

Hungarian Community School, Adelaide Incorporated

CONSTITUTION

1. NAME

The name of the incorporated association is **Hungarian Community School, Adelaide Incorporated**, hereinafter referred to as the “School”.

2. DEFINITIONS

Act means the Associations Incorporations Act 1985 S.A.

Management Committee means the elected office holders of the School.

General Meetings means both the Annual General Meeting and Special General Meetings.

In writing means hand-written or using ICT (Information and Communication Technologies) with a personal signature.

Members means both Ordinary Members and Associate Members.

A member is a natural person, who is an individual human being, as opposed to a legal person, which may be a private or public organisation.

Office Holders means the President, Vice-President, Treasurer, Secretary and Principal.

Ordinary Committee Members means the maximum four (4) elected members of the committee that hold no Office Holder position.

School means the Hungarian Community School, Adelaide Inc.

Year means each financial period of twelve (12) months commencing 1 July and ending 30 June.

Government means the three tiers of the Australian Government: Federal, State and Local.

3. AIMS AND OBJECTIVES OF THE SCHOOL

3.1. The promotion of the Hungarian Language and Culture.

3.2. The School is a non-profit organisation to promote the smooth running of the school program - whether it be educational, recreational, social, or cultural.

3.3. The School is a non-denominational, non-sectarian, and non-political organisation, and as such, people from all backgrounds shall be welcome.

3.4. To ensure that the School is run in accordance with guidelines laid down by the Government. These include the Associations Incorporations Act and any relevant curriculum guidelines set by the Government.

3.5. To explore innovative methods of operation in order to progress with the current demands of society for the benefit of the School and the community at large.

4. FUNCTIONS AND POWERS OF THE SCHOOL

4.1. The School shall have all the powers conferred by Section 25 of the Act.

- 4.2. To have regular meetings to discuss plans and needs of the students, teachers, parents and the School.
- 4.3. To review and approve membership applications.
- 4.4. Expulsion from the School is at the discretion of the Management Committee in accordance with the School's Policies.
- 4.5. To seek innovative ways to accomplish the aims and objectives of the School.
- 4.6. To accept and administer subscriptions, donations and bequests for the aims and objectives of the School.
- 4.7. To seek financial and non-financial assistance from Government and non-government bodies for the implementation of the School's projects.
- 4.8. To acquit any government funding received according to their guidelines.
- 4.9. May make donations for cultural, educational or charitable purposes as approved by the Management Committee.
- 4.10. To do, or cause to be done, all such other acts and things as may be properly considered incidental or conducive to the attainment of the aims and objectives of the School and to the benefit of the School as a whole.

5. MEMBERSHIP

All membership applications are to be submitted on the official School form and is to be approved by the Management Committee.

5.1. Types of Membership

a) Ordinary Membership:

- i. Parents or legal guardians of the financially enrolled students who are under the age of 18 years shall be invited to apply for membership of the School.
- ii. Financially enrolled Adult students aged 18 years and over shall be invited to apply for membership of the School.
- iii. The Principal and all teaching staff are entitled to be Ordinary Members. They are eligible to serve on the Management Committee.

b) Associate Membership:

- i. Any other person who supports the School is eligible to be an Associate Member, when nominated by an Ordinary Member.
- ii. An Associate Member is not eligible to serve on the Management Committee unless the Management Committee decides otherwise.

5.2. Fees

Ordinary Members and Associate Members who pay the Annual Membership Fee are considered financial members and are entitled to full voting rights at all relevant meetings.

a) Annual Membership Fee

A nominal annual membership fee of \$1 shall be levied per financial year, unless otherwise determined by the Management Committee. Membership fees are required to be paid within four (4) weeks of the new financial year.

b) Tuition Fees

i. Student tuition Fee

Student tuition fees shall be levied per calendar year, the amount to be determined by the Management Committee at its discretion. Fees are required to be paid within four (4) weeks of enrolment unless approved otherwise by the Management Committee in writing.

ii. Adult student tuition Fee

Fees for adult students may be levied and collected as determined by the Management Committee at its discretion.

5.3. Resignations

- a) A member may resign from membership of the School by giving two weeks written notice to the Secretary. Any resigning member shall be liable for any outstanding fees which may be recovered as a debt due to the School.

5.4. Expulsion

The Management Committee shall suspend any member who conducts themselves injurious to the reputation or interest of the School or its members, the Management Committee shall suspend the membership automatically. The Management Committee shall call a meeting to consider the conduct of the suspended member, and shall invite the member to attend this meeting, so that the member will have the opportunity to explain or withdraw from the School.

If the two thirds majority of the Management Committee votes to confirm the expulsion, the member shall be expelled. Any member so expelled has the right to appeal at a Special Management Committee meeting to be summoned within 28 days from expulsion. The majority of those present and voting shall be required to confirm the expulsion. If the expulsion is not upheld the member shall be reinstated.

5.5. Register of Members

A register of members must be kept and contain:

- a) The name and contact details as per registration form of each member.
b) The date on which each member was admitted to the School.
c) If applicable, the date of and reason(s) for termination of the membership.

6. MANAGEMENT COMMITTEE

6.1. Appointment

- a) The Management Committee shall be comprised of:
i. President;
ii. Vice-President;
iii. Secretary;

- iv. Treasurer;
- v. Principal; and
- vi. Up to four (4) Ordinary Management Committee Members.

- b) Terms of office is for 2 years except for the Principal, who is appointed for a 5 calendar year office term by the Management Committee.
- c) Term of office on Management Committee shall commence with
 - i. President and Treasurer and two committee members on even years for a two year period;
 - ii. Vice president and Secretary and two committee members on alternate years for a two year period.
- d) If positions are vacant during the term the Management Committee may fill the position temporary.
- e) Management Committee members not opposed shall be automatically re-elected if they wish to continue serving on the committee.
- f) Any Management Committee member may resign by giving at least fourteen (14) days notice in writing to the Secretary.
- g) Maximum of two persons from each family may serve on the Management Committee at any one time.
- h) The School shall have an official seal which shall be kept in the custody of the Secretary and shall not be used except by authority of the Management Committee. The affixing of the seal shall be attested to by two members of the Management Committee.

6.2. Casual Temporary Vacancies

The Management Committee may appoint a person to fill a casual vacancy, and shall be eligible for election to the Management Committee at the next Annual General Meeting.

6.3. Powers and Duties of the Management Committee

- a) The affairs of the School shall be managed and controlled by the Management Committee in the best interest of the School.
- b) The Management Committee shall have the authority to interpret the meaning of this Constitution and any other matter relating to the affairs of the School on which these Rules and Act are silent.
- c) The Management Committee has the management and control of the funds and other property of the School, including property purchased by the School with Government funding.
- d) The Management Committee shall appoint a Public Officer as required by the Act.
- e) The Principal shall have the authority to implement relevant State and National Government curriculum guidelines.
- f) The Management Committee shall review, create, update and implement policies, procedures and guidelines regarding the operations of the School.

- g) The Management Committee shall be responsible to communicate to its members about the Schools operation.

6.4. Proceedings of the Management Committee

- a) The School shall settle on how often meetings are to be held.
- b) Questions arising at any meeting of the Management Committee shall be decided by an Ordinary Resolution of votes unless otherwise required by the Act or by resolution of a General Meeting.

6.5. Disqualification of Management Committee Members

The position of a Management Committee member becomes vacant if the person is:

- a) disqualified under the Act.
- b) expelled as a member under this Constitution.
- c) permanently incapacitated by ill-health.
- d) absent without apology from more than three meetings in a financial year.
- e) no longer a member of the School.
- f) removed from the Management Committee by majority vote for not serving in the best interests of the School.

7. MEETINGS OF THE SCHOOL

7.1. Management Committee Meetings

- a) The Chair of a Management Committee Meeting shall be the President. If the President is absent then the Vice-President takes the Chair. If the President and Vice-President are both absent, the remaining committee may choose whom they wish to chair the meeting. If however, the committee decides not to choose anyone to chair, then the meeting shall be postponed. Refer 7.4
- b) Each Management Committee member shall receive written notice of the time, date, location, and draft agenda, as well as calling for agenda items at least seven (7) days before that meeting. The final agenda shall go out at least three (3) days before that meeting.
- c) The date of the following meeting shall be determined by those present at the current meeting.

7.2. Annual General Meeting

- a) The Annual General Meeting shall be held annually within four (4) months of the School's financial year end.
- b) Only financial members are entitled to vote, either in person or by proxy.
- c) The order of the business at the meeting shall be:

- i. The presentation of reports by the President, Principal and Treasurer.
- ii. The election of the Management Committee. In the event of there being a requirement for voting which directly involves the chairperson, the chair shall be temporarily handed to an independent third party.
- iii. Any other business requiring consideration.

7.3. Special General Meeting

- a) A Special General Meeting of the School can be called at the request of a majority of the members of the Management Committee, or at the request of at least five (5) members of the School, or at the request of the Principal.
- b) The five (5) member requestors must advise in writing to the Management Committee to hold such a meeting, clearly defining the purpose of the meeting. The requisition must be signed and dated by all the requestors.
- c) The purpose of the Special General Meeting must be shown on the Agenda, and nothing else but this specific topic may be discussed at the ensuing meeting.
- d) The Management Committee shall, if a properly-constituted request is received, convene a Special General Meeting within one (1) month of the request being received.

7.4. Quorum

- a) Management Committee meetings of the School are valid if attended by at least 50%+1 of the current Management Committee members.
- b) General Meetings of the School are valid if attended by 30% of the members of the School.

7.5. Notice of Meetings

- a) The Secretary shall give fourteen (14) days' notice for Annual General Meetings and for Special General Meetings or such time as required by these rules or the Act to all persons entitled to attend the relevant meeting. The notice shall state the purpose, date, time and location of the meeting.
- b) Notice may be given by the School to any relevant member in writing by serving them with the notice personally, via post to the address appearing in the register of members, or by electronic communication.

7.6. Voting At Meetings

- a) Each member is entitled to one (1) vote at General Meetings.
- b) No member shall be entitled to vote on any resolution or motion unless he / she is financially paid-up.
- c) Members of the School unable to attend or send representation to a General Meeting shall be eligible to vote by either post or electronic communication. Postal and electronic votes shall be received by the Secretary no later than

the start of the meeting. In relation to electronic votes, the vote must be sent from the address / source as previously recorded by the Secretary in the register of members and their details.

d) Management Committee members

- i. Except in their capacity as members of the School, Management Committee members do not have any independent voting rights.
- ii. Should there be an equal division of votes upon any motion, the Principal shall have a second casting vote.

7.7. Poll at General Meetings

- a) Subject to these rules, if a poll is demanded by at least five (5) members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.
- b) A poll demanded for the election of a person presiding or on a question of adjournment must be dealt with immediately, but any other poll may be conducted at any time before the close of the meeting.

7.8. Special and Ordinary Resolutions

- a) A majority of 50%+1 of the members in attendance (including proxies) must agree for an Ordinary Resolution to be passed as valid.
- b) A majority of three-quarters ($\frac{3}{4}$) of the members in attendance (including proxies) must agree for a Special Resolution to be passed as valid.

7.9. Proxies

- a) Only one (1) proxy may be held by any one (1) person at a time.
- b) A member shall be entitled to appoint in writing a person who is also a member of the School to be their proxy, and attend and vote at any General Meeting of the School. This document is to be handed to the Secretary prior to the commencement of the meeting in question, and to be attached to the minutes and / or attendance list.
- c) A proxy entrusted to a proxy-holder may have stipulations on how their vote is to be used on pre-determined resolutions. However, should the proxy-holder not receive instructions on how to vote, or a last minute resolution arises, it shall be up to the proxy-holder to vote as he / she sees fit.
- d) In these Rules "Persons Present" shall include "those persons who are represented by proxy".

7.10. Minutes

- a) All proceedings of the Management Committee and other General Meetings of the School shall be minuted in English, and confirmed by the members of

the School or the members of the Management Committee (as relevant) at the next subsequent meeting.

- b) Where minutes have been confirmed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

8. FINANCES

8.1. The financial year of the School shall be the period of twelve (12) months commencing on 1 July and ending on 30 June of each year;

8.2. Accounts to be kept:

The School may operate any number of accounts as determined by the committee as they see fit for the proper running of the School.

- a) The financial accounts of the School shall be maintained and operated in a licensed Australian financial institution.
- b) The Bank Signatories of the School shall be the Treasurer, President, Vice-President, and Secretary. Any two of these can sign cheques, as long as the Treasurer is notified in advance of each transaction.

8.3. All major purchases to be paid by cheque shall be presented for approval by a majority of those committee members present at committee meeting.

8.4. The School shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the School in accordance with the Act.

8.5. Accounts and reports to be laid before members:

The accounts, together with the auditor's report on the accounts, the committee's statement and the committee's report, shall be laid before members at the Annual General Meeting.

8.6. The School may not have outstanding debts exceeding AUD\$10,000.00 at any time without the approval of members at a General Meeting.

8.7. In the event the School receives a letter of demand for payment of a debt which is overdue by greater than one-hundred and twenty (120) days, a General Meeting of all members must be called.

8.8. Appointment of an auditor:

- a) At each Annual General Meeting, the members shall nominate an independent impartial person to be auditor of the School.
- b) If a nomination is not made at an Annual General Meeting, the Management Committee shall nominate an auditor for the current financial year.

8.9 Prohibition against securing profits for members:

The income and capital of the School shall be applied exclusively to the promotion of its aims and no portion shall be paid or distributed directly or indirectly to

members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the School.

9. ALTERATION OR AMENDMENT OF CONSTITUTION

- 9.1.** These rules may be altered by Special Resolution of eligible voting members of the School at either an Annual General Meeting or any Special General Meeting called for that purpose and specified on the Agenda. This includes rescission or replacement by substitute rules.
- 9.2.** Members shall be notified in writing of the proposed changes to the rules not less than fourteen (14) days prior to the meeting.
- 9.3.** The altered document shall be registered at Consumer and Business Services, as required by the Act, within one (1) month following the alterations.
- 9.4.** The registered Rules shall bind the School and every member within to the same extent as if they have signed and sealed them, and agreed to be bound by all of the provisions thereof.

10. DISPUTE RESOLUTION

- 10.1.** The dispute resolution procedure set out in this rule applies to disputes under these Rules between a member and another member.
- 10.2.** The parties to the dispute must meet and discuss the matter in dispute and, if possible resolve the dispute within fourteen (14) days after the dispute comes to the attention of all of the parties.
- 10.3.** If the parties are unable to resolve the dispute at the meeting, the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties.
- 10.4.** In the event that a dispute cannot be resolved under these rules then the dispute resolution procedures of the Act shall apply.
- 10.5.** At all times the rules of natural justice must be observed.

11. WINDING UP

- 11.1.** The School may be wound up in a manner provided for in the Act.
- 11.2.** The School shall be wound up at a Special General Meeting of members called for that specific purpose, and a Special Resolution to that effect will be passed and carried, provided that not less than twenty-one (21) days notice of the meeting has been given to all members, and unless such proposition shall have been carried at such meeting by a majority of no less than three-quarters ($\frac{3}{4}$) of eligible members.
- 11.3.** All outstanding debts shall be settled prior to winding up.
- 11.4.** Surplus assets shall be settled prior to winding up.
- 11.5.** Section 43 of the Act prohibits the distribution of surplus assets at the completion of a winding up to members or former members, or associates of those persons.

12. INTERPRETATION OF THESE RULES

The Management Committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the School on which these rules are silent.