CASTLE HILL PUBLIC SCHOOL P&C ASSOCIATION CONSOLIDATED

INCORPORATED
P&C ASSOCIATION
BY-LAWS

LEGAL

These By-laws (**Rules**) are made under the Constitution of Castle Hill Public School Parents and Citizens' Association and the applicable legislation which governs the operation and administration of parents and citizens associations in New South Wales. The Constitution of the **P&C Association** and applicable legislation will always have priority, and any rules in this document must always be read subject to the **Constitution** and applicable legislation.

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DEFINITIONS

In these Rules:

AGM	means Annual General Meeting, a General Meeting of the P&C Association convened and held once a year in accordance with clause 7 of the Constitution
ACNC Act	means the *Australian Charities and Not-for-profits Commission Act 2012 (Cth)*
Constitution	refers to the most recent Prescribed Constitution for incorporated P&C Associations as approved by the Minister for Education
Department Staff	means a person employed by the Department of Education in any role
Education Act	means the Education Act 1990
Executive	means the Executive of the *P&C Association* consisting of the *Officer Bearers* and up to six additional elected *Members* of the *P&C Association*.
Ex-officio	means by virtue of a person's office or position
Member	means a financial member of the *P&C Association*, a person who has met the membership criteria, paid the annual subscription fee and whose name appears in the Register of Members of the *P&C Association*.
Minister	means the NSW Minister for Education, irrespective of any other portfolio they may hold
Office Bearer	means a *Member* who currently holds the elected position of *President*, *Vice-President*, *Secretary* or *Treasurer* of the *P&C Association*
P&C Association	refers to Castle Hill Public School Parents & Citizens Association Consolidated
President	means the person holding the elected position of President of the *P&C Association*
Principal	means the principal of Castle Hill Public School or anyone acting in that capacity
Quorum	means the minimum number of *Members* who are required to be present at meetings of the *P&C Association* to conduct official business
Responsible Entity	means a director of a registered entity under the ACNC Act, namely the *Office Bearers* of the *P&C Association*
Returning Officer	means a person responsible for the conduct of the elections of the *P&C Association* at the *AGM*. The *Returning Officer* must not be standing for any of the positions at the *AGM* and is responsible for ensuring the election is not unduly influenced by interested parties.
Rules	mean these rules of the *P&C Association*. They include any Standing or Procedural rules, policies or procedures adopted or amended from time to time by the *P&C Association*.
School	means Castle Hill Public School
Secretary	means the person currently holding and performing the elected position of *Secretary* of the *P&C Association*
Sub-Committee	means a sub-committee established by the *P&C Association* to assist in the management of a P&C Association operation or to deal with a specific activity.
Treasurer	means the person currently holding the elected position of Treasurer of the *P&C Association*
Vice President	means the person presently holding and performing the elected position of vice president of the *P&C Association*

1. GOVERNANCE

1.1 General

a) The *P&C Association* is an autonomous association constituted under the *Education Act 1990*

b) The *P&C Association* is formed for the benefit of the students at the *School* and will:

i. Participate as much as possible in the activities of the *School* and communicate with all members of the school community:

ii. Co-operate in the activities of the Federation of Parents and Citizens Associations of South Wales; and

iii. Promote the interests of public education.

c) The *P&C Association* is incorporated under the *Parents and Citizens Associations Incorporation Act 1976,* creating a legal entity with rights and liabilities separate from its *members*.

d) By incorporating under the Parents and Citizens Associations Incorporation Act, the *P&C Association* has adopted the prescribed Constitution for incorporated P&C Associations as approved by the *Minister*. The Constitution cannot be changed without the approval of the *Minister*.

e) Incorporation under the Parents and Citizens Associations Incorporation Act is dependent upon

i. ongoing membership with the Federation of Parents and Citizens Association of NSW, and

ii. the submission of audited accounts to P&C Federation within one month of the audited accounts being adopted at the *AGM*.

f) The *P&C Association* is a registered business with the ABN 11761861099.

g) The *P&C Association* is bound by the *Constitution*, *By-laws* and any other endorsed *rules* or policies

h) The *P&C Association* is a not-for-profit organisation and must apply its funds and assets solely to fulfil its objectives as stated in the *Education Act* and *Constitution,* these being

i. to promote the interests of the *School* by bringing parents, citizens, students, and teaching staff into close cooperation; and

ii. to assist in providing facilities and equipment for the S*chool* and in promoting the recreation and welfare of the students at the *school*.

i) Decisions of the *P&C Association* must be lawful and constitutional and support the *P&C Association's* objectives as stated in the *Constitution.*

j) The decision-makers of the P&C Association are its *members*.

k) The *Office Bearers* are the responsible entities or persons under the law, having overriding responsibility to:

i. act with reasonable care and diligence

ii. act honestly and fairly in the best interests of the *P&C Association* and for its charitable purposes

iii. not misuse their position or misuse information gained in carrying out the position

iv. disclose any actual or potential conflicts of interest

v. ensure that the financial affairs of the *P&C Association* are managed responsibly

vi. not allow the *P&C Association* to operate while it is insolvent, and

vii. ensure the *P&C Association* acts lawfully, including observing its obligations under taxation, employment, child protection, privacy and work health and safety laws where applicable.

l) The *Executive* is responsible to the *members* for carrying out the decisions of the *members* and for managing the *P&C Associations'* day-to-day operations with consideration to the particular responsibilities of the *Office Bearers* as set out in clause 1.1 k).

1.2 Charitable Status

a) The *P&C Association* is a registered charity with the Australian Charities and Not-for-profit Commission (ACNC) and obligated to meet the requirements of the *ACNC Act*.

b) Ongoing registration as a charity is dependent upon lodging an Annual Information Statement with the ACNC, ensuring that the responsible person's register is updated and that financial auditing requirements are met based on the turnover of the *P&C Association*.

2. THE EXECUTIVE

2.1 Functions of the *Executive*

a) To enact the resolutions and directives of the *P&C Association*, and

b) To manage the affairs and operations of the *P&C Association* on behalf of the *members*.

2.2 Responsibilities of the *Executive*

a) To abide by the *Constitution*, *by-laws, rules,* policies, and procedures of the *P&C Association*

b) To be responsible and accountable to the *members* for all actions

c) For carrying out all of its functions lawfully and with due diligence

2.3 Membership of the *Executive*

a) The *Executive* shall consist of up to 11 *Members,* these being:

   i. the *Office Bearers* (*President,* two *Vice Presidents, Treasurer and Secretary*) and,

   ii. up to six (6) optional executive *members*

b) Individuals making up the *Executive* are elected from the membership at the *AGM*

c) If the *P&C Association* is a registered charity with the *ACNC*, then any person who is disqualified from managing a corporation under the *Corporations Act 2001 (Cth)* or has been disqualified from being a Responsible Entity of a registered charity by the *ACNC* Commissioner within the last 12 months, cannot hold an *Office Bearer* role

d) No employees of the *P&C Association,* nor the *Principal,* can hold a position on the *Executive*

e) *Department staff,* other than the Principal, may hold a position on the *Executive* but must declare a potential conflict of interest

f) No person can be elected to hold more than one *Office Bearer* role at any one time

2.4 Terms for the members of the *Executive*

a) Any person elected to the *Executive* shall hold office until

   i. all positions are declared vacant at the next *AGM*, or
   ii. they die during their term, or
   iii. they resign their position, or
   iv. they cease to be a member of the *P&C Association* or
   v. are removed from office (as per clause 2.6 or 2.7)

b) A member of the *Executive* may retain office until the next *AGM* even if they no longer have a child at the *school* or are no longer in the *school* enrolment area

c) No *Office Bearer* will serve more than 3 consecutive years in the same position. However, they may be re-elected for an additional term if the position becomes a casual vacancy.

2.5 Meetings of the Executive

a) The *Executive* will meet at least once per term, before each general meeting.

b) The *Secretary* will provide notice of an *Executive* meeting with at least seven (7) days' notice.

c) Notice of meetings must include an agenda and any relevant documents

d) The agenda for *Executive* meetings shall follow the endorsed format in Appendix A

e) The *quorum* for all *Executive* meetings shall be a simple majority of its membership but be no less than three (3), and all meetings must include at least two *Office Bearers*

f) Minutes of *Executive* meetings must be taken and tabled at the next general meeting.

g) *Executive* meetings are for *Executive* members only. Guests may be invited to attend an *Executive* meeting for a specific agenda item provided no confidential information is discussed while they are present

2.6 Resignation from the Executive

a) An *Executive member* that wishes to resign must do so in writing to the *Secretary*; or the *President,* if the person resigning is the *Secretary*; or to any other *Office Bearer* should there be no *President*.

b) A resignation must specify if the *Executive* member is resigning from the *Executive* only and retaining membership or is resigning as a *member* of the *P&C Association* entirely.

c) A resignation shall be taken as immediate unless the resignation specifies a future date or there is an agreement with the *Executive* as to a future date

d) A resignation

i. does not need the approval of the *members* nor the approval of the *Executive*
ii. cannot be withdrawn if immediate
iii. creates a casual vacancy

2.7 Removal from Office (Want of Confidence)

a) Any *Executive member* may be removed from office by resolution of the *P&C Association for*

i. *Consistently failing to perform their obligations, or*
ii. *Consistently making decisions that are not in the P&C Association's best interest***.**
iii. *Bringing the reputation of the P&C Association or its members into disrepute*
iv. Consistent breaches of *P&C Association rules* or policies
v. Misappropriation of funds

b) A want of confidence motion can only be used to remove a *member* from the *Executive* and does not remove the person as a *member*.

c) Any person against which a want of confidence is to be taken must be informed and provided the reasons for the action prior to the notice of the meeting

a. A want of confidence (no confidence) to remove an *Executive member* must provide

i. at least seven (7) days' notice to all *members*.
ii. must contain a factual brief to members as to why the action is being taken
iii. must be based on one or more of the reasons in 2.7 a)

iv. Must not defame, denigrate, or belittle any individual and not contain irrelevant, malicious, or insubstantial grounds for removal

d) A want of confidence motion can only be considered at a properly convened general or special meeting at which proper notice has been given and a quorum is present.

e) Any person against which want of confidence is being moved has the right to speak in their defence and to vote in respect of the motion.

f) If want of confidence is supported by a majority vote, the individual impacted

i. is considered removed from the Executive immediately

ii. must pass over any property of the *P&C Association,* including but not limited to all documents, passwords, keys, or access cards they hold to the *Office Bearers* as required by law.

2.8 Removal of *Office Bearers* under ACNC Governance Standards

a) If the *P&C Association* is a registered charity with the ACNC, then the *P&C Association* is obliged to remove any *Office Bearer* that is found to be disqualified from managing a corporation under the *Corporations Act 2001 (Cth)* or disqualified from being a Responsible Person of a registered charity by the ACNC Commissioner

b) Removal of an *Office Bearer* under this clause is immediate on the provision of evidence to confirm disqualification.

2.9 Vacated Office

a) An *Office Bearer* who has been absent for three consecutive meetings without an apology being received and accepted by members at the meeting may be declared to have vacated their office

b) Any position that has been declared vacated may be filled as a casual vacancy at a General Meeting

2.10 Obligations on Conclusion of Role

a) Any Executive member that finishes their tenure as an Executive member for whatever reason has a fiduciary obligation to return any P&C Association property in their possession promptly

b) The Secretary and Treasurer have constitutional obligations to ensure that all records of the P&C Association are returned. This obligation extends beyond the conclusion of their role.

2.10 Vacancies on the Executive

a) Positions on the *Executive* that become vacant for any reason are considered casual vacancies

b) Nominations for casual vacancies on the *Executive* can be accepted at any g*eneral* meeting

3. MEMBERSHIP

3.1 Eligibility

a) A person is eligible to join as a *member* of the *P&C Association* if they are:

   i. Parents, guardians or carers of a student or students enrolled at the *school*, or

   ii. Citizens whose primary residence is within the *school* enrolment area

b) *P&C Association* employees are eligible to join if they meet any of the conditions of 3.1a, noting potential conflicts of interest and other restrictions.

c) *Department Staff* are eligible to join as a *member* if they meet any of the conditions of 3.1a and must declare a potential conflict of interest.

d) A person awarded life membership of the *P&C Association* is exempt from the criteria of 3.1 a) but are bound by the rules governing life members in section 13.

3.2 Application

a) Any eligible person may apply for membership by completing a membership application form and paying the annual subscription to the *Treasurer* or their nominee at or between general meetings or at the AGM.

b) Applicants must declare their eligibility as either a parent or citizen *member.*

c) Citizen *members* must provide proof of their residence within the *school* enrolment area

3.3 Annual Subscription

a) The annual subscription for membership shall be $1.00.

b) The annual subscription shall not be taken from any *school* fee or voluntary contribution. It shall remain a separate fee and subject to the application requirements in 3.2.

3.4 Membership Term

a) An applicant only becomes a *member* once the membership register is updated after the close of the meeting at which they have applied for membership.

b) A person will remain a *member* until the close of the next *AGM* unless they die or resign their membership.

3.5 Resignation of Membership

a) A *member* may resign their membership by providing written notice to the *Secretary or the President if the Secretary is resigning or another Office bearer should there be no President or Secretary***.** The resignation will be taken as immediate unless otherwise specified or agreed upon.

b) The Office Bearer responsible for the membership register as per 3.6 b) shall ensure that notice of resignation is provided to the members at the next General meeting and that the person is noted in the member register as having resigned.

c) No refund will be offered on the annual subscription once paid and receipted.

d) Resigning *members* are obligated to return any *P&C Association* property, including but not limited to all electronic equipment, documents, passwords, keys or access cards that they may hold.

3.6 Register of *Members*

a) The *P&C Association* must maintain a register of members, which may be in written or electronic form.

b) The *Secretary* shall be responsible for maintaining an up-to-date membership register

c) The membership register shall record for each member

   i. the *members'* full name, and

ii. a contact email address and phone number,
iii. the date on which a person became a member,
iv. their status as a Parent *member* or Citizen *member*
v. the date a person ceased to be a member

d) The member register must be available for visual inspection by members at meetings.

e) Information about a member, other than the member's name, must not be made available for inspection if the member requests the information to be private.

3.7 Rights of Membership

a) Membership cannot be denied to individuals that meet the eligibility conditions specified in 3.1 a)

b) Membership is not transferable to any other person and cannot be revoked

c) All *members* are eligible to vote, move, second and speak to motions at meetings, **except** *members* that are also employees of the *P&C Association* who cannot participate in debate or voting on issues relating to their employment.

d) A *member* may make reasonable requests to inspect, at a reasonable time, the

i. *Constitution* and by-laws of the *P&C Association*
ii. meeting minutes, and
iii. the register of *members*

e) Unless it is directly related to a *member's* role as *Office Bearer,* a *member* must not use any information obtained about any other *member or members* from the *member* register to contact or send material to any other *member(s).*

3.8 Responsibilities of Membership

Members are expected to

i. participate in *P&C Association-run* functions where possible
ii. uphold the values of the *School*
iii. abide by State and Commonwealth laws at all times
iv. adhere to the *Constitution*, by-laws, rules and policies of the *P&C Association*
v. act with courtesy, respect and tolerance to others and their views
vi. not act in a way that will bring the *P&C Association* or the *School* into disrepute
vii. declare any potential or perceived conflict of interest for any agenda item or item of business to which they have a potential or perceived conflict of interest
viii. report any potential or perceived conflict of interest for any agenda item or item of business to which any other member may have a potential or perceived conflict of interest

3.9 Ex Officio Membership

a) The *Principal***,** or anyone acting in that capacity;

i. Shall be an *ex-officio member* of the *P&C Association* and its *sub-committees* irrespective of their eligibility under 3.1 a)
ii. Are not required to pay the annual subscription fee but are welcome to do so
iii. Has the same rights as any other *member* with the **exception** that they cannot vote, move or second when acting as Returning Officer at the *AGM*
iv. Cannot stand for a position on the *Executive*
v. Does not have the right to veto or censor the decisions or discussions of the *P&C Association*

b) *Ex-officio* members of *P&C Association sub-committees* other than the *Principal* and *President* are only *members* of their respective *sub-committees*. If they wish to become a member of the *P&C Association*, they need to meet the requirements of clause 3.1a and apply to be a member as per clause 3.2.

4. GENERAL MEETINGS

4.1 Meetings

a) General meetings shall take place second Wednesday of the month during *school* term and are open to anyone within the *school* community.

b) Priority shall be given to face-to-face meetings but may be held virtually as per the Constitution. Reasonable attempts shall be made to make the meetings as inclusive as possible in all instances.

4.2 Notice of General Meetings

a) The *Secretary* shall notify all *members* of general meetings at least seven (7) days before the scheduled meeting date.

b) Notice of a general meeting must include an agenda with the meeting date, time, location, links for virtual access, and associated supporting documents.

4.3 Agenda

a) The agenda shall follow the approved format in Appendix B.

b) *Members* may submit items for discussion or decision as part of the agenda by providing a written request to the *Secretary* at least 1 day from the date of the meeting notice.

4.4 Reporting

a) The reports shown in the agreed agenda (Appendix A) shall be tabled at each general meeting.

b) A treasurer's report will be presented at each meeting. If the *Treasurer* is unable to attend, then the *Treasurer's* report will be presented by another *Office Bearer*.

4.5 Voting

Voting at general meetings is subject to the rules in section 7.

4.6 Minutes

Minutes of general meetings are subject to the rules in section 8.

4.7 *Quorum*

The *quorum* at general meetings is subject to the rules in section 9.

4.8 Adjournment

a) A general meeting shall be adjourned with the consent of the members present if a *quorum* is not achieved within 15 minutes of the advertised starting time unless there is agreement from the members present to extend the time.

b) Should a general meeting be adjourned, a new date for holding the general meeting shall be called subject to the notice period required in 4.2. Any subsequent meeting must be held within one month of the date of the adjourned meeting.

4.9 Postponement

a) A general meeting can only be postponed if a natural disaster or another emergency outside the P&C Association's control prevents the meeting from proceeding in any format.

b) Should a general meeting be postponed, a new date shall be set no more than one month after the date the general meeting was postponed but with consideration to any ongoing natural disaster or government order and the requirements of the *Constitution*

5. ANNUAL GENERAL MEETING (*AGM*)

5.1 Meeting Timing and Format

a) The *AGM* is a public meeting open to the whole school community. It shall be held in March of each year in conjunction with and before the general meeting for that month.

b) The *AGM* date shall be no more than three months after the close of the previous financial year of the *P&C Association*

5.2 Notice & Agenda

a) The *Secretary* shall provide notice of the *AGM* at least 14 days before the meeting date, including the *AGM* agenda and a description of the positions to be elected.

b) The *AGM* will be advertised to the whole school community

c) The *AGM* agenda shall follow the endorsed format in Appendix C

5.3 Membership

a) Current members that pay the annual subscription at the AGM are considered to have continuing membership for the next year and are eligible to stand for election and vote for other nominees

b) Individuals that are not currently members may apply for membership at the AGM but are not considered members until the close of the AGM and, therefore, cannot nominate for a position or vote for any nominees

5.4 Audited Financial Report

a) The *Treasurer* shall ensure that the accounts of the *P&C Association* have been audited to the higher standard required by the *Constitution*, or if the *P&C Association* is a registered charity, the ACNC

b) The audited financial accounts must be tabled and endorsed by the *members.* Should there be no audit report, the *AGM* must be adjourned or postponed until the audit report is available to be presented.

c) The audited financial report should be no more than three months old

5.5 Returning Officer

a) The *Principal* shall be invited to take on the role of the *Returning Officer*.

b) Should the *Principal* be unable to take on this role, the *Returning Officer* shall be determined by the *members* present at the *AGM*. A *Returning Officer* must be someone who does not wish to stand for a position, does not wish to vote, and does not have a conflict of interest in the voting process

5.6 Nominations

a) Only *members* are eligible to nominate and be elected to a position. To be considered a *member at the AGM*, a membership application must have been received before the close of the general meeting preceding the *AGM*.

b) If the *P&C Association* is a registered charity with the ACNC, then nominees for *Office Bearers* must declare that they are not disqualified from managing a corporation under the Corporations Act 2001 (Cth) or disqualified from being a Responsible Person of a registered charity by the ACNC Commissioner.

c) *P&C Association* employees cannot nominate for any position on the *Executive* or a position on a *sub-committee* to which their employment is related.

d) *Office Bearers* who have come to the end of their tenure for a particular position as per 2.4 (c) may not nominate again.

e) Nominations may be received before the *AGM* or received from the floor during the *AGM***.** Any nominations received before the AGM must be held securely.

f) *Members* may be nominated by another *member* or self-nominate for a position during the *AGM*.

5.7 Elections

a) At the appropriate time in the agenda, the meeting shall be turned over to the *Returning Officer,* who shall conduct the elections according to the AGM election procedure

b) The Returning Officer shall conduct the election of positions in the order prescribed by the approved *AGM* Agenda in Appendix C

c) In dealing with each position, the *Returning Officer* must

   i. confirm that each nominee is a *member* and that they are willing to stand.

   ii. If the P&C Association is a registered charity and the election is for an *Officer Bearer* position, the nominees are not disqualified as per clause 5.6(f).

   iii. Ask for a *member* to endorse the nomination and another *member* to second the nomination

d) A nominee shall **not be** considered for a position if they;

   i. Are not a *member*,

   ii. Are nominating for an Office Bearer position and have been disqualified as per clause 5.6 (f)

   iii. decline the nomination or

   iv. do not have the endorsement of two other *members*,

e) Should only one candidate nominate for a position, and they satisfy the criteria in 5.7 c), the nominee shall be declared elected without the need for a ballot.

f) Should more than one candidate nominate for a position, a secret ballot shall be held

5.8 Casual Vacancies

Any position not filled at the *AGM* becomes a casual vacancy.

5.9 Voting

Voting at the AGM is subject to the rules in section 7

5.10 Minutes

Minutes must be taken per the rules of section 8 and tabled at the first general meeting at which the draft minutes may be ratified.

5.11 *Quorum*

The *quorum* at an *AGM* is subject to the rules in section 9

5.12 Adjournment of the *AGM*

a) An *AGM* can only be adjourned if

   i. a *quorum* is not achieved within 15 minutes of the advertised starting time, or

   ii. the audited financial report cannot be presented.

b) Should the *AGM* be adjourned, a new date shall be called subject to the notice period required in 5.2. Any rescheduled AGM should be held within one month of the date of the adjourned *AGM,* subject to the availability of the audited accounts

5.13 Postponement of the AGM

a) An *AGM* can only be postponed if

   i. a natural disaster or another emergency outside the P&C Association's control prevents the *AGM from going ahead in any format* or

   ii. it is known in advance that the audited financial report will not be able to be presented

b) Should the *AGM* be postponed, members and the school community shall be notified as soon as possible and a new date shall be set no more than one month after the date the *AGM* was postponed.

6. SPECIAL (EXTRAORDINARY) MEETINGS

6.1 Request for a Special Meeting

a) A special meeting of the *members* may be called by the Executive or the Secretary in response to matters of urgency

b) A special meeting of the members may be requested by at least ten (10) *members* by written submission to the *Secretary.*

c) Any request for a special meeting must include the specific reason(s) why the meeting is being called and include any supporting documents.

6.2 Meeting Timing

The special meeting must be held within the school term no more than one month from the date the *Secretary* receives the request and with due consideration to the date of the next general meeting.

6.3 Notice

a) A special meeting is open to those that wish to attend but only *members* may speak and vote

b) The *Secretary* shall provide at least seven (7) days notice of a special meeting to *members*.

c) Notification will include the agenda for the special meeting and any documents that support the specific matters for discussion.

6.4 Agenda

a) Only the specific matters raised as part of the special meeting request may be on the agenda.

b) The agenda of a special meeting **does not** include

   i. minutes of preceding meetings,
   ii. correspondence,
   iii. reports,
   iv. general business or
   v. new membership.

c) Casual vacancies cannot be filled during a special meeting

d) The agenda for special meetings shall follow the endorsed format in Appendix D

6.5 Voting

Voting at special meetings is subject to the rules in section 7

6.6 Minutes

Minutes must be taken per the rules of section 8 and tabled at the next general meeting.

6.7 *Quorum*

The *quorum* at a special meeting is subject to the rules in section 9

6.8 Adjournment

A special meeting shall be adjourned if a *quorum* is not achieved within 15 minutes of the advertised starting time. Should the special meeting be adjourned, a new date for holding the special meeting shall be called subject to the notice period required in 6.3. It must be held no later than one month after the date of the adjourned meeting.

6.9 Postponement

A special meeting can only be postponed if a natural disaster or government order prevents the school community from meeting face-to-face or virtually. Should a special meeting be postponed, members must be notified as soon as possible and a new date for a *special meeting* shall be set no more than one month after the date the special meeting was postponed.

7. VOTING & DECISIONS

7.1 Voting Rights

a) Only *members* can vote at meetings of the *P&C Association*

b) A *member* has only one vote on any one decision at a meeting.

c) A *member* may vote for, against, or abstain from voting on any motion.

7.2 Voting Method

a) For the *AGM,* voting shall be conducted using a secret ballot or equivalent process

b) For general and special meetings, the voting process may be by a show of hands unless the meeting is hybrid or entirely virtual. In this case, a suitable means of tallying the votes must be employed. A secret ballot shall be held if the motion is sensitive or contentious.

7.3 Voting Procedure (general & special meetings)

a) Decisions of the *P&C Association* shall be determined by placing a motion before the *members.*

b) All motions must be moved and seconded before they can be discussed and decided.

c) A motion that has been moved and seconded must be put to the *members* unless the motion is ruled unconstitutional or illegal or the motion is withdrawn with the consent of the meeting

d) *Members* have the right to speak once only to any motion.

e) The *Chair* shall ensure that each *member* who wishes to speak to the motion, for or against, is given time to do so without interruption.

f) *Members* have the right to propose amendments to a motion. Amendments must be relevant to the original motion and not be a simple negation.

g) Once the debate has concluded, the *Chair* shall check the *quorum* and then put the motion to a vote, ensuring that only *members'* votes are counted.

h) The *Chair* shall call for those in favour of the motion, those against and those abstaining.

7.4 Determination of the Vote

a) A motion is carried if there is a quorum and the majority of *members* present at the meeting vote in favour of the motion

b) A motion is lost if there is a quorum and the majority of *members* present at the meeting vote against the motion

c) If there are an equal number of *member* votes (tied vote), there is no decision, and the status quo remains. The motion may be put to the *P&C Association* again at another time.

d) The *Chair* **DOES NOT** have a casting vote.

7.5 Validity of Decisions

A decision of the *P&C Association* is only valid if:

a) Appropriate notice of the meeting is provided to **all** *members*, and

b) The item requiring a decision has been placed on the agenda for the meeting, and

c) A *quorum* is present at the time of the decision, and

d) In the case of a decision to expend funds, a treasurer's report has been presented at the meeting at which the decision to expend funds will occur, and

e) The decision is constitutional and legal

7.6 Reversal of Decisions (Recission)

a) In the first instance, members should raise concerns over the validity of a decision at the time of the decision or with the Executive as soon as possible after the decision has been made

b) Failing the approaches of 7.6 a), a formal request for the reversal of a decision may be raised by *Members* where it is believed that a decision

I. Is unlawful

II. Is Unconstitutional

III. Was made under circumstances where the proper procedure has not been followed, including lack of *quorum* or inappropriate meeting notice

IV. Would result in the P&C Association trading insolvent

c) A formal request for a reversal of decision must

I. be made in writing to the *Secretary, and*

II. reference the specific decision (motion), including the date of the meeting at which the decision was made

III. only be for one or more of the reasons provided for in 7.6 b), and

IV. provide evidence or references to support the request, and

V. be signed by at least five (5) *members* or one-fifth of the membership, whichever is greater.

d) On receipt of a valid request to reverse a decision,

I. the *Executive* must place on hold any activity pertaining to the original motion until the request is dealt with.

II. the Secretary must place the request to rescind on the agenda of the following general meeting for which sufficient notice has been provided or call a special meeting to deal with the matter.

e) During any meeting at which the request to reverse a decion is being discussed, *members* must be provided with a full explanation for the need to reverse the decision and be allowed to speak.

f) A request to rescind a previous motion requires the support of at least two-thirds of the *members* present at the meeting to be carried.

g) Should a motion to reverse a decision be carried, the *Executive* shall ensure that any actions or expenditures relating to the motion cease as soon as possible.

h) Should the request for reversal of decision not be carried (lost), the *Executive* shall continue to implement the actions of the original motion. No further request for recission on this motion may be put to the *P&C Association.*

7.7 Items not on the Agenda

Calls for decisions on any items not on the agenda shall not be decided at the meeting at which they are raised but may be discussed and then deferred until the next meeting to allow for proper consideration. The Secretary shall note these items for inclusion on the agenda for the next meeting

7.8 Hybrid or Virtual Voting

a) At any meeting in which *members* are attending virtually, either in whole or in part, a voting system must be used equivalent to conducting a secret ballot.

b) Voting cannot be conducted virtually by a show of hands

7.9 Proxy Voting

Proxy or absentee voting is **not permitted** at any meeting of the *P&C Association* under any circumstances.

8. MEETING MINUTES

8.1 Minute Taker

a) The *Secretary* shall record the minutes at each general meeting, executive meeting, special meeting, and *AGM.*

b) Should the *Secretary* be unable to attend a meeting, another *member* shall be nominated to take the minutes.

c) Minutes of *sub-committee* meetings will be taken by an appointed scribe.

8.2 Content of Minutes

a) Minutes should only record

(i) The type of meeting, i.e. general, special, AGM or Executive

(ii) The date, start and finish time, and place of the meeting

(iii) The attendees and any apologies

(iv) The agenda items

(v) all motions, including who moved and seconded the motion and the result of the vote (carried, lost or tied)

(vi) Any action items resulting from motions or discussions

b) All *sub-committee* minutes or reports, *Principal* or *Presidents* reports, or financial reports shall be included as part of the minutes for the meeting at which they were presented. If the report is given verbally, then the minutes shall record that the report was given verbally. No summary is to be given

8.3 Circulation of Minutes

a) Minutes shall only be circulated to *members* of the *P&C Association*.

b) The *Secretary* is responsible for circulating minutes unless the *Secretary* cannot carry out that role at that time. Another *Office Bearer* shall be made responsible.

8.4 Adoption of Minutes

a) All draft minutes of Executive, special, AGM, sub-committee or general meetings shall be presented at the following general meeting, where they are either adopted or amended and then adopted

b) Amendment of draft minutes requires majority approval of the *members* present

8.5 Validity of Minutes

Minutes are not considered a formal record of a meeting until ratified by the *members* and signed and dated by the *President* and *Secretary*

8.6 Storage of Minutes

Once adopted, all minutes of general meetings, special meetings, executive meetings, and AGMs shall be signed by the *President* and *Secretary* and permanently archived

9. QUORUM

9.1 Quorum

a) The *quorum* at meetings of the *P&C Association*, other than sub-committee meetings, shall be as stated in the *Constitution.*

b) No business of the *P&C Association* may be conducted or decided without a *quorum* being present when the business is being discussed and decided upon.

9.2 Failure to obtain a quorum

a) If a meeting for which due notice has been given does not achieve a *quorum* within 15 minutes of the advertised starting time, the meeting shall be adjourned unless it is likely that a quorum can be established within a reasonable time agreeable to the members present.

b) The *Secretary* shall be responsible for calling a further meeting.

c) In the absence of a *Secretary***,** the remaining members of the *Executive* will call a further meeting.

d) Any subsequent meeting shall be held with consideration given to the appropriate notice period and other time restrictions for that particular type of meeting.

10. PRESIDING MEMBER (CHAIR)

a) The Presiding Member (*Chair*) shall control the order and process of the meeting, including

i. Managing debates
ii. Voting
iii. Maintaining order
iv. Ruling on points of order (meeting process)
v. Ensuring that all items on the Agenda are addressed

b) The *President* shall preside as chairperson at all meetings other than sub-committee meetings.

c) If the *President* cannot attend, one of the *Vice Presidents* shall act as *Chair.*

d) If the *President* and both *Vice Presidents* cannot attend, then a *Chair* shall be elected from the *members* present.

e) The Chair should remain neutral throughout any debate and voting.

f) If the *Chair* wishes to move a motion or participate in the debate, they must pass the *Chair* onto another *Office Bearer* until they finish. The change of Chair must be noted in the minutes.

11. FUNDS AND ASSETS

11.1 Policies

The *P&C Association* must establish and maintain policies for the handling and management of funds and assets to minimise the risk of fraud and provide for responsible management.

11.2 Decisions to Expend Funds

a) Any motion to expend funds of the *P&C Association* must be placed on the agenda for the meeting at which it is to be considered

b) No decision to expend funds will be considered without a treasurer's report being presented and endorsed at the meeting or if a meeting fails to reach a quorum

11.3 Authorisation to Transfer Funds

Any accounts of the P&C Association, including accounts of sub-committees or P&C Association operations, must be operated by two or more Office Bearers delegated by the members to operate the accounts on behalf of the P&C Association.

11.4 Surplus Funds

When determining the transfer of surplus funds from *P&C Association* operations, running costs and operational provisioning must be considered before any such transfer.

11.5 Donation of Funds

a) The *P&C Association* can only donate its funds to the school and then only for the objectives stated in the *Constitution.* As such, *the P&C Association* cannot donate funds to other charities or other schools.

b) As a not-for-profit organisation, the *P&C Association* must not donate funds to its members

11.6 Annual Budget

The *P&C Association* shall draft and approve an annual operating budget to manage and track financial expenditure.

12. SUB-COMMITTEES

12.1 Establishment

a) The *P&C Association* may choose to form a *sub-committee* as either

   i. Adhoc: A sub-committee established to deal with a specific set of issues or tasks that only has grounds for remaining established while the issue or task is being addressed. These sub-committees cease to exist after the task is complete.

   ii. Standing: A sub-committee established for the ongoing role management of a specific operation or group of tasks, e.g. canteen, uniform shop band or OSHC.

a) A sub-committee must be established with a set of governing rules that meet the requirements set out in these by-laws

b) A *sub-committees* governing rules must be endorsed by the *P&C Association* at a properly convened meeting for which appropriate notice has been given to *members*.

12.2 Governance

a) Sub-committees

   i. are accountable to the *P&C Association* for all of their activities

ii. are bound by the *Constitution*, *By-laws*, rules, policies and procedures of the *P&C Association* at all times

iii. must follow all directions received from the *P&C Association*

iv. and their associated enterprises will use the ABN of the *P&C Association* for all purposes

v. must have clearly stated objectives that align with the overall objectives of the *P&C Association*

b) Sub-Committees only have the delegated authority to act where such authority is granted within the sub-committees rules

c) Any delegated authority given to a sub-committee must not be unlawful or in conflict with the *Constitution*, by-laws, policies or procedures of the *P&C Association*.

d) Where no delegated authority has been granted, the sub-committee must seek the members' approval at a properly convened general meeting of the P&C Association.

e) Employees engaged in any enterprise to which the sub-committee has delegated authority are, for all purposes, employees of the *P&C Association*

f) The Office Bearers of the *P&C Association* have the primary responsibility for sub-committees, their activities and operation, including employment and child-protection

12.3 Sub-committee Membership

a) Sub-committees shall consist of elected members and *ex-officio* members

b) Elected members of the sub-committee are elected from the *members* at the *AGM*

c) Sub-committees shall have no more than five (5) elected members, which consist of

i. A convenor

ii. A scribe

iii. The P&C Treasurer or their representative

iv. Two other members

d) Ex-officio members include

i. The Principal or anyone acting in that capacity

ii. The President or a nominated Executive member

iii. A manager (employed or volunteer) of the enterprise the sub-committee is responsible for if such a person is engaged.

12.4 Reporting

Sub-committees are required to provide a written report, including any recommendations, to each general meeting of the P&C Association

12.5 Accounts & Funds

a) Only Office bearers can be signatories to accounts used by a sub-committee or the operation it supports

b) All funds raised or handled by the *sub-committee or the operation it supports* shall be, for all purposes, funds of the *P&C Association*

c) The accounts of the sub-committee or any enterprise the sub-committee is responsible for shall be audited annually as part of a consolidated audit of the *P&C Association* accounts

d) Any funds surplus to the needs of any sub-committee operation may be transferred to the general funds of the *P&C Association* subject to the following considerations:

i. The provision of employee entitlements such as superannuation, long service, annual and sick leave,

ii. Planned and approved maintenance and replacement of stock or equipment,

iii. Planned and approved purchase of additional equipment,

iv. Approved expenditure within the coming financial year (the year immediately following the close of the *P&C Association's* financial year),

v. Any specific conditions of licensing agreements, and

vi. sufficient cash reserves equivalent to the operating costs of at least two school terms as a buffer for general operational needs

12.6 Agreements, Contracts, Grants, Licenses and Leases

The P&C Association must approve all agreements, contracts, licenses, leases, and grants at a general or special meeting. Agreements, contracts, licenses, leases, and grants can only be signed by *Office Bearers*.

12.7 Delegated Authority

The *Sub-Committee* may only exercise the *delegated authority* specified in the sub-committees rules and only then in conjunction with applicable *P&C Association* policy and procedures

12.8 Alteration of sub-committee rules

Any alteration to sub-committee rules must be approved at a general or special meeting of the *P&C Association,* where at least one month's notice of the changes has been provided to *members*.

12.9 Dissolution of a sub-committee

A sub-committee of the P&C Association may be dissolved by a majority vote of members present at a properly convened meeting for which appropriate notice of dissolution has been given. A business case or other valid reasons for dissolution must be provided with the notice of the meeting.

13. LIFE MEMBERSHIP OR OUTSTANDING SERVICE

a) The *P&C Association* may confer the honour of Life Membership or Outstanding Service on a *member* or a volunteer who has made a significant contribution to the work of the *P&C Association*.

b) Any honour must be approved by a majority vote of the *members* at a meeting of the *P&C Association, at which notice of the honour is on the agenda*.

c) Life Members may attend and speak at meetings but are not entitled to vote or hold office unless they have paid the annual subscription.

d) The *P&C Association* may remove an honour if the recipient has been convicted of committing an offence that may substantially damage the reputation of the *P&C Association*.

14. POLICIES & PROCEDURES

(a) The *P&C Association* shall implement and maintain policies and procedures to support compliance with all relevant legislation.

(b) The P&C Association *shall maintain the following policies and procedures as a minimum*

i. child protection,

ii. management of funds,

iii. volunteering,

iv. confidentiality,

v. privacy and records,

vi. communication and social media,

vii. code of conduct

viii. conflict of interest

ix. grievance, complaints and feedback

(c) If the *P&C Association* employs staff, then policies and procedures shall be created and maintained for recruitment, management and termination of staff and Work Health & Safety.

(d) Policies and procedures must be adopted or approved at a general or special meeting before becoming effective. Seven days' notice is required for adoption or alteration.

15. FINANCIAL YEAR

(a) The financial year of *the P&C Association* shall be from 1 January to 31 December.

(b) The P&C Association may change the financial year provided one month's notice is given to members and a valid rationale is provided for the change. A decision to change the financial year must be supported by a majority vote at a properly convened meeting of the P&C Association.

16. REPRESENTATION

a) The *P&C Association* may elect representatives responsible for representing the *P&C Association* on merit selection panels, committees or events.

b) Where a representative is required, and no preselection has been undertaken, nominations and voting needs to be held at a properly convened P&C Association meeting

c) In the case of a merit selection panel, the panel convenor must give a *P&C Association* 10 days' notice so a special meeting can be convened for the selection of the panel member if required.

17. ADOPTION & ALTERATIONS

a) These by-laws must be approved by a majority vote of members at a general or a special meeting of the *P&C Association* before becoming effective.

b) No amendment shall be made to these *by-laws* without the majority approval of the *members* at a general meeting or a special meeting convened specifically for this purpose.

c) A month's notice shall be given of any adoption or amendment

d) Formal notification of any alteration to these *rules*, including details of any changes, shall be provided for inclusion in the meeting agenda at which the amendment will be discussed**.**

e) Details of any changes to the *rules* should be kept along with the minutes of the meeting at which any amendments were debated, accepted, or rejected in whole or in part

f) Any alterations to these *rules* must be lawful and not contradict the P&C Association's Constitution.

18. APPROVAL

These *rules* are hereby adopted by the *P&C Association* at the general meeting held on 8 February 2023 and remain current until amended as per clause 17.

P&C ASSOCIATION **PRESIDENT**	***P&C ASSOCIATION*** **SECRETARY**
Name: _____	Name:
Signature:_____	Signature:

Appendix A Executive Meeting Agenda

Executive Meeting Agenda

<<INSERT DATE & TIME>>

Item	Description	Responsible Person
1	Welcome and acknowledgement	Chair
2	Apologies	Chair
5	Confirmation of the minutes of the previous executive meeting	Chair
6	Business arising from the minutes of the previous executive meeting	Chair
7	Correspondence	Chair
8	Treasurers Report	Treasurer
9	Operational matters	Chair
10	WHS matters	Chair
11	New business	Chair
12	General Business	Chair
13	Next Meeting	Chair
14	Close	Chair

NOTES

- For this executive meeting to be valid, at least seven (7) days' notice must have been given to executive members
- The quorum at this executive meeting is a majority of its members but must not be less than three (3)

Appendix B General Meeting Agenda

General Meeting Agenda

<<INSERT DATE & TIME>>

Item	Description	Responsible Person
1	Welcome and acknowledgement	Chair
2	Apologies	
3	Call for new members	Chair
4	Call for nominations for casual vacancies	Chair
5	Confirmation of the minutes of the previous general meeting	Chair
6	Business arising from the minutes of the previous general meeting	Chair
7	Correspondence	Chair
8	Treasurers Report	Treasurer
9	Principals Report	Principal
10	Sub-committee Reports	Convenors
11	New business	Chair
12	General Business	Chair
13	Next Meeting	Chair
14	Close	Chair

NOTES

- For this general meeting to be valid, at least seven (7) days' notice must have been given to members
- The quorum at this general meeting is as stated in the Constitution
- Only *members* can vote at general meetings. To be considered a *member*, a membership application must have been received before the close general meeting or AGM preceding the *current general meeting. Any person who applies for membership for the first time at this general meeting will only be considered a member after the close of this general meeting.*
- *Only members can stand for casual vacancies at general meetings*
- *No decision on expenditure can be made at a general meeting at which a treasurers report has not been presented*

Appendix C AGM Agenda

Annual General Meeting Agenda

<<INSERT DATE & TIME>>

Item	Description	Responsible Person
1	Welcome and acknowledgement	Chair
2	Call for new members	Chair
3	Confirmation of the minutes of the previous AGM	Chair
4	Business arising from the minutes of the previous AGM	Chair
5	Receipt and adoption of the audited financial report	Treasurer
6	Receipt and adoption of the President's annual report	President
8	Elections *President* *Vice Presidents* *Secretary* *Treasurer* *Additional Executive members (up to 6)*	Returning Officer
9	Election of sub-committee members	Returning Officer
10	Election of representatives (school committees and merit selection)	Returning Officer
11	Approval of Signatories (Removal and Addition)	New Chair
12	Appointment of the P&C Associations auditor	New Chair
13	Adoption or review of by-laws, rules, policies, and procedures	
14	Setting the annual subscription fee	New Chair
15	Close	New Chair

NOTES

- For the AGM to be valid, at least 14 days notice must have been given to members
- The quorum at the AGM is as stated in the Constitution
- The AGM cannot continue if the audited financials are unavailable for receipt and adoption. The meeting must be postponed until they can be presented.
- Only *members* can nominate and be elected for a position at the AGM. To be considered a *member*, a membership application must have been received before the close of the general meeting preceding the *AGM. Any person who applies for membership for the first time at the AGM will only be considered a member after the close of the AGM.*
- *Any existing member that wishes to remain a member for the coming year is required to pay the annual subscription before the close of the AGM*
- *Any existing member who does not pay their annual subscription at the AGM will be unable to continue in an elected position until the annual subscription is paid and the member register is updated*

Appendix D Special Meeting Agenda

Special Meeting Agenda

<<INSERT DATE & TIME>>

Item	Description	Responsible Person
1	Welcome and acknowledgement	Chair
2	Apologies	
3	Special meeting business	Chair
4	Summary of decisions	Chair
5	Close	Chair

NOTES

- For this special meeting to be valid, at least seven (7) days notice must have been given to members
- The quorum at this special meeting is as stated in the Constitution
- Only *members* can vote at special meetings. To be considered a *member*, a membership application must have been received before the close of the general meeting preceding this special meeting.
- *No membership applications can be taken at a special meeting*
- *No casual vacancies can be filled at a special meeting*
- Special meetings do not deal with
    - Business of the previous meeting
    - Correspondence
    - General Reporting, or
    - General Business