutes after the time fixed for a general meeting called on the request of members of the management committee or the association, the meeting lapses.
- (6) If a quorum is not present within 30 minutes after the time fixed for a general meeting called other than on the request of members of the management committee or the association, the meeting is to be adjourned to-
 - (a) the same day, time and place in the next week; or
 - (b) a day, time and place decided by the management committee.
- (7) The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
- (8) If a meeting is adjourned under subsection (7), only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.
- (9) The secretary is not required to give the members notice of an adjournment or of the business to be conducted at an adjourned meeting unless a meeting is adjourned for at least 30 days.
- (10) If a meeting is adjourned for at least 30 days, notice of the adjourned meeting must be given in the same way notice is given for an original meeting.
- (11) In this rule "**member**" must be present.

NOTICE OF GENERAL MEETING

24. Notice of General Meeting

- (1) The secretary may call a general meeting of the association.
- (2) The secretary must give at least 14 days notice of the meeting to each association member.

- (3) The management committee may decide the way in which the notice must be given.
- (4) However, notice of the following meetings must be given in writing-
 - (a) a meeting called to hear and decide the appeal of a member against the rejection or termination of the member's membership by the management committee; or
 - (b) a meeting called to hear and decide a proposed special resolution of the association.

PROCEDURE AT GENERAL MEETING

25. Procedure at General Meeting

- (1) Subject to these rules, at each general meeting –
 - (a) the president or, if there is no president or if the president is not present within 15 minutes after the time fixed for the meeting or is unwilling to act, the vice-president is to preside as chairperson; and
 - (b) if the vice-president is absent or unwilling to act as chairperson, the members present must elect 1 of their number to be chairperson of the meeting; and
 - (c) the chairperson must conduct the meeting in a proper and orderly way; and
 - (d) each question, matter or resolution must be decided by a majority of votes of the members present; and
 - (e) each member present and entitled to vote is entitled to 1 vote only and, if the votes are equal, the chairperson has a casting vote as well as a primary vote; and
 - (f) voting may be by a show of hands or a division of members, unless at least 20% of the members present demand a secret ballot; and
 - (g) if a secret ballot is held, the chairperson must appoint 2 members to conduct the secret ballot in the way the chairperson decides; and
 - (h) the result of a secret ballot as declared by the chairperson is taken to be a resolution of the meeting at which the ballot was held; and
 - (i) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each management committee meeting and general meeting are entered in a minute book; and
 - (j) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any Parents member who previously applies to the secretary in writing for the inspection.
- (2) To ensure the accuracy of the minutes recorded under subsection (1)(i)-
 - (a) the minutes of each management committee meeting must be signed by the chairperson of the meeting, or the chairperson of the next management committee meeting, verifying their accuracy; and

- (b) the minutes of each general meeting must be signed by the chairperson of the meeting, or the chairperson of the next general meeting, verifying their accuracy; and
- (c) the minutes of each annual general meeting must be signed by the chairperson of the meeting, or the chairperson of the next meeting of the association that is a general meeting or annual general meeting, verifying their accuracy.

BY-LAWS

26. By-Laws

- (1) The management committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the association.
- (2) A by-law may be set aside by a vote of members at a general meeting of the association.

ALTERATION OF RULES

27. Alteration of Rules

- (1) Subject to the *Associations Incorporation Act 1981*, these rules may be amended, repealed or added to by a special resolution carried at a general meeting.
- (2) However an amendment, repeal or addition is valid only if it is registered by the chief executive.

COMMON SEAL

28. Common Seal

- (1) The management committee must ensure the association has a common seal.
- (2) The common seal must be-
 - (a) kept securely by the management committee; and
 - (b) used only under the authority of the management committee.
- (3) Each instrument to which the seal is attached must be signed by a member of the management committee and countersigned by-
 - (a) the secretary; or
 - (b) another member of the management committee; or
 - (c) someone appointed by the management committee.

DOCUMENTS

29. Documents

- (1) The management committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.

FINANCIAL YEAR

30. Financial Year

- (1) The financial year of the Association shall close on 31 August in each year.

DISTRIBUTION OF SURPLUS ASSETS

31. Distribution of Surplus Assets

- (1) This section applies if the Association is wound-up under part 10 of the Act and there are surplus assets.
- (2) The surplus assets must not be distributed among the members but must be transferred to the Trustees of Ipswich Girls' Grammar School.
- (3) In the event of Ipswich Girls' Grammar School ceasing operation before the articles contained in 30 (2) can be enacted then any surplus assets must be given to another entity:
 - (a) That has objects similar to the Association's objects; and
 - (b) The rules of which prohibit the distribution of the entity's income and assets to its members.
- (4) In this section –
“**surplus assets**” has the meaning given by section 92 (3) of the Act.

FUNDS AND ACCOUNTS

32. Funds and Accounts

- (1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the management committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) If an amount of \$100 or more is paid by cheque, the cheque must be signed by any 2 of the following-
 - (a) the president;
 - (b) the secretary;

- (c) the treasurer;
- (d) another member authorised by the management committee for the purpose.
- (5) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'.
- (6) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (7) All expenditure must be approved or ratified at a general meeting, management committee meeting, or at a meeting of the relevant subcommittee.
- (8) The treasurer must, as soon as practicable after the end of each financial year, ensure a statement containing the following particulars is prepared -
 - (a) the income and expenditure for the financial year just ended;
 - (b) the association's assets and liabilities at the close of the year;
 - (c) the mortgages, charges and securities affecting the property of the association at the close of the year.
- (9) If the association is incorporated within 3 months before the end of the association's financial year, subsection (8) does not apply for the financial year in which the association is incorporated.
- (10) The auditor must examine the statement prepared under subsection (8) and present a report about it to the secretary before the next annual general meeting following the financial year for which the audit was made.
- (11) The income and property of the association must be used solely in promoting the association's objects and exercising the association's powers.

DISPUTE RESOLUTION

33. Dispute Resolution

- (1) In the event of a dispute arising between any members of the Association, a member must place their dispute in writing to the Secretary of the Association, unless the dispute is with the Secretary, in which case the dispute must be placed with the President, for a hearing with the management committee to be convened within 14 days of receipt of the letter.
- (2) If the dispute has not been resolved under section (1) in the first instance, then the matter must be referred to the Principal, or the Principal's nominated representative, to act within 14 days, to assist with resolving the dispute.
- (3) If the dispute has still not been resolved under section (1) or (2), then the matter is to be referred to the Dispute Committee for a final decision within 14 days, the Dispute Committee consisting of the Principal and 2 members of the School Executive Committee.
- (4) If the aggrieved parties are not satisfied with the Dispute Committee's decision then they may seek external mediation from the Office of Fair Trading.