



AGPPA
Australian Government
Primary Principals
Association

**AUSTRALIAN GOVERNMENT PRIMARY
PRINCIPALS ASSOCIATION INC.**

CONSTITUTION

24 MARCH 2020

(Ratified at Annual General Meeting 24/03/20 – Canberra)

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AUSTRALIAN GOVERNMENT PRIMARY PRINCIPALS ASSOCIATION INC.

CONSTITUTION

1. NAME

- 1.1. The name of the organisation will be the Australian Government Primary Principals Association Inc. (AGPPA Inc.), hereinafter referred to as the Association.
- 1.2. The Association is incorporated in the ACT.

2. OBJECTS

The objects of the Association are:

- 2.1. to pursue the interests of the students of government primary schools through the improvement of state/territory government primary education;
- 2.2. to advocate for a just share of federal and state education funding to be allocated to state/territory government primary education;
- 2.3. to enhance the status of state/territory government primary education;
- 2.4. to be an advocate on behalf of state/territory government primary principals and students;
- 2.5. to provide a structure for the exchange of ideas and initiatives relevant to state/territory government primary education;
- 2.6. to liaise with other organisations and individuals sharing a commitment to state/territory government primary education;
- 2.7. to formulate appropriate position statements and policy documents relating to state/territory government primary education and communicate the Association's positions to the wider education community.

3. DEFINITIONS AND INTERPRETATION

Definitions

In this Constitution the following terms will, unless the context otherwise requires, have the meanings set out hereunder:

Act refers to the **ACT Incorporations Act of 1991**

Member means a State or Territory Association

Annual General Meeting means the meeting referred to in section 69 of the Act.

Association means Australian Government Primary Principals Association Inc.

Chair refers to the President or the Councillor who is chairing a meeting.

Constitution means the constitution of the Association as set out in this document and as amended from time to time.

Contracts means the financial arrangements entered into by the Association.

Councillor means a nominated person of the member association who attends National Council Meetings.

National Council refers to the nominated persons of each member.

Observer means a nominated person from a member association that attends a Meeting of the National Council but does not have voting rights.

Officer Bearer means a councillor that holds a position (President, Deputy President, Secretary and Treasurer) on National Council.

President means the councillor elected in accordance with clause 7.7

Public Officer means the councillor, appointed at the National Council, who fulfils this role as required by the Act.

Returning Officer means a person who is nominated by the National Council to count votes at National Council meetings.

Secretary means the councillor elected in accordance with clause 7.7

General Meeting means any general meeting of Members which is not an Annual General Meeting.

Standing Orders are the Association 'rules.'

Treasurer means the councillor elected in accordance with clause 7.7

Vice President means the councillor elected in accordance with clause 7.7

4. MEMBERSHIP

4.1 AGPPA has been founded by the following members:

- New South Wales Primary Principals' Association (NSWPPA)
- Victorian Principals' Association (VPA)
- Queensland Association of State School Principals (QASSP)
- Australian Capital Territory Principals' Association (ACTPA)
- Association of Northern Territory School Educational Leaders (ANTSEL)
- South Australian Primary Principals' Association (SAPPA)
- Western Australian Primary Principals' Association (WAPPA)
- Tasmanian Principals' Association (TPA)

4.2 Resignation of membership

4.1.1 A member is not entitled to resign from membership of the Association except in accordance with this section.

4.1.2 A member who has paid all amounts payable by the member to the Association may resign from membership of the Association by first giving notice (of not less than 1 month or, if the National Council has determined a shorter period, that shorter period) in writing to the Secretary of the member's intention to resign and, at the end of the period of notice, the member ceases to be a member.

4.1.3 If a person ceases to be a member, the Secretary must make an appropriate entry in the register of members recording the date the member ceased to be a member.

5. MEMBERSHIP FEES

The annual membership fee for each member will be determined by the National Council and is to be paid in full to the Treasurer by the end of May each year.

6. RESPONSIBILITIES OF MEMBERS

All members will be expected to abide by the Constitution and support the development and implementation of the Association's policies and position statements.

6.1. Disciplining of Members

6.1.1 Where the National Council is of the opinion that a member:

- a) has persistently refused or neglected to comply with a provision of the Constitution; or
- b) has persistently and wilfully acted in a manner prejudicial to the interests of the Association

the National Council may by resolution suspend the member from such rights and privileges of membership of the Association, as the National Council may determine, for a specific period.

6.2. Right of Appeal for Disciplined Members:

6.2.1 A member may appeal to the Association against a resolution of the National Council by lodging with the Secretary a notice to that effect.

6.2.2 Upon receipt of a notice the Secretary shall notify the National Council which shall convene a meeting of the National Council, to be held within 21 days after the date on which the Secretary received the notice or as soon as possible after that date. This meeting may be conducted face-to-face or by electronic means, to consider the appeal.

6.2.3 At this meeting of the National Council, convened under 6.2.2 no business other than the question of the appeal is to be transacted; the National Council and the member must be given the opportunity to state their respective cases orally or in writing, or both; and the councillors present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked or referred to a community justice centre for mediation.

6.3 Disputes Resolution Process

6.3.1 If there is a dispute under this Constitution between

- a) a member and another member; or
- b) a member and the Association

the parties involved must first attempt to resolve the dispute between themselves within a period of at least 14 days after the dispute is known to all parties involved.

6.3.2 If the dispute cannot be resolved between the parties involved, the National Council must be notified, and a dispute resolution process must be put in place by the National Council. The National Council may develop a policy regarding dispute resolution.

6.3.3 A dispute resolution process must allow each party a reasonable opportunity to be heard and/or submit arguments in writing and should first attempt to resolve the dispute by the parties reaching agreement. If agreement cannot be reached, the National Council may appoint an unbiased person to decide the outcome of the dispute. The unbiased person may be a member, non-member or professional mediator who is not connected with the dispute or the parties involved in it.

7. NATIONAL COUNCIL

7.1. The National Council shall be responsible for conducting and co-ordinating the activities of the Association according to the Constitution and the aims of the Association.

7.2. Councillors are entitled to:

- a) be nominated for election for the positions of President, Vice President, Secretary and Treasurer;
- b) vote for the election of the Officers Bearers;

7.3. Each member will be entitled to two nominated councillors at all meetings of the Association. These councillors will form the National Council and will be:

7.3.1. the member's President (or delegate if the President is unable to attend a meeting); and

7.3.2. the member's nominee.

7.4. Office Bearers

- 7.4.1 The office bearers will consist of President, Vice President, Secretary and Treasurer and may be delegated by the National Council, to manage the affairs of the Association between meetings of the National Council.
- 7.4.2 The term of office of the Office Bearers will be two years from the time of election.
- 7.4.3 For the purpose of these rules, a vacancy on the National Council occurs if the councillor:
- a) dies;
 - b) ceases to be the nominated councillor of a member association;
 - c) resigns the office;
 - d) is removed from office;
 - e) becomes an insolvent under administration within the meaning of the Corporation law;
 - f) suffers from mental or physical incapacity;
 - g) is disqualified from office under subsection 63(1) of the Act; or
 - h) is absent without the consent of the National Council from all meetings of the National Council held during a period of 6 months.
- 7.4.4 In the event of a vacancy of an Office Bearer, the National Council at its next available meeting shall elect a replacement from the National Council for the balance of that term.
- 7.4.5 The National Council shall have the power to co-opt an observer to the National Council should the need arise.

7.5. Public Officer

The National Council will, in accordance with the legislation governing incorporated associations, appoint a councillor of the National Council as its Public Officer and this appointment will be confirmed at the Annual General Meeting.

7.6. Returning Officer

The National Council, at the first meeting of the calendar year, in which elections are due, will appoint a Returning Officer, who will be a member of the National Council, not be a candidate for any Office bearer position and who will act as chairperson of the meeting until the election of Officer Bearers is completed.

7.7. Election of the Office Bearers

- 7.7.1 The Office Bearers will be elected from and by the councillors of the National Council at the first meeting of the calendar year in which elections are due, using first past the post voting procedures. Where more than one candidate nominates for a position, a secret ballot of the National Council will be conducted by the returning officer of the meeting. In the event of a tied ballot, the position will be determined by the toss of a coin by the Returning Officer.
- 7.7.2 The order in which Office Bearer positions are elected will be President, Vice President, Secretary, and Treasurer. A person who is elected to an Office Bearer position will not be a candidate for another Office Bearer position at the same ballot.

8. NATIONAL COUNCIL MEETINGS

- 8.1. At all meetings of the National Council, nominated councillors will be entitled to one (1) vote.
- 8.2. The National Council will meet at least twice in each calendar year.
- 8.3. Meetings may be both face-to-face and by electronic means.
- 8.4. There will be no proxy voting.
- 8.5. A quorum for all meetings will consist of at least half of the councillors at that time.
- 8.6. No item of business shall be transacted at a meeting unless a quorum of councillors entitled under these rules to vote, is present during the time the meeting is considering that item.
- 8.7. Motions will be carried by a simple majority of councillors present and entitled to vote. If the vote is tied, the Motion is deemed to have been lost.
- 8.8. All meetings will be conducted in accordance with the Association's Standing Orders.

9. CALLING GENERAL MEETINGS

- 9.1. A member desiring to bring any business before a meeting may give notice in writing of that business to the Secretary who shall include that business in the next agenda. A requisition of members for a meeting:
- a) Shall state the purpose or purposes of the meeting;
 - b) Shall be signed by the members making the requisition;

- c) Shall be lodged with the secretary; and
- d) May consist of several documents in a similar format each signed by 1 or more of the members making the requisition.

9.2. If the National Council fails to convene a meeting within one (1) month after the date on which a requisition of members for the meeting is lodged, with the Secretary, any one (1) or more of the members who made the requisition may convene a general meeting to be held not later than 3 months after that date.

9.3. A meeting convened by a member or members referred to in 9.1 shall be convened as nearly as is practicable in the same manner as meetings are convened by the National Council and any member who thereby incurs expense is entitled to be reimbursed for any reasonable expense so incurred.

10. VOTING AT GENERAL MEETINGS

Except as otherwise provided in this Constitution, a resolution at a general meeting must be passed by a majority of votes of the members present at the meeting who vote on the resolution. A resolution passed by a majority of the votes cast by the members will for all purposes be taken to be a determination of the meeting.

11. ANNUAL GENERAL MEETING

11.1. The Annual General Meeting of the Association shall be held once each year.

11.2. The business to be transacted at an Annual General Meeting may include:

- a) the receipt of the National Council annual report and the statement of income and expenditure, assets and liabilities and mortgages, charges and securities affecting the property of the Association for the preceding financial year;
- b) when required by the Act, the receipt of the auditor's report upon the books and accounts for the preceding year;
- c) the appointment of an auditor;
- d) the determination of notices of motion;
- e) any general business that can rightfully be brought before the Annual General Meeting, which pertains to the Association and does not contravene this Constitution; and f) constitutional changes.

12. WORKING PARTIES/COMMITTEES

The National Council may, from time to time, co-opt representatives from members to serve on working parties and committees, or as the need may arise. Representatives on working parties and committees will adhere to the principles of the Constitution of the Association and be guided by the policies and/or position papers of the Association.

13. FINANCE

- 13.1. The financial year of the Association will be from 1 January to 31 December.
- 13.2. The Treasurer is the authorised operator of the Association's financial accounts and electronic banking operations. The President, Vice President or Secretary will be the other authorisers, as required.
- 13.3. The Treasurer shall present an audited financial statement to the Annual General Meeting. The auditor must not be a member of member associations; will be suitably qualified to act in that capacity; and will be determined annually by the Annual General Meeting
- 13.4. Payments and reimbursement of expenses incurred whilst representing the Association can be paid to councillors and other persons approved by National Council.

14. MEMBERS' LIABILITIES

The liability of a member of the Association to contribute towards the payment of the debts and liabilities of the Association or the costs, charges and expenses of the winding up of the Association is limited to the amount, if any, unpaid by the member in respect of membership of the Association.

15. CONTRACTS

- 15.1 The Association may enter into contracts or arrangements with other organisations or bodies in which a councillor or member has an interest, provided it does so according to the usual commercial terms and conditions which apply to such contracts or arrangements.
- 15.2 A councillor or member must disclose any such interest to the National Council and the Secretary must record all declarations in the minutes of the relevant meeting.
- 15.3 A councillor or member who has an interest in a contract or arrangement made by the Association and has disclosed this interest to the National Council may:
- a) not vote on the matter;
 - b) be counted in determining whether or not a quorum is present at any National Council meeting considering that contract or arrangement or proposed contract or arrangement;
 - c) not sign or countersign any document relating to that contract or arrangement or proposed contract or arrangement; and
 - d) not vote in respect of, or in respect of any matter arising out of, the contract or arrangement or proposed contract or arrangement.
- 15.4 The Association shall not make any payment for services rendered by a councillor in a professional or technical capacity, except where the provision of such services and the amount payable have prior approval of the National Council and where the amount does not exceed an amount that is commercially reasonable for those services.
- 15.5 A councillor's failure to make disclosure does not render void or voidable a contract or arrangement in which the delegate has a direct or indirect interest.

16. STATEMENTS TO GOVERNMENT AND/OR THE MEDIA

Responses and statements from the Association to government or the media will be:

- a) Issued by the President after consultation with the National Council.
- b) A reflection of Association policy and/or position papers where they exist.

17. AMENDMENTS TO THE CONSTITUTION

- 17.1 Amendments to the Constitution can be made only at a General Meeting with each member association, through their nominee having one vote. A three quarters majority of the total voting is needed to carry an amendment to the Constitution.
- 17.2 Motions for proposed amendments can be forwarded only by the Council or members.
- 17.3 Notice of motion of any amendment to the Constitution must be lodged in writing to the Secretary 28 days prior to the General Meeting, and then circulated to all members at least 21 days prior to the General Meeting.
- 17.4 Amendments made to the Constitution shall be operative as from the end of the General Meeting at which they are carried.

18. STANDING ORDERS

- 18.1 The National Council may from time to time make, amend or repeal the Standing Orders which are not inconsistent with this Constitution, for the internal management of the Association.
- 18.2 The Standing Orders may be adopted, altered or withdrawn by a simple majority vote at any council meeting.
- 18.3 The Standing Orders shall provide for procedures to be followed at meetings of the Association and to convene a substitute meeting when a quorum is not attained at a meeting.
- 18.4 Standing Orders will be added to the end of this Constitution as a form of record, but will not officially form part of this Constitution.
- 18.5 This Constitution prevails over any Standing Orders created in accordance with this Constitution to the extent there is any inconsistency between any provision of a Standing Order and any clause under this Constitution.

19. COMMON SEAL

- 19.1 The common seal of the Association shall be kept in the custody of the Public Officer.
- 19.2 The common seal shall not be affixed to any instrument except by the authority of the National Council and the affixing of the common seal shall be attested by the signatures.

20. INSPECTION OF BOOKS

The records, books and other documents of the Association shall be open to inspection at a place in the Australian Capital Territory, free of charge, by a member at any reasonable hour.

21. WINDING UP

If the Association shall be wound up in accordance with the provisions of the Act, and there remains, after satisfaction of all its debts and liabilities, any surplus whatsoever, that surplus shall be transferred to some other institution(s) which has:

- a) objects similar to the Objects of the Association;
- b) a constitution which requires its income and property to be applied in promoting its objects; And

The identity of the institution(s) is to be determined by the National Council in writing at or before the time of dissolution.

DUTIES OF THE OFFICE BEARERS AND PUBLIC OFFICER

- 1. The President will be the Chief Officer of the Association and will:**
 - a) Preside at all meetings of the Association.
 - b) Be an ex-officio member of all working parties, committees and sub committees established by the Association.
 - c) Be the spokesperson for the Association.
 - d) Chair all meetings of the Association.
 - e) Hand over all records on relinquishing office.
 - f) Delegate the responsibilities in (a) to (d) above, when temporarily unavailable or in exceptional circumstances.

- 2. The Vice President will:**
 - a) Attend all meetings of the Association.
 - b) Provide high-level support and advice to the President.
 - c) Accept delegated responsibility for the Association's tasks from time to time.
 - d) Undertake the responsibilities of the President in the President's absence.

- 3. The Secretary will:**
 - a) Attend all meetings of the Association.
 - b) Maintain files of correspondence.
 - c) Prepare correspondence.
 - d) Prepare and maintain a membership register.
 - e) Communicate all notices to members by the appointed dates.
 - f) Maintain records of and promptly circulate to all members of the National Council, the minutes of all meetings.
 - g) Hand over all records, minutes and correspondence on relinquishing office.

- 4. The Treasurer will:**
 - a) Be responsible for the keeping of all accounts and financial records of the Association.
 - b) Present financial statements to meetings on a regular basis.
 - c) Present a duly audited financial statement and balance sheet to each Annual General Meeting.
 - d) Prepare an annual budget for presentation to the Annual General Meeting.
 - e) Be a signatory to the Association's bank account. f) Invoice all members for membership fees prior to 1 May each year.
 - g) Receive all monies, including membership fees, on behalf of the Association, ensure that monies are banked, that accounts are verified and paid;
 - h) Hand over all accounting and other relevant records of the Association on relinquishing office.
 - i) Maintain an inventory of the property of the Association.

5. The Public Officer will:

- a) Be responsible for liaising with the relevant public authority as specified in the Act.
- b) Provide all necessary documentation to the authority as required under the Act.
- c) Keep in custody the common seal of the Association and ensure that the affixing of the common seal is attested to by the signatures of 2 members of National Council.