



CONSTITUTION

of the

SYDNEY GRAMMAR SCHOOL FATHERS' ASSOCIATION

(Adopted at the Annual General Meeting of the Association on 2 November 2011)

1. NAME

- 1.1 The name of the Association established under this Constitution is the Sydney Grammar School Fathers' Association.
- 1.2 For the purposes of this Constitution, Sydney Grammar School (the School) shall mean the Secondary School at College Street.

2. OBJECTS

- 2.1 The Objects of the Association are to act as the representative body of its members in order to:
 - a) foster and preserve the interest in the School of members and of all parents, guardians and carers of boys in the School and to keep them informed of School activities and policies;
 - b) promote friendship and unity among fathers of boys in the School and in the Preparatory Schools;
 - c) arrange functions or activities and fundraising for the School; and
 - d) further the interests of the students at the School in any other way approved by the School.

3. MEMBERSHIP

- 3.1 Membership shall consist of ordinary members only. The following shall be eligible to join the Association:
 - a) fathers of boys in the School, and
 - b) such other parents, guardians and carers of boys of the School as may be approved from time to time by the Executive of the Committee at its absolute discretion.

4. SUBSCRIPTIONS

- 4.1 Subscriptions for new membership shall be determined each year at the Annual General Meeting.
- 4.2 Subscriptions shall be paid at the time of application for membership.

5. MANAGEMENT

- 5.1 The President, Vice President, Honorary Secretary, and Honorary Treasurer (the Officers) shall constitute the Executive of the Association.
- 5.2 There shall be a Committee consisting of the Executive and at least five other members.
- 5.3 The Committee shall have the general management and control of the Association, but shall be subject to such directions as may be given by any Annual General Meeting of the Association.
- 5.4 The Committee may from time to time, as the need arises, appoint from their members an Assistant Secretary and/or Assistant Treasurer.
- 5.5 The Committee shall have power to co-opt additional members either to the Committee or any Sub-Committees, but such co-opted members shall not be entitled to vote at Annual General or Committee Meetings. Co-opted members shall vacate their positions if asked to do so by the Committee but at any event at the ensuing Annual General Meeting.
- 5.6 The Committee shall have power to allocate funds to any of the Objects of the Association provided the allocation is endorsed in advance by the Headmaster.
- 5.7 Decisions of the Committee shall be binding on the Association.
- 5.8 Members of the Committee or, in particular, the Executive will meet with the School Headmaster as agreed between the Headmaster and the members in order to:
 - a) promote the interests of the School by maintaining close communications between members and the Headmaster;
 - b) communicate the decisions and views of the Association to the Headmaster; and
 - c) communicate views and concerns which have been raised at a Meeting and which the members have expressly asked the Committee to communicate to the Headmaster.
- 5.9 The Committee will communicate to the Association those matters discussed at meetings with the Headmaster which they feel may be of interest to the Association, provided such matters have not been determined to be confidential by the Headmaster.

6. FUNDS

Fund Raising

- 6.1 The Executive is to develop a strategy for fundraising which considers the priorities of the school, and the capacity of the School community to raise funds.
- 6.2 As part of its fund raising activities the Association will operate the Weigall barbeque.

Expenditure

- 6.3 Funds are to be expended solely for achieving the Objects of the Association. If there is any doubt as to whether this will be achieved then the guidance of the Headmaster should be sought.
- 6.4 The Executive has authority at any time to expend funds of up to \$2,000 (GST inclusive) on any one item provided at least two members of the Executive agree. Funds are otherwise not to be expended except by approval of at least a quorum at an Annual General or Committee Meeting.
- 6.5 From time to time the Committee will receive requests for funding from its members, the School or the School community. These requests will be first referred to the Headmaster.

Management of funds

- 6.6 The Association is to maintain a bank account.
- 6.7 All cheques or other forms of payment shall be authorised by the Honorary Treasurer and by the President or Vice President or if for the time being there is no Vice President, by such other Officer as the Committee approves.
- 6.8 The Committee shall have power to invest all or any part of the funds of the Association in any of the investments hereunder described, but not otherwise except with the consent of the members of the Association given by resolution at an Annual General or Committee Meeting.
- 6.9 The following investments are appropriate for the investment of funds:
- a) any public funds or Government stock or Government securities of the Commonwealth or New South Wales;
 - b) any debentures or securities guaranteed by the Government of New South Wales;
 - c) any debentures or securities
 - i. issued by a public or local authority, or a statutory body representing the Crown, constituted by or under any law of the Commonwealth, or of New South Wales, and
 - ii. guaranteed by the Commonwealth Government or the Government of New South Wales; and
 - d) interest-bearing deposits in a major Australian trading bank.
- 6.10 The Executive may decide from time to time that an external audit is carried out.

7. ELECTION AND RETIREMENT OF OFFICERS

- 7.1 Election and retirement of Officers is normally to take place at the Annual General Meeting. At the Annual General Meeting all Officers shall retire.
- 7.2 The place of a retiring Officer shall be filled by the election of a member who has been duly nominated.
- 7.3 All nominations shall be in writing and signed by the nominating member. Self-nominations are not allowed. The nominee is also to sign as consenting to the nomination. The nomination shall be delivered or posted to the Honorary Secretary so as to be received at least 48 hours before the time appointed for the Annual General Meeting at which the election is to take place.
- 7.4 No member may hold more than one Executive position on the Association at any one time. If the number of members nominated for election to any office exceeds the number required then a ballot shall be taken. If insufficient nominations are received then nominations shall be called for at the Annual General Meeting.
- 7.5 A member nominated for any office may, with his consent, be elected instead to another office.
- 7.6 Excepting when there are no other nominations for the office, the person who has held office of President or Vice President for two consecutive years, or of Honorary Secretary or Honorary Treasurer for five consecutive years, shall not be eligible for re-election to the same office.
- 7.7 An office may be filled in a temporary capacity by a member of the Association, as determined by the Executive.
- 7.8 Every Officer retiring shall be deemed to remain in office until his successor has been elected.

- 7.9 In the event of the death or resignation of the President during his term of office, the Vice President shall immediately assume the office of President until the next Annual General Meeting when he shall retire and be eligible for re-election.
- 7.10 Any vacancy occurring through the death, resignation or absence without leave of any Officer may be filled by the Committee. The member so appointed shall hold office until the next Annual General Meeting when he shall retire but shall be eligible for re-election.
- 7.11 If any Officer is absent from more than three consecutive Committee Meetings, and leave has not been granted by the Committee, then the Committee may resolve that his office shall be vacated and he shall cease to be an Officer.

8. OFFICERS' RESPONSIBILITIES

The responsibilities of Officers are as required by this Part.

8.1 President and Vice President:

- a) Provide leadership and direction for the Association.
- b) Chair the Association, Annual General and Committee Meetings.
- c) Work cooperatively and collaboratively with the Headmaster.
- d) Encourage involvement of all fathers in the Association and its activities.
- e) Be an ex officio member of all Committees and Sub-Committees of the Association.
- f) Lead transition and succession planning for future generations of the Committee including compiling records and other information on events and fundraising which may assist restaging of those events in future years.
- g) Coordinate the Association's fundraising activities.

8.2 Honorary Secretary:

- a) Keep a register of the names and addresses of members and the subscriptions paid by them unless another Officer has been appointed by the Committee for this purpose.
- b) Keep Minutes of the proceedings of every Annual General and Committee Meeting and submit these for confirmation at the next Meeting.
- c) Conduct all correspondence and give due notice of all Annual General and Committee Meetings.
- d) Carry out all duties usually performed by a secretary or specifically assigned to him by the Committee.

8.3 Honorary Treasurer:

- a) Have charge of all accounts and shall see to the collection of subscriptions and other monies due or belonging to the Association, which, when recorded shall be paid into the Bank of the Association.
- b) Issue receipts and pay all accounts when they have been passed for payment by the Committee.
- c) Prepare an Annual Statement of Accounts up to 30th September in each year, which might be audited in terms of clause 6.10 before being submitted to the Annual General Meeting with the Annual Report of the Association.

9. MEETINGS OF THE ASSOCIATION

- 9.1 The President or in his absence the Vice President shall preside at all Annual General and Committee Meetings. In their absence the members of the Committee shall choose one of their members to preside. The member presiding shall have a casting vote.

Annual General Meeting

- 9.2 The Annual General Meeting shall normally be held in November or December of each year at such time and place as the Committee decides.
- 9.3 The business of the Annual General Meeting shall be to:
- a) receive the Report of the Committee and the Balance Sheet and Statement of Accounts for the last preceding financial year;
 - b) elect Officers in accordance with Part 7 of this Constitution;
 - c) transact any other business of which notice has been given in the Notice convening the Annual General Meeting; and
 - d) transact any business of which notice has not been given provided that the majority of the members present decide to accept the business without notice and that it is business which can be properly transacted at an Annual General Meeting.

Committee Meetings

- 9.4 Meetings of the Committee will be held monthly during School term and may be held at such time and place as the Committee decides.
- 9.5 The business to be transacted at these Meetings shall be determined by the Committee but any matter may be raised by a member without notice provided that this has the consent of the majority of members present, such consent being given at the meeting.

Special General Meeting

- 9.6 The Committee may call a Special General Meeting at any time and shall do so if required by not less than fifteen members in a written request delivered or posted to the Secretary. Any request shall specify the business which the members who requested the meeting desire to have transacted at the Special General Meeting.
- 9.7 The Notice of the Special General Meeting shall specify the business which the Committee or members who requested the meeting, as the case may be, desire to have transacted.
- 9.8 No business shall be transacted at a Special General Meeting unless notice of it has been given in the Notice convening the Special General Meeting.

Voting at Meetings

- 9.9 At every Annual General and Committee Meeting every member present shall have one vote and, in the case of an equality of voting, the President shall have a casting vote.
- 9.10 Every question shall be decided by a show of hands unless, before the vote is taken on a question, the President or at least five members present require instead a ballot of the members present to be taken.
- 9.11 At any Annual General Meeting or Special General Meeting a quorum shall be ten members including two members of the Executive.
- 9.12 At any Committee Meeting a quorum shall be at least two members of the Executive and at least three other members.

10. RESIGNATION OF MEMBERS

Any member may resign from the Association by giving notice in writing to the Honorary Secretary.

11. TERMINATION OF MEMBERSHIP

11.1 The Committee may by notice signed by the Secretary and posted to the address of a member last known to the Honorary Secretary call upon any member to show cause why his membership should not be terminated. The notice is to specify the conduct on his part which is complained of and provide him all reasonable opportunity of attending before the Committee, or provide a written response, to answer the complaint.

11.2 His membership shall be terminated by notice from the Honorary Secretary if either:

- a) he does not avail himself of that opportunity; or
- b) he does so avail himself and is heard by a quorum of the Committee, and the Committee by unanimous vote of those present resolves that it is in the best interests of the Association that his membership is terminated.

12. ALTERATION OF THE CONSTITUTION

Any of the provisions of this Constitution may be repealed, altered or added to by special resolution. "Special resolution" means a resolution passed (with or without amendment) by a majority of not less than three quarters of the votes cast at an Annual General or Special General Meeting. The notice convening is to set out the terms of the proposed resolution and the intention to propose it as a special resolution.

13. DISSOLUTION OF THE ASSOCIATION

The Association may by special resolution resolve that it be wound up. After the passing of such resolution, the property (if any) of the Association shall be realised and the proceeds after payment of any liabilities of the Association, shall be handed over to the Trustees of the School.

14. PROPERTY

Any property for the time being belonging to the Association may be invested in trustees being not less than three members, of the Association appointed for the purpose by the Committee.

15. INDEMNITY

Every member or past member of the Association acting on behalf of the Committee shall be indemnified through the School's insurances (noting any policy exclusions) for any liability arising from membership of the Association not being a liability incurred in consequence of his own wilful neglect or default or improper conduct.