

# Constitution 2019

## Parents Victoria Inc.

### *Associations Incorporation Reform Act 2012*

#### Rules

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#### 1 Name

The name of the incorporated association shall be Parents Victoria Inc (**Association**).

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#### 2 Purposes

##### 2.1 Vision

A totally supported free public education system meeting the needs of each and every child.

##### 2.2 Mission

To be the forum and voice for all Parent Clubs and parents within the public education system to assist them in ensuring:

- (a) every child's voice is heard and respected; and
- (b) every parent's voice is heard and respected.

##### 2.3 Motto

Parents' Voice in Children's Education.

##### 2.4 Aims

The aims of the Association are:

- (a) To create an awareness of the vital importance of education at the national, state and community level;
  - (b) To promote the belief that education is a community responsibility;
  - (c) To promote inclusion of parents, students, teachers and administrators in decision making processes;
  - (d) To enhance the role of Parent Clubs in State schools;
  - (e) To strengthen Parent Club membership;
  - (f) To encourage Parent Clubs to accurately reflect the membership and views of their school community;
  - (g) To encourage all parents to be positive partners in the education of their children; and
  - (h) To promote family engagement and the benefits of schools and families working together
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## 2.5 Objectives

The objectives of Parents Victoria Inc. are;

- (a) To represent Parent Clubs and parents and to act on their behalf;
- (b) To publish information for parents and Parent Clubs and engage in publicity to further the above aims;
- (c) To provide information and advice about effective Parent Club operations;
- (d) To provide advocacy through advice and support to parents regarding State school education; and
- (e) To work in co-operation with other organisations which promote public education.

## 2.6 Policy

The policy of the Association shall be:

- (a) consistent with the vision, mission, aims and objectives set out in rule 2 of this Constitution;
- (b) non-party political and non-sectarian; and
- (c) determined by Annual Conferences.

## 3 Definitions

In this Constitution, unless the contrary intention appears:

**Act** means the Associations Incorporation Reform Act 2012 (Vic);

**Annual Conference** means, in accordance with rule 5.1, the annual conference of the Association, incorporating the Association's annual general meeting;

**Associate Member** means a person admitted as an Associate Member of the Association under rule 4.1;

**Chair** means the chairperson of the relevant meeting.

**Constitution** means the Rules of the Association;

**Executive Committee** means the committee of management of the Association under rule 6;

**Financial Member** has the meaning given by rule 4.2;

**Financial Year** means the 12 month period ending on 30 June each year;

**Immediate Past President** means a person who:

- i. is the President immediately before an annual general meeting but is not re-elected as President at that annual general meeting; or
- ii. was Immediate Past President immediately before an annual general meeting where the President immediately before an annual general meeting is re-elected as President,

**Individual Member** means a person admitted as an Individual Member of the Association under rule 4.1;

**Life Member** means a person admitted as a Life Member of the Association under rule 4.4;

**Member** means a member of the Association by virtue of this Constitution;

**Member Club** means a Parent Club admitted as a Member Club of the Association under rule 4.1;

**Officer** has the meaning given in rule 6.vi;

**Parent** includes, in accordance with the Education and Training Reform Act 2006, a guardian and every person who has parental responsibility for the child including the Family Law Act of the Commonwealth and any person with whom a child normally or regularly resides.

**Parent Club** means, under section 8 of the Education Regulations 2000 (Vic), any parents' club or association, however named, formed to promote the welfare of a State school;

**Secretary** means the President who must perform any duty or function required under the act to be performed by the secretary of an incorporated association

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## 4. Membership

### 4.1 Membership generally

(a) The classes of membership of the Association are;

1. Member Club;
2. Individual Member; and
3. Associate Member (Friends of Parents Victoria)

(b) To be eligible for membership as:

1. a Member Club, an applicant must be a Parent Club or a Victorian State School;
2. an Individual Member, an applicant must be a parent of a child attending a Victorian State school which does not have a Parent Club or whose Parent Club/school is not a Member Club;
3. an Associate Member, an applicant must be an individual or group, other than a Parent Club, with an interest in public education.

(c) An application for Individual or Associate membership must be approved by the Executive Committee.

(d) An applicant approved for membership becomes a Member on payment of the initial joining fee and a yearly membership fee as

outlined in Appendix 1. Schedule of Membership fees agreed to from time to time at the Annual Conference.

- (e) Joining fees and yearly membership fees may be adjusted annually by a motion put forward and passed at annual conference.
- (f) An Associate Member does not have the right to vote or to be voted on to the Executive Committee. However an associate member may be co-opted on to the executive. An Associate Member has access to all information, publications and support services provided by the Association.

#### **4.2 Financial Members**

- (a) A Member is to be regarded as a Financial Member of the Association if and only if (unless the Executive Committee generally or in any specific situation determines otherwise), the Member has paid all monies due to the Association.
- (b) A member whose financial status is more than 6 months in arrears is no longer considered to be a member.

#### **4.3 Expulsion**

- (a) The Executive Committee may by resolution expel a Member from the Association if, in their absolute discretion, they decide it is not in the interests of the Association for them to remain a Member.
- (b) For the purposes of this rule 4.3, a Member is defined as either a Member Club, a delegate of a Member Club, an Individual Member, an Associate Member or a member of the Executive Committee.
- (c) If the Executive Committee intends to propose a resolution under rule 4.3, at least 2 weeks before the meeting at which the resolution is to be proposed, they must give the Member written notice:
  1. stating the date, place and time of the meeting;
  2. setting out the intended resolution and the grounds on which it is based;
  3. informing the Member that he or she or a representative may attend the meeting and may give an oral or written explanation or submission before the resolution is put to the vote and
  4. that the Member is entitled to have a support person attend the meeting with them

#### **4.4 Life Membership**

- (a) Life membership of Parents Victoria may be awarded to:
  1. Members who have served on the Executive Committee for a minimum of 10 years
  2. A person who is considered to have made an exceptional contribution to Parents Victoria

- (b) Nominations for Life Membership must be made in writing and forwarded to the Executive Committee who will be empowered to approve or reject nominations.
- (c) Life members will not have the right to vote or unless otherwise eligible to be voted on to the Executive Committee. However they may be co-opted on to the Executive.
- (d) Life members will be recognised at the Annual Conference following acceptance of their nomination.

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## **5. Conferences**

### **5.1 Annual Conference**

- (a) An Annual Conference shall be held no later than five months after the end of the financial year.
- (b) The dates, times of sitting and place of meeting shall be determined by the Executive Committee in accordance with the Constitution.
- (c) All members shall be notified in writing of the dates, times and place of meeting.
- (d) Such notice shall reach members not less than six weeks before the first session of the Annual Conference.
- (e) The annual general meeting, including the election of Officers and Executive Committee shall take place at Annual Conference.
- (f) All Executive Committee positions shall be declared vacant. Providing they still meet the criteria, all retiring members shall be eligible for re-election.
- (g) Nominations for Executive Committee must be moved and seconded by a financial Individual Member or a delegate from a financial Member Club and in the hands of the returning officer appointed under rule 5.1(h) one hour prior to the commencement of the annual general meeting.
- (h) An independent returning officer shall be obtained. The returning officer may be an Associate Member but may not be an Individual Member or a delegate from a Member Club.
- (i) Voting shall be by secret ballot.
- (j) The quorum for an Annual Conference is 15% of total votes able to be cast at an Annual Conference, and it comprises voting delegates of Member Clubs, proxy voting delegates of Member Clubs, Individual Members, proxies of Individual Members and postal/electronic votes received.
- (k) Postal/electronic votes will be accepted from Members but must be received 24 hours before the opening of conference.

## 5.2 Agenda items

- (a) Agenda items are notices of motion submitted to the Annual Conference by a Member Club, an Individual Member or by the Executive Committee
- (b) To be accepted, agenda items must be signed by the secretary of the Member Club, the Individual Member or by a member of the Executive Committee and be in the hands of the Executive Committee not less than 8 weeks before the date of the Annual Conference.
- (c) The Executive Committee may appoint an agenda subcommittee to clarify the wording of submitted items provided that the intention of the item is not altered and may recommend rejection of any item which is not related to education. The Executive Committee shall have the power to accept or reject these recommendations.
- (d) Agenda items passed at Annual Conferences become the Association's policy.
- (e) Special action items lapse after two years unless re-endorsed, or transferred to general policy.
- (f) Agenda items referred to in rules 5.2 (a), (b) and (c) shall be sent to Members six weeks prior to the Annual Conference to allow sufficient time for discussion.

## 5.3 Conference agenda

- (a) The agenda will be published to show when agenda items will be discussed.
- (b) The order of agenda items as listed will be strictly adhered to.
- (c) All agenda items are to be given priority over workshops and discussions.

## 5.4 Conference delegates

- (a) All Member Clubs who are Financial Members are entitled to send two voting delegates to every Annual Conference.
- (b) Such delegates shall be appointed by the Member Club and shall be Members of the Member Club.
- (c) Both delegates may speak but only the delegate showing the Member Club's voting cards may vote (voting delegate). Members of Member Clubs who are not elected as delegates may attend as observers and may speak but not vote.
- (d) The voting delegate shall vote as directed by the Member Club he or she represents, or, if given a free vote, according to his or her individual decision.
- (e) All Individual Members and Associate Members are entitled to attend the Annual Conference.

- (f) All Annual Conferences are open to observers who may be given permission by the Chair to speak but who may not vote.
- (g) Delegates are encouraged to furnish the Member Club they represent with a written report of proceedings within five weeks of attending the Annual Conference.
- (h) Member Clubs are strongly encouraged to reimburse delegates for the Annual Conference registration fee and reasonable travel, accommodation, and meal costs incurred by delegates attending the Annual Conference.
- (i) A written record of all delegates attending the Annual Conference and the Member Clubs they represent shall be kept by the Association.
- (j) Member Clubs may appoint a Registered Member of another Member Club as their proxy delegate to the Annual Conference. A proxy delegate shall have full delegate powers provided that he or she is properly accredited.
- (k) Individual Members may have another Individual Member as their proxy.

### **5.5 Allocation of votes**

- (a) Member Clubs will be allocated three votes.
- (b) Individual Members will be entitled to one vote.
- (c) Associate Members do not have a vote.

### **5.6 Special Conferences**

A Special Conference may be summoned by the President on the written request of Members representing at least 30 votes, or where the Executive Committee decides that such a Special Conference is desirable provided that:

- (a) The notice of meeting and a copy of the agenda is sent to all Members not less than four weeks before the date of such Special Conference.
- (b) The business of a Special Conference shall be restricted to that specified in the request or the resolution of the Executive Committee.
- (c) Rules 5.1 to 5.5 apply to Special Conferences, adjusted where appropriate.

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## **6. Executive Committee**

- i. The affairs of the Association shall be managed by a committee of management known as the Executive Committee.
- ii. The Executive Committee shall consist of up to 10 members: President, Vice-President, Treasurer and seven other Executive Committee members.
- iii. The Immediate Past President shall be an ex-officio, voting member of the Executive Committee.

- iv. A minimum of one half of members of the Executive Committee shall be Registered Members of a Member Club and must be delegates of the Member Club they represent.
- v. All members of the Executive Committee shall be the parent of a student attending a Victorian State school.
- vi. The Executive Committee shall be elected annually from delegates at the Annual Conference (with the exception of the Immediate Past Present, who is an automatic appointment), and shall have full power to carry out the policy of the Association between Annual Conferences.
- vii. The Officers shall be the President, Vice President and Treasurer, provided that the Executive Committee may, as it sees fit, from time to time, appoint an Honorary Secretary from amongst the other members of the Executive Committee.
- viii. In the event of no eligible nomination for an Officer position being received at the Annual Conference, the Executive Committee shall have the right to appoint a member of the Executive Committee to fill the vacancy, providing that an election for the position is held at the next Annual Conference.
- ix. To be eligible to hold the office of President, nominees must be a Registered Member of a Member Club or a financial individual member and have served on the Executive Committee for the preceding 24 months.
- x. Written consent of absent nominees must be presented to and accepted by the Annual Conference before the commencement of the elections
- xi. In the event of insufficient nominations for Executive Committee members being received, the Chair of the Annual Conference may accept nominations from the floor, provided that such nominations are consistent with rules 6.iv and v.
- xii. The Executive Committee shall have the power to employ staff to work under its direction. Such staff may have executive power as decreed from time to time by a majority vote of the Executive Committee.
- xiii. The Executive Committee shall also have the power to co-opt up to two additional members who may not meet the eligibility requirements of rule 6.v but it is felt that they would make a valuable contribution to Parents Victoria because of their special skills, interest or experience. The tenure of co-opted members will be up until the next AGM.
- xiv. A quorum for Executive Committee meetings shall consist of one-third actual Executive Committee members plus one. The Chair of the Executive Committee shall have a deliberative and casting vote.
- xv. The Executive Committee shall have the right to co-opt to fill any vacancy which may occur in the interim between Annual

Conferences, providing that the appointment is consistent with rules 6.iv and v and an election for that position is held at the next Annual Conference. If the position of Secretary becomes vacant, the Executive must appoint a member to the position within 14 days after the vacancy arises.

- xvi. Committee members
  1. As soon as practical after being elected or appointed to the Executive, each member must become familiar with these Rules and the Act.
  2. The Executive is collectively responsible for ensuring the Association complies with the Act and that individual members of the Executive comply with these rules.
  3. Executive members must exercise their powers and discharge their duties:
    - with reasonable care and diligence
    - in good faith in the best interest of the Association and
    - for proper purpose
  4. Executive members and former executive members must not make improper use of:
    - their position; or
    - information acquired by virtue of holding their position so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
  
- xvii. The Executive Committee may appoint sub committees, of which the President is an ex-officio member, and which are responsible to the Executive Committee.
  
- xviii. An Officer may be removed from office, but not from membership of the Executive Committee, by a resolution carried by a majority vote of the Executive Committee, providing that notice of intention to move such a motion shall be included in the notice of summoning the Executive Committee meeting at which the motion shall be moved.
  
- xix. In the event of an Officer being removed from office as set out in rule 6.xviii, the Executive Committee shall appoint from amongst its members a person to fill the vacant office, providing that an election for that position is held at the next Annual Conference.

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## 7. Amendments to Constitution

- (a) Such amendments shall be made only at the Annual Conference.
- (b) The Constitution shall not be altered except in accordance with the Act. [A Special Resolution requires agreement of 75% of eligible

voters (or proxies) present. A minimum of 21 days notice of intention must be given]

- (c) Suggested amendments shall be in writing and shall reach the Executive Committee at least 8 weeks before the Annual Conference.
- (d) Amendments to the Constitution shall be the first agenda items debated.
- (e) All amendments to the Constitution passed at the Annual Conference shall become operative at the rising of the Annual Conference.

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## **8. Minutes**

The Executive Committee must ensure that minutes of the resolutions and proceedings of each Executive Committee meeting, Special Conference, Annual Conference and Annual General Meeting are taken and kept together with a record of the names of all persons present.

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## **9. Finance**

### **9.1 Funding sources**

The Association shall derive its funding from joining fees and yearly membership fees and from State and Commonwealth government grants and service agreements. Funding can also be accepted from other sources that comply with the aims and policies of the Association, as agreed to by the Executive Committee.

### **9.2 Bank account**

The Association shall have a bank account. All transactions shall be authorised by any two of the following Officers: Treasurer, President, Vice-President or an employee authorised to do so by the Executive Committee.

### **9.3 Custody and receipt of funds**

The Treasurer shall ensure that all moneys received by the Association are banked and payments are made promptly and that full details of all receipts and expenditure connected with the activities of the Association are correctly recorded.

### **9.4 Custody of books and documents**

- (a) Except as otherwise provided in this Constitution, the President shall keep in his or her custody, or under his or her control, all books, documents and securities of the Association.
- (b) The accounts and books referred to throughout this Constitution shall be available for inspection by Members.

- (c) The Executive may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (d) The Association will meet the financial requirements of the *Associations Incorporated Reform Act 2012*
- (e) Prior to each Annual General Meeting the auditor shall provide the Executive Committee with the findings of their review of the financial affairs of the Association.
- (f) A copy of the annual report and a Statement of Receipts and Expenditure shall be presented at the Annual Conference and be available to all Members
- (g) A register of the Members shall be kept and maintained by the Association and shall be held in the office of the Association.

### **9.5 Non-profit clause**

The assets and income of the Association shall be applied solely in furtherance of the purposes set out in rule 2 and no portion shall be distributed directly or indirectly to the Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Association.

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## **10 . Dissolution**

- (a) The Association may be dissolved upon the vote of a 75% majority of votes cast by eligible voters present at a Special Conference convened to consider such an action.
- (b) The Special Conference may upon the vote of a 75% majority make a special resolution directing the distribution of assets in accordance with rule 100.
- (c) In the event of the Association being dissolved, the amount which remains after dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Executive Committee in accordance with their powers to any fund, institution or authority which, itself, is exempt from income tax.

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## **11. Disputes/Grievance Procedure**

- (a)The grievance procedure applies to disputes between:
  1. A member and another member;
  2. A member and the Association,

where 'member' is defined for the purposes of this rule 11 as either a Member Club, a delegate of a Member Club, an Individual

Member, an Associate Member or a member of the Executive Committee.

- (b) 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.
- (c) If the parties are unable to resolve the dispute at the meeting or if a party fails to attend that meeting, then the parties must, within 14 days, hold a meeting in the presence of a mediator.
- (d) The mediator must be:
  - 1. a person chosen by agreement between the parties; or
  - 2. in the absence of agreement:
    - a. in the case of a dispute between a member and another member, a member of the Executive Committee; or
    - b. in the case of a dispute between a member and the Executive Committee or Association, a person who is a member of the Dispute Settlement Centre of Victoria
- (e) A Member of the Association can be a mediator.
- (f) The mediator cannot be a Member who is a party to the dispute.

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## 12. Notices

- (a) A notice may be given by the Association to a Member by:
  - 1. delivering it to the Member personally;
  - 2. posting it by prepaid post to the Member's registered address;
  - 3. sending it to the Member's electronic address, if the Member has nominated one to the Association for receipt of notices.
- (b) A notice is taken as given by the Association and received by the Member:
  - 1. if delivered, at the time of delivery;
  - 2. if sent electronically, on the next business day; and
  - 3. if posted, on the second business day after it was posted.
- (c) No general meeting, annual general meeting, Special Conference, Annual Conference or meeting of the Executive Committee; or act, proceeding or business of any such meeting, is or will be rendered voidable or invalid merely because of:
  - (i) the failure of any person to receive notice of the meeting; or
  - (ii) any other procedural irregularity.

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### **13. Meetings convened by telephone or other electronic means**

- (a) Meetings of the Association may be convened by telephone or other electronic means provided that the number of participants is sufficient to constitute a quorum for that meeting. All the provisions in these rules relating to meetings will apply, so far as they can.
- (b) A meeting by telephone or other electronic means is to be taken to be held at the place determined by the Chair of the meeting provided that at least 1 of the members involved was at that place for the duration of the meeting.
- (c) A member who is unable to be present at a meeting may participate by telephone or other electronic means and the member participating by telephone or other electronic means is deemed to be present for all voting purposes.