

SOUTH AUSTRALIAN STATE SCHOOLS ADMINISTRATIVE  
OFFICERS ASSOCIATION INCORPORATED

# **CONSTITUTION**

**incorporating**

**Statement of Purpose**

**and**

**Rules of the Association**

**Last updated AGM 10 July 2018**

## Statement of Purpose

1. The purpose of the Association is to:-
  - 1.1. provide an interchange of information, ideas and methods relating to the administration of educational institution
  - 1.2. support and assist school administration officers in the efficient execution of their duties
  - 1.3. advance the status of school administration officers
  - 1.4. to promote close co-operation between school administration officers, school management, general staff, the Government Education body and the wider community
  - 1.5. initiate, foster, encourage and execute professional development amongst our members and support staff
  - 1.6. assist and advise members in the performance of their professional duties.
  
2. Solely for furthering the purpose set out above the Association shall have power to:-
  - 2.1. raise money, or by other lawful means solicit and receive grants, donations, contributions, fees or subscriptions or other financial aid
  - 2.2. accept gifts, endowments or bequests made to the Association generally, or for the purpose of any specific object
  - 2.3. buy, sell and deal in all kinds of articles, commodities and provisions, both liquid and solid, for the members of the Association
  - 2.4. purchase, take or lease, exchange, hire or otherwise acquire any real or personal property which may be deemed necessary or convenient for any of the purposes of the Association
  - 2.5. enter into any arrangements with any government or authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; obtain from any such government or authority any rights, privileges and concessions which the Association may think it desirable to obtain; and carry out, exercise and comply with any such arrangements, rights, privileges and concessions
  - 2.6. appoint, employ, remove or suspend persons whose services may be deemed necessary or convenient for the purpose of the Association
  - 2.7. invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit
  - 2.8. sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association
  - 2.9. take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, Annual subscriptions or otherwise
  - 2.10. print or publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects
  - 2.11. amalgamate with any one or more incorporated Associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as that imposed upon the Association under or by virtue of the rules
  - 2.12. purchase or otherwise acquire and undertake all or any part of the property, assets, liabilities and engagements of any one or more of the incorporated Associations with which the Association is authorised to amalgamate
  - 2.13. transfer all or any part of the property, assets, liabilities and engagements of the Association to any one or more of the incorporated Associations with which the Association is authorised to amalgamate
  - 2.14. make donations for patriotic, charitable or community purpose
  - 2.15. do all such other things as are incidental or conducive to the attainment of the purpose and the exercise of the powers of the Association.

SOUTH AUSTRALIAN STATE SCHOOLS ADMINISTRATIVE OFFICERS ASSOCIATION  
INCORPORATED

**RULES**

**1 NAME**

- 1.1 The name of the Association South Australian State Schools Administrative Officers Association Incorporated.

**2 INTERPRETATION**

- 2.1 In these rules, unless the contrary intention appears:-
- 2.1.1 "Member" means a member of the Association as per Clause 3 of these rules
  - 2.1.2 "General Meeting" means any of the following held in accordance with these rules
    - 2.1.2.1 the Annual General Meeting
    - 2.1.2.2 an ordinary General Meeting
    - 2.1.2.3 a special General Meeting
  - 2.1.3 "School Vacations" means vacation periods as determined from time to time
  - 2.1.4 "Special Resolution" is a motion
    - 2.1.4.1 of which not less than 21 days notice has been given; and
    - 2.1.4.2 the notice of motion states that the motion is a "special resolution"; and
    - 2.1.4.3 resolved and passed by a majority of not less than three quarters of the members of the Association present and voting at a General Meeting or Committee meeting or sub-Committee meeting
  - 2.1.5 "Immediate Past President" means the person who last held the office of President of the Association
  - 2.1.6 "Committee of Management" means the governing body of the Association.
- 2.2 In these rules, a reference to the secretary of the Association is a reference:-
- 2.2.1 where a person holds office under these rules as secretary of the Association - to that person; and
  - 2.2.2 to the Public Officer of the Association.
- 2.3 Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Associations Incorporated Act, 1985 and the Act as in force from time to time.
- 2.4 The Regulations means the Associations Regulations, 1985.

**3 MEMBERSHIP**

- 3.1 Members
- 3.1.1 The Association shall grant membership to any person/s currently situated at a government school, including a person in a relief position, who fills a management position with a component of business, finance or human resource.
  - 3.1.2 Membership shall remain open to members who are seconded to or employed within the Government Education body
  - 3.1.3 An application of a person for membership of the Association shall be made in writing as per Appendix 1 (membership application and lodged with the Association with the appropriate subscription fee;
  - 3.1.4 On receipt of the application, the appointed Office Bearer shall enter the details of the member in the register of members, and upon the name being so entered, the nominee becomes a member of the Association.
- 3.2 Life Members

- 3.2.1 The Association may confer Life membership on any member who has rendered exceptional service in contributing to the operation and achievements of the Association for a minimum period of eight years
  - 3.2.2 A detailed nomination must be made in writing, signed by the proposer and a seconder and lodged with the secretary no later than six weeks prior to the Annual General Meeting;
  - 3.2.3 If the Executive approves the nomination, such nomination shall be placed before the Annual General Meeting and must be endorsed by a two-thirds majority of those present and entitled to vote.
  - 3.2.4 A life member will receive all membership rights as per section 3.3 to 3.5
  - 3.2.5 Annual membership fee will be waived
  - 3.2.6 On invitation of Committee, be extended the opportunity to attend all Association Events.
- 3.3 A member shall cease to be a member of the Association in the event of their
- 3.3.1 advising the Association in writing of their intention to resign;
  - 3.3.2 being in arrears of the Annual subscription fee on March 31st, providing the member has been advised in writing of her/his status;
  - 3.3.3 being in arrears in the payment of a levy imposed pursuant to Rule 6, provided the member has been advised in writing of her/his status;
  - 3.3.4 The passing by a three quarters majority of those present and entitled to vote at a General Meeting that membership be terminated for unprofessional conduct, or for conduct prejudicial to the welfare of the Association and/or its members:-
    - 3.3.4.1 A notice of motion, signed by ten members, must be submitted in writing to the secretary of the Association;
    - 3.3.4.2 28 days clear notice of such intention to terminate membership must be given to all members in writing;
    - 3.3.4.3 Any such termination shall only be lawful provided the member concerned has been given every opportunity to appear before the meeting to present her/his case.
- 3.4 A right, privilege or obligation of a person by reason of her/his membership of the Association:-
- 3.4.1 is not capable of being transferred or transmitted to another person;
  - 3.4.2 terminates upon the cessation of her/his membership whether by death or resignation or otherwise.
- 3.5 A member shall be entitled to:-
- 3.5.1 attend, speak and vote at General Meetings of the Association;
  - 3.5.2 hold office in the Association;
  - 3.5.3 receive copies of appropriate Association publications;
  - 3.5.4 such other benefits and privileges as the Association or Committee of Management may approve from time to time.
- 3.6 Leave of Absence
- 3.6.1 The Committee of Management may grant leave of absence to any member on receipt of a written request. Where such absence exceeds twelve months, the Committee of Management may excuse the payment of the Annual subscription fee, in whole or in part, for that year, at its discretion.

#### **4 GRIEVANCE PROCEDURES**

- 4.1 The grievance procedure in this rule applies to disputes under these Rules between
  - 4.1.1 a member and another member; or
  - 4.1.2 a member and the Association.
- 4.2 The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all parties.

- 4.3 If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend the meeting, then the parties must within 10 days, hold a meeting in the presence of a mediator.
- 4.4 The mediator must be:
- 4.4.1 a person chosen by agreement between the parties or
  - 4.4.2 in the absence of agreement
    - 4.4.2.1 in the case of a dispute between a member and another member, a person appointed by the Committee of Management; or
    - 4.4.2.2 in the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Government Education Body.
- 4.5 A member of the Association can be a mediator.
- 4.6 The mediator cannot be a member who is a party to the dispute.
- 4.7 The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- 4.8 The mediator, in conducting the mediation, must
- 4.8.1 give the parties to the mediation process every opportunity to be heard; and
  - 4.8.2 allow due consideration by all parties of any written statement submitted by any party; and
  - 4.8.3 ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- 4.9 The mediator must not determine the dispute.
- 4.10 If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

## **5 ANNUAL SUBSCRIPTION**

- 5.1 The Association's financial year is from January to December of any given year.
- 5.2 The Annual subscription fee shall be reviewed by the association and presented at the AGM each year.
- 5.3 Persons who make application to join the Association between July and December shall pay a pro rata subscription fee as determined by the Association from time to time.

## **6 LEVY**

- 6.1 A Special General Meeting may empower the Committee of Management to impose, in addition to the Annual subscription fee, a compulsory levy on members should extraordinary circumstances arise which impose a substantial drain on the financial resources of the Association.

## **7 REGISTER OF MEMBERS**

- 7.1 A register of members shall be kept and maintained and shall be available for inspection by members at the address of the appointed officer. I

## **8 GENERAL MEETINGS**

- 8.1.1 The Annual General Meeting shall be held during the annual conference;
  - 8.1.2 General Meetings shall be held during the year in accordance with Clause 8.2 hereof.
- 8.2 The Agenda for the Annual General Meeting shall be:-
- 8.2.1 to confirm the minutes of the preceding Annual General Meeting and of any General Meeting held since that meeting;
  - 8.2.2 to receive from the Committee of Management, reports upon the transactions of the Association during the previous year;
  - 8.2.3 to receive and confirm the Annual Financial Report including the audited statement;
  - 8.2.4 to hold elections to fill the positions on the Committee of Management which come up for election for that year;

- 8.2.5 to appoint an Auditor;
- 8.2.6 to add to or amend the Constitution or Statement of Purpose.

## **9 NOTICE OF GENERAL MEETINGS**

- 9.1 A minimum of four weeks notice in writing shall be given to each member of the Association of the time and place of any General Meeting.
- 9.2 At least fourteen days, or if a special resolution is to be proposed at least twenty one days, before the date fixed for holding a General Meeting of the Association the Secretary of the Association shall give notice in writing to each member of the Association of the resolutions proposed.
- 9.3 No business other than that set out in the notice convening the meeting shall be transacted at the meeting.
- 9.4 The Committee of Management or Office Bearers of the Association shall call a General Meeting of members of the Association if a two-thirds majority of members of the Committee of Management or the Office Bearers of the Association present at a Committee of Management so determines. The Committee of Management or Office Bearers may call a General Meeting to discuss issues deemed by the Committee of Management or Office Bearers to be of major importance.
- 9.5 The Committee of Management may also call a General Meeting of the members of the Association upon the request, in writing, of any fifty financial members of the Association. Such meeting is to be held as soon as practicable within six weeks of the receipt of the request, excluding school vacations.

## **10 PROCEDURE AT GENERAL MEETINGS**

- 10.1 A quorum at a General Meeting shall be thirty per cent of the number of members of the Association.
- 10.2 All business that is transacted at General Meetings with the exception of that specially referred to in these Rules as being the ordinary business of the Annual General Meeting shall be deemed to be special business.
- 10.3 No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- 10.4 At General Meetings, all members of the Association shall be entitled to attend and take part.
- 10.5 Only financial members shall be entitled to vote at General Meetings and shall be entitled to one vote. Non members may attend General Meetings on payment of the fee as determined but are ineligible to vote.
- 10.6 In the case of any equality of voting on a question, the chairperson of the meeting is entitled to exercise a second or casting vote.
- 10.7 Voting shall be by a show of hands unless otherwise specified in the Constitution provided that in matters of a personal nature voting shall always be by ballot.
- 10.8 Questions shall be decided by a bare majority except where specified otherwise in this constitution.
- 10.9 If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting and the poll shall be deemed to be a resolution of the meeting on that question.
- 10.10 A poll that is demanded on the election of a chairperson or on a question of an adjournment shall be taken forthwith.

## **11 OFFICE BEARERS**

- 11.1 The Office Bearers of the Association shall be;
  - 11.1.1 a President;
  - 11.1.2 two Vice Presidents, representing a balance from government primary and secondary schools;

- 11.1.3 a Treasurer;
- 11.1.4 a Secretary;
- 11.1.5 the immediate Past President may serve for the year immediately following her/his term as President.
- 11.2 All Office Bearers shall be elected at the first Committee of Management meeting held after the Annual General Meeting.
- 11.3 The Committee of Management shall fill any vacancy occurring between Annual General Meetings.
- 11.4 The President shall have the right to preside at all General and Committee of Management meetings.
- 11.5 In the event of the President being absent, one of the Vice Presidents shall preside.
- 11.6 In the event of the President and the Vice Presidents being absent, those present at the beginning of the meeting shall elect a Chairperson.
- 11.7 The Secretary shall:-
  - 11.7.1 attend General and Committee of Management meetings and other meetings as required;
  - 11.7.2 maintain official records of the Association;
  - 11.7.3 keep a record of all minutes of Committee of Management and General Meetings;
  - 11.7.4 conduct the correspondence of the Association;
  - 11.7.5 except as otherwise provided in these rules, keep in her/his custody or under her/his control all books, documents and securities of the Association.
- 11.8 The Treasurer shall:-
  - 11.8.1 keep all books and papers relating to the finances of the Association;
  - 11.8.2 keep proper accounts and present at each Committee of Management meeting a report of the transactions for the period and a list of accounts to be passed for payment;
  - 11.8.3 prepare the Annual Budget and Financial Statement of the Association;
  - 11.8.4 have the books and accounts available for inspection by members if so requested.
  - 11.8.5 have the books and accounts audited annually.
- 11.9 The Committee of Management has the option of creating additional office bearers as required from time to time.

## **12 ELECTIONS**

- 12.1 Nominations of candidates for election as members of the Committee of Management:-
  - 12.1.1 shall be made in writing, signed by two members of the Association and accompanied by the written consent of the candidates (which may be endorsed on the form of nomination);
  - 12.1.2 shall be delivered to the secretary of the Association two weeks prior to the holding of the Annual General Meeting;.
- 12.2 If insufficient nominations are received to fill all vacancies on the Committee of Management, the candidates nominated shall be deemed to be elected and further nominations shall be received at the Annual General Meeting.
- 12.3 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- 12.4 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.
- 12.5 The ballot for the election of the Committee of Management shall be secret.
- 12.6 The election of members of the Committee of Management shall be determined by a simple majority of financial members present and voting.
- 12.7 A candidate may be nominated for more than one position of the Association.

## **13 COMMITTEE OF MANAGEMENT**

- 13.1 The Association shall be governed by a Committee of Management of up to sixteen members consisting of:-
  - 13.1.1 The Office Bearers as defined in Rule 11.1
  - 13.1.2 Up to 10 ordinary members.
- 13.2 The Committee of Management:-
  - 13.2.1 shall control and manage the business and affairs of the Association;
  - 13.2.2 shall, through its Office Bearers, be the only official voice of the Association in stating policy;
  - 13.2.3 shall have the power to appoint, pay and dismiss employees;
  - 13.2.4 may, subject to these rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by General Meetings of the Association; and
  - 13.2.5 subject to these rules, the regulations and the Act, has power to perform all such acts and things as appear to the Committee of Management to be essential or desirable for the proper management of the business and affairs of the Association.
- 13.3 Each member of the Committee of Management shall hold office for two years with the opportunity to re-nominate on completion of their two year term of office
- 13.4 For the purpose of these rules, the office of an Office Bearer of the Association or an ordinary member of the Committee of Management becomes vacant if the Office Bearer or ordinary member:-
  - 13.4.1 ceases to be a member of the Association;
  - 13.4.2 becomes an insolvent under administration within the meaning of the Corporation Law; or
  - 13.4.3 resigns his/her office by notice in writing given to the Association;
  - 13.4.4 the member is named in a resolution passed by a three quarters majority as not performing the duties properly and that it would be beneficial to the Association to remove them from office. Every such removal shall only be lawful provided the member concerned has been given the opportunity to appear before the members to present their case.
  - 13.4.5 absent from more than three committee meetings in a financial year, unless approved by the committee
- 13.5 In the event of a casual vacancy in any position, the Committee of Management may appoint one of its members to the vacant office and the member so appointed may continue in office for the term of office of the vacancy.

#### **14 PROCEDURES OF COMMITTEE OF MANAGEMENT**

- 14.1 The Committee of Management shall meet a minimum of six times per year at such place and such times as the Committee of Management may determine.
- 14.2 The quorum of any meeting of the Committee of Management shall be nine Committee members.
- 14.3 Questions arising at a meeting of the Committee of Management or of any sub-committee appointed by the Committee of Management shall be determined by a majority of members present and voting.
- 14.4 Each member present at a meeting of the Committee of Management or of any sub-committee appointed by the Committee of Management (including the person presiding at the meeting) is entitled to one vote. In the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 14.5 Written notice of each Committee of Management meeting shall be served on each member of the Committee of Management at least two business days before the date of the meeting.
- 14.6 Upon request in writing signed by nine members of the Committee of Management, the Secretary shall call a Special Meeting of the Committee of Management, such meeting to



be held within fourteen days of the request being received. The request shall state the reason(s) for the meeting and business shall be restricted to those items listed.

- 14.7 The Committee of Management shall be entitled to call additional Committee of Management meetings at its discretion.

## **15 EXECUTIVE**

- 15.1 The Committee of Management shall have the power to appoint an Executive who shall have the power to act in an emergency or as directed by the Committee of Management.
- 15.2 The Executive shall consist of the Office Bearers, plus two ordinary members of the Committee of Management, representing a balance from government primary and secondary schools.
- 15.3 The Executive shall have the power to make any regulation, rule or by-law, which shall be binding on all members of the Association and have full effect but shall not be contrary to these rules.

## **16 SUB COMMITTEES**

- 16.1 The Committee of Management shall have power to appoint such sub-committees as it deems necessary to assist its operations, and to elect chairpersons and Committee of Management personnel to those sub-committees.
- 16.2 Members of the Association may be co-opted to such sub-committees in an advisory capacity, and shall have the right to speak and vote at such sub-committee meetings.
- 16.3 An Office Bearer shall be an ex-officio member of all sub-committees.

## **17 ALTERATION OF RULES AND STATEMENT OF PURPOSE**

- 17.1 Notice of a motion to propose a special resolution to alter the rules and/or statement of purpose of the Association, is to be given to the Secretary of the Association in writing at least eight weeks before the date fixed for the General Meeting. Notice of such special resolution shall be posted to members twenty-one days before the date fixed for the General Meeting.
- 17.2 Special resolutions proposing to alter the rules and/or statement of purpose of the Association shall require a three quarters majority of those financial members present and entitled to vote at a General Meeting.
- 17.3 Any alteration to the rules and/or statement of purpose of the association shall take effect from the conclusion of the General Meeting at which members approve the Special Resolution and after endorsement from the Association Incorporation Office or its successor.
- 17.4 The Public Officer shall, immediately after the passing of the special resolution, lodge with the Registrar of Incorporated Associations, notice in writing of the special resolution. The particulars of the alteration or variation shall be signed by two members of the Committee of Management to confirm that the special resolution was passed in accordance with the Act.

## **18 SIGNATORIES**

- 18.1 The President, Secretary and Treasurer shall be the Office Bearers authorised to sign all cheques, drafts, bills of exchange, promissory notes and other negotiable instruments, any two of such signatories will be sufficient for this purpose.

## **19 COMMON SEAL**

- 19.1 The common seal of the Association shall be kept in the custody of the secretary.
- 19.2 The common seal shall not be affixed to any instrument except by the authority of the Committee of Management and the affixing of the common seal shall be attested by the signatures either of two members of the Committee of Management.

## **20 BANK ACCOUNTS**

- 20.1 The treasurer shall open such bank accounts as any two of the Office Bearers shall approve from time to time.
- 20.2 The Committee of Management shall have the power to appoint additional authorised Office Bearers should the need arise.
- 20.3 The funds of the Association shall be derived from annual subscriptions, donations and such other sources as the committee determine.
- 20.4 Investment of any surplus funds shall be in accordance with the Investment Policy of the Association and the guidelines set by the Government Education body.

## **21 WINDING UP OR DISSOLUTION**

- 21.1 A special resolution proposing to dissolve the Association shall be carried and declared only if:-
  - 21.1.1 a three quarters majority of those financial members present and voting at a special General Meeting called for the purpose so agreed
- 21.2 If upon dissolution, there remains after the satisfaction of its debts and liabilities, any property whatsoever, the same shall be transferred or given to some Association or other organisation having similar purpose which is not carried on for the profit or gain of its individual members.
- 21.3 If a special resolution to wind up the affairs of the Association is carried, Committee of Management members shall retain office for a period not exceeding twelve weeks from the date of the meeting called for that purpose.