CONSTITUTION
of the
GOOD SHEPHERD LUTHERAN COLLEGE PARENTS AND FRIENDS ASSOCIATION

Document Approval Date: Monday 15 October 2007
Approving Body: GSLC Parents and Friends Association
Document Version: 071001
Review Date: October 2012

1. NAME
The name of the Association shall be "THE GOOD SHEPHERD LUTHERAN COLLEGE PARENTS AND FRIENDS ASSOCIATION".

2. DEFINITIONS
In these Rules the words and phrases set out below shall unless the context or subject matter otherwise requires have the meanings designated thereunder.

2.1 Annual General Meeting
The Annual General Meeting of the Association

2.2 Association
Good Shepherd Lutheran College Parents and Friends Association

2.3 Auditor
The Auditor of Good Shepherd Lutheran College

2.4 College
Good Shepherd Lutheran College

2.5 Committee Person
Any Person who is for the time being a member of the Executive Committee

2.6 Executive Committee
The Executive Committee of the Association

2.7 Financial Year
The period of twelve (12) Months ending on the Thirty-first day of December in each year

2.8 General Meeting
A meeting of the Members

2.9 Members
The members from time to time of the Association

2.10 Month
Calendar Month

2.11 Objects
The objects of the Association set forth in Rule 3

2.12 Officers
The President, Vice President, Secretary and Treasurer of the Association

2.13 Parents
The Parents of Students attending the College

2.14 Person
Includes a corporation and vice versa
2.15 President
The Person elected by the Association from time to time as the President of the Association

2.16 Rules
These Rules including any amendments or additions which may from time to time be made thereto

2.17 Secretary
The Person elected by the Association from time to time as the Secretary of the Association

2.18 Special General Meeting
A General Meeting convened pursuant to Rule 17

2.19 Staff
Any Persons (including Teachers) who are from time to time employed by the College

2.20 Students
The students who are from time to time attending the College

2.21 Sub-Committee
A sub-committee of the Association

2.22 Teachers
Teachers who are from time to time employed as teachers of the College

2.23 Treasurer
The Person elected by the Association from time to time as the Treasurer of the Association

2.24 Vice President
The Person elected by the Association from time to time as the Vice President of the Association.

3. OBJECTS
The Objects for which the Association is established are:

3.1 To advance the interests and development of the College;

3.2 To foster co-operation and communication between Parents, Teachers, Students and others for the well being of the College; and

3.3 To provide or assist in the Provision of financial or other resources or services for the well being and advancement of the College.

4. POWERS
The Association shall have the rights, powers and privileges of a natural Person and may do all such lawful things as are incidental or conducive to the attainment of the “3. Objects” so long as same do not conflict with the policies of the College Council.

5. MEMBERSHIP
5.1 Parents, Teachers and other members of the Staff shall automatically be Members of the Association

5.2 Other Persons eligible to be Members shall comprise Persons who are not less than eighteen (18) years of age and who are interested in the welfare of the College.

6. ADMISSIONS OF MEMBERS
6.1 At the next General Meeting after the receipt of any application for membership of the Association such application shall be considered by the Members thereat who shall determine whether to admit or reject the applicant

6.2 Any applicant who receives a majority of the votes of the Members present at the General Meeting at which such application is being considered shall be accepted as a Member.
7. TERMINATION OF MEMBERSHIP

7.1 A Member may resign from the Association at any time by giving notice in writing to the Secretary.

7.2 If a Member:
    7.2.1 is convicted of an indictable offence; or
    7.2.2 fails to comply with any of the provisions of these Rules; or
    7.2.3 behaves in a manner considered to be injurious or prejudicial to the interests of the Association;
the Association may terminate the membership of that Member by a majority of the votes of the Members present at a General Meeting.

7.3 The secretary of the association shall notify any person in writing whose membership has been terminated of the decision taken.

8. EXECUTIVE COMMITTEE

The Executive Committee of the Association shall consist of a President, Vice President, Secretary and Treasurer all of whom shall be Members and such other Members as the Members may from time to time appoint.

9. FUNCTIONS OF THE EXECUTIVE COMMITTEE

Except as otherwise provided by these Rules and subject to any resolutions of the Members carried at any General Meeting the Executive Committee:

9.1 Shall have the control and management of the affairs, property and funds of the Association;

9.2 Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent; and

9.3 May exercise all of the powers of the Association.

10. MEETINGS OF EXECUTIVE COMMITTEE

10.1 The Executive Committee shall meet at least once every Month during school terms, which shall be inclusive of one general meeting.

10.2 Questions arising at any meeting of the Executive Committee shall be decided by a majority of votes and in the case of equality of votes the question shall be deemed to be decided in the negative.

10.3 Conflict of Interest

    10.3.1 Committee Persons shall not vote in respect of any contract or proposed contract with the Association in which the Committee Person is interested or in respect of any matter arising thereout.

    10.3.2 All members of the Committee shall abide by the College’s “Conflict of Interest Policy and Procedures” as is approved and updated by the College council from time to time.

10.4 The President shall preside as the Chairman at every meeting of the Executive Committee or, if at any meeting the President is not present, the Vice President shall be the Chairman or, if the Vice President is not present at the meeting, then the Committee Persons present may choose one of their number to be the Chairman of the meeting.

11. SUB-COMMITTEES

11.1 The Association may delegate any of its powers to a Sub-Committee consisting of such Members as the Association thinks fit.

11.2 A Sub-Committee shall elect a Chairman of its meeting and if the Chairman is not present within ten (10) minutes after the time appointed for holding a meeting the Members present may choose one of their number to be the Chairman of the meeting.
11.3 Questions arising at any meeting of a Sub-Committee shall be determined by a majority of votes of the Members present and in the case of any equality of votes the question shall be deemed to be decided in the negative.

12. RESIGNATIONS
Any Member may resign from the Executive Committee or from a Sub-Committee at any time by giving notice in writing to the Secretary.

13. CASUAL VACANCIES
The Executive Committee may at any time appoint any Member to fill any casual vacancy on the Executive Committee until the next Annual General Meeting.

14. GENERAL MEETINGS
A general meeting of the association shall be held once a term.

15. SPECIAL GENERAL MEETINGS
The Secretary shall convene a Special General Meeting:
15.1 On the requisition in writing signed by not less than ten (10) of the Members and such requisition shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat; or
15.2 On being requested to do so by the Executive Committee.

16. ANNUAL GENERAL MEETINGS
16.1 The Annual General Meeting shall be held within three (3) Months of the close of the Financial Year
16.2 The business to be transacted at every Annual General Meeting shall include:
16.2.1 the receiving of the Association's report and the statement of income and expenditure, assets and liabilities for the preceding Financial Year;
16.2.2 the election of the Officers and other Committee Persons;
16.2.3 such other business as may be raised by the Members present at the Annual General Meeting.

17. NOTICE OF GENERAL MEETINGS
17.1 The Secretary shall convene all General Meetings by giving not less than five (5) days notice of any such General Meeting to the Members
17.2 The manner in which such notice shall be given shall be determined by the Executive Committee PROVIDED THAT any such notice shall clearly state the nature of the business to be transacted thereat.

18. QUORUMS
18.1 At any General Meeting the number of Members required to constitute a quorum shall be eight (8) Members.
18.2 If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present the General Meeting shall stand adjourned to such day and at such time and place as the Association may determine and if at the adjourned General Meeting a quorum is not present within half an hour from the time appointed for the General Meeting the Members present shall constitute a quorum.
18.3 At every meeting of the Executive Committee a simple majority of the number of Committee Persons elected to the Executive Committee at the last Annual General Meeting shall constitute a quorum.
18.4 If within half an hour from the time appointed for the commencement of an Executive Committee meeting a quorum is not present the said meeting shall stand adjourned to such day and at such time and place as the Committee Persons present may determine and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the Committee Persons present shall be a quorum.

19. PROCEEDINGS AT GENERAL MEETINGS

Unless otherwise provided by these Rules at, every General Meeting:

19.1 The President shall preside as the Chairman or if the President is not present the Vice President shall be the Chairman or if the Vice President is not present then the Members present may elect one of their number to be the Chairman.

19.2 The Chairman shall maintain order and conduct the General Meeting in a proper and orderly manner.

19.3 The Chairman may, with the consent of the majority of Members present at any General Meeting at which a quorum is present, adjourn the General Meeting from time to time and from place to place but no additional business shall be transacted at any adjourned General Meeting other than the business left unfinished at the General Meeting from which the adjournment took place.

19.4 Every question, matter or resolution shall be decided by a majority of votes of the Members present.

19.5 Every Member present shall be entitled to one vote and in the case of an equality of votes the Chairman shall have a second or casting vote.

19.6 Voting shall be by show of hands or a division of Members.

19.7 A Member may vote in person or by proxy and on a show of hands every Person present who is a Member or a representative of a Member shall have one (1) vote.

19.8 The instrument appointing a proxy shall be in writing in the common or usual form under the hand of the appointor.

19.9 The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any General Meeting at which the Person named in the instrument proposes to vote.

19.10 The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every General Meeting to be entered in a book to be open for inspection at all reasonable times by any Member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every General Meeting shall be signed by the Chairman of that General Meeting or the Chairman of the next succeeding General Meeting verifying their accuracy.

20. ALTERATION OF RULES

These Rules may be amended, rescinded or added to from time to time by a special resolution carried at any General Meeting.

21. FUNDS AND ACCOUNTS

21.1 The funds of the Association shall be banked in the name of the College in such bank as the College may from time to time direct.

21.2 Proper books and accounts shall be kept and maintained showing correctly the financial affairs of the Association and the particulars usually shown in books and accounts of a like nature.

21.3 All monies shall be banked as soon as practicable after receipt thereof.

21.4 All amounts of ONE HUNDRED DOLLARS ($100.00) or over shall be paid by the College once any two (2) of the President, Vice President, Secretary, Treasurer or other Member authorised from time to time by the Association approve the invoice or other authority.

21.5 All income and expenditure shall be tabled at a General Meeting.

21.6 This clause no longer exists
21.7 This clause no longer exists

21.8 As soon as practicable after the end of each Financial Year the Treasurer shall cause to be prepared a statement containing particulars of:

21.8.1 the income and expenditure for the Financial Year just ended; and
21.8.2 the assets and liabilities of the Association at the close of that Financial Year.

22. INCOME AND PROPERTY

22.1 The income and property of the Association, whencesoever derived shall be applied solely in the promotion of the Objects and in the exercise of the powers as set out herein.

22.2 No portion thereof shall be distributed, paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to or amongst the Members PROVIDED THAT:

 Nothing herein contained shall prevent the payment in good faith of interest to any such Member in respect of monies advanced by such Member to the Association or otherwise owing by the Association to the Member or of remuneration to any Officers or servants of the Association or to any Member or other Person in return for any services rendered to the Association PROVIDED FURTHER THAT:

 Nothing herein contained shall be construed so as to prevent the repayment to any Member of out-of-pocket expenses or money lent or reasonable and proper charges for goods hired by the Association or reasonable and proper rent for premises demised to the Association.

23. DOCUMENTS

This Clause of the constitution has been removed

24. DISSOLUTION OF THE ASSOCIATION

24.1 The Association shall be dissolved:

24.1.1 if the College has been discontinued;
24.1.2 if the number of Members is two Persons or less than two Persons; or

24.2 If upon dissolution of the Association there remains (after satisfaction of all the debts and liabilities of the Association) any funds and/or property whatsoever in the name of the Association the same shall not be paid to or distributed amongst the Members but shall be given or transferred to the College for the sole benefit of the College PROVIDED THAT the College is still operating.

If the College has ceased operating then such funds and/or property shall be given or transferred to any association having objects similar to those of the Association and which shall prohibit the distribution of its income and property amongst its members and which is a fund authority or institution approved by the Commissioner of Taxation as a fund authority or institution referred to in paragraph 78 (1) (a) Section 23 of the Income Tax Assessment Act 1936 (as amended) and in deciding on such an association preference shall be given to a qualifying Parents and Friends Association attached to a college or school operating under the auspices of the Lutheran Church of Australia (Queensland District).

25. APPROVAL OF THIS CONSTITUTION

This constitution was approved by a special resolution at the general meeting of the Good Shepherd Lutheran College Parents and Friends Association on Monday 15 October 2007.

Signed: 
Greg Foster
President
Good Shepherd Lutheran College
Parents and Friends Association

John Mason
Principal
Good Shepherd Lutheran College

Date: 15 October 2007