

SOMERSET COLLEGE PREPARATORY ASSOCIATION CONSTITUTION

1. NAME

The name of the Association shall be the Somerset College Preparatory Association, ('the Prep PA').

2. HEADQUARTERS

The Headquarters of the Prep PA shall be at Somerset College, Bredell Road, Somerset West.

3. FUNCTION

The primary function of the Prep PA, through its committee, shall be to serve the Somerset College Preparatory and Pre-primary School ('the School') by supporting the school in its endeavours to develop a sense of community with the parent body. It is not a decision- or policy-making body of the School.

4. OBJECTS

The objects of the Prep PA shall be to:

- 4.1 promote and maintain close and positive links between parents and/or guardians of learners at Somerset College Preparatory and Pre-primary School, the Board of Governors of Somerset College and the School with a view to promoting the best interests of the learners of Somerset College;
- 4.2 provide a convenient and effective forum of communication, through the applicable representatives of the committee, between the members of the prep PA on the one hand and the Board of Governors of Somerset College.
- 4.3 promote equality, respect and understanding of all people in the School;
- 4.4 bring parents together and promote communication and involvement with the School;
- 4.5 provide assistance to the school with school functions and projects initiated by the Prep PA;
- 4.6 support the Head and the Board of Governors in upholding the values, vision, mission and public image of Somerset College;
- 4.7 provide a forum for discussion of preparatory school issues;

4.8 co-operate with the Board of Governors in raising funds for furthering the interests of the School.

5. MEMBERSHIP

5.1 All parents and guardians of learners enrolled at the School, as well as the teachers at the School will automatically be members of the Prep PA unless an individual notifies the Chairperson of the Committee of the Prep PA in writing that he/she does not wish to be a member.

5.2 Members of the Association must adhere to the Somerset College Parent Code of Conduct.

6. MANAGEMENT

6.1 The affairs of the Prep PA shall be controlled by a Committee comprising:

6.1.1 A body of parents nominated and elected in terms of this Constitution, provided that no parent who is a teacher at the School may be elected under this clause.

6.1.2 The Head and, in his absence, the Deputy Head of the School.

6.1.3 A teacher at the School, nominated and elected by the teaching staff.

6.1.4 Any members co-opted by the Committee, further to a 2/3 majority vote of the committee to co-opt additional member/s.

6.2 New candidates for the Committee shall be nominated by Prep PA members.

6.3 A candidate shall be nominated to represent each class in every grade, the candidate being required to have a child in that class.

6.4 Any person nominated must accept the nomination in writing. The nomination form shall stipulate which Grade in the School the nominee is prepared to represent.

6.5 The Chair will not assume responsibility for a class.

6.6 All nominations must be handed in at the School's office at least two weeks before the nominated day for the Annual General Meeting of the Prep PA ('AGM'). Each nomination must then be approved by both the Chairperson and the Head.

6.7 If more than one candidate is nominated for a particular class, and those nominations have been approved by both the Chairperson and the Head, the class parents will vote confidentially. The votes will be counted by the Chairperson and Vice-Chairperson of the Committee. The candidate with the most votes will be elected as that Class's representative on the Committee.

6.8 If no nominations are received for a class, the Chairperson and Vice-Chairperson, with the co-operation of the outgoing Class Representative for that class, shall make every effort to find a willing person to stand as Class Representative for that class.

6.9 New members of the Committee will be announced at the AGM.

6.10 The term of office for a member of the committee will be two years, given that representatives are required per class, and that the composition of classes shift each year. Under exceptional circumstances a member of the committee may serve three years

7. ELIGIBILITY, TERMS OF OFFICE AND DISQUALIFICATION OF MEMBERS OF THE COMMITTEE

7.1 Any member of the Prep PA shall be entitled to be elected or co-opted to be a member of the Committee.

7.2 A member of the Committee shall be elected for an initial period of two (2) years. At the end of his/her term of office the member shall retire and may be eligible for re-nomination for one further year, if no other suitable candidate can be found. Thereafter he/she shall not be eligible for nomination for at least one year.

7.3 No member of the Committee shall serve for more than three consecutive years.

7.4 The term of office of the members shall commence at the first meeting of the Committee after the AGM, which shall be called by the former Chairperson, and shall terminate at the AGM at the end of that member's term of office.

7.5 Any outgoing member of the Committee who has a specific portfolio is responsible to hand over his portfolio to the newly-elected member taking over that portfolio. The outgoing member is required to spend the necessary time with the new member, in order to familiarise the new member with his duties and functions on the portfolio.

7.6 A member of the Committee shall be entitled to resign at any time, by giving one calendar month's written notice to that effect to the Chairperson, and shall be obliged to resign if all his/her children leave the School.

7.7 Should a vacancy occur on the Committee, a new member may be nominated by any committee member, which nomination requires the approval for the Chair of the Committee and the Head. The new member shall hold that position until the next AGM, and will then be eligible for election for a full term, as provided for in Clause 5.

7.8 A co-opted member must have a specific portfolio, and shall be co-opted for the period determined by the Committee. A co-opted member shall be required to attend all meetings in which his/her portfolio may be on the agenda.

7.9 Attendance at Committee meetings is compulsory. Any member of the Committee who has been absent from two (2) consecutive committee meetings without having obtained leave of absence from the Committee shall forfeit his/her seat.

8. OFFICE BEARERS OF THE COMMITTEE:

8.1 The Chairperson of the Prep PA shall be the Vice-Chairperson of the preceding year and shall serve for one twelve-month period. The Chairperson shall not be a Class Representative.

8.2 The Vice-Chairperson shall be nominated and elected at the first meeting of the Committee after the AGM and shall serve for one twelve-month period.

8.3 The succession from Vice-Chairperson to Chairperson shall be ratified by the last meeting of the 4th term to take effect the following year.

8.4 Should a person be elected to the position of Vice-Chairperson in his/her third year of office, then he/she shall succeed to Chairperson in the following year, and in this event Clause 6.3 shall not apply.

8.5 Both the Chairperson and the Vice-Chairperson shall serve on the Board of Governors of Somerset College as full voting members for the duration of their office.

8.6 If the Vice-Chairperson is unable or unwilling to stand as Chairperson, then the outgoing Chairperson may hold office for a second year, provided that he/she has the support of two-thirds of the Committee. Thereafter the Chairperson must step down.

8.7 At its first meeting subsequent to an AGM when any of the under mentioned offices have been vacated, the Committee shall from its own number elect the following office-bearers:

Treasurer;
Secretary.

8.8 Should an office-bearer resign during his/her term of office, a new office-bearer shall be chosen by the existing Committee from its members, who shall hold that office until the next AGM, and may then be reappointed to that office for a further term.

8.9 Neither the Head nor a teacher may act as an office-bearer of the Committee.

8.10 The office-bearers must be approved by the Head before their positions can be confirmed.

8.11 The Head shall have the power, at any time and in his/her sole discretion, to suspend, for a period of three months, any office-bearer or any other member of the Committee with immediate effect if, in the Head's opinion, that person is not promoting the objects of the Prep PA, or not adhering to the Somerset College Parent Code of Conduct.

Should the office-bearer or member concerned, the Chairperson, or any three members of the Committee wish to dispute the Head's decision, then the matter shall be referred to arbitration, as provided for in Clause 17.

Should the suspension not be challenged, the suspension shall become permanent after a three month period from the initial date of suspension.

9. POWERS OF THE COMMITTEE:

Subject to the provisions hereof, the Committee shall have the power to:

9.1 do what it deems necessary to fulfil the objects of the Prep PA;

9.2 form sub-committees to deal with specific projects;

9.3 co-opt additional members of the Prep PA to membership of the Committee;

9.4 fill any vacancies which may occur on the Committee.

10. MEETINGS OF THE COMMITTEE:

10.1 The Committee shall meet as frequently as it may consider necessary for the performance of its work, provided that it shall meet at least twice per term.

10.2 The aim of each meeting shall be to consider, discuss and decide on matters falling within the ambit of the objects and functions of the Committee.

10.3 A majority of the members of the Committee shall form a quorum.

10.4 Any member of the Prep PA shall be entitled to address the Committee, provided that he/she delivers written notice of his/her request, together with a brief outline of the issue and the reason for the address, to the Chairperson at least fourteen (14) days prior to the meeting. The committee members shall be given all documentation or information reasonably required to adequately prepare for the matter. Should time constraints demand, the Chairperson shall be entitled to postpone the matter to the following Committee meeting or to a special Committee meeting to be held prior to

the date of the following Committee meeting. The Chairperson shall also be entitled to ask the person to leave the meeting at any stage.

- 10.5 The Chairperson shall determine the date, time and place of a meeting. The Secretary shall, at least seven (7) days prior to such meeting, give each member written notice thereof. The agenda must be accompanied by all documentation or information reasonably required by a member to adequately prepare for such meeting. However where, in the opinion of the Chairperson, a matter requires urgent attention, twenty-four (24) hours' notice can be given.
- 10.6 An extraordinary meeting shall be convened by the Chairperson when he/she deems it necessary, or when at least four (4) Committee members submit a written request for such meeting, together with their reasons. Such a meeting shall be convened on not less than seven (7) days' notice to the members, unless an earlier date is agreed to by all the Committee members.
- 10.7 The Chairperson, and in his/her absence the Vice-Chairperson, shall preside at each meeting. In the absence of the Chairperson and the Vice-Chairperson at any meeting, the members shall appoint a Chairperson for the meeting.
- 10.8 Each member of the Committee shall have one vote. A vote shall be taken on any issue if four (4) members of the Committee request that the issue be taken to the vote. Voting shall be by the raising of hands unless the Chairperson of the meeting in his/her discretion decides otherwise, or unless a majority of members present request that voting should be by secret ballot. Except where otherwise stated in this Constitution, a simple majority shall be sufficient to determine the result. In the event of an equal vote, the Chairperson shall have a casting vote.
- 10.9 The minutes of all meetings shall be placed in a minute book by the Secretary. A copy of the minutes shall be delivered to all members of the Committee within fourteen (14) days of each meeting, and to any member of the Board of Governors, upon request. The minute book shall be kept at the School offices at all times (except when required at meetings), for perusal by any member of the Prep PA wishing to do so. A list of new Committee members, their contact details and their portfolios shall be recorded in the minute book, and a copy of this list shall be given to the School secretary/ies.
- 10.10 The minutes shall contain sufficient and reasonable detail of the proceedings and of all decisions reached. The Chairperson may sanction the mechanical recording of such meetings or any part thereof.
- 10.11 The minutes of the proceedings of each meeting of the Committee or any sub-Committee thereof shall be submitted for approval at the subsequent meeting.

10.12 Any new staff member shall be introduced to the Committee members at the earliest opportunity, or invited to the earliest possible Committee meeting after he/she has commenced service at the School.

11. FINANCE

11.1 Funds shall only be raised with the consent of and for projects which have been approved by the Head, and shall be applied solely towards the promotion of the objects of the Prep PA.

11.2 Funds raised for the benefit of and in the name of the Prep PA shall be banked in the name of the Prep PA, with the same banking institution used by the school and the account shall be operated by the Chair plus any one of the office-bearers of the Committee. Any funds not immediately required for use by the Prep PA may be invested on instructions of the Chairperson.

11.3 The Prep PA's year-end shall be 31 December. A statement reflecting the income and expenditure for the financial year shall be prepared by the Treasurer and checked by a suitably qualified person appointed by the Committee, who shall not be a member of the Committee. This financial report shall be made available at the School offices at least one week prior to the AGM and shall be presented for approval to the AGM.

11.4 The financial records of the Prep PA will be made available to the external auditors appointed by the School. These financial records will also be made available to the school Bursar upon request.

12. MEETINGS OF THE PREP PA

12.1 The AGM shall be held by the end of February of each school year. At least two weeks' notice shall be given for the AGM, but unintentional failure to give proper notice or non-receipt of notice by any member shall not invalidate the meeting.

12.2 Notices of meetings of the Prep PA shall be sent out via the existing communication channels of the School.

12.3 The aim of the AGM shall be to:

12.3.1 approve the minutes of the last AGM and any Special General Meetings held during the course of the previous year;

12.3.2 render a report on its activities for the past year;

12.3.3 circulate the Prep PAs financial report;

12.3.4 consider and, if necessary, vote on any appropriate issues which have been raised in the Agenda accompanying the notice of the AGM; and

12.3.5 announce and introduce the members voted onto the Committee in terms of Clause 5 for the year immediately following the AGM.

12.4 A minimum of thirty (30) members shall constitute a quorum at AGMs. In the absence of a quorum at the start of or at any time during the meeting, the meeting shall then be adjourned to the same day and time one week later. Notice of the adjourned meeting shall be given in terms of Clause 11.2; the number attending the adjourned meeting shall be deemed to be a quorum; and the meeting may transact the business for which it was called.

12.5 Except where otherwise provided by this Constitution, a motion will be carried by a simple majority. Each member shall be entitled to one vote, given personally or by proxy. Voting on any issue shall be by show of hands unless the Chairperson or the majority of those present at the meeting request a ballot. In the event of an equality of votes on any issue, the Chairperson shall have a casting vote.

12.6 A record of all AGMs shall be kept by the Secretary, and be available for inspection at the School's offices.

12.7 In addition to the AGM, a Special General Meeting may be convened at any time by the Committee, giving two (2) weeks' written notice; or by twenty (20) members of the Prep PA requesting the Committee to call such a meeting, which the Committee must do within two (2) weeks of the request, giving two (2) weeks' notice. At such meeting a minimum of thirty (30) members shall constitute a quorum. In the absence of a quorum at the start of or at any time during the meeting, the meeting shall be dissolved.

12.8 At a Special General Meeting only the items placed on the Agenda for that meeting shall be discussed, and the Agenda shall be included in the notice calling for such a meeting.

13. LIABILITY OF MEMBERS

No member of the Prep PA is liable for any debts contracted by or liabilities of the Prep PA in the name of the Prep PA and cannot be sued in respect of any debt incurred by the Prep PA.

14. AMENDMENTS TO THE CONSTITUTION

14.1 Amendments to the Constitution shall only be made at a meeting of the Prep PA.

14.2 Any proposed amendment to the Constitution shall first be presented to the Board of Governors for approval in principle, before notice is given to the members of the Prep PA. The Board of Governors may accept or reject the amendment or propose other amendments.

- 14.3 Notice of proposed amendments shall be given to all members at least two (2) weeks prior to the meeting at which the amendments shall be considered.
- 14.4 At any meeting where amendments to the Constitution are considered, a quorum shall be thirty (30).
- 14.5 Any amendment to the Constitution shall require a majority of at least two-thirds (2/3) of the members present and voting at that meeting, or represented by proxy.
- 14.6 Any amendment to the Constitution which has been duly approved at a meeting of the Prep PA shall be presented to the Board of Governors for ratification at the next meeting of the Board.
- 14.7 Any amendment to the Constitution shall take effect immediately once the Board of Governors has ratified the amendment.

15. DISSOLUTION OF THE ASSOCIATION

- 15.1 The Prep PA may be dissolved at an AGM or at a Special Meeting convened for that purpose, by a two-thirds (2/3) majority of the members present and voting at that meeting, or represented by proxy.
- 15.2 Should it be agreed to dissolve the Prep PA, the Head of the School and the Chairperson of the Board of Governors shall act as Liquidators to liquidate the liabilities of the Prep PA, and to pay over whatever funds then remain to the Board of Governors.

16. POWERS OF THE BOARD OF GOVERNORS

- 16.1 No clause in this Constitution shall be construed in any way to derogate from the authority of the Board of Governors.
- 16.2 If any clause in this Constitution is in conflict with the Memorandum of Incorporation of Somerset College Non Profit Company or any management rules made thereunder, the rules governing that Company shall take precedence.

17. DISPUTE RESOLUTION

- 17.1 Should any disputes arise out of the interpretation or implementation of any clause of this constitution, the matter may be referred, in writing, to arbitration.
- 17.2 The Chair of the Board of Governors of Somerset College will appoint an arbitrator (or panel) at his/her sole discretion.

17.3 The outcome of the arbitration will be binding on all parties.

17.4 Any suspension of a member of the committee, as provided for in Clause 8.11 above, will be referred to this arbitration process, the outcome of which will be binding.