



## The Cottage School Inc.

### CONSTITUTION OF THE COTTAGE SCHOOL INC

Approved 12 February 15

#### 1. Name of Association

The name of the Association is "The Cottage School Incorporated".

#### 2. Interpretation

In these rules –

- "Act" means the *Associations Incorporation Act 1964*;
- "Association" means the Association referred to in rule 1;
- "Auditor" means the person appointed as the auditor of the Association under rule 9;
- "Basic objects of the Association" means the objects and purposes of the Association as lodged with the Commissioner for Corporate Affairs;
- "Committee" means a committee as defined by the Act;
- "Coordinator" means the main class teacher responsible for each class group, who has completed a qualifying process to progress from class teacher to Coordinator, as approved by the Committee under rule 29;
- "General Meeting" includes:
  - (a) the Annual General Meeting; and
  - (b) any Special General Meeting;
- "Newsletter" means a publication issued by the Association either electronically or in writing, providing information pertaining to the activities of the Association;
- "Office Bearer" means a Member of the Committee to whom rule 22(1) relates;

- **"Ordinary business of the Annual General Meeting"** means the business specified in rule 11(6);
- **"Ordinary Committee Member"** means a Member of the Committee to whom rule 23(1)(b) relates;
- **"Register of Members"** means a written or electronic record of:
  - (a) Current membership;
  - (b) Status of membership;
  - (c) Classification of membership; and
  - (d) Past membership.
- **"School Leader"** means the person employed by The Cottage School as School Leader;
- **"Special General Meeting"** means any General Meeting other than the Annual General Meeting.

### 3. Association's office

The office of the Association is to be at the following place or any other place the Committee determines: 4-10 Queen Street, Bellerive, Tasmania.

### 4. Objects and purposes of Association

- (1) The basic objects and purposes of The Cottage School are encapsulated in the School Vision Statement.
- (2) The School Vision Statement may only be amended at a General Meeting.
- (3) In addition to the basic objects of the Association, the objects and purposes of the Association include the following:
  - (a) the purchase, taking on lease or in exchange, and the hiring or otherwise acquiring of any real or personal property necessary or convenient for any of the objects or purposes of the Association;
  - (b) the buying, selling and supplying of, and dealing in, goods of all kinds;

- (c) the construction, maintenance and alteration of buildings or works necessary or convenient for any of the objects or purposes of the Association;
- (d) the accepting of any gift for any one or more of the objects or purposes of the Association;
- (e) the taking of any step the Committee or the Members in a General Meeting consider expedient for the purpose of procuring contributions to the funds of the Association;
- (f) the printing and publishing of any newspapers, periodicals, books, leaflets or other documents the Committee or the Members in a General Meeting consider desirable for the promotion of the objects and purposes of the Association;
- (g) the borrowing and raising of money in any manner and on terms –
  - (i) the Committee determines; or
  - (ii) approved or directed by resolution passed at a General Meeting;
- (h) subject to the provisions of the *Trustee Act 1898*, the investment of any moneys of the Association not immediately required for any of its objects or purposes in any manner and on terms the Committee thinks fit;
- (i) the making of gifts, subscriptions or donations to any of the funds, authorities or institutions to which section 30.15 of the *Income Tax Assessment Act 1997* of the Commonwealth relates;
- (j) the establishment and support, or aiding in the establishment and support, of associations, institutions, funds, trusts, schemes and conveniences calculated to benefit employees or past employees of the Association and their dependants, and the granting of pensions, allowances or other benefits to employees or past employees of the Association and their dependants, and the making of payments towards insurance in relation to any of those purposes;
- (k) the establishment and support, or aiding in the establishment or support, of any other association formed for any of the basic objects of the Association;
- (l) the purchase or acquisition, and undertaking, of all or any part of the property, assets, liabilities and engagements of any association with which the Association is amalgamated in accordance with the provisions of the Act and these rules;

- (m) the doing of any lawful thing incidental or conducive to the attainment of the basic objects of the Association or of any of the objects and purposes specified in this rule.

## 5. Membership of Association

- (1) There are three types of membership of the Association, namely Full Members, Life Members and Associate Members.

- (2) A person is a Full Member of the Association in one of three ways. By being either:

- (a) a Coordinator or the School Leader; or
- (b) a person:-
  - (i) being one of the nominated people on a student of the School's enrolment or re-enrolment form (see sub-rule (5)); and
  - (ii) being accepted by Committee; and
  - (iii) not being in default with school fees for a student they represent.

or

- (c) an employee of The Cottage School (not otherwise being a Coordinator or the School Leader) who applies and is accepted by the Committee for membership.

- (3) A person ceases to be a Full Member of the Association by either;

- (a) If previously being an employee, ceasing to be an employee of the Cottage School; or
- (b) Providing the Secretary written notice of their resignation; or
- (c) Being in default as per the Fees Policy with school fees for a student they

represent;

or

- (d) On the last day of the school year if they will not have a child at the school in the following year.

- (4) On the child's initial enrolment form, and each year thereafter on the child's re-enrolment form, either one or two adults shall be nominated to be Full Members of the Association for the following year.
- (5) The members nominated in sub-rule (5) may be altered at any time during the year by:
  - (a) a letter being sent to the Committee, signed by all members representing the family, nominating the new Full Members to represent the family; and
  - (b) having the Committee approve the application for Full Membership at the next Committee Meeting.
- (6) Any person may become an Associate Member of the Association by:
  - (a) Applying to the Secretary for Associate Membership in writing;
  - (b) As soon as practicable after the receipt of an application for Associate Membership, the Secretary is to refer the nomination to the Committee; and
  - (c) The Committee must determine whether the application for Associate Membership is approved at the next Committee Meeting.
- (7) Associate Membership ceases at the next Annual General Meeting unless the annual subscription fee is paid or by the Member providing the Secretary written notice of their resignation.
- (8) Life Membership of the Association may be awarded to a person in recognition of service to the School by approval of a majority at a General Meeting.
- (9) Life Membership ceases by the Member providing the Secretary written notice of their resignation.
- (10) The Public Officer must maintain a Register of Members, making modifications as necessary.
- (11) On approval or non-approval by the Committee of membership application, the Secretary is to notify the nominee, in writing, that he or she has been approved, or not, for membership of the Association.
- (12) On approval or non-approval by the Committee of membership application, the Public Officer -

- (a) if the nominee is approved for Associate Membership, upon receipt of the sum payable as the first year's subscription, is to enter the nominee's name in the Register of members.
  - (b) if the nominee is approved for Full Membership, upon receipt of their enrolment deposit or upon them starting employment, is to enter the nominee's name in the Register of members.
- (13) There is an annual subscription for Full Membership incorporated as part of the school fees or employment conditions.
- (14) The annual subscription for Association membership is decided by the Annual General Meeting.
- (15) Any right, privilege or obligation of a person as a Member of the Association –
- (a) is not capable of being transferred or transmitted to another person; and
  - (b) terminates on the cessation of the membership.
- (16) If the Association is wound up –
- (a) every Full Member of the Association; and
  - (b) every person who, within the period of 12 months immediately preceding the commencement of the winding up, was a Full Member of the Association –
- is liable to contribute –
- (c) to the assets of the Association for payment of the debts or liabilities of the Association; and
  - (d) for the costs, charges and expenses of the winding up; and
  - (e) the assets remaining shall be assigned to ongoing educational purposes as agreed by a majority of Full Members as defined in this rule and as approved by the current State Minister for Education and the current State Shadow Minister for Education.
- (17) Any liability under sub-rule (16) is not to exceed \$10.

- (18) A former Full Member is not liable to contribute under sub-rule (16) in respect of any debt or liability of the Association contracted after he or she ceased to be a Full Member.

## **6. Income and property of Association**

- (1) The income and property of the Association is to be applied solely towards the promotion of the objects and purposes of the Association.
- (2) No portion of the income and property of the Association is to be transferred to any Member of the Association except as allowed for in sub-rule (3).
- (3) An employee or Member of the Association may be paid –
- (a) remuneration in return for services rendered to the Association or for goods supplied to the Association in the ordinary course of business; or
  - (b) a reasonable and proper sum by way of rent for premises let to the Association.

## **7. Accounts of receipts and expenditure**

- (1) True accounts are to be kept of –
- (a) all money received and expended by the Association and the matter in respect of which the receipt or expenditure takes place; and
  - (b) the property, credits and liabilities of the Association.
- (2) The accounts are to be open to inspection by the Members of the Association, subject to any reasonable restrictions as to time and manner of inspecting that the Association may impose.
- (3) The School Leader of the Association is to ensure all general records, accounting books and records of receipts and expenditure connected with the operations and business of the Association are kept in compliance with Australian Accounting Standards.
- (4) The accounts, books and records are to be kept at the Association's office or at any other place the Committee decides.

## 8. Banking and finance

- (1) The School Leader on behalf of the Association, is to oversee the
  - (a) receipt and documentation of all monies paid to the Association; and
  - (b) issue of official receipts immediately after receipt of monies.
- (2) The Committee is to cause to be opened with any bank, building society or credit union the Committee selects, an account or accounts in the name of the Association into which all money received is to be paid as soon as possible after receipt.
- (3) The Committee may –
  - (a) receive from the Association's financial institution the cheques drawn by the Association on any of its accounts with the financial institution; and
  - (b) release and indemnify the financial institution from and against all claims, actions, suits or demands that may be brought against the financial institution arising directly or indirectly out of those cheques.
- (4) The School Leader in conjunction with the Finance Sub-committee, will develop a Budget for the following financial year. The Budget will be presented to the Committee for approval.
- (5) The Budget must be approved by the end of third term.
- (6) School fees cannot be changed without at least one term's notice to Members.
- (7) Any modifications to the current budget must be proposed by the Finance Sub-committee and approved by the Committee.
- (8) All expenditures identified in the Budget are considered authorised by the Committee and are to be honoured by the Association.
- (9) The Committee may provide the School Leader with a sum to meet urgent expenditure, subject to any conditions the Committee may impose in relation to the expenditure.
- (10) Cheques are not to be drawn on an Association's account except for the payment of expenditure that has been authorised by the Committee.



- (11) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments are to be signed by two Members of the Committee or as mandated by the Committee.

## **9. Auditor**

- (1) The Committee must appoint an authorised auditor as described under the Act to audit the accounts of the Association as prescribed under the Act and to have those audited accounts presented at the Association's AGM.
- (2) The Committee must also have those audited accounts lodged with the relevant department as per the Act.

## **10. Audit of accounts**

- (1) The auditor is to examine the accounts of the Association at least once in each financial year of the Association.
- (2) The auditor is to –
  - (a) certify as to the correctness of the accounts of the Association; and
  - (b) report to the members present at the Annual General Meeting.
- (3) In the report and in certifying to the accounts, the auditor is to state if –
  - (a) he or she has obtained the required information; and
  - (b) in his or her opinion, the accounts are properly drawn up so as to exhibit a true and correct view of the financial position of the Association –
    - (i) according to the information at his or her disposal and the explanations given; and
    - (ii) as shown by the books of the Association; and
  - (c) the rules relating to the administration of the funds of the Association have been observed.
- (4) The Public Officer of the Association is to cause to be delivered to the auditor a list of all the accounts, books and records of the Association.

- (5) The auditor may –
  - (a) have access to the accounts, books, records, vouchers and documents of the Association; and
  - (b) require from the servants of the Association any information and explanations he or she considers necessary for the performance of the duties as auditor; and
  - (c) employ persons to assist in investigating the accounts of the Association; and
  - (d) in relation to the accounts of the Association, examine any Member of the Committee or any servant of the Association.

## **11. Annual General Meeting**

- (1) The Association is to hold an Annual General Meeting each year.
- (2) The Public Officer is to place an advertisement in at least one local newspaper.
- (3) The Annual General Meeting is to be held on any day during term time (being not later than 3 months after the close of the financial year of the Association as set in rule 31) the Committee determines.
- (4) The Annual General Meeting is to be in addition to any other General Meetings that may be held in the same year.
- (5) The notice convening the Annual General Meeting is to specify the purpose of the meeting.
- (6) The ordinary business of the Annual General Meeting is to be as follows:
  - (a) to confirm the minutes of the previous Annual General Meeting and of any General Meeting held since that meeting;
  - (b) to receive from the Committee, Auditor and employees of the Association reports on the transactions of the Association during the preceding financial year and where appropriate an outline of plans and projections for the coming year;
  - (c) to elect the Office Bearers of the Association and the Ordinary Committee Members;

- (d) to determine the membership of any Subcommittees; and
  - (e) to determine the membership of any Working Groups.
- (7) The Annual General Meeting may transact special business of which notice is given in accordance with these rules.

## **12. Special General Meetings**

- (1) The Committee may convene a Special General Meeting of the Association at any time.
- (2) The Committee, on the requisition in writing of at least 10 Members, is to convene a Special General Meeting of the Association.
- (3) A requisition for a Special General Meeting –
  - (a) is to state the objects of the meeting;
  - (b) is to be signed by the requisitionist(s);
  - (c) is to be deposited at the office of the Association; and
  - (d) may consist of several documents, each signed by one or more of the requisitionist(s).
- (4) If the Committee does not cause a Special General Meeting to be held within 21 days from the day on which a requisition is deposited at the office of the Association, any one or more of the requisitionist(s) may convene the meeting within three months from the day of the deposit of the requisition.
- (5) A Special General Meeting convened by requisitionist(s) is to be convened in the same manner, or as nearly as possible, as a Special General Meeting convened by the Committee.
- (6) All reasonable expenses incurred by requisitionist(s) in convening a Special General Meeting are to be refunded by the Association.

## **13. Notices of General Meetings**

The Public Officer of the Association, at least 14 days before the date fixed for holding a General Meeting of the Association, is to serve notice on each Member as provided by rule 32,

- (a) specifying the place, day and time for the holding of the meeting; and
- (b) the nature of the business to be transacted at the meeting.

#### **14. Business and quorum at General Meetings**

- (1) All business transacted at a General Meeting, except the ordinary business of the Annual General Meeting, is special business.
- (2) Business is not to be transacted at a General Meeting unless a quorum of Members entitled to vote is present at the time the meeting is considering that business.
- (3) A quorum for the transaction of the business of a General Meeting is 40 per cent of the Full Members of the Association.
- (4) If a quorum is not present one hour after the appointed time for the commencement of a General Meeting, the meeting –
  - (a) if convened on the requisition of Members, is to be dissolved; or
  - (b) in any other case, is to be adjourned to the same day in the next week at the same time and at the same place.
- (5) If at an adjourned meeting a quorum is not present one hour after the time appointed for the commencement of the meeting, the meeting is to be dissolved.
- (6) The chairperson, by written notice or at the time of the adjournment, may specify another place to which a meeting is to be adjourned.

#### **15. President to preside at General Meetings**

At each General Meeting of the Association, the chairperson is to be –

- (1) The President; or
- (2) in the absence of the President, the Vice-President; or
- (3) in the absence of both the President and the Vice-President, a Member of the Association elected to preside as chairperson by the Members of the Association present and entitled to vote at the General Meeting.

#### **16. Adjournment of General Meetings**

- (1) The chairperson of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a meeting is adjourned for 14 days or more, the notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (3) It is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.

#### **17. Determination of questions arising at General Meetings**

- (1) A question arising at a General Meeting of the Association is to be determined on a show of hands of Full Members only unless, before or on the declaration of the result of the show of hands, a secret ballot is demanded by a Full Member.
- (2) A declaration by the chairperson that a resolution has, on a show of hands, been lost or carried, or carried unanimously or carried by a particular majority, together with an entry to that effect in the minute book of the Association, is evidence of that fact unless a poll is demanded on or before that declaration.

#### **18. Votes**

- (1) Only Full Members and Life Members may vote.
- (2) The Member's name must appear in the current register to be eligible to vote.
- (3) On any question arising at a General Meeting of the Association, a Member has one vote only.
- (4) In the case of an equality of voting on a question, the chairperson has a second or casting vote.
- (5) All votes are to be given personally.

#### **19. Taking of poll**

- (1) If at a meeting a poll (or secret ballot) on any question is demanded –
  - (a) it is to be taken at that meeting in the manner the chairperson directs; and
  - (b) the result of the poll is taken to be the resolution of the meeting on that question.

- (2) Prior to the poll, the meeting must appoint two scrutineers to count the votes. Scrutineers must not have any vested interest in the matter being voted on.

## **20. When poll to be taken**

- (1) A poll that is demanded on the election of a chairperson, or on a question of adjournment, is to be taken immediately.
- (2) A poll that is demanded on any other question is to be taken at any time before the close of the meeting as the chairperson directs.

## **21. Affairs of Association to be managed by a Committee**

- (1) The affairs of the Association are to be managed by a Committee of Management constituted as provided in rule 23.
- (2) The Committee –
  - (a) is to control and manage the business and affairs of the Association; and
  - (b) may exercise all the powers and perform all the functions of the Association, other than those powers and functions that are required by these rules to be exercised by General Meetings of Members of the Association; and
  - (c) has power to do anything that appears to the Committee to be essential for the proper management of the business and affairs of the Association.
- (3) Between Committee Meetings, urgent or unforeseen decisions:
  - (a) Should only be made following a reasonable attempt to contact as many Members of the Committee by telephone or by a means listed in rule 32 as is practical in the situation;
  - (b) can be made by two Office Bearers and one Coordinator;
  - (c) should be reported to the next Committee meeting.

## **22. Office Bearers of the Association**

- (1) The Office Bearers of the Association are as follows:
  - (a) a President;

- (b) a Vice-President;
  - (c) a Treasurer; and
  - (d) a Secretary.
- (2) Only Full Members who are not Employees can be Office Bearers of the Association.
  - (3) The provisions of rule 24(2), (3) and (4), so far as they are applicable and with the necessary modifications, apply in relation to the election of persons to any of the offices referred to in sub-rule (1).
  - (4) Each Office Bearer of the Association is to hold office until the Annual General Meeting next after the date of election, unless he/she ceases to be a Member of the Association as per rule 25, and is eligible for re-election.
  - (5) If a casual vacancy in any office referred to in sub-rule (1) occurs, the Committee may appoint one of its Members to the vacant office, to hold the office up to and including the conclusion of the Annual General Meeting next following the date of the appointment.

### **23. Constitution of the Committee**

- (1) The Committee consists of the following Members elected at the Annual General Meeting of the Association in each year:
  - (a) the Office Bearers of the Association;
  - (b) at least three, and at most five, other Full Members who are not Employees (Ordinary Committee Members).
- (2) In addition to the elected Members, the Committee consists of the School Leader and between two and four Coordinators. If there are more than four Coordinators in the school then the Coordinators must inform the Secretary prior to each Committee Meeting which four Coordinators will be on Committee from that point until the start of the next Committee Meeting. If there is disagreement between the Coordinators as to who represents them then the Coordinators on Committee are chosen by lots.
- (3) An Ordinary Committee Member is to hold office until the end of the Annual General Meeting next after the date of election, and is eligible for re-election.
- (4) If a casual vacancy occurs in the office of Ordinary Committee Member, the Committee may appoint a Member of the Association to fill the vacancy until the

conclusion of the Annual General Meeting next following the date of the appointment.

#### **24. Election of Members of Committee**

- (1) Nominations of candidates for election as Office Bearers of the Association or as Ordinary Committee Members are to be –
  - (a) made in writing signed by two Full Members of the Association and accompanied by the written consent of the candidate (which may be endorsed on the nomination); and
  - (b) delivered to the Public Officer of the Association at least five days before the date fixed for the holding of the Annual General Meeting.
  
- (2) If insufficient nominations are received to fill all vacancies on the Committee –
  - (a) the candidates nominated are taken to be elected; and
  - (b) further nominations are to be received at the Annual General Meeting, with the consent of the candidate, and seconded by a Full Member.
  
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
  
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot is to be held.
  
- (5) The ballot for the election of Office Bearers and Ordinary Committee Members is to be conducted at the Annual General Meeting in the usual manner as directed by the Committee.

#### **25. Vacation of office**

For the purpose of these rules, the office of an Office Bearer of the Association or of an Ordinary Committee Member becomes vacant if the Office Bearer or Committee Member –

- (1) dies; or



- (2) becomes bankrupt or applies to take or takes advantage of any law relating to bankrupt or insolvent debtors or compounds with his or her creditors, or makes any assignment of his or her estate for their benefit; or
- (3) becomes of unsound mind; or
- (4) resigns office in writing addressed to the Committee; or
- (5) ceases to be resident in the state; or
- (6) fails, without leave granted by the Committee, to attend three consecutive meetings of the Committee; or
- (7) ceases to be a Member of the Association, including by means of rule 5(12); or
- (8) if the Member is on Committee by virtue of being a Coordinator, by ceasing being a Coordinator.

## **26. Meetings of the Committee**

- (1) The Committee is to meet at least once in each month at any place and time the Committee determines except in months where there has been a General Meeting or if more than half the month is school holidays.
- (2) Additional Committee meetings may be convened by the President or any two of its Members.
- (3) Notice is to be given to Members of the Committee of any additional meeting, specifying the general nature of the business to be transacted, and no other business is to be transacted at such a meeting.
- (4) A quorum for a meeting of the Committee shall be equal to one half of the number of Committee Members.
- (5) Business is not to be transacted unless a quorum is present.
- (6) If half an hour after the time appointed for the meeting a quorum is not present, the meeting is to be adjourned to the same place and at the same hour of the same day in the following week unless the meeting was a special meeting in which case it is to be dissolved.
- (7) At each meeting of the Committee, the chairperson is to be –
  - (a) the President; or

- (b) in the absence of the President, the Vice-President; or
  - (c) in the absence of the President and Vice-President, a Member of the Committee elected to preside as chairperson by the Members of the Committee present at the meeting.
- (8) Any question arising at a meeting of the Committee or of any Subcommittee appointed by the Committee is to be determined –
- (a) on a show of hands; or
  - (b) if demanded by a Member, by a poll taken in any manner the person presiding at the meeting determines.
- (9) Each Committee Member present at a meeting of the Committee or of any subcommittee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote.
- (10) If there is an equality of votes on any question, the person presiding has a second or casting vote.
- (11) The Secretary shall serve written notice of each Committee meeting on each Member of the Committee in accordance with rule 32.

## **27. Disclosure of interest in contracts**

- (1) A Member of the Committee who is interested in any contract or arrangement made or proposed to be made with the Association is to disclose the interest –
- (a) at the first meeting of the Committee at which the contract or arrangement is first taken into consideration, if the interest then exists; or
  - (b) In any other case, at the first meeting of the Committee after the acquisition of the interest.
- (2) If a Member of the Committee becomes interested in a contract or arrangement after it is made or entered into, he or she is to disclose the interest at the first meeting of the Committee after he or she becomes so interested.
- (3) A Member of the Committee is not to vote as a Member of the Committee in respect of any contract or arrangement in which he or she is interested and any such vote is not to be counted.

## **28. Subcommittees and Working Groups**

- (1) The Committee or the Membership at a General Meeting may form Subcommittees and Working Groups as it requires.
- (2) The Committee will prescribe the powers and functions of each Subcommittee or Working Group so formed including the ability to co-opt Members of the Association onto the Subcommittee or Working Group.
- (4) Each Subcommittee will be chaired by a Member of the Committee.
- (5) Subcommittees and Working Groups are to report to the Committee at each Committee meeting or as otherwise directed by the Committee.
- (6) The Committee may form the following Subcommittees and Working Groups:
  - (a) Building and Maintenance
  - (b) Staffing and Recruitment
  - (c) Work Health and Safety
  - (d) Curriculum and Programming
  - (e) Policy and Procedures
  - (f) IT
  - (g) Strategic Planning
  - (h) Social
  - (i) Marketing & Communications
- (7) The Committee must form a Finance subcommittee consisting of a minimum of the Treasurer (who is Chair), the School Leader and one Coordinator. The subcommittee can co-opt full members of the Association onto the subcommittee but must gain the Committee's approval. The Finance subcommittee must meet at least bi-monthly.

## **29. Employees**

- (1) New Coordinators must be confirmed by Members by Special Resolution at a General Meeting and all other employees must be confirmed by the School Committee.

## **30. Annual subscription**

- (1) Association membership
  - (a) The annual subscription payable by Association Members is to be set at the Annual General Meeting.
  - (b) The annual subscription may be altered by the Members by special resolution.
  - (c) The annual subscription of a Member is due and payable on or before the day of the Annual General Meeting in that financial year of the Association.
  - (d) A Life Member shall be deemed to have paid any annual subscription
  - (e) All other Association fees as set at the Annual General Meeting must be paid.
  - (f) All Members of the Association must be financial.
  - (g) An employee is deemed to have paid his annual subscription

## **31. Financial year**

The financial year of the Association is the period beginning on the first day of January in one year and ending on the thirty first day of December the same year.

### 32. Notices

- (1) A notice may be served by or on behalf of the Association on any Member by:
  - (a) Hand delivering a letter at a reasonable time before the meeting; or
  - (b) Sending it by post in a prepaid envelope addressed to his or her usual or last-known address in time to reach him or her in due course of post before the date of the meeting; or
  - (c) By including details in at least two newsletters, published at least six days apart, distributed prior to the meeting; or
  - (d) By any other method with proof of receipt; or
  - (e) Emailing it to an email address that the Member has provided to the School Office as their address.
- (2) Where proof of receipt is required under sub-rule 1(d) the Secretary must keep the proof of receipt.

### 33. Expulsion of Members

- (1) The Committee may expel a Member from the Association if, in the opinion of the Committee, the Member is guilty of conduct detrimental to the interests of the Association.
- (2) The expulsion of a Member under sub-rule 33(1) does not take effect until whichever of the following is the later date:
  - (a) the expiration of 14 days after the service on the Member of a notice under sub-rule 33(3);
  - (b) if the Member exercises his right of appeal under this rule, the conclusion of the Special General Meeting convened to hear the appeal.
- (3) If the Committee expels a Member from the Association, the Public Officer of the Association, without undue delay, is to cause to be served on the Member a notice in writing –
  - (a) stating that the Committee has expelled the Member; and
  - (b) specifying the grounds for the expulsion; and

- (c) informing the Member of a right to appeal against the expulsion under rule 34.

### **34. Appeal against expulsion**

- (1) A Member may appeal against an expulsion under rule 33 by delivering or sending by post to the Public Officer of the Association, within 14 days after the service of a notice under rule 33(3), a requisition in writing demanding the convening of a Special General Meeting for the purpose of hearing the appeal.
- (2) On receipt of a requisition –
  - (a) the Public Officer is to immediately notify the Committee of its receipt;
  - (b) the Committee is to cause a Special General Meeting of Members to be held within 21 days after the date on which the requisition is received.
- (3) At a Special General Meeting convened for the purpose of this rule –
  - (a) no business other than the question of the expulsion is to be transacted; and
  - (b) the Committee may place before the meeting details of the grounds of the expulsion and the Committee's reasons for the expulsion; and
  - (c) the expelled Member is to be given an opportunity to be heard; and
  - (d) the Members present are to vote by secret ballot on the question whether the expulsion should be lifted or confirmed.
- (4) If at the Special General Meeting a majority of the Members present vote in favour of the lifting of the expulsion –
  - (a) the expulsion is to be taken to have been lifted; and
  - (b) the expelled Member is entitled to continue as a Member of the Association.
- (5) If at the Special General Meeting a majority of the Members present vote in favour of the confirmation of the expulsion –
  - (a) the expulsion takes effect; and
  - (b) the expelled Member ceases to be a Member of the Association.

### 35. Disputes

- (1) A dispute between a Member of the Association in the capacity as a Member and the Association is to be determined by arbitration in accordance with the provisions of the *Commercial Arbitration Act 2011*.
- (2) This rule does not affect the operation of rule 34.

### 36. Seal of Association

- (1) The seal of the Association is to be in the form of a rubber stamp, inscribed with the name of the Association encircling the words "The Common Seal of".
- (2) The seal of the Association is not to be affixed to any instrument except by the authority of the Committee.
- (3) The affixing of the seal is to be attested by the signatures of –
  - (a) two Members of the Committee; or
  - (b) one Member of the Committee and the Public Officer of the Association or any other person the Committee may appoint for that purpose.
- (4) If a sealed instrument has been attested under sub-rule (3), it is presumed, unless the contrary is shown, that the seal was affixed to that instrument by the authority of the Committee.
- (5) The seal is to remain in the custody of the Public Officer of the Association.

### 37. Amending the Constitution

This constitution may be amended in accordance with the Act by special resolution at a General Meeting passed by a three quarters majority of a quorum (as per rule 14(3)) of Full Members present. This is except for rules 5(17)(e) and 37 which may only be amended by a three quarters majority providing that at least three quarters of all Full Members of the Association are in attendance.

As approved at the Annual General Meeting of the Association of The Cottage School Incorporated on 12 February 2015.

Signed: 

Jonathan Bedloe  
President

Date 12/3/15.

Steve Robinson  
Public Officer 

Date 12/3/15

Kathryn Windfeld-Petersen  
Coordinator 

Date 12/3/15