

FREE REFORMED SCHOOL ASSOCIATION (TAS) INC.

CONSTITUTION July 2022

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FREE REFORMED SCHOOL ASSOCIATION (TAS) INC. CONSTITUTION

1 Name

The name of the Association is "Free Reformed School Association (Tas) Inc." (hereafter called "the Association")

2 Interpretation

2.1 Where the meaning of this Constitution is called into question, the matter subject to Section 2.2, be;

- (a) considered by the application of the Acts Interpretation Act 1931 (Tas); and if still unresolved
- (b) the matter must be determined by the Association in a General Meeting.

2.2 In this Constitution, unless the contrary intention appears:

- (a) "Act" means the Associations Incorporation Act 1964;
- (b) "Board" means the Board of the Association as constituted by this Constitution;
- (c) "Association Secretary" means the person appointed by the Board to serve in the role of Secretary of the Association, reporting directly to the Board Chair;
- (d) "General Meeting" means any general meeting of members convened in accordance with Section 16
- (e) "Member" means a person who is a Member of this Association
- (f) "Notice in Writing" and "written notice" means notice in writing and written notice is inclusive of digital communications, such as email;
- (g) "Parent" means a biological or adoptive parent of a child and is inclusive of an appointed legal guardian.
- (h) "Public Officer" means the person appointed by the Board to act as the Association's Public Officer as described in Section 14 of the Act.
- (i) "School" means a school or schools conducted and maintained by the Association
- (j) "Secretary of the Board" means the person appointed by the Board in the role as Secretary of the Board, with no supervision responsibilities.
- (f) "Special Resolution" means a special resolution as described in the Associations Incorporations Act 1964;
- (g) "The Foundation" means the doctrine contained in the Old and New Testaments as it is confessed in the Three Forms of Unity of the Free Reformed Churches of Australia.

2.3 Headings and sub-headings are included for convenience only but do not form part of this Constitution and must not affect the construction of this Constitution.

3 Office

The office of the Association will be at such place at the Board may determine from time to time.

4 Objects and Statement of Faith

4.1 Basic Object

The basic object and purpose of the Association is to establish, conduct and maintain a School in which education is provided in accordance with the Foundation.

4.2 Secondary Objects

In addition to the basic object of the Association, the objects and purposes of the Association are deemed to include the doing of all such lawful things as are incidental or conducive to the attainment of the basic object of the Association

4.3 Statement of Faith

Any actions or activities carried out in relation to sections 4.1 and 4.2 of this Constitution are to be undertaken in a manner that is consistent with the Statement of Faith contained in Schedule 1 of this Constitution.

5 Membership of the Association

5.1 Becoming a Member

A person who meets the requirements of Section 5.6 may apply to become a Member by submitting a signed application in writing to the Association Secretary.

5.2 Recorded in the Register

Upon receipt of an application for membership, and being satisfied that the applicant satisfies the requirements of Section 5.6, the Association Secretary must place the application before the next Board meeting for determination, and if approved, the Association Secretary must record the person's name in the Register of Members, with the effective date being the date of the Board meeting, whereupon the applicant becomes a Member.

5.3 Categories of Membership

A Member is to be allocated to an appropriate category (see Bylaws Article 1) as determined by the Board.

5.5 Member Notified

As soon as practicable after recording a person in the Register of Members, the Association Secretary must notify the new Member of this registration in writing.

5.6 Qualifications of a Member

A person may only be a Member if he or she is a communicant member of one of the Free Reformed Churches of Australia, or one of its sister churches in Australia.

5.7 Married Members

Where a Member is married and the Member's spouse is also a Member, the membership fee for each will be 50% of the scheduled fee.

5.8 Limitation on Member's Rights

A right, privilege or obligation of a person by virtue of his or her membership as is provided in this Constitution is personal only, and:

- (a) Is not capable of being transferred to another person; and
- (b) Terminates upon the cessation of his or her membership.

5.9 Liability on winding up

In the event of the Association being wound up:

- (a) Every Member; and
- (b) Every person who, within the twelve months preceding the commencement of the winding up, was a Member, is liable to contribute to the assets of the Association for payment of the debts and liabilities of the Association and for the cost, charges and expenses of winding up and for the adjustment of the rights of the contributories among themselves such sum, not exceeding \$100 per Member;
- (c) A former Member referred to in subclause (b) above is not liable to contribute in respect of any debt or liability of the Association contracted after he or she ceased to be a Member.

6 Termination of membership

6.1 Resignation of Member

A Member may resign from the Association at any time by giving written notice of resignation to the Association Secretary. Upon receipt of that notice, the Association Secretary must:

- (a) remove the name of the Member from the Register of Members; and
- (b) notify the resigning Member in writing of their removal from the Register of Members.

The effective date of the removal of the Member's name from the register is deemed for all purposes to be the date and time that the Secretary received that notice.

6.2 Death of a Member

Upon the death of a member the Association Secretary must remove that person's name from the Register of Members, coming into effect on the day of death.

6.3 Cessation of membership of Free Reformed Churches of Australia

Where a Member ceases to be a member of any of the Free Reformed Churches of Australia, or any of their sister churches, that person ceases to be a member of the Association, effective at the same time and date upon which the person ceased to be a member of any of the relevant churches.

6.4 Membership contingent upon financial support.

(a) Where a Member remains, over an extended period, substantially in arrears due to non-payment of the agreed regular contributions refer to Section 9.2 and Bylaw Article 1.

(b) Where a Member advises the Association Secretary that he or she is not able to rectify the arrears due to the Member's current financial circumstances, the Association Secretary is to refer the matter to the Standing Committee on Finance and Administration. This Committee is to assume responsibility for the management of this Member's debt to the Association in accordance with Bylaw Article 1 and for the restoration of the Member's obligations to pay an affordable fee on a regular basis.

(c) Where a Member fails to meet their financial obligations on ongoing basis, despite the support of the Finance and Administration Committee, the Member may be served a formal notice by the Board advising that failure by the Member to meet a stipulated requirement within a certain timeframe could result in the cessation of that Member's membership.

6.5 Cessation of membership due to failure to comply with financial obligations

In the event of a sustained period of failure to comply with agreed payment provisions the Board may instruct the Association Secretary to remove the Member's name from the Register of Members with notice.

6.6 Expulsion for gross misconduct.

The Board may expel a Member from the Association if, in the opinion of the Board, the Member has been guilty of gross misconduct that has caused harm or loss to the Association.

7 *Expulsion of members*

7.1 Members defence to a proposed expulsion

The expulsion of a Member under Section 6.6 cannot take effect until the Member has been provided with:

- (a) a statement of reasons for the proposed expulsion provided by the Board Chair or their nominee; and
- (b) 14 days or a longer period as mutually agreed to prepare a defence of his or her actions, and to respond to the proposed expulsion and;
- (c) the opportunity to be heard, in full, by the Board.

7.2 Member notified of expulsion

Subject to Section 7.1 the Board may notify a Member of its decision to expel the Member, by providing to the Member, in writing, a Notice of Expulsion. The notice is to:

- (a) become effective 60 days from the date of the Notice, during which period their Membership and any associated privileges are suspended;
- (b) specify the grounds for the expulsion; and
- (c) the procedure for the Member to appeal the Notice of Expulsion.

7.3 Appeal by Member

A Member who receives a Notice of Expulsion under Section 7.2 may appeal against his or her expulsion to a Special General Meeting by delivering to the Association Secretary, within 14 days after receiving the written Notice of Expulsion, a requisition in writing to convene a meeting for the purpose of hearing the appeal.

7.4 Meeting to hear appeal

The Board must, within 30 days of receipt of a notice under Section 7.3, cause a Special General Meeting to be held, at which;

- (a) No business, other than the question of expulsion, may be transacted, and the Board must place before the Special General Meeting the reasons for the expulsion;
- (b) The expelled Member must be given the opportunity to be heard by those present at the meeting; and
- (c) The Members present must determine by secret ballot whether the expulsion should be lifted or confirmed, and the decision of the meeting is binding on the Association and effective from that time.

8 *Income and Property*

8.1 For promotion of Objects

The income and property of the Association, however derived, must be applied solely towards the Objects of the Association and no portion thereof may be paid or transferred, directly or indirectly, to the benefit of any Member, except as provided by this Section.

8.2 No payment to Board Members

The Association must not pay to a Member of the Board any remuneration or any other benefit in money or in money's worth, other than the reimbursement of approved and receipted out of pocket expenses.

8.3 Board member professional development activity

Where the Board has transparently budgeted to expend funds on structured activities relating to a Board member's professional development, such expenditure will not qualify as remuneration or a benefit as per Section 8.2. Any activity the subject of this clause must be approved by the Board.

8.4 Payment to Members

Nothing in the foregoing provisions of this section prevents the payment, in good faith, to a Member of:

- (a) Reasonable remuneration for services actually rendered or for goods actually supplied in the ordinary course of business; or
- (b) Interest at a rate not exceeding normal commercial rates on monies lent to the Association; or
- (c) Reasonable rent for premises let to the Association.

8.5 Sources of income

The income of the Association may comprise membership fees, tuition fees, gifts, endowments, bequests and income from other lawful sources including Government grants and subsidies.

9 *Annual Membership Fees*

9.1 Payable by Members

Members are required to pay an Annual Membership fee by way of regular contributions in advance, as determined by the Annual General Meeting for each year.

9.2 Fixed by AGM

At each Annual General Meeting the Association must fix the annual membership fees payable. These fees will be implemented at the beginning of every calendar year.

9.3 Joining Fee for new members

The Board or its nominee may, having considered the circumstances relating to the level of the applicant's previous support for the Association, negotiate with any intending new Member, a Joining Fee, such fee payable in advance or as a premium to normal membership fees.

9.4 Excess Contributions.

Contributions by a member in excess of the minimum amount determined by the Annual General Meeting may not be refunded. The excess may be transferred to donations or carried over to the next year, as negotiated between the Member and the Board.

10 Records of Receipts and Expenditure

10.1 Books of account

Books of account must record

- (a) all sums of money received and expended by the Association and the manner in respect of which the receipt or expenditure took place; and
- (b) all property, credits and liabilities of the Association.

10.2 Treasurer to keep records

The Treasurer must faithfully keep all accounting books, general records, and records of receipt and expenditure in connection with the business and operations of the Association in such form and manner, in accordance with relevant Australian Accounting Standards, and at such place, as the Board may decide.

10.3 Records availability to Members

The records referred to in 10.1 and 10.2:

- (a) must be made available to Board Members within reasonable time upon written request;
- (b) written request referred to in 10.3(a) must state the reasons and motives for which it is made; and
- (c) records referred to in 10.1 and 10.2 containing the details of contributions and gifts from identified members are excluded from this section 10.3.

10.4 Annual Financial Statements

At the conclusion of each financial year, the Board must cause statements to be prepared to properly explain the financial transactions of the Association for the year and the financial positions at the end of the year and must present these to the Annual General Meeting.

10.5 The financial year

The financial year of the Association is 1st January to 31st December.

11 Banking and Finance

11.1 Receipt of funds

On behalf of the Association, the Treasurer of the Association is to -

- (a) receive any money paid to the Association; and
- (b) immediately after receiving the money, issue an official receipt from the Association in respect of the money; and
- (c) cause the money to be paid into the account opened under subrule 11.2 as soon as practicable after it is received.

11.2 Bank Accounts

The Board must cause one or more bank accounts to be opened in the name of the Association into which all monies received must be paid by the Treasurer as soon as possible after receipt.

11.3 Payments

Except with the authority of the Board, no payment may be made from the funds of the Association, but the Board may provide the Treasurer with a sum to meet urgent expenditure, subject to the observance of such conditions in relation to the use and expenditure thereof as the Board may impose.

11.4 Authorisation of Expenditure

No payments may be made from the Association's bank accounts except for the payment of expenditure that has been authorised by the Board and recorded in the Minutes.

11.5 Signing of instruments

All payment instruments must be authorised by two signatories nominated by the Board for that purpose.

11.6 Budgetary constraint

(a) No substantial expenditure or substantial liability may be incurred, or any substantial disposal of assets or dealing in property may be undertaken by the Board unless this has been approved by the Association as part of an annual budget or otherwise.

(b) Substantial expenditure means an expenditure in a single transaction or a series of related transactions above a value of \$100,000.

(c) Substantial liability means a liability in a single transaction or a series of related transactions above a value of \$100,000.

12 Auditor

12.1 Appointment

At each Annual General Meeting, Members present must appoint a person as Auditor of the Association.

12.2 Tenure of office

A person appointed as Auditor will hold office until the next Annual General Meeting and is eligible for re-appointment for a maximum of five continuous years.

12.3 Casual Vacancy

If a casual vacancy occurs in the office of Auditor, due to failure to appoint an Auditor at an Annual General Meeting or otherwise, the Board must appoint a person as Auditor to hold office until the next Annual General Meeting.

12.4 Removal of Auditor

The Auditor may only be removed from office by special resolution

13 Audit of Financial Statements

13.1 Annual Audit

The auditor is to audit the financial affairs of the Association at least once in each financial year of the Association.

The auditor, after auditing the financial affairs of the Association for a particular financial year of the Association, is to -

(a) certify as to the correctness of the accounts of the Association; and

(b) at the next Annual General Meeting, provide a written report to the members of the Association present at that meeting.

13.2 Report of the Auditor

In the report and in certifying to the accounts, the auditor is to:

- (a) specify the information, if any, that he or she has required under subrule 13.3(b) and obtained; and
- (b) state whether, in his or her opinion, the accounts exhibit a true and correct view of the financial position of the Association according to the information at his or her disposal; and
- (c) state whether the rules relating to the administration of the funds of the Association have been observed.

13.3 Rights of the Auditor

The auditor may:

- (a) have access to the accounting records, books and accounts of the Association; and
- (b) require from any servant of the Association any information the auditor considers necessary for the performance of his or her duties; and
- (c) employ any person to assist in auditing the financial affairs of the Association; and
- (d) examine any member of the Board, or any servant of the Association, in relation to the accounting records, books and accounts of the Association.

14 Annual General Meetings

14.1 Convened annually

The Association must, in each year, hold an Annual General Meeting within three months after the close of the financial year and this meeting may be in addition to any other General Meetings held in the same year.

14.2 Notice of Meeting

The Annual General Meeting must be specified as such in the notice convening it.

14.3 Business

The ordinary business of the Annual General Meeting must include:

- (a) To confirm the minutes of the last Annual General Meeting and any other General Meetings held since that meeting;
- (b) To receive from the Board, Auditor and servants of the Association reports upon the transactions and activities of the Association during the last preceding financial year;
- (c) To receive and consider an annual budget to be presented by the Board in respect of the operations of the Association for the financial year in which the meeting is held;
- (d) To fix the annual membership fees in accordance with Section 9.2;
- (e) To fix tuition fees in accordance with Section 30.4
- (f) To elect Members to the Board as required by the Constitution; and
- (g) To appoint the Auditor.
- (h) Any general business as approved by the Board.

15 Special General Meetings

15.1 Definition

All General Meetings other than the Annual General Meeting will be referred to as Special General Meetings.

15.2 Board may convene

The Board may, whenever it thinks fit, convene a Special General Meeting of the Association.

15.3 Members requisition

The Board must, on the requisition in writing signed by one tenth of the Members, convene a Special General Meeting of the Association.

This requisition must state the purpose of the meeting and be deposited with the Association Secretary.

15.4 Members requisitioned meeting

If the Board does not cause a Special General Meeting to be held within twenty-one days after the date on which the requisition was deposited with the Association Secretary, the requestor may convene the meeting within three months of that date, and all reasonable costs incurred in convening the meeting must be refunded to the persons convening the meeting

16 Notice of Meetings

16.1 Notice of meeting

The Association Secretary must, at least ten days before the date fixed for the holding of a General Meeting, cause to be distributed to the Members a written notice specifying the place, day and time for the meeting and the nature of the business to be transacted and such distribution is deemed to be sufficient notice of such meetings to all Members.

17 Quorum

17.1 Quorum required

No business may be transacted at a General Meeting unless a quorum of Members is present during the time the meeting is considering that business.

17.2 Quorum defined

One quarter of the Members, personally present, constitutes a quorum for the transaction of the business of a General Meeting.

17.3 No quorum present

If within one hour of the time appointed for the commencement of a General Meeting, a quorum is not present, the meeting must be dissolved.

18 Chairperson to preside

18.1 The Chairperson must preside

The Chairperson of the Board must preside at every General Meeting of the Association.

18.2 The Chairperson absent

If the Chairperson is absent from a General Meeting the members of the Board must choose another Board Member to preside as Chairperson for the duration of that meeting. If no Members of the Board are present the Members present must elect a Member to act as Chairperson for the duration of that meeting.

19. Adjournment of General meetings

19.1 Chairperson may adjourn

The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of the Members of the Association who are present and entitled to vote at the meeting, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

(a) If a meeting is adjourned for 14 days or more, notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.

(b) If a meeting is adjourned for less than 14 days, it is not necessary to give any notice of the adjournment or of the business to be transacted at the adjourned meeting.

20. Determination of questions at General meetings

20.1 One vote per member.

Each Member must have one vote on all questions at all General Meetings of the Association.

20.2 Determination of vote

All questions arising at a General Meeting, other than those concerning persons, must be determined by the Chairperson who must determine the will of the attending Members by a show of hands, and subject to Section 20.3, a declaration by the Chairperson that a resolution has been carried or lost, and an entry to that effect recorded in the minutes book, must be evidence of that fact, without proof of the number or proportion of votes recorded in favour of, or against, that resolution.

20.3 Taking of a poll

Where a vote is taken to determine a question at a General Meeting, a Member may demand a poll before a vote is taken, or upon the declaration of a result, and upon a poll being demanded the Chairperson must determine and declare the number of votes in favour of and against that question and the number of votes in favour and against must be recorded in the minutes.

20.4 Absentee Vote

A Member who is not present at a General Meeting, at which any question of which notice has been duly given is to be considered, may exercise his or her right to vote on any such question on notice for that meeting, by lodging his or her vote in writing with the Association Secretary prior to the meeting concerned.

20.5 Equality of Voting

In the case of an equality of voting on any question before the Chairperson, the matter must be determined by the Chair as having been defeated.

20.6 Required majority

At any General Meeting, a question must be considered by the Chairperson to have been determined in the affirmative upon the affirmative vote achieving more than one half of the valid votes cast, unless the contrary intention appears.

21 Secret Ballots

21.1 Secret Ballots

At any General Meeting, elections and questions concerning persons must be determined by secret ballot, supervised by a ballot committee consisting of two Members appointed by the Chairperson of the meeting concerned.

21.2 Equality of votes in ballots

Where an equality of voting between multiple persons occurs in any election ballot, the Board may ask the Association to approve the appointment of both members. Alternatively, a secondary ballot may be held.

21.3 Informal Votes

Any blank or illegible ballot papers and any ballot papers recording more or fewer candidates than those to be elected by that ballot will be deemed to be informal.

21.4 Number of votes

In any election ballot each voting Member must cast the same number of votes as there are positions to be filled on that ballot for that ballot paper to be deemed formal.

22. Standing Orders

Standing Orders may be adopted, amended and rescinded by the Association to regulate the conduct of General Meetings, subject to notice thereof having been given in the notice of the meeting at which the same are to be considered.

23. The Board

23.1 Composition

The Board must consist of seven members each of whom must be a Member of the Association. The Association may from time to time vary the number of Board Members by a decision of an Annual General Meeting, but not a number less than six or more than nine. For the purposes of the *Associations Incorporation Act 1964* (Tas) the use of 'Board' and the use of 'Committee' are taken to have the same meaning and application.

23.2 Spouses ineligible

No Member can serve as a Board Member if the Member's spouse currently serves as a Board Member.

23.3 Employees ineligible

Employees of the Association and the spouses of employees are ineligible to be elected or appointed to the Board. This restriction will not apply to the spouse of an employee if that employee is employed for less than half of a full-time workload.

23.4 Term of Office

Each Board Member may, subject to this Constitution, be entitled to hold office until the conclusion of the Annual General Meeting held three years after his or her election, but will be eligible for re-election.

23.5 Retirement Roster

Where necessary, after Board changes as a result of either

- (a) the filling of casual vacancies; or
- (b) an increase in number of Board members, the Board must determine a retirement roster such that, as near as possible, one third of Board members are scheduled to retire at the next Annual General Meeting.
- (c) the Board must determine a retirement roster as defined in Article 2 of the Bylaws

23.6 Officers of the Association

The Officers of the Association must consist of, at minimum:

- (a) The Chairperson
- (b) The Association Secretary
- (c) The Public Officer
- (d) The Board Secretary
- (e) The Treasurer

23.7 Appointment of Officers

The Board must, at its first meeting after each Annual General Meeting appoint the Officers, as defined in Section 23.6 in the following order:

- (a) The Board must appoint a Chairperson.
- (b) The Board will determine whether both positions of Association Secretary and Public Officer are to be held by a senior employee of the Association who will not be a member of the Board.
- (c) Should 23.7 (b) be decided in the negative, the position of Board Secretary must be combined with the position of Association Secretary and Public Officer.
- (d) The Board will determine the remaining Officer positions from among the Board Members.

23.8 Casual Vacancies

(a) In the event of a casual vacancy arising in the office of an Officer of the Association, the Board must, in addition to any appointment that may be made under Part (b) of this Section, appoint another Board Member to that office, and a Board member so appointed must hold office until the next Annual General Meeting;

(b) In the event of a casual vacancy arising in the office of a Board Member the Board may appoint any Member, other than a Member ineligible for election, to that position, and a Member so appointed must hold office until the end of the next Annual General Meeting;

24. Duties of the Board

The Board must, in addition to all other matters required by this Constitution to be done by the Board:

24.1 Determine clear Policies which are consistent with sound governance and management practices, and which are in accordance with the Foundation and Objects of the Association and the Statement of Faith in Schedule 1;

24.2 Ensure the curricula and syllabi of the school are maintained and conform with the aims of the Foundation, the Objects of the Association and the Statement of Faith;

24.3 Ensure the maintenance of adequate supervision over the school's education program and teaching philosophies and methods and their consistency with the Association's policies;

24.4 Appoint a Standing Committee on Finance and Administration upon such terms and with such duties, delegations and reporting obligations as the Board may from time to time determine, as well as appointing Board Members and Members to this Committee, as it sees fit. A senior employee of the Association may be appointed in an ex-officio role.

24.5 Appoint a Standing Committee on Education upon such terms and with such duties, delegations and reporting obligations as the Board may from time to time determine, as well as appointing Board Members and Members to this Committee, as it sees fit. A senior employee may be appointed in an ex-officio role.

24.6 The Principal is free to attend any meeting of any committee in an ex-officio role.

24.7 Arrange for regular benchmarking of the school's education outcomes and management processes with other schools operated by Free Reformed School Associations in Australia; and

24.8 Generally so manage the business and affairs of the Association, subject to this Constitution, as to best promote the aims of the Association.

25. Election of Board Members

25.1 Nomination

(a) The Board may nominate up to two Members as candidates for election to the office of Board Member for each vacancy that arises. Any such nomination by the Board must be signed by the Chairperson;

(b) Any two Members may nominate a Member as a candidate for election to the office of Board Member. Such nomination by two Members must be signed by each of the two Members and delivered to the Association Secretary at least 14 days prior to the meeting at which the election is to be held;

(c) No Member is to be elected to the office of Board Member unless that Member had, prior to the election, provided his or her consent to that nomination;

(d) The Association Secretary must cause the notice of meeting required under Section 16 to include the names of all candidates for the office of Board Member.

25.2 Election

(a) In the event that more eligible candidates are nominated for any election than there are vacancies an election will be held in accordance with Section 21, however;

(b) If the number of eligible candidates are not more than the number of vacancies those candidates must be declared elected by the Chairperson of the meeting.

26. Vacation of office of Board Member.

The office of a Board Member becomes vacant if any Board Member:

- (a) ceases to be a Member of the Association;
- (b) resigns in writing to the Board;
- (c) fails, without leave of the Board, to attend three consecutive Board meetings;
- (d) becomes bankrupt;
- (e) becomes a represented person within the meaning of the Guardianship and Administration Act 1995;
- (f) ceases to be person ordinarily resident in the State of Tasmania;
- (g) is deemed guilty of gross misconduct.

27. Committees

27.1 Appointment.

In addition to the two Standing Committees of the Board appointed under Section 24, other Committees of the Association may be appointed and maintained by the Board with such powers, functions, delegations and reporting obligations as considered appropriate by the Board and the Board will appoint such Board Members and Members as it considers appropriate.

27.2 Chairperson of Committee

The Board may also appoint a Chairperson of any Committee, but if it chooses to not do so, the Committee must make its own appointment.

27.3 Composition

No person is to serve on a Committee unless he or she is a Member, or where considered appropriate, a tuition-fee paying parent.

27.4 All committees appointed by the Board must have at least one Board Member appointed.

28 Meetings of the Board and Committees.

28.1 Calling of meetings

- (a) The Board must ordinarily meet monthly, but at least once every two months; and
- (b) Committees must meet as regularly as required for the proper exercise of their delegations from the Board, or as instructed by the Board.
- (c) Between regular meetings, one half of the members of the Board or any Committee may require the Chair of the Board or the Chair of that Committee to call a meeting.

28.2 Notice of meetings

Notice must be given to Members of the Board, or a Committee, of any meetings thereof, specifying the place, date and time of the meeting and the nature of the business to be transacted. Such notice must be given in writing unless the Board or Committee (as the case may be) decides unanimously that written notice for its meetings are not required.

28.3 Quorum

A quorum of the Board or a Committee is one half, rounded up, of the members of the Board or Committee, to allow the transaction of business at a meeting. If there are insufficient members to form a quorum within one hour of the time appointed for the commencement of the meeting, the meeting must lapse.

28.4 Chairperson must preside as Chair

At meetings of the Board or a Committee the Chairperson of the Board or the Chairperson of the Committee (as the case may be) must preside, or in his or her absence, a temporary Chairperson must be appointed from the members present.

28.5 Determination of questions

If, during meetings of the Board or meetings of a Committee, a question arises which is unable to be resolved by general consensus and without recourse to a vote:

- (a) the question is to be determined in the same manner as at General Meetings under section 20; and
- (b) the requirement under section 21 to conduct a secret ballot need not be complied with if those present unanimously so resolve.

28.6 Principal to attend Board Meetings

(a) The Principal must be supplied with an Agenda for Board meetings and be given the same rights to attend and speak at Board meetings as Board Members, but will not have any voting rights; however

(b) The Principal must not be permitted to be present during any discussions of the Board concerning the Principal or concerning contributions and gifts by Members, except at the unanimous invitation of the Board.

29. Employees

29.1 Appointment

(a) All teaching staff and all other employees must be appointed by the Board, on the recommendation of the Principal, on such terms and conditions as the Board may determine, in accordance with all relevant Legislation and Awards;

(b) If any recommendation by the Principal for any appointment is not agreed to by the Board, the Board must provide detailed reasons for its actions to the Principal, in writing;

(c) The Board must not appoint any person to a teacher position or to any other position without that person having been recommended by the Principal;

(d) The Board may delegate its powers to the Principal to appoint non-teaching staff, but only in the event that the proposed employee is a member of the Association.

29.2 Qualification of teachers

A person must not be employed as a teacher unless he or she is a member of one of the Free Reformed Churches of Australia, or one of its sister churches, and a Member of the Association.

29.3 Qualification of other employees

(a) No person is to be employed in a non-teaching role unless that person is a member of one of the Free Reformed Churches of Australia, or one of its sister churches, however,

(b) should the Principal not be able to recommend an applicant to the Board who meets the requirement of Section 29.3(a), the Board may authorise the Principal to seek an applicant, or applicants, from persons who diligently attends church services where the preaching is consistent with the Foundation of the Association. Confirmation of diligent attendance must be received from the Leadership of such church.

29.4 Short term arrangements

In the event that the Board has been unable to appoint a suitable person to a specialist non-teaching role under the terms of Section 29.3(a), the Board may contract the position which must be on a short-term basis, until an appointment has been made.

29.5 Termination

(a) Subject to Section 32, the Board may terminate the services of any teacher or other employee, on advice from the Principal, where it considers it necessary or warranted.

(b) Any such termination, where the method of termination is not specified in an employment contract is to be conducted according to legislated contemporary employment practices.

(c) In the event of a dispute or appeal being commenced under Section 32 the teacher or other employee is to be suspended from duties until the finalisation of the dispute or appeal process

30 Enrolment of Students

30.1 Child of a Member

A child of a Member may be enrolled at a school where that child satisfies such rules governing enrolment as the Board or Association may determine, but no Member will be liable to pay tuition fees in relation to such enrolment.

30.2 Child of a non-member

No child of a non-member may be considered for enrolment unless:

- (a) that child satisfies such rules governing enrolment as the Board or Association may determine; and
- (b) the parents of such a child diligently attend church services where the preaching is consistent with the Foundation of the Association; and
- (c) the school is able to accommodate the child without the necessity for unreasonable expenditure for staff and facilities; and
- (d) The application for such enrolment has been approved by the Board; and
- (e) The parents agree to pay in advance at the beginning of each school term Tuition Fees as determined in Section 30.4.

30.3 Enrolment reviewed

The enrolment of a child enrolled under Section 30.2 must be reviewed by the Association Secretary prior to the commencement of each academic year. This will require a yearly proof of regular church attendance in form of a letter from Church Leadership. If this is not provided, then the re-enrolment of the child/ren for the new school year will not be approved.

30.4 Fixing of Tuition Fees

The Association, at each Annual General Meeting must fix the Tuition Fees payable in respect of children of non-members enrolled during the financial year in which the meeting is held, which fees may make allowances where more than one child from a family is enrolled and may differentiate between enrolment in the primary and high schools.

30.5 Variation of Tuition Fees

The Board may, upon written request from a parent of a student referred to in Section 30.2, reduce the amount of Tuition Fees payable and vary the terms of payments, if it is satisfied that financial hardship exists, and may review such variation from time to time, on advice from the Standing Committee on Finance and Administration.

31. Suspension and expulsion of students

31.1 Suspension

Where a student, in the opinion of the Principal, has been guilty of serious misconduct, the Principal may suspend the student from school for such a period as he or she considers appropriate, however any suspension must not exceed four weeks unless approved by the Board.

31.2 Expulsion

A student may be expelled from the School by the Principal, where the Board, on advice of the Principal, agrees that the student is guilty of an act of gross misconduct, or a sustained series of acts that had previously resulted in suspensions, either of which circumstance is serious enough to warrant expulsion.

31.3 Effective date of expulsion

The expulsion date of a student under this Section does not take effect until:

- (a) fourteen days after the date of receipt by the parents of written notice of the expulsion; or

- (b) If the parents of the child notify the Board in writing, within fourteen days of the receipt of the notice of expulsion, that they wish to appeal, until the matter of appeal has been determined by the Disputes and Appeals Committee, whichever is the later;
- (c) the Principal may order that the child is to serve a period of suspension from the period commencing when the Principal initiates the process of expulsion, until the finalisation of that process.

32. Disputes and Appeals

32.1 Disputes or Appeals between the Board and an employee.

- (a) In the event that a Principal, teacher or employee has had his or her employment terminated, the person may serve notice on the Board of a dispute or appeal of that termination that they wish to have resolved in accordance with this Section.

32.2 Disputes and Appeals Committee

Where

- (a) a notice has been served under Section 32.1; or
- (b) a parent appeals under Section 31.3 (b) against the expulsion of his or her child from school, each Party to the dispute or appeal must nominate one Member of the Association and those two Members must collaborate to appoint a third Member of the Association and these three Members will constitute the Disputes and Appeals Committee for the purpose of hearing that dispute or appeal only.

32.3 Disputes and Appeal process

- (a) Disputes and Appeals Committee will hear from the relevant parties and will thereafter decide whether the appellant has standing in respect to the matter in dispute and if the Committee considers that the appellant is not specifically aggrieved, or does not have sufficient standing, it may decline to further hear the matter, and so advise all parties to the dispute or appeal, after which the Committee is disbanded.
- (b) In the event the Dispute and Appeals Committee decides to proceed with the hearing of the dispute or appeal it must then determine whether the parties have taken sufficient steps to resolve the matters in question and may suspend further sittings of the Committee and require either or both parties to comply with certain directions before it continues to hear and determine the dispute or appeal.
- (c) The Dispute and Appeals Committee may request any relevant person to produce evidence or documents or give evidence as it considers necessary.
- (d) The Disputes and Appeals Committee will advise the parties in writing of its decision which will be binding and final upon all parties unless it conflicts with the Constitution of the Association.
- (e) Any party not satisfied with the outcome of a Dispute and Appeals Committee is free to pursue the matter at law.

33. Alterations to the Constitution

33.1 No effect

Any resolution seeking to alter this Constitution must not take effect unless:

- (a) The resolution is passed by a majority of at least three quarters of the Members present at the General Meeting of which the required notice has been given, specifying the intention to propose the resolution as a Special Resolution; and
- (b) The requirements of the Act have been complied with.

33.2 No alteration to certain Sections

No alteration to this Constitution is capable of being made which affects, alters or repeals any of the provisions of Section 2.2 (a) and Section 4.1, or allows those sections to be affected, altered or repealed.

34. Dissolution

34.1 The Association may be dissolved by a resolution passed by a majority of not less than two thirds of the Members of the Association, at a meeting of which notice, specifying the proposed resolution, was duly given in accordance with this Constitution.

34.2 Distribution of assets

A resolution referred to in Section 34.1 must prescribe the manner in which the assets of the Association are to be distributed, and the assets must, subject to the provisions of the Act, be distributed in that manner.

35 Seal of the Association

35.1 The Seal of the Association must be in the form of a rubber stamp, inscribed with the name of the Association encircling the word "Seal".

35.2 The Seal of the Association must not be affixed to any instrument except with the authority of the Board, and the affixing thereof must be attested to by the signatures of two Board Members or such other persons as the Board may nominate for that purpose, and that attestation is sufficient for all purposes that the Seal was affixed by the authority of the Board.

35.3 The Seal must remain in the custody of the Public Officer.

36. By-Laws

- a) The Board shall have the power to make, alter and rescind any by-laws that it considers necessary for the effective administration and operation of the Association, provided that no By-Law may be inconsistent with the rules of the Association.
- b) The Board shall ensure that members of the Association have access to the By-Laws upon request.
- c) Members of the Association may rescind a By-Law at a Special General Meeting convened in accordance with section 15 or as special business at an Annual General Meeting in accordance with section 14.

BY-LAWS

Article 1. Membership Categories

All persons considered as members of the Association shall be allocated to a Membership Category as defined below:

Category 1. "Non-Parent Member":

Where the member currently has no children enrolled at the school

Category 2." Parent Member":

where the member currently has a child or children enrolled at the school

Category 3. "Special Circumstances Member":

Where the member writes to the Board requesting special consideration for a reduced fee. This could include young members, senior members, and other members in financial hardship. The member must provide reasons for the request and suggest a weekly fee. The finance committee of the Board will confirm these reasons and set a weekly membership fee based on this information; this fee may differ from the member's suggested weekly fee.

Category 4. "Lifetime Member":

Where a member has made a significant contribution to the Association for many years, but is now no longer in a position to meet his/her financial obligations, the Board may award lifetime membership. These members are free from financial obligations, but still hold the rights and responsibilities of a member as defined in the Constitution. Lifetime members are encouraged to continue to participate fully in the business of the Association and to make financial donations if possible.

Lifetime membership would normally be awarded:

- to a member who has held Association membership for more than 40 years and,
- the member must be no longer earning a stable income and,
- the Board must reasonably believe that the member is unable to meet the financial obligations normally required of members.

However, the Board, at its discretion, may award lifetime membership to a member who does not strictly meet these requirements; or refuse to award lifetime membership to a member who does meet these requirements.

Article 2. Board Retirement Roster

The Board must determine a retirement roster at the first meeting after a new Board member commences. No more than three Board members are to retire at the next AGM. This roster is to be recorded in the minutes of that Board meeting.

The members of the Board shall retire periodically in accordance with the retirement roster drawn up by the Board. The Board may change the retirement roster at any time. However, a change to the roster cannot mean that a sitting member of the Board remains in post for longer than the period for which he/she was appointed the Board.

SCHEDULE 1

Statement of Faith for John Calvin School

We are a Christian school association operating a Christian school maintaining the heritage of the Protestant Reformation. As such, our ultimate authority is the written Word of God, inspired by the Holy Spirit and held to be infallible and inerrant. We hold to the Belgic Confession, the Heidelberg Catechism, the Canons of Dort, the Apostles' Creed, the Nicene Creed, and the Athanasian Creed as secondary authorities, believed to be faithful summaries of biblical teaching. This Statement of Faith articulates our understanding of how all the above authoritative documents apply to several important contemporary matters.

The Trinity

We believe that there is only one true God. This one true God eternally exists in three distinct persons: Father, Son, and Holy Spirit. This one Triune God rules sovereignly over all creation. Our ultimate commitment is exclusively to this God. He alone is worthy of our worship and unconditional allegiance, particularly in view of his saving acts in Jesus Christ.

Biblical references: Deut. 6:4, Matt. 28:19-20, 2 Cor. 13:14, Ps. 103:19, Acts 5:29.

Confessional references: Belgic Confession articles 8-11, Heidelberg Catechism QAs 25, 53, 94.

The Bible

We believe that God has revealed himself in a limited way in the natural world. He has revealed himself more fully in his written Word, the Bible. Everything we need to know for our salvation and for our life as Christians is given to us in the Bible. The Bible is sufficient, clear, authoritative, and necessary for us. The Bible is our ultimate guide for what we believe (doctrine) and for how we live (ethics). We are to reject any teaching or thought conflicting with the Bible.

Biblical references: Rom. 1:20, 1 Cor. 1:18-21, 2 Tim. 3:16-17, 2 Pet. 1:21, Rev. 22:18-19, 2 John 1:10, John 10:35.

Confessional references: Belgic Confession articles 2-7.

Creation

We believe that God created the universe and everything in it in six ordinary days in the order of several thousand years ago. God created Adam and Eve as the first human beings. God created them good and in his image. God directly created Adam from the physical dust of the earth. Eve was directly created by God from a physical rib taken from Adam. All human beings thus are descended from Adam and Eve.

Biblical references: Gen. 1-2.

Confessional references: Belgic Confession articles 12 and 14, Heidelberg Catechism QA 6.

Family, Marriage and Sexual Ethics

We believe that marriage is an institution of God with its roots in creation; it is designed for the welfare of human beings. God created Adam and Eve and brought them together as husband and wife. God designed marriage to be an institution exclusively involving one man and one woman, committed to each other in a covenant of life-long loyalty, reflecting the relationship between Christ and his church. While it is true that polygamy occurred in the Old Testament, it was not commonly practiced. Biblical descriptions also make clear that this practice was contrary to God's original design and therefore it resulted in many troubles and heartaches. According to New Testament teaching, the male-female marriage relationship is to be the

exclusive context for any and all sexual relations. Furthermore, this male-female marriage relationship is ordained by God to be the exclusive means by which children are conceived and raised.

Biblical references: Gen. 1-2, Matt. 19:4-5, 1 Cor. 7:2, Heb. 13:4, 1 Thess. 4:3-8, Eph. 5:3, Eph. 5:22-33, Rom. 1:26-27, 1 Cor. 6:9-10, Jude 6-7, Lev. 18:22.

Confessional references: Heidelberg Catechism QAs 108 and 109.

Gender

We believe that God has a design for how we regard ourselves as male or female, man or woman, boy or girl. This binary design is integrally based on the differences between male and female reproductive structures. God has thus determined that biological sex and gender ought to be inseparable. We acknowledge that, because of the brokenness of the created order after the fall into sin, some are born with a physical disorder of sexual characteristics. Nevertheless, we affirm their human dignity and worth by virtue of being created in the image of God. God calls such individuals to embrace their biological sex insofar as it may be known.

Biblical references: Gen. 1-2, Deut. 22:5, Matt. 19:12, Rom. 1:26-27, 1 Cor. 11:14-15.

Confessional references: Heidelberg Catechism QA 108 and 109.

Sin and Salvation

We believe that all human beings are conceived and born in sin, consequently bearing both guilt and pollution. This original sin leads to actual sins committed by all people in thought, word, and deed. Both our original sin and our actual sins are under the just judgment of God, deserving of his eternal wrath in hell. But in his grace, God sent his Son to be the Saviour of sinners. Jesus Christ lived a perfect life and died as a sinless sacrifice on the cross. His obedience and suffering were offered in the place of all who believe in him. Anyone who repents from their sin and turns to Jesus Christ with a true faith will be saved from all their sins and the wrath they deserve. It is the responsibility of all Christians to love their neighbours by sharing this good news of salvation whenever and however they can.

Biblical references: Ps. 51:5, Rom. 3:9-26, John 3:16-18, Acts 16:30-31, Matt. 28:19-20.

Confessional references: Belgic Confession articles 15-23, Heidelberg Catechism QAs 3-21, QAs 32, 86, 123, Canons of Dort 2.5