



CONSTITUTION CATHOLIC SECONDARY PRINCIPALS' ASSOCIATION of Western Australia, Incorporated

1.0 TITLE

The Association shall be known as the 'Catholic Secondary Principals' Association of Western Australia Incorporated', hereafter known as the Association. The Office of the Association shall be such place as the Executive Council from time to time determines.

2.0 AIM

The aim of the Association shall be to assist members, through professional development opportunities and pastoral support, to serve the educational needs of the Catholic Secondary Schools of Western Australia in accordance with the Bishops' Mandate and Terms of Reference of the Catholic Education Commission of Western Australia.

2.1 Education Policy Development

To contribute to the development of educational policy in Western Australian secondary education:

2.1.1 in consultation with the Catholic Education Commission of Western Australia [CECWA] through Catholic Education Western Australia (CEWA)

2.1.2 through active consultation and membership on Catholic Education Western Australia [CEWA] Working Parties/Committees as required

2.1.3 by providing an influential voice on broader Western Australia education matters through consultation with government and independent school principal Associations

2.1.4 through consultation with and representation on other State and National Catholic Education bodies

2.1.5 by fostering professional relationships with relevant Associations including government and independent school governing bodies

2.2 Professional Development of Members

To promote the professional development of members by:

2.2.1 continuing to explore the concept of the essential Catholicity of schools by providing the opportunity for members to strengthen their commitment to that ideal.

2.2.2 providing an opportunity for members to pray and reflect together

2.2.3 disseminating appropriate information.

2.2.4 arranging for competent persons to in-service the membership in accordance with their expressed needs.

2.2.5 providing opportunity for members to develop rationales, knowledge, skills, and strategies relating to educational leadership, administration, and management.

2.3 Pastoral Care of Members

To exercise a practical pastoral role in relation to the welfare of members by:

2.3.1 facilitating communication, consultation, and co-operation among members;

2.3.2 assisting, where possible, with terms and conditions of employment;

2.3.3 providing special support in their first years of office;

2.3.4 implementing measures designed to assist members in times of need;

2.3.5 providing opportunities for social interaction.

2.4 Income & Property of the Association

The income and property of the Association shall be applied solely toward the promotion of the aim of the Association. Except for Council approved reimbursements of expenses to a member, no portion of the income or property shall be paid, transferred, or distributed directly or indirectly to the members of the Association, if nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Association or to any person other than a member, in return for services to the Association.

3.0 MEMBERSHIP

- 3.1 The following shall be eligible for membership:
- Principals of WA Catholic schools with secondary or composite enrolments
 - Principals of schools proposed to enrol secondary students
 - formally appointed Short Term Principals for the duration of this role
- 3.2 Where the Principal's role in a Catholic school with secondary students has been legally designated as a shared position, including co-principals, each of the co-principals will be eligible for membership of the Association; however, only one member from that school at any time will be able to cast a deliberative vote for any motions put to Council meetings.
- 3.3 Membership shall be affected by payment of a non-refundable annual subscription fee to be determined at the Annual General Meeting.
- 3.4 In the case of co-principals, pursuant to 3.2 above, only one membership subscription shall be paid. The Executive Committee will determine the eligibility of co-principals to receive any benefits or subsidies provided by the Association where that benefit or subsidy may exceed that which would be normally provided to a sole principal.
- 3.5 Membership shall cease:
- [a] if the member ceases to be a Principal of a Catholic school with secondary students including a Principal or Short-Term Principal who ceases to be actively involved in this capacity for whatever reason.
 - [b] on receipt by the Executive Committee of a written resignation.
 - [c] if the member is expelled in accordance with Clause (7).
- 3.6 The Executive Officer shall keep and maintain a register of members.
- 3.7 Members shall be provided with a copy of the Constitution.

4.0 LIFE MEMBERSHIP

- 4.1 Being persons who have been made life members in accordance with this Clause.
- 4.2 Life membership may be conferred by the Executive in recognition of outstanding services rendered in promoting the interests and objectives of the Association, upon any retiring member at the Annual General Meeting.
- 4.3 The recipient shall hold office during the lifetime of the member unless terminated pursuant to Clause [7] of this Constitution.
- 4.4 Life members shall be exempt from the payment of all fees and levies.

5.0 PATRON

Members may, at any Annual General Meeting or a Special General Meeting, appoint a Patron of the Association. The Patron has all the rights and privileges of a member of the Association without payment of fees.

6.0 RESIGNATION

A member may resign from the Association by submitting a resignation in writing to the Executive Officer of the Association. Upon any person ceasing to be a member for any reason whatsoever, that person shall not be entitled to a refund of membership subscription or any other fee.

7.0 EXPULSION OF MEMBERS

- 7.1 Subject to this clause, the Executive may suspend or expel any member of the Association:
- [a] who commits any breach of the Constitution or any by-law or any lawful order or direction of the Council or any Annual General or Special Meeting.
- OR
- [b] who, in the opinion of the Executive, is guilty either in or out of the Association of any act, practice, conduct, matter or thing unbecoming a member of the Association or prejudicial to the interest of the Association or calculated in any manner to bring discredit on the Association or its members or to impair or affect the enjoyment of Association property by members.
- 7.2 The expulsion of a member in pursuance of this clause does not take effect:
- [a] until the expiration of fourteen (14) days after the member has been notified in writing of the Executive's decision.

OR

[b] if the member exercised the right of appeal pursuant to this clause, until the conclusion of the Special General Meeting convened to hear the appeal, whichever is the later date.

- 7.3 A member may appeal against a decision of the Executive by notifying the Executive Officer, in writing, of an intention to appeal within fourteen (14) days of being notified of the decision. Such period of time shall be from the date of the Executive Officer's letter referred to in 7.2. Upon the receipt of the notice of appeal, the Executive Officer shall notify the Executive and shall cause a Special General Meeting to be held within twenty-eight (28) days from the date the Executive Officer so notifies the Executive.

- 7.4 At a Special Meeting called for the purpose of the sub-clause:

[a] the Executive may place before the meeting details of the grounds of the suspension or expulsion;

[b] the member appealing shall be given an opportunity to be present and to be heard and to be assisted by an advocate provided that such advocate is not a legal practitioner;

[c] the members present shall vote by secret ballot on the question of whether the Executive's decision should be revoked or confirmed;

[d] in the event of the Executive/s notice of expulsion being revoked, such notice shall be withdrawn forthwith and the member shall be reinstated without any loss of rights or privileges.

- 7.5 The decision of the Special General Meeting hearing the appeal shall be final.

8.0 POWERS

- 8.1 Subject to the approval of Council, the Executive may:

[a] purchase or acquire any land or any legal equitable interest therein and to improve, manage, lease, mortgage or otherwise deal with any or all of the property of the Association.

[b] invest any monies of the Association not immediately required in any security authorised by the law of Western Australia for the investment of Trust monies and generally to manage, invest and expend all monies and property belonging to the Association;

[c] employ such officers and servants as the Executive may deem necessary and to pay such sums to such officers and servants whether by way of remuneration or bonus which Executive may deem reasonable and proper;

AND

[d] do all such things as are necessary, incidental, or conducive to the attainment of the aim of the Association.

9.0 DUTIES OF MEMBERSHIP

To actively support the aim of the Association through its objectives and activities.

10.0 CONDUCT OF THE ASSOCIATION

The affairs of the Association shall be conducted through:

- [a] the meetings of all member Principals called the Association Council;
- [b] the meetings of the Association Executive;
- [c] the meetings of the Standing Committees of the Council.

11.0 ASSOCIATION COUNCIL

- 11.1 The management of the affairs of the Association shall be vested in the Council. The Council shall have power to do all such things as are not required to be done by members at the Annual General or Special General Meetings, for the good management of the Association and the furtherance of its aim and objectives.

11.2 Meetings

Timings: The Council shall meet approximately monthly, or as agreed at the Annual General Meeting; notice of such meetings shall be provided to all members.

11.2.1 Attendance at meetings is preferred to be in person. Notwithstanding the challenges that will exist for regional and remote members to attend in person, their presence need not be by attendance in person, but may be by any other appropriate online method available at the time.

- 11.2.2 A member who participates in a meeting as allowed under 11.2.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.
- 11.3 Chairperson: Meetings shall be chaired by the President or nominee.
- 11.4 Quorum: Shall be no less than twenty (20) members to constitute a meeting
- 11.5 Voting: While every attempt will be made to achieve consensus, where necessary motions shall be decided by a simple majority of members present. The Chairperson shall have the casting vote, but not a deliberate vote.
- 11.6 Minutes: Shall be kept and are to include proper entries on all business of the Council.

12.0 ASSOCIATION EXECUTIVE

- 12.1 The Executive shall perform such functions as authorised by the Constitution; delegated by the Council; or instructed by resolution of any Annual General or Special Meeting
- 12.2 The following members shall be elected for a two-year term of office at the Annual General Meeting and are not eligible for more than three consecutive terms in each position:
 - [a] President and
 - [b] six (6) other members
- 12.3 The Immediate Past President shall be an ex-officio member for a term of one year immediately following the term of office providing that he/she is a voting member of the Association.
- 12.4 The Treasurer shall be elected from within the membership of the Executive.
- 12.5 Meetings: The Executive shall meet approximately monthly, or as agreed. Notice of such Meetings shall be provided to all members.
- 12.6 Chairperson: Meeting shall be chaired by the President or nominee.
- 12.7 Quorum: Shall be three (3) members
- 12.8 Voting: While every attempt shall be made to achieve consensus, where necessary motions shall be decided by a simple majority of members of the Executive present. The Chairperson shall have a deliberate vote, and where necessary, the casting vote.
- 12.9 Minutes: Shall be kept and are to include proper entries of all business of the Executive.
- 12.10 Vacancies: The office of a member of the Executive shall become vacant upon the death of an Executive member, a resignation mental or physical ill-health, absence from two consecutive committee meetings without apology, or ceasing to be a member of the Association.
- 12.11 Appointments: These shall be made in the following manner:
 - [a] In the event that a vacancy occurs on the Executive a temporary appointment shall be made by the Executive itself and an election held at the Annual General Meeting to fill the vacancy.
 - [b] The Executive may co-opt members for specified periods of time as necessary. Such members shall not be voting members of the Executive.
 - [c] The Executive shall appoint an Executive Officer. Such a person shall not be a voting member of the Association. The Executive Officer shall perform such functions as designated by the Constitution, the Executive, or instructed by resolution of an Annual General or Special Meeting.
- 12.12 Attendance at Meetings:
 - 12.12.1 The presence of an Executive member at a meeting need not be by attendance in person, but may be by any other means of technology appropriate online method
 - 12.12.2 A member who participates in a meeting as allowed under 12.12.1 is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

13.0 ASSOCIATION STANDING COMMITTEES

- 13.1 **Standing:**
The Association shall achieve its aim through Standing Committees.
- 13.2 **Ad Hoc:**
The Executive or Standing Committees may form sub-committees, working parties or task groups for specific purposes allied with the objectives of the Association.
- 13.3 **Meetings:**
 - [a] Standing Committees shall meet approximately monthly in sufficient time to prepare a report for the Council meeting:
 - [b] Each Standing Committee shall appoint a Chairperson.
- 13.4 Each member of the Association shall make every endeavour to be a member of at least one Standing Committee. The Executive shall make every endeavour to be represented on each Standing Committee by at least one member.

- 13.5 Each Standing Committee shall keep a Minute Book and proper entries made therein of all business transacted at such Committee meetings.
- 13.6 **Attendance at Meetings:**
Attendance at meetings is preferred to be in person. Notwithstanding the challenges that will exist for regional and remote members to attend in person, their presence need not be by attendance in person, but may be by any other means of technology appropriate online method available at the time.

14.0 ANNUAL GENERAL MEETING

- 14.1 The Annual General Meeting of members of the Association shall be held at a time and place determined by the Executive within six months of the end of the financial year of the Association. At such meeting the report of the Executive containing a report by the Auditor on all the accounts shall be presented, the auditor shall be appointed, the annual subscription for membership shall be determined, President and Executive members shall be elected, and such other business shall be transacted as is specified in the Notice of Meeting.
- 14.2 **Quorum:**
This shall be no less than 50% of the membership + 1. If at any Annual General Meeting there is no quorum after thirty (30) minutes of the specified starting time, then those members present shall adjourn the meeting to another time and date within a period not exceeding twenty-eight (28) days. Notice requirements for any meeting so called shall be in accordance with this clause.
- 14.3 Minute Book shall be kept, and proper entries made therein of all business transacted at an Annual General Meeting.

15.0 SPECIAL GENERAL MEETING

- 15.1 A Special General Meeting of members of the Council shall be held upon the direction of a motion of the Executive or within fourteen (14) days of receipt by the Executive Officer of a petition signed by not less than ten (10) percent of the members of the Council, calling for such a Special General Meeting. Written notice of a Special General Meeting shall be distributed to all members of the Council, no less than seven (7) days prior to the meeting. At all Special General Meetings, no business shall be transacted other than that prescribed in the notice convening such meetings.
- 15.2 **Quorum:**
This shall be no less than 50% of the membership + 1. If at any Special General Meeting there is no quorum present after thirty (30) minutes of the specified starting time, then those members present may adjourn the meeting to another time and place within a period not exceeding twenty-eight (28) days. Notice requirement for any meeting so called shall be in accordance with this clause.
- 15.3 A Minute book shall be kept, and proper entries made therein of all business transacted at a Special General Meeting.

16.0 VOTING

- 16.1 Voting at any Annual General or Special General Meetings shall be by a show of hands except that:
[a] any election at an Annual General Meeting or any other contested election shall be by secret ballot;
[b] Any such meetings may, by a show of hands, require any vote to be taken by secret ballot.
- 16.2 Resolutions at the Annual General or Special General Meetings shall be carried by a simple majority of members present and where such a meeting is deadlocked the Chairperson shall have the casting vote, but not a deliberate vote.

17.0 PROXY VOTING

- 17.1 A member may act as proxy for one other member at any Annual General Meeting or Special General Meeting.
- 17.2 A proxy is not valid unless:
[b] it is signed by the requesting member;
- AND
- [c] it is delivered or posted to the Executive Officer at the Association's registered office by the time specified for the lodgement of proxies in the notice convening the meeting to which the proxy relates.

18.0 FINANCE

- 18.1 The finances of the Association shall be administered by the Treasurer.
- 18.2 An accurate record of the funds shall be kept at all times.
- 18.3 A receipt shall be given for all money received.
- 18.4 Signatories at the bank shall be the Treasurer, President, one other member of the Executive and the Executive Officer. All cheques shall be signed by the Treasurer and one other of the signatories.
- 18.5 The Treasurer shall submit reports to the Executive and to Council as directed and make a full financial statement to the Annual General Meeting. Accounts must be audited once a year by an Auditor approved by the Annual General Meeting.
- 18.6 The income and property of the Association shall be applied solely toward the promotion of the aim of the Association. Except for Council approved reimbursements of expenses to a member, no portion of the income or property shall be paid, transferred, or distributed directly or indirectly to the members of the Association, provided that nothing shall prevent the payment in good faith of remuneration to any officer or employee of the Association or to any person other than a member, in return for services to the Association.
- 18.7 The financial year of the Association is the period from 1 July to the following 30 June.

19.0 RECORDS

- 19.1 A member may at any reasonable time inspect without charge the books, documents, records, and securities of the Association.
- 19.2 The Executive Officer should have custody of all records, books, documents, and registers of the Association, including those documents of a financial nature.

20.0 COMMON SEAL

The Association shall have a common seal, which shall be kept in the custody of the President. All Deeds Instruments and other documents or writings required to be executed by the Association shall be signed by or executed by the common seal being affixed thereon in the presence of the President and two members of the Executive Committee each of which shall place their signatures thereon as witnesses.

21.0 AMENDMENT OF THE CONSTITUTION

This Constitution may be amended only by special resolution at an Annual General Meeting, or at a Special General Meeting convened by the Executive for the purpose, provided that no less than one month's notice of the proposed amendment has been given. The amendment is approved when passed by a 75 per cent majority of the members present and eligible to vote, including proxy votes. Notwithstanding the adoption of the amendment or amendments, the same shall not operate or have effect for any purpose until the requirements of the Association Incorporation Act 1987 or any Act in substitution thereof have been complied with.

22.0 DISSOLUTION OF THE ASSOCIATION

The Association may be dissolved or wound up by special resolution of any Council meeting or at a Special Council Meeting called for such purpose providing that no less than one month's notice in writing of the proposed meeting has been given and upon the special resolution of a 75 per cent majority of members present and eligible to vote; including proxy votes.

If upon the winding up or dissolution, there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among members but shall be given or transferred:

- [a] to another association incorporated under the Act with similar objects and which association shall be determined by resolution of the members, or
- [b] for charitable purposes, which association or purposes as the case requires shall be determined by the resolution of the members when authorising and directing the Council under Section 33 (3) of the Act to prepare a distribution plan of the surplus property of the Association.

In the event of the winding up or dissolution of the Association, the Commissioner of Taxation shall be advised of the date of dissolution within 30 days of the dissolution.