

LINDISFARNE SCHOOL CONSTITUTION ORDINANCE 1989

ORDINANCE NO 1 OF 1989.

AN ORDINANCE to provide for the constitution of the Lindisfarne School Council and matters incidental thereto.

PREAMBLE

WHEREAS the Parish of Tweed Heads within the Diocese of Grafton has since 1981 conducted a Primary School at Sunshine Avenue, Tweed Heads South known as Lindisfarne School;

AND WHEREAS it is desirable that a Council be constituted for the said Lindisfarne School and a Constitution be provided for the good government and management of the said School;

AND WHEREAS by the provisions of the Anglican Church of Australia (Bodies Corporate) Act and the Bodies Corporate (Delegation of Powers) Ordinance 1988 the Bishop-in-Council is empowered during the recess of Synod to exercise certain powers and such recess now exists;

THEREFORE the Bishop-in-Council in pursuance of such powers and in the name of the Synod hereby ordains declares directs and rules as follows:

CONSTITUTION OF LINDISFARNE SCHOOL COUNCIL

1. It is expedient for the purpose of managing, governing and controlling the said Lindisfarne School that the persons who are named in the First Schedule shall be for the time being the members of the Lindisfarne School Council.

CONSTITUTION OF THE SCHOOL

2. The affairs of the School shall be conducted in accordance with the Constitution contained in the Second Schedule hereunder.

SHORT TITLE

3. This Ordinance may be cited as the Lindisfarne School Constitution Ordinance 1989.
4. This Ordinance shall come into effect upon receiving the assent of the Bishop.

FIRST SCHEDULE

		<u>Initial Retirement Date</u>
Rt. Revd. B. Schultz (Ex officio)		
Appointed under S. 3.1.3		
Mrs. Yvonne Rouse Rev. Len Nairn	3 yr appt.	17.2.92
Rev. Bill Bedser Mrs. Pam Milner	2 yr appt.	17.2.91
Mrs. Patricia Allison Mrs. Norma Pollard	1 yr appt.	17.2.90
Appointed under S. 3.1.4		
Mr. Robert Newton	1 yr.	17.2.90
Mr. Bob Marshall	2 yrs.	17.2.91
Mrs. Joan Westwood	3 yrs.	17.2.92
Appointed under S. 3.1.5		
Mrs. Evelyn Marshall	1 yr.	17.2.90

SECOND SCHEDULE

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PART 1 - DEFINITIONS

- 1.1.0 In this Constitution the singular includes the plural and vice versa and the masculine includes the feminine and vice versa and unless the context otherwise requires or indicates:-
- 1.1.1 "Act" means the Anglican Church of Australia (Bodies Corporate) Act 1938 as amended;
- 1.1.2 "Annual General Meeting" means a meeting of Council held between 1st. February and 30 April (inclusive) in each year;
- 1.1.3 "Appointed member" means a member of the Council appointed pursuant to Sections 3.1.3, 3.1.4 or 3.1.5 of this Constitution;
- 1.1.4 "Bishop" means the Bishop of the Diocese of Grafton or his Commissary if he be absent from the State or the Administrator of the Diocese if the See be vacant;
- 1.1.5 "Bishop-in-Council" means the Bishop acting with the advice and consent of the Council of the Diocese;
- 1.1.6 "Body Corporate" means the Body Corporate incorporated under the Act for the School;
- 1.1.7 "Council" means the Lindisfarne School Council" as constituted hereunder;
- 1.1.8 "Financial Year" means the year from 1st January to 31st December;
- 1.1.9 "Member of the Church" means a baptised person who attends the public worship of the Anglican Church and who declares that he is a member of that Church and is not a member of any other church;
- 1.1.10 "Ordinance" means an ordinance of the Diocese of Grafton;
- 1.1.11 "Principal" means the teacher appointed as Head of the School by the Council or a deputy appointed by the Council and acting in accordance with this Constitution;
- 1.1.12 "Rector" means the Incumbent of the Parish of Tweed Heads;
- 1.1.13 "School" means the Lindisfarne School;
- 1.1.14 "Synod" means the Synod of the Diocese of Grafton.

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PART 2 - AIMS OF THE SCHOOL

- 2.1.0 The aims of the School are:-
- 2.1.1 To establish a co-educational school to be administered on Christian principles;
- 2.1.2 To foster among pupils, staff and parents a Christian lifestyle according to the teachings and traditions of the Anglican Church of Australia;
- 2.1.3 To develop within the School a community of faith based on a belief in God and the Christian way of life;
- 2.1.4 To foster genuine human relationships among students, staff, parents and others associated with the School.
- 2.1.5 To cultivate intellectual values, promoting in the students integrity, respect for the truth and other scholarly virtues.
- 2.1.6 To provide the students with a mastery of the basic subjects and skills while guiding individuals towards their own level of achievement.
- 2.1.7 To recognise the role of parents in education and the desirability of high correlation between home and school values.
- 2.1.8 To provide skills and interests for students which will promote physical fitness and which will assist them to make optimum use of their leisure time during their school and later adult life.
- 2.1.9 To continually re-evaluate the structures and processes of the school and of the schools relationship with parents, the community and Christian education at large, so as to ensure that there is consonance between the Christian values expressed by the school and its actual practice.

PART 3 - COUNCIL MEMBERSHIP

- 3.1.0 The Council shall consist of the following members, each of whom must be aged 18 years or above:-
- 3.1.1 The Bishop, who shall be President of the Council;
- 3.1.2 The Rector;
- 3.1.3 Six persons who are communicant members of the Anglican Church;
- 3.1.4 Three persons, each being a parent or guardian of a child attending the School;

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- 3.1.5 One person who supports the aims of the School.
 - 3.2.1 The President may from time to time by notice in writing to the Chairperson appoint (and change the appointment of) a deputy who shall be entitled to attend all meetings of the Council in the absence of the President.
 - 3.2.2 A person who is an employee of the Council shall not be eligible to be a member of the Council.

APPOINTMENT OF FIRST MEMBERS OF COUNCIL

- 3.3.1 Following the passing of an ordinance approving the constitution of the School and its Council, Bishop-in-Council shall appoint the first members of the Council as required under Sections 3.1.3, 3.1.4 and 3.1.5
- 3.3.2 The Bishop-in-Council shall by resolution determine which third of the first appointed members under Sections 3.1.3 and 3.1.4 shall retire after one year, two years and three years respectively.
- 3.3.3 The person appointed under Section 3.1.5 shall retire after one year.

APPOINTMENT OF COUNCIL

- 3.4.1 At the Annual General Meeting of the Council which shall be held between 1st February and 31st. March in each year from and including 1990 qualified persons who have been nominated under Section 3.4.2 shall be selected for recommendation to Bishop-in-Council for any members of Council required to be appointed under Sections 3.1.3, 3.1.4 and 3.1.5
- 3.4.2 Qualified persons shall be nominated by members of the Council to fill vacancies under Section 3.1.3. or 3.1.5. Qualified persons to fill vacancies under Section 3.1.4 may be nominated by members of the Council or by resolution of any body of parents and guardians meeting under the authority of Council prior to the Annual General Meeting.
- 3.4.3 Council may recommend sufficient persons to fill any pending vacancies or may recommend additional persons if it so determines.
- 3.4.4 Bishop-in-Council shall appoint the members of the Council and may, without giving reasons therefore, decline to appoint any person nominated.
- 3.4.5 The terms of appointed members shall commence on the date of their appointment by Bishop-in-Council.

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- 3.4.6 The term of a member appointed under Sections 3.1.3 or 3.1.4 shall be three years.
- 3.4.7 The term of a member appointed under 3.1.5 shall be one year.
- 3.4.8 A retiring appointed member shall be eligible for re-appointment and notwithstanding anything contained in this Constitution shall remain a member of Council and continue to hold any office to which the member may have been elected or appointed until the vacancy caused by the members retiring has been filled.

CASUAL VACANCIES

- 3.5.0 A casual vacancy shall occur if a member of the Council other than the Bishop or the Rector:-
 - (a) dies;
 - (b) resigns in writing addressed to the Chairperson, or in the case of the Chairperson in writing addressed to the President and in such case shall unless the writing specifies a later date be deemed to be effective when the Chairperson or President (as the case may be) receives the written resignation;
 - (c) ceases to have any qualification which was necessary for the members appointment;
 - (d) becomes bankrupt within the meaning of the law in force for the time being relating to bankrupts or if the member's affairs are compounded with creditors;
 - (e) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health;
 - (f) is absent without leave of Council from three consecutive meetings of Council;
 - (g) attains the age of seventy years;
- 3.5.1 The Bishop-in-Council upon request from the Council that the office of an appointed member be declared vacant may:-
 - (a) inform the member of the requested declaration of vacancy and the grounds on which it will be proposed;
 - (b) give the member a reasonable opportunity at the next meeting of Bishop-in-Council to make a written submission showing cause why the office should not be declared vacant.
- 3.5.2 After considering the request of Council and the submission from the member the Bishop-in-Council shall determine whether or not to declare the office vacant.
- 3.5.3 A casual vacancy shall be filled by the nomination of a new person by the Council to the Bishop-in-Council for appointment.

- 3.5.4 A person who fills a casual vacancy shall hold office until the day on which the person whose vacancy was filled would have retired had the vacancy not occurred.

PART 4 - COUNCIL MEETINGS

- 4.1.1 The Council shall hold Ordinary Meetings at least four times each year at intervals not exceeding three months.
- 4.1.2 Meetings of the Council may be convened by either the President or the Chairperson, who shall cause at least fourteen days written notice to be given to each member.
- 4.2.1 The President if present, may preside at meetings of Council.
- 4.2.2 At the first meeting of the Council after it has been constituted and at the first meeting held after the appointment of new members under Section 3.4.1 each year, a member (other than the President) shall be elected as Chairperson by the Council.
- 4.2.3 The Chairperson shall hold office for one year and shall be eligible for re-election.
- 4.2.4 In the absence of both the President and the Chairperson the Council shall elect one of the members of the Council then present to be Chairperson at that meeting.
- 4.3.1 The person presiding at a meeting of Council shall have both a deliberative and a casting vote at that meeting.
- 4.4.1 At meetings of the Council six members shall constitute a quorum.
- 4.5.1 Subject to the concurrence of the Chairperson the Council may invite a person not a member of Council to be present for the whole or part of a meeting of Council and to speak thereat.

SPECIAL MEETINGS

- 4.6.1 A Special Meeting of the Council may be held to consider a specific item of business. At least 21 days written notice shall be given to each member specifying the date, time and place of meeting and the business to be discussed.
- 4.6.2 Decisions of a Special Meeting shall be in the form of a Special Resolution for which at least 8 members of the Council have voted in the affirmative.

ANNUAL GENERAL MEETING

- 4.7.1 The Agenda for Annual General Meetings shall include the following:-
- (a) Confirmation of the minutes of any preceding Annual General Meeting;
 - (b) Presentation of report by the Principal;
 - (c) Presentation of report by the Chairperson;
 - (d) Presentation of financial statements;
 - (e) Nomination of members of Council;
 - (f) Election of auditor;
 - (g) Any other business of which Council has been given notice.

PART 5 - DUTIES AND POWERS OF COUNCIL

- 5.1.1 The Council as constituted by ordinance and this constitution may be constituted as a Body Corporate under the Act by an enabling ordinance and shall enjoy and exercise the powers pertaining to a Body Corporate.
- 5.1.2 The Council shall manage and conduct the affairs of the School in accordance with the provisions of any relevant Act of Parliament, ordinance of the Diocese and this Constitution.
- 5.1.3 The Council shall pursue the aims of the School as stated in Part 2 hereof.
- 5.1.4 The Council, subject to the provisions hereof, may regulate its own proceedings and for that purpose it shall have power to make rescind or alter regulations or by-laws not inconsistent with this Constitution.
- 5.1.5 The Council may authorise, in writing, any person or persons to do any specified act on its behalf and may prescribe conditions for the exercise of the authorisation.
- 5.1.6 The Council may appoint sub-committees either specifically or generally and co-opt non-Council members to such sub-committees. Such sub-committees shall perform such tasks as are specified by the Council and shall report to such Council meetings as are determined by Council.

MANAGEMENT OF PROPERTY

- 5.2.1 The Council shall manage the assets of the School.
- 5.2.2 The Council may maintain improve extend and add to the lands premises and other property of any kind held occupied or used directly or indirectly by the Council.
- 5.2.3 The Council may solicit and accept real or personal property of any kind by way of gift subsidy or subvention as the Council may think fit.
- 5.2.4 The Council may purchase take on lease or hire any real or personal property or any rights or privileges which the Council may think fit.
- 5.2.5 The Council may petition the Synod or Bishop-in-Council for an ordinance directing Council to sell mortgage exchange lease dispose of or turn to account or otherwise deal with any or all or any part of the lands premises and buildings of any kind owned by the Body Corporate or the Council or occupied or used directly or indirectly by it in connection with the School.

MANAGEMENT OF FINANCES

- 5.3.1 The Council shall make financial and other arrangements and decisions for the present and future conduct of the school.
- 5.3.2 The Council shall determine the scale or scales of fees to be paid for tuition of pupils. The Council may determine, or may delegate in writing to an employee the power to determine, any allowances or subsidies which may be granted to parents or other persons responsible for payment of fees.
- 5.3.3 The Council may borrow or raise money and secure the repayment thereof with or without interest in such manner as the Council may think fit and to secure the same or the repayment or performance of any debt contract guarantee or other liability incurred or entered into by the Council in any way and in particular (subject to Section 5.2.5) by charging all or any of the lands premises or other property of any kind both present and future owned by the Body Corporate or the Council or occupied or used directly or indirectly by it in connection with the School.
- 5.3.4 The Council may invest and deal with moneys in accordance with the provisions of the Church Trust Property Ordinance 1934-62 or any such other form or forms of investments as shall be approved by resolution of the Bishop-in-Council at the request of the Council provided that no such approval shall be effective for a period in excess of three years.

- 5.3.5 The Council may enter into contracts of any kind (including contracts of guarantee and indemnity) and draw make accept endorse discount execute and issue cheques and other negotiable or transferable instruments.
- 5.3.6 The Council may lend and advance money or give credit to any person or company whether on security or not and take such security (if any) as the Council may think fit for money lent or advanced or credit given by it.
- 5.3.7 All funds received by the School shall be deposited without deduction in a bank and branch approved by Council. Accounts shall be opened and closed only with the authority of Council, which shall determine the names and styles of accounts.
- 5.3.8 Any funds not required to be disbursed immediately may be invested in the name of the Council in any form of investment authorised under the Church Trust Property Ordinance for trust funds.
- 5.3.9 All cheques or withdrawal forms drawn on any account in the name of the Council shall be signed by a member of Council authorised by Council and countersigned by the Bursar or other person authorised by Council.

LIABILITIES OF COUNCIL

- 5.4.1 The Council shall not execute or deliver any mortgage, charge, debenture, guarantee indemnity or promissory note unless the following clause is included therein:-
- "Notwithstanding anything contained herein to the contrary each of the parties hereto acknowledge and agree that the Lindisfarne School Council shall not be liable to any express or implied obligation beyond such amount (if any) as the Lindisfarne School Council may be able to pay to that party in the event of the Council being wound up",
- and such clause shall not be made subject to any qualification.
- 5.4.2 The Council shall be solely responsible for all liabilities incurred by it or on its behalf.
- 5.4.3 The Council and its members and each of them shall not represent to any person or persons or corporation that the Bishop of Grafton or the Synod of the Diocese of Grafton or the Bishop-in-Council thereof or any person or persons or any other corporate body or corporation holding church trust property for the Anglican Church of Australia in the Diocese of Grafton or any other corporate body constituted

by or pursuant to the Act (other than the Body Corporate as herein defined) shall or may meet or discharge all or any part of any liability which has been or may or will be incurred wholly or partly by or on behalf of the Council.

- 5.4.4 Members of the Council shall be indemnified out of the property of the School the Council and or the Body Corporate for any loss or liability properly incurred by the Council for which they may become personally liable in so far as such liability was not incurred by reason of their misconduct or wilful default.

ACCOUNTS

- 5.5.1 The Council shall:-
- (a) prepare an annual budget of income and expenditure;
 - (b) cause to be kept such accounting records as correctly record and explain the transactions and financial position of the School;
 - (c) cause its accounting records to be audited annually in accordance with this constitution;
 - (d) cause all records to be kept for at least 7 years after the end of the financial year to which they relate, and
 - (f) notify immediately the Secretary of Bishop-in-Council if in its opinion any circumstances have arisen that may affect the ability of the School to meet its liabilities as and when they fall due.
- 5.5.2 At least once in every year the Council shall present a report on its proceedings and the progress and condition of the School to the Synod and the Bishop-in-Council and shall furnish such other information as may be required from time to time by resolution of Synod or Bishop-in-Council.

AUDIT

- 5.6.1 The Council shall:-
- (a) appoint, as the auditor of the School, a person or persons registered as a company auditor under any of the Companies Acts or Ordinances of any State or Territory of the Commonwealth of Australia or any person who is not so registered but who is a member of the Australian Society of Accountants or the Institute of Chartered Accountants in Australia;
 - (b) upon the resignation or retirement of any person so appointed, appoint another person or persons, and;

- (c) notify the Bishop-in-Council of the name and address of every person or persons so appointed.

5.6.2 It shall be a condition of the appointment of every auditor appointed pursuant to this constitution that the auditor will promptly notify the Secretary of the Bishop-in-Council:-

- (a) if the auditor is of the opinion that communication with the Council is inadequate regarding deficiencies in internal control, qualification of the auditor's report or any other matter; or
- (b) if the auditor has not signed a report on accounts prepared pursuant to this constitution within six (6) months of the end of the financial year of the School.

INSURANCE

5.7.1 The Council shall effect insurance cover through the Diocese of Grafton Master Insurance Policies for the following risks and for cover approved by the Bishop-in-Council from time to time:-

- (a) Workers Compensation;
(b) Public Risk;
(c) Property;
(d) Voluntary Workers;
(e) Pupils for any liability accruing to the School.

5.7.2 The Council shall effect insurance against such other risks and cover as may be required by Bishop-in-Council and may insure against such other risks as it sees fit.

COMMON SEAL

5.8.1 The Common Seal of the School shall be in the custody of a person determined by resolution of Council. The Common Seal shall only be affixed to a document if so resolved by Council. The Common Seal shall be attested by the signature of either the Chairman of the Council or by two members of the Council specified in such resolution and shall be countersigned by the Bursar. A Register of the use of the Common Seal shall be kept by the person having custody of the Common Seal.

CERTIFICATION OF SCHOOL

5.9.1 The Council shall ensure that the facilities, administration, curriculum and educational practices of the School meet the standards required for certification by the

Department of Education or any other relevant statutory authority.

CUSTODY OF SCHOOL RECORDS

- 5.10.1 The Principal shall have custody of all educational records of the School and the Bursar shall have custody of all other administrative and financial records.
- 5.10.2 The following shall form part of the permanent educational records of the school and shall not be disposed of:
- (a) Admission Register;
 - (b) Staff Meeting Record;
 - (c) Equipment Register.
- 5.10.3 The following records shall be kept for three years and may then be disposed of:-
- (a) Class Rolls;
 - (b) Visitors Book;
 - (c) Pupil Record Cards;
 - (d) Assessment Records;
 - (e) Attendance Records;
 - (f) Variation of Routine Register;
 - (g) Teaching Programs.
- 5.10.4 The following shall form part of the permanent administrative and financial records of the School and shall not be disposed of:
- (a) Minutes of Council and sub-committees;
 - (b) Audited Annual financial statements;
 - (c) Reports of auditors;
 - (d) Records of contracts;
 - (e) Deeds of conveyance of land;
 - (f) Certificates of title;
 - (g) Lease or mortgage documents;
 - (h) Contracts of sale;
 - (i) Declarations of trust.

Any other records may be disposed of if Council so determines after they have been kept for seven years.

PART 6 - SCHOOL STAFF

- 6.1.1 The staff of the school may include a Principal, a Deputy Principal, a Bursar and such other staff as determined by Council.
- 6.2.1 The Principal shall be a person of Christian faith and character who is committed to furthering and capable of furthering the cause of Christian education in the School as a Church School.
- 6.2.2 The Principal may be a priest or a lay communicant of the Anglican Church in Australia or a communicant member of another Christian denomination.
- 6.2.3 The principal shall be appointed by the Council on such terms and conditions as the Council sees fit.

PRINCIPAL

- 6.3.1 Subject to this constitution and the directions of the Council, the Principal shall have the conduct and the management of the School and responsibility for the moral government and discipline of the pupils while under the direction and control of the School.
- 6.3.2 The Principal shall ensure the proper attention of pupils to their studies and to any exercises required of them out of school hours and may make rules and regulations for any such purposes.
- 6.3.3 The Principal may suspend any pupil for misconduct and shall report the suspensions and the cause thereof to the next ordinary meeting of the Council or to a special meeting called for such purpose.
- 6.3.4 The appointment and dismissal of all members of the staff other than the Principal and the Bursar shall rest with the Principal, provided that the terms of their appointment and dismissal shall conform to this constitution and with any directions of Council in that regard.
- 6.3.5 The Principal shall submit to such meetings of Council as he thinks fit or the Council determines:-
- (a) any proposal to change any existing policy in respect of the conduct and management of the School;
 - (b) reports on the progress of the School and the state of education therein;
 - (c) any changes in the membership of the staff;

- (d) any proposal for the appointment and dismissal of teachers; and
- (e) any other matter which appears to the Principal or the Council to require consideration by the Council.

DEPUTY PRINCIPAL

- 6.4.1 The Deputy Principal may be appointed in writing by the Council.
- 6.4.2 During the Principal's absence from the School or suspension or inability to act the Deputy Principal or such person as appointed by the Council, may exercise the powers and duties of the Principal and shall be subject to all provisions of this constitution in respect of the Principal.

BURSAR

- 6.5.1 A Bursar may be appointed in writing and such appointment and any subsequent dismissal shall be made by the Council in consultation with the principal..
- 6.5.2 The Bursar may be Secretary to the Council and shall perform such other duties as are determined by Council.
- 6.5.3 The Bursar may, at the discretion of the Council, be the Treasurer of the School.

POLICIES RELATING TO STAFF

- 6.6.1 Council shall develop in writing and shall implement policies regarding the appointment and dismissal of staff, duties of staff, the welfare of staff, procedures for the evaluation of staff and procedures for resolving grievances of staff.

PART 7 - WINDING UP THE SCHOOL

- 7.1.1 If a proposal is made to wind up the School, a Special Meeting of the Council shall be convened to discuss the matter. If a Special Resolution to wind up the School is passed, the Bishop-in-Council shall be requested to consent to the winding up.
- 7.1.2 If the Bishop-in-Council so consents, after all proper debts and liabilities have been discharged, the residue of all property of the School shall vest in the Corporate Trustees of the Diocese of Grafton.

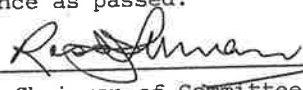
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7.1.3 The Bishop-in-Council shall then enact a Variation of Trust Ordinance to determine the disposition of the said property.


PART 8 - AMENDMENT OF THE CONSTITUTION

8.1.1 This Constitution may be amended from time to time by Bishop-in-Council, either at the request of the Council or at the initiative of Bishop-in-Council.

I hereby certify that the Ordinance as printed is in accordance with the Ordinance as passed.


Chairman of Committees

I certify that this Ordinance was passed by Bishop-in-Council on 17th February, 1989.


Registrar.

I assent to this Ordinance.

+ 
Bishop.