

INDEPENDENT PRIMARY SCHOOL HEADS OF AUSTRALIA LTD
ACN 059 221 877
ABN 31 059 221 877

PRINCIPLES and PRACTICES

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1. ADMISSION TO FULL ACTIVE MEMBERSHIP : GENERAL

- 1.1 Membership of IPSHA Ltd is by invitation. The fact that prospective members are invited to apply for membership indicates that membership is a privilege extended by the Association. Membership is not a right that arises simply by a candidate fulfilling certain prescribed criteria.

Convention and prudence dictate that until the admission process has been completed, prospective members shall not be invited to attend Branch meetings.

When members become aware of a prospective member of the Association, the initial approach in regard to membership must be made to the Branch Executive by a member, rather than directly to the potential member. In this way, the process of invitation to membership can occur properly, and difficulties which might otherwise arise through persons "applying" for membership, can be avoided.

- 1.2 Membership applies to a person holding a particular appointment, not a school, and the person must be a Head of Primary or Middle School as defined in the Memorandum and Articles of Association.

- 1.3 The role of Head must include direct responsibility to the School Principal or School Council for the day to day management of the Primary or Middle School. The prospective member:

- a) should be supported financially by his or her school with regard to membership, meeting and conference costs;
- b) would be able to attend Branch meetings and conferences regularly;
- c) would be of good character and hold appropriate academic qualifications;
- d) would support the aims and objectives of IPSHA Ltd.

- 1.4 A member's school will:

- a) have a majority of pupils in age from five to fourteen years; and
- b) be a fully independent school.

- 1.5 In situations where a school's enrolment in the age group 5 – 14 is so structured as to create one or more schools, all of which have Heads of equal status and feed into the one senior school, then all such Heads are eligible for membership whether their schools share the same campus or are at a different campus.

- 1.6 As membership of IPSHA Ltd. resides with a person and not a school there may arise a situation where a member may secure a new Headship and wishes membership of the Association to be continuous.

- In the case of interstate transfer the transferee must submit a Transfer of Application Form to the Executive of the new State Branch for formal transfer of membership.
- In the case of intrastate transfer it is assumed that the transferee, having previously been acceptable to the Branch membership, continues to be so. The transferee needs only to satisfy the Executive of the State Branch that the school to which he/she is moving meets the membership criteria.

2. MEMBERSHIP PROCEDURES

It is the responsibility of the Executive of the State Branch to assure itself that an applicant and his/her school is in good standing in the community at large and in the educational community in particular. Once that is established a recommendation for admission is submitted to the Federal Treasurer for ratification.

- 2.1
 - a) The Association's membership questionnaire must be used as the basis for consideration of Full Active Membership and be accompanied by a completed Association Membership Computer Data Base Form.
 - b) Membership nominations are recommended by the Branch Executive to the Federal Treasurer for ratification.
 - c) New members are invited to Branch activities once all the membership formalities have been completed.
- 2.2 Confirmation of admission to membership is notified by the Association's Federal Treasurer to the Member, the State Representative and also to the State Branch's Treasurer and Editor of 'Federal Link'. As soon as possible after confirmation of membership the Federal Treasurer will forward to the new member a completed Association Membership Certificate, lapel badge, the Memorandum and Articles of Association and Principles and Practices document. The Federal Treasurer, in confirming admission to membership, is also expected to emphasise the obligations of membership.
- 2.3 Subscription fees are payable immediately on admission to membership.

3. OBSERVER STATUS FOR NON-MEMBERS

- 3.1 Persons appointed to act as Heads whilst the normal incumbent is on leave may be accorded Observer Status.
- 3.2 Similarly, visiting educationalists may be accorded Observer Status.
- 3.3 Following the termination of employment of a member, a person appointed to act as Head may be granted Observer Status, pending a permanent appointment being made.
- 3.4 Persons accorded Observer Status are eligible to attend Branch Meetings and Association activities but are required to pay all costs associated with such involvement. They are, however, ineligible to vote or hold Office of any kind.

4. HONORARY STATE LIFE MEMBERSHIP

The criteria are outlined in the Memorandum and Articles of Association. 'Outstanding and sustained contribution' implies excellence of service as a member of State Executive for at least four years. In particularly deserving cases, where these criteria are not met, State Presidents may nominate Members for this Award for consideration by the Federal Board.

5. ASSOCIATE MEMBERSHIP

Associate Membership is State based and, as such, is not transferable from one State to another. However, when an Associate member moves interstate his/her Branch should notify the Secretary of the Branch in the State to which he/she has moved in the event that the Branch may wish to invite the Associate to participate in their activities as a guest or observer.

6. HONORARY FEDERAL LIFE MEMBERSHIP

The basic criteria are set out in the Memorandum and Articles of Association. However, 'service to the Association through outstanding and sustained contribution as a member of the Board and within their State' means at least eight years of excellent service on the Board and/or State Branch Executive, with a minimum of four years service on the Board. As with Honorary State Life Membership, the honour is not intended as an automatic gesture to be bestowed on members of long standing upon their retirement.

7. FELLOWSHIP

The criteria are set out in the Memorandum and Articles of Association. As this is an Award to recognise and honour outstanding service by a current Full Member to the Association and/or primary education, it is not intended, like Life Memberships, to be automatically bestowed on members of long standing.

8. BOARD OF DIRECTORS

8.1 Responsibility for nominations of office-bearers rests with individual members – not State Branches. (Ref. Clause 32 of the Association's Articles). Also, neither the proposer nor the seconder of a nominee need be residents of the same State or of that of their nominee. The Association is an Australian organisation and its members are encouraged to ensure key positions are filled by the most capable persons available irrespective of their State of domicile.

8.2 At the end of each biennium, members of the Federal Executive other than the retiring President are eligible for re-election for another term. However, a member of Federal Executive or a Board member must not hold more than one position on the Board at any one time and his/her tenure of appointment should not exceed the following periods except in exceptional circumstances.

Immediate Past President	2 years
Secretary	6 years
Treasurer	6 years
State Representative	2 years

These Resolutions are intended to ensure the stability of the Association whilst at the same time encouraging freshness of input for its further development and providing opportunity for more of the membership to gain experience of its administrative needs.

8.3 The Association's Treasurer is required by Corporations Law to send copies of the Association's annual financial statements to members at least fourteen days before the Annual General Meeting.

- 8.4 The first Board Meeting of each new biennium follows as quickly as possible after the AGM at which office-bearers for the new biennium have been elected and the names of State Representatives for the biennium announced.
- 8.5 The Board should maintain sufficient funds in all IPSHA Ltd. accounts to ensure the ongoing financial security of the Association.
- 8.6 The Secretary, on behalf of the Association, must lodge annually with the Australian Securities and Investments Commission (ASIC) by the due date, our Annual Company Return using ASIC Form 316. The return is due no later than one month after the Association's Annual General Meeting.
- 8.7 At the end of each biennium or when an appointment, death, resignation or retirement occurs, the appropriate ASIC Form 484 must be completed and forwarded to the Securities Commission via the Secretary.
- 8.8 The Federal Board shall meet between 1 September and 15 October in the alternate year to when the IPSHA national conference is held, so as to facilitate the necessary business for the Association AGM.

9. PRAYER AND ACKNOWLEDGEMENT OF COUNTRY

9.1 Prayer

God of all wisdom
 We acknowledge your presence with us today.
 We seek the inspiration of your Spirit
 and the light of your understanding to guide us.

We thank you for those who have contributed
 and will contribute to the fellowship
 and the vision of this Association,
 in times past, at the present and in the future.

We bring before you the deliberations of our meeting,
 that we might be attentive to your leading
 and courageous in our following.

Young minds are so innocent –
 Give us the wisdom to meet their needs.
 Young hearts are so vulnerable –
 Give us the love to embrace their uncertainties.
 Young lives are so precious –
 Give us the patience to treasure them.
 Young spirits are so fragile –
 Give us the joy of seeing them grow.

May we, and all who serve you in the calling of education,
 bring to this great challenge
 the resources that only you can provide.

We ask this in your name. Amen

Rev Geoff Grimes

9.2 Acknowledgement of Country

An acknowledgement of Country is to be included in the proceedings of all Federal and State Branch meetings and formal functions, at the discretion of the respective President. This is a way to demonstrate respect for Aboriginal and Torres Strait Islander heritage and the ongoing relationship of traditional owners with the land. The following are examples of acceptable words to be used when giving an Acknowledgement of Country:

We would like to acknowledge that this meeting/function is being held on the traditional lands of the (appropriate group if known) people.

or

We would like to acknowledge the traditional custodians of this land and pay our respects to the Elders both past, present and future for they hold the memories, the traditions, the culture and hopes of Indigenous Australia.

10. IPSHA ADMINISTRATIVE ASSISTANT

From the beginning of the 2008 – 10 biennium, the Federal Board shall appoint a part-time Administrative Assistant. The person so appointed shall be responsible to the Board for a range of functions, including:

- preparing new Membership Application Forms;
- processing new Membership Application Forms;
- processing new Associate, Honorary State Life Member and Honorary Federal Life Member Nominations;
- processing New Fellowship Nominations;
- collecting Annual Subscription Fees;
- assisting with maintaining the IPSHA Federal Accounts;
- ordering new IPSHA Stationery;
- secretarial duties;
- prepare Agendas and Minutes for all Federal meetings;
- maintain the IPSHA Website, Archives and Memorabilia;
- publish the bi-annual Federal Link;
- assisting with the Grants-in-Aid Scheme; and
- and other duties as determined by the Federal Board from time to time.

The Administrative Assistant shall attend all Federal Executive, Federal Board and Annual General Meetings during the course of any biennium. An appropriate remuneration shall be provided for the position which shall initially be for 0.5FTE. A formal appraisal shall be conducted in a manner and at a time to be determined by the Board.

11. ELECTION OF APPA NEC REPRESENTATIVES AND PRINCIPALS AUSTRALIA REPRESENTATIVE

11.1 The Election of APPA NEC Representatives

The current National Executive Council (NEC) of the Australian Primary Principals' Association (APPA) is made up of three representatives from each state and territory in Australia. These three places represent the three sectors of primary education in this country – Government (AGPPA), Catholic (ACPPA) and Independent (IPSHA).

The APPA NEC representative from each state should be:

- someone who has had a reasonably long and very active membership of the State Branch;
- an active APPA State Chapter member;
- a current or past member of the Branch Executive;
- a person who is philosophically in tune with and interested in national primary education issues;
- voted in by the State Branch at the same time as the election of state office bearers takes place every two years;
- someone who can attend all APPA NEC meetings which are usually held twice per year; and
- gives regular APPA updates and reports at Branch meetings.

It is recommended the person elected sit on the APPA NEC for one or two terms, that is two to four years, unless they are a member of the NEC Executive, whereupon they may be elected for longer.

11.2 The Election of Principals Australia Representative

Principals Australia is made up of eight representatives from each of the four peak principals' associations in Australia, namely AHISA, APCSSA, ASPA and APPA. The four 'primary' members of Council are elected by the APPA National Executive Council's three sectors. The independent Primary Principal is nominated by the independent members, currently six from IPSHA and one other.

The Principals Australia representative should be:

- one of the current or past members of the APPA NEC;
- someone who has a very broad interest in the professional development of Principals;
- required to present a Principals Australia Report at all Federal Board meetings;
- able to attend all Principals Australia meetings which are usually held three times per year; and
- voted in by the Federal Board after a name has been recommended by the APPA NEC Representatives.

It is recommended the person elected represents IPSHA on Principals Australia for a two year term.

12. STATE BRANCHES

- 12.1 State Branches exist essentially as sub-committees of the Association as per Clause 48 of the Articles. Therefore, immediately following the Association's Annual General Meeting at which elections occur the newly appointed Federal Executive must re-affirm the legality of State Branches and newly elected State Executives by resolving and issuing the following statement to each State Representative unless the newly elected State Executives have been re-affirmed by the retiring Federal Executive prior to the Association's Annual General Meeting as defined above.

Resolved: It was resolved that a committee be formed in the State/Territory referred to in the Schedule hereto comprising the members details of which are set out in the said Schedule which committees shall be granted the power to call and conduct meetings, functions and to operate and conduct an account in the name of Independent Primary School Heads of Australia Limited and to appoint such person or persons as they shall determine to execute and draw cheques against the said accounts for the purposes of satisfying the objects of the company.

SA Tas Vic WA NSW Qld

(Names of State Executive Officers elected for the new biennium to be listed here)

Confirmed: _____ Date: _____

President, IPSHA Ltd

- 12.2 To facilitate the foregoing it is essential retiring State Branch Representatives notify the Association Secretary of the names of their State's incoming Executive Officers prior to each AGM of the Association. If a change of office bearer occurs during a biennium it is essential the Association's Secretary be notified promptly.
- 12.3 Members elected as State Branch Presidents will at the same time automatically become their State's representative to the Association's Board. In this dual role they are the vital link between the Board and Branches. Hence all communications from the Board are directed to them in the very strong expectation they will speedily implement whatever action is necessary relative to the communications. Conversely, they are also expected to keep the Association's President fully informed as to State concerns/issues.
- 12.4 State Representatives cannot serve on the Association's Board in any other capacity whilst fulfilling the role of State Representative.
- 12.5 Board Members from the same State as a State Representative do not automatically become members of their State's Executive by virtue of their appointment as a Board Member. State Executives may, however, choose to invite such persons to join their committee on a casual or permanent basis if deemed appropriate or necessary.

- 12.6 The elected Executive Officers of each State Branch shall be the President, President-Elect, Secretary and Treasurer. They constitute their State Executive and shall be empowered to conduct the business of the Branch on behalf of the Association. Elections for State Executive should be conducted biennially in line with Association officer election policy.
- 12.7 State Executives as defined above may appoint as many additional members as they deem appropriate to assist them in conducting State affairs.
- 12.8 State Branches are required to prepare a set of By-Laws for ratification by the Association's Executive, which laws must include the following clauses.
- (a) NAME: The name of the branch will be the "Independent Primary School Heads of Australia Ltd., (Name and State)", hereinafter referred to as "the Branch".
- (b) MEMORANDUM OF ASSOCIATION: The Branch is bound by the Memorandum and Articles of Association of the Independent Primary School Heads of Australia Ltd. and its Principles and Practices document.
- 12.9 Quorums: State Branches may set their own quorum for a general meeting which should be no less than one quarter of their members present.
- 12.10 Annual General Meetings of State Branches must be held as soon as is practicable after the end of the Association's financial year (currently June 30th) but not later than the first week of August, unless otherwise directed by the Board. Subsequently State Representatives must ensure the following items are forwarded to the various Board Members indicated below so as to reach them no later than August 15th unless otherwise directed by the Board.
- | | | |
|-----|------------------------|--|
| i | Secretary: | Names of State Executive Officers
The State President's Annual Report |
| ii | Treasurer: | Annual Financial Report
Detailed information as to location,
name and account numbers of any State
Branch accounts
Updated Membership List and Honour Roll |
| iii | State Representatives: | Updated State membership list |
- 12.11 The Federal Treasurer will collect Federal membership dues, including those of Associate Members, by 1 March in each calendar year, with State Treasurers to collect any State membership fees at their discretion.
- 12.12 State Branch Treasurers are required to send fully audited Financial Reports to the Federal Treasurer by 31 October of each calendar year.
- 12.13 It is essential State Secretaries ensure that all categories of members residing in or attached to their State receive regularly their mailing entitlements as specified in Clauses 3.1, 3.2, 3.3, 3.4 of the Articles.
- 12.14 Details of State/Joint State seminars likely to be of interest to the total Australian membership should be circulated to each State Branch via State Representatives.

12.15 State Branches may be dissolved and wound-up by resolution of two-thirds of their State Membership taken at a meeting called for that purpose, notice of which has been given at least 21 days prior. Subsequently any assets of the State Branch must be transferred to the Association.

13. GUIDELINES FOR STATE PRESIDENTS

These guidelines have been developed to assist Presidents as they begin the task of leading their State Branch of the Independent Primary School Heads of Australia for the next biennium.

This document is intended as a guide to incoming State Presidents, as well as members of the Federal Board and Federal Executive and should be regularly updated to ensure that it complies with any changes that may have been made by the Federal Board.

Introduction

IPSHA is an incorporated body and is registered with the Australian Securities and Investments Commission (ASIC). Each year it must report to ASIC and keep it informed of the details of the Federal Executive. The Federal Executive comprises :

Federal President
 Federal President-Elect
 Federal Immediate Past President
 Federal Secretary
 Federal Treasurer

There are two important documents which govern The Association at a Federal level. These are:

1. the Memorandum and Articles of Association (Incorporation requirements); and
2. the Principles and Practices (the application of those requirements to the running of The Association).

The Memorandum and Articles of Association can only be changed at an AGM, whilst Principles and Practices can be amended at a Federal Board Meeting. Appropriate notice of impending changes to the Memorandum and Articles of Association must be given to members at least 28 days prior to the AGM. **A thorough reading of the Memorandum and Articles of Association and the Principles and Practices document is a vital starting point for any member holding State or Federal Office.**

States are required to have their own By-Laws which must comply with any requirements in the federal documents. Each State Branch publishes a Handbook which contains the Branch By-laws and general information on the operations of the Branch.

Membership

Membership criteria and categories are clearly outlined in the Memorandum and Articles of Association and much work has been done to open up membership to a much wider and more representative group to include Heads of Primary Schools, Heads of Middle Schools and Principals of Independent Primary Schools. The Association members may similarly be members of other associations such as Catholic Primary Principals' Associations or any other group, many of whom have a religious affiliation.

Membership is still by invitation and is held by the person, not the school. It is expected that the Branch President and/or State Membership Secretary will remain alert to newcomers in their state and seek to inform them of the existence and purposes of IPSHA.

Transfer of membership both intra-state and inter-state is now acceptable providing the member's school meets the criteria as stated in the Memorandum and Articles of Association.

Observer Status has caused some problems over the years as there have been anomalies in interpretation in different situations. An example of such is where there has been membership but that person has left or been discharged from a school thus creating uncertainty as to continued participation. Providing that all financial dues have been paid it would seem prudent to allow the participation of that school and the Acting Head in IPSHA activities, until a Head is appointed. The Acting Head is ineligible to vote or hold Office of any kind.

Responsibilities of State Branch Presidents

- provision of material for the *Federal Link*, either personally or through a Branch member;
- furnishing of up to date Branch membership details to the Federal Treasurer;
- notify the Federal Secretary of any changes to the State Executive;
- application of recommended procedures for the selection of APPA and Principals Australia representatives;
- maintenance of the Branch Website that is linked to the IPSHA website;
- creation of a biennially updated State Branch Handbook, a copy of which should be passed to the Federal Secretary by the end of February in the year following the national biennial conference;
- prompt responses to the Federal President's requests for action on any matter;
- regular contact with the Federal President to keep him/her informed of the state of the Branch and aware of its activities;
- regular reference to Key Targets for the biennium and the implementation of any that are the responsibility of the State Presidents;
- the induction, according to the guidelines under 14.3 of Principles and Practices, of new members;
- to convey information to State Branch members from Federal Board meetings and as requested by the Federal President;
- to present a copy of 'Lighting the Flame' to each new member at their first Branch meeting;
- to conduct the election of office bearers prior to each Federal AGM and to pass to the Federal Secretary the names of the State's incoming Executive; and
- to monitor the dealings of The Association through its website at www.ipsha.asn.au

Each State President shall become a member of the Federal Board for the period of his/her tenure, which is normally two years. There may be variations to this time due to special circumstances.

Federal Board Meetings

There will generally be 3 – 4 Board meetings in a biennium. The final Board meeting is just prior to the biennial conference. The new Federal Board, elected at the conference, meets for the first time at the conclusion of this conference.

Federal Board members will be eligible for reimbursement of all costs associated with attending Federal Executive and Federal Board meetings. Reimbursement is available from the Federal Treasurer when a detailed Tax Invoice is forwarded.

The State President is to provide a written Branch report at each Board meeting. Sufficient copies for the Federal Board should be provided. An annual report following the Branch AGM is also required which should incorporate a membership report for the branch. This report should detail all membership in and out of the Branch during the past year.

General Issues

The Federal President and other members of the Federal Executive can be readily contacted to provide guidance and assistance when dealing with Association matters.

14. GRANTS-IN-AID SCHEME

What is Grants-in-Aid?

Grants-in-Aid is a concrete way the Independent Primary School Heads of Australia assists colleagues to undertake special studies or projects related to education. \$15,000 is allocated in each biennial budget to support this scheme. The maximum grant is \$1200 per application. Applications for funds close on the 31st October of the year prior to the year in which the member proposes to undertake the special study/project/conference.

How can Grants-in-Aid Help?

Grants-in-Aid will allocate monies, depending on the number of applications at the closing date, to an IPSHA member to assist with travel, accommodation and/or other reasonable expenses when a member undertakes a special study or project or attends a conference, other than APPA Conferences. Grants-in-Aid monies are paid to the member, not to their school.

Who makes up the Grants-in-Aid Committee?

The following IPSHA members make up the Grants-in-Aid Committee:

- Federal President-Elect (Committee Chairman)
- Federal President
- State Representative of Grants-in-Aid applicant

How do you apply for Grants-in-Aid?

To apply for Grants-in-Aid, contact the Grants-in-Aid Chairman who will send an application form to you. When you have completed the form, return it to the Chairman and he / she will discuss your proposal with the Committee members. If approved, the money is then forwarded to you.

Assessment of Applications

In assessing applications for Grants-in-Aid monies the Committee uses a number of criteria which include:

- * length of IPSHA membership;
- * contribution by the member to IPSHA activities;
- * the applicant having received GIA funds previously;
- * the major purpose of the study / project / conference;
- * any support the applicant might be receiving from their school community; and
- * how the study / project / conference will benefit the applicant and their school.

What is the Follow-up?

Within six months of the proposed study, the applicant agrees to provide to the Board, through the Grants-in-Aid Chairman, a written report containing observations related to the study/project/conference, which will be published on The Association's website and a summary published in The Association's principal journal. The applicant may also be asked to present a short report to members at a Branch meeting.

To keep the Grants-in-Aid scheme regularly before the attention of members, information about the Scheme – conditions, eligibility, guidelines – is to be published once a year in the Association's principal journal.

15. GENERAL MATTERS

15.1 Legalities of Incorporation

As an Incorporated Body, IPSHA Ltd is required to complete the following documentation, when necessary, and submit it to the Australian Securities and Investments Commission within the specified time. The Federal Secretary is responsible for ensuring the Association maintains all its legal obligations to ASIC.

- a) Form 205 – If there is a change to the company name you must tell us within 14 days from the date the resolution was passed.
- b) Form 205 – If there is a change to any of the clauses in the Memorandum and Articles of Association you must tell us within 14 days from the date the resolution was passed.
- c) Form 315 – If there is a change of company auditor you must tell us within 14 days from the date of the change.
- d) Form 316 – An Annual Return of a Company Form will be issued on 24 February of each year – known as the Review Date. Soon after this date a Company Statement will be forwarded to check, together with an Invoice Statement to pay.
- e) Form 388 – An Audited Financial Return of a Company must be lodged within four months of the end of the Association's financial year.

- f) Form 484 Section A – If there is a change to the registered office or the principal place of business you must tell us within 28 days from the date of the change.

Form 484 Section A – If there is a change of address of one of the company officeholders you must tell us within 28 days from the date of the change.

Form 484 Section A – If there is a change of name of one of the company officeholders you must tell us within 28 days from the date of the change.

Form 484 Section B – If there is a change to the company officeholders you must tell us within 28 days from the date of the change.

15.2 Insurance and Risk Management

IPSHA Insurance

Ever since IPSHA (formerly JSAAA) became an incorporated body in 1994, it has had insurance cover. The Association currently has the following insurance cover through our insurers, AON Risk Services Australia Limited:

- **Combined Liability:** this policy covers the IPSHA's legal liability to pay damages or compensation in respect of body injury and damage to property occurring within the Territorial Limits as a result of an occurrence happening in connection with the IPSHA's Business during the Period of Insurance;
- **Sexual and/or Child Molestation:** this policy provides for compensation which the IPSHA shall become legally liable to pay as a result of claims made against the IPSHA and notified to the Insurer during the Period of Insurance;
- **Umbrella Liability:** this policy covers legal liability to third parties for personal injury, property damage or advertising liability happening during the Period of Insurance and caused by an occurrence;
- **Hirers Liability:** this policy covers legal liability for persons or organisations not otherwise insured for personal injury or property damage arising out of the hire of educational institution facilities;
- **Host Employers Liability:** this policy indemnifies the host employer for increased work cover premium due as a result of a compensable injury to a student on a practical placement;
- **Primary and Underlying Insurance:** this policy covers legal liability to third parties in connection with the business arising out of the products all in accordance with the primary underlying insurance;
- **Director and Officers and Institution Reimbursement:** this policy covers:
 - i) **Employment Liability** – losses which IPSHA is legally obligated to pay for any claim for any wrongful act made against IPSHA by an employee;
 - ii) **Superannuation / Trustees Liability** – losses which IPSHA is legally obligated to pay for any claim for any wrongful act of the trustees in connection with a fund;

- iii) **Entity Liability** – losses which IPSHA is legally obligated to pay for any claim for any wrongful act made against IPSHA;
 - iv) **Professional Indemnity** – losses arising from any claim for a wrongful act made against IPSHA; and
- **Business Travel:** this policy provides for the payment of benefits in connection with a journey (unless otherwise provided) undertaken or to be undertaken by a Federal Board Member, on Association business.

The relevant Insurance Policies are on the Association website under 'Resources'. State Branches should always check with the Federal Treasurer if they have any queries about the IPSHA Insurance Policies, and must immediately inform the Federal President if they are aware of any incident or potential claim against the IPSHA.

Risk Management

The Federal Board, State Branch Executive and each IPSHA member have the responsibility, jointly and severally, to do everything reasonable to minimise risk to persons and property in the conduct of activities conducted on behalf of the Association. Such activities can include those organised for members and staff in their schools, such as professional development activities; and those organised for children in the schools of members, such as sport and cultural activities. Risks can involve those relating to safety, security and matters of child protection. It is imperative that in the planning and conduct of such activities that the Federal Board, State executive and members, as appropriate, assiduously attend to matters of safety, security and child protection.

Sport

Sporting activities, by their nature, bring the possibility of injury to those participating and, as such, receive specific attention in this document.

State Branches, through relevant sub-committees, bear the responsibility of seeing that matters of safety and child protection are carefully attended to in the organisation of major IPSHA events, should such events be conducted under the auspices of the State Branch e.g., IPSHA athletics, cross country, gymnastics, diving and swimming carnivals.

When schools host or organise IPSHA sporting games or events, whether in their own venues or in other venues, the school/s concerned must take initiative and responsibility for carefully attending to matters of safety and child protection in the planning and carrying out of these activities – such responsibility is delegated to organising schools by the IPSHA. The following matters should always be attended to:

Venues

All grounds and venues should be regularly inspected by organising schools with regard to matters of safety for those playing games there. Ground markings must be in accordance with the parent body rules and specific IPSHA rules that apply to that sport. If weather or other conditions are such that the safety of participating children is compromised, it is the organising school's responsibility to cancel the sport event concerned, in the interests of safety.

Rules

Schools or individuals are not to vary the rules under any circumstances. Rules are often founded in matters of safety and, therefore, children's safety can be compromised if rules are varied. All coaches are expected to know well and apply the parent body rules and specific IPSHA rules that apply to the sport concerned. These rules concern not only the conduct of the game but matters of protective equipment, dimensions of playing surface, duration of game and so on.

Staff Training

It is imperative that all coaches, managers and supervisors engaged in any IPSHA sport activity are properly trained to fulfil their roles so as to ensure the safe conduct of that sport activity.

First Aid and Paramedical Support

Schools should ensure that adequate first aid provisions are made at venues owned or organised by the school. Such provisions may be the presence of a teacher suitably qualified in first aid matters with appropriate first aid kit, the attendance of paramedical personnel or similar. First aid provisions at a venue must be appropriate to the sport activities being conducted there.

Child Protection

IPSHA directs schools to ensure that any person (e.g., coach, official or supervisor) engaged in any capacity to work with children at IPSHA events is not a 'prohibited person' as defined by Child Protection legislation, by using the appropriate screening procedures prior to engaging that person. Schools are directed to only engage persons in these capacities who are not 'prohibited persons'. IPSHA and its insurer will not accept any responsibility for damages arising directly or indirectly from sexual abuse, where schools engaging the perpetrator of such abuse knew or ought reasonably to have known that the perpetrator was a 'prohibited person' as defined in child protection legislation.

Each state accepts responsibility for the annual payment of the Association's Public Liability Policy, according to the following formula:

New South Wales	40%
Queensland	10%
South Australia	10%
Tasmania	5%
Victoria	20%
Western Australia	15%

15.3 Induction of New Members

Induction is that process by which an applicant for membership of the IPSHA Ltd. becomes a full participant in the life of the Association, to his/her and the benefit of all members. Here follows an action plan designed to enable this to happen efficiently and effectively.

Action

1. The State President invites a Junior School Head to apply for membership to be completed by applicant

Key Person(s)

- * Official Membership Questionnaire
- *Received and processed by Branch Membership Secretary

2. The official application is processed by the State Executive * State Executive
3. The application is forwarded to the Federal Treasurer, who confers with the Federal President in order to gain Federal ratification * Branch Membership Secretary
* Federal Treasurer
* Federal President
4. If Federal approval is forthcoming then the Federal Treasurer sends the following to the new member: * Branch Executive
 - letter of acceptance
 - badge
 - certificate of membership
 - "Memorandum and Articles"
(1 copy)
 - "Principles and Practices"
(1 copy)
 - copy of Federal Link

In the case of an application being rejected by the State Executive of the Branch, the Branch Membership Secretary may inform the unsuccessful applicant about the reasons for rejection and future possibilities

5. The New Member is put in contact with a link member who is encouraged to offer contact and support and, where possible, accompany the new member to the next meeting. The Branch Membership Secretary will also contact the new member at least once each term to offer friendship, support and encouragement * Branch Membership Secretary
* New Member
* Link Member
 6. At the next full meeting after the acceptance of the new member, he/she is formally introduced to the State Branch and furnished with a State Handbook and State Directory * Branch Membership Secretary
 7. The ongoing support and encouragement of the new member becomes the joint responsibility of all members * IPSHA Ltd. members
- 15.4 **Association Flag:** This is to be flown at the Association's Biennial Conferences and on any other occasion deemed by the Board to be appropriate.

15.5 Biennial Conferences:

a. Guidelines

There shall be a national biennial conference of IPSHA Ltd in a different state, by rotation. In planning for all such conferences the guidelines, as outlined below, must be followed. This is to ensure that each conference achieves a profit so that there is no drain on Association funds.

- that the Biennial Conference venue sequence shall ordinarily be Tasmania, Queensland, South Australia, Western Australia, Victoria, New South Wales.
- that the State responsible for the organisation of the Biennial Conference shall appoint a Conference Planning Committee, of which the State Treasurer shall be a member.
- that the outgoing Conference Planning Committee forward a summary of their planning to the incoming Conference Planning Committee.
- that the Conference Planning Committee, in consultation with the Federal Executive, shall determine the conference program, speaker(s), tours, other associated activities and the costs to be charged to those attending.
- that as a memorial to our respected friend and colleague Mr E A Wells, an address to be known as 'The Wells Oration' is to be included in the conference program.
- that registration forms, the conference program and any other associated documentation should be produced by the Conference Planning Committee and, once approved by the Federal Executive, forwarded to members.
- that registration forms and conference fees payable by attendees will be forwarded to the Conference Planning Committee. The conference fees will then be forwarded directly to the Federal Treasurer.
- that on receipt of conference fees, the Federal Treasurer will maintain a separate spreadsheet for the conference and bank the conference fees.
- that on receipt of invoices payable, the Conference Planning Committee shall forward approved invoices directly to the Federal Treasurer for immediate payment from conference funds.
- that at the conclusion of the Biennial Conference the Federal Treasurer will provide the Conference Planning Committee and the Federal Executive with an overview of Income and Expenditure Statements.
- that any surplus funds occurring from a Conference be distributed on the basis of 25% to the Federal body and the retention of 75% by the Conference Host State Branch.

b. Protocols

In planning for the Biennial Conference and the Annual General Meeting a number of protocols and legal requirements must be followed. These include:

- invitation and registration form to be sent to all Honorary Federal Life Members to attend the conference, as guests of the Association.
- prepare certificates for any new Honorary Federal Life Members and/or Fellows.
- organise conference dinner for all Overseas and Invited Guests, together with the Federal Executive.
- invitation and registration form to be sent to all Invited Guests, namely, representatives from the Incorporated Association of Preparatory Schools (IAPS), Independent Schools of New Zealand (ISNZ) and Elementary School Heads' Association (ESHA), the President of the Australian Primary Principals' Association (APPA) and the Chairman of the Association of Heads of Independent Schools of Australia (AHISA).
- organise accommodation for Overseas Guests, namely, representatives from IAPS, ISNZ and ESHA.
- register Invited Guests with the Conference Planning Committee.
- book rooms and meals for Federal Board meetings at the conference.
- book room and dinner for Federal Executive meeting and dinner at the conference.
- ensure the Association flag is flown at each biennial conference.

c. Legal Requirements of the Federal Executive

- prepare ASIC documentation for any changes to the Memorandum and Articles of Association and ask Association lawyer to check.
- once approved by the lawyer, prepare documentation for the Members explaining the changes to the Memorandum and Articles of Association and for ASIC, including completion of Form 205.
- send copy of Motions detailing changes to the Memorandum and Articles of Association to all Full and Honorary Federal Life Members, at least 28 days before the Annual General Meeting (AGM).
- send Form 205 and accompanying Annexures to ASIC, detailing the changes to the Memorandum and Articles of Association, within 14 days after the AGM.
- send completed Form 484 to ASIC advising of changes to the Board of Directors, namely the Federal Executive, within 14 days after the AGM.
- send a copy of the most recent IPSHA Financial Report to all Members at least 14 days before the AGM.

- prepare a budget for the following biennium and present to the current Federal Board at the pre-conference Federal Board meeting. Once approved, this budget must be copied and be given to all Members attending the AGM.
- send letter and nomination forms to all Australian Full Members for Federal Executive positions for the following biennium, at least 120 days before the AGM.
- if an election for a Federal Executive position is required, a copy of each completed nomination form shall be distributed to all voting Members at least 42 days before the AGM, with any necessary balloting lists.
- the successful candidates shall be announced at the AGM.
- send State Presidents multiple copies of the IPSHA Proxy Voting Form, at least 120 days before the AGM. Request them to ask their State Branch members to complete and give to a Member attending the AGM, if they will not be in attendance at the Biennial Conference.
- advise current Federal Board Members of the details and agenda of the pre-conference Federal Board meeting.
- advise new Federal Board Members of the details and agenda of the post-conference Federal Board meeting.

d. Financial Matters

- the registration cost for each biennial conference will be determined by the Conference Planning Committee, in consultation with the Federal Executive.
- the Conference Planning Committee, in consultation with the Federal Treasurer, needs to make provision in the costing for the conference of the following:
 - (i) the conference registration fee and accommodation costs of any new Honorary Federal Life Members;
 - (ii) the conference registration fee of any other Honorary Federal Life Member attending the conference;
 - (iii) the conference registration fee and accommodation costs for the three Overseas Guests and their Partners, namely the representatives from IAPS, ISNZ and ESHA;
 - (iv) the conference registration fee for the President, APPA.

15.6 **Association Journal:** The Association's principal journal is to be distributed by the Editor to Associations, similar to IPSHA Ltd., in New Zealand, the United Kingdom and USA, in addition to the normal distribution to the Australian membership. State Representatives are required to forward a copy of the Association's journal to their State AHISA Chairman.

15.7 **Distribution and Updating of Principles and Practices Document:** The document is to be placed on the Association's Home page where members can obtain their own copy. It is also to be reviewed and updated by the Board whenever deemed necessary and subsequently placed on the Home page. A hard copy will be distributed to all members of the Federal Board and each State Executive by the Federal Secretary.

15.8 **Policy Re Submissions by IPSHA Ltd to Other Bodies:**

All submissions to other bodies on behalf of IPSHA Ltd., at State or Federal level, must be prepared and presented according to the procedures outlined below and have the approval of the Board's Executive.

a) **Re submissions, presentation or comment on National Issues:**

All correspondence or requests involving comment, input, presentation etc., received by Board members, State Office-Bearers or individual members are to be referred immediately to the President of the Board who will:

- Consult with the Board's Executive to determine an action plan.
- Allocate responsibility for the matter to the Executive, State or individual members. Advise the Board and, through State Representatives, the membership, of the issue and action taken.
- Wherever possible ensure that input is received from all States.
- Maintain contact with the group or person responsible in order to approve any document to be presented.
- Send details of the response to members of the Board at completion or more frequently if appropriate.

b) **Submissions, presentations or comment on State Issues:** Where the matter is raised at a Federal level, the responsibility should generally be given to the State concerned. Whether this occurs or a direct communication is received by a State, the following must be carried out:

- The State Representative must ensure that the President of the Board is aware of the issue.
- The President should consult with the Executive to ensure that allocation of responsibility to the State concerned is the most appropriate course of action.
- The State or person responsible should maintain contact with the President and forward details of the response to him/her wherever possible, before this is presented.
- The President should arrange for details to be given to other State Representatives

15.9 **Relationships with AHISA and Overseas Associations:** IPSHA Ltd. regards the strengthening of relationships with similar organisations overseas and AHISA as a most important objective. The following guidelines will generally apply. However, at the beginning of each biennium the Board will approve general arrangements for both the sending and accepting of invitations to attend conferences. Final details will be approved by the Board's Executive which will have power to make any changes considered necessary:

a) **Re Visits from the Chairman or representative of Overseas Associations to IPSHA Ltd. Conferences:**

- An invitation is to be issued to the President of each related overseas Association.
- Registration fees for the visiting President and partner or representative and partner, the cost of special dinners and functions as well as accommodation costs for the duration of the Conference need to be included in the Conference budget costs.

All other costs, including travel, are to be the responsibility of the visitor.

- The visitor, at an appropriate time arranged by the Board's Executive, is to be given an opportunity to address members.

b) **Re Visits from the Chair or representative of AHISA to IPSHA Ltd. Conferences:**

An invitation will be extended to the Chair of AHISA to attend IPSHA Ltd conferences. All costs of such attendance will be the responsibility of AHISA.

c) **Re Visits of the IPSHA Ltd. President or Representative to AHISA Conferences:**

- The President, or a representative appointed by the Board's Executive, is to accept invitations to attend AHISA Conferences.
- Within budgetary limits, cost of travel, accommodation and the like, approved by the Executive, to be met by IPSHA Ltd.

d) **Re Visits of the IPSHA Ltd. President or Representative to Conferences of Related Overseas Associations:**

- With the approval of the Board's Executive, the President or a representative is to be funded, within budgetary limits, to attend one overseas conference each two years.
- Where opportunities arise, the Executive is to appoint the President or any other suitable member to represent IPSHA Ltd. at other conferences; costs to be met by the person concerned unless budget monies remain available.

15.10 Stationery of the Association used at either Federal or State level must include the following heading "Independent Primary School Heads of Australia Ltd.", ACN 059 221 877 and ABN 31 059 221 877.

16. PROCEDURE – AMENDMENTS TO MEMORANDUM & ARTICLES OF ASSOCIATION

16.1 Alterations/amendments should never be entertained lightly. Also, it should be noted that alterations/amendments may well be obviated by incorporating an appropriate statement in the Association's Principles and Practices document. The Board should always explore this option before proceeding further as it is certainly a simpler process. The legal process for making changes to the Association's Memorandum and Articles as laid down by the Corporation Law is as follows:

- a) The Executive and Board formulate appropriate Resolutions which must then be circulated by way of notice of motion and meeting to the membership at least 28 days prior to the proposed meeting.
- b) The meeting must be attended in person or by proxy by one-third of the membership.
- c) For adoption of the Resolution a simple majority needs to be established by 75% of those attending and voting at the meeting whether by proxy or in person.
- d) Once approved, the Australian Securities and Investments Commission require that the said resolutions be lodged with them on the appropriate ASIC form, currently number 205, within two weeks of the date of the special Resolutions being passed.
- e) There is no fee for lodgement provided it is lodged within the specified two weeks. The late fee, if lodged between one and two months after the date of the passing of the special Resolution is currently \$60 and thereafter \$230.
- f) Subsequent to lodgement with the ASIC, existing copies of our Memorandum and Articles of Association would require updating in part or whole, whichever was deemed most appropriate, and placed on the Association's Website.

This document, as amended, was approved by the Federal Board on September 19, 2009.

President: Guy Mason
Secretary: Lachie Wright